



INSIDE INFORMATION PROCESSING POLICY

Adopted by the Board of Directors of Avio S.p.A. on December 21, 2017



Contents

| | | |
|----|---|----|
| 1 | INTRODUCTION..... | 3 |
| 2 | REGULATORY FRAMEWORK..... | 3 |
| 3 | DEFINITIONS..... | 3 |
| 4 | SCOPE..... | 5 |
| 5 | ADDRESSEE CONDUCT OBLIGATIONS..... | 6 |
| 6 | RESPONSIBILITIES..... | 6 |
| 7 | PROCESSING OF RELEVANT INFORMATION..... | 7 |
| 8 | PROCESSING OF INSIDE INFORMATION..... | 9 |
| 9 | MEANS FOR THE FULFILMENT OF THE INSIDE INFORMATION COMMUNICATION OBLIGATIONS BY THE COMPANY..... | 10 |
| 10 | COMMUNICATION DELAYS..... | 11 |
| 11 | LIST OF PERSONS WITH ACCESS TO INSIDE INFORMATION AND RELEVANT INFORMATION..... | 13 |
| 12 | GENERAL PROVISIONS - SANCTIONS..... | 16 |
| 13 | AMENDMENTS AND SUPPLEMENTS..... | 17 |
| 14 | COMMUNICATIONS..... | 17 |
| 15 | ENTRY INTO FORCE..... | 17 |
| | ANNEX 1..... | 18 |
| | ANNEX 2A..... | 19 |
| | ANNEX 2B..... | 20 |
| | ANNEX 3A..... | 21 |
| | ANNEX 3B..... | 22 |
| | ANNEX 4..... | 23 |
| | ANNEX 5A..... | 24 |
| | ANNEX 5B..... | 25 |



1 INTRODUCTION

- 1.1 This policy for the processing of inside information (hereafter the “**Policy**”) was adopted by Avio S.p.A. (hereafter “**Avio**” or the “**Company**”) in accordance with the applicable regulation concerning the processing of inside information, as specified below at paragraph 2.
- 1.2 The policy governs: (a) the management and processing of Inside Information (as defined below) concerning Avio and the subsidiaries (as defined below); in addition to (b) the procedures to be followed for the communication, both internally and externally, of such information.

2 REGULATORY FRAMEWORK

- 2.1 This Policy was adopted in implementation of:
 - (a) Legislative Decree No. 58 of February 24, 1998 (the “**CFA**”) and the relative enacting regulations;
 - (b) Regulation (EC) No. 596/2014 of the European Parliament and Council of April 16, 2014 (the “**596/2014 Regulation**”), Execution Regulation (EC) No. 347/2016 of the Commission concerning lists of persons with access to insider information as per Article 18 of Regulation 596/2014 and Execution Regulation (EC) No. 1055/2016 of the Commission, which sets out technical enactment rules for technical instruments to ensure adequate communication to the public of inside information and to delay communication to the public of inside information;
 - (c) Consob Communication No. 0061330 of July 1, 2016;
 - (d) the disclosure provisions introduced by the Regulation concerning markets organised and managed by Borsa Italiana S.p.A. and the relative Stock Exchange Regulation Instructions;
 - (e) the provisions for the management of Inside Information of the Self-Governance Code for companies listed by Borsa Italiana S.p.A.

3 DEFINITIONS

In addition to any terms defined in other articles of this Policy, the following terms and definitions shall have the meanings hereinafter assigned to each of them. Furthermore, such terms that are defined in the singular are to be considered equally defined in the plural and vice versa.

- 3.1 Employees: employees of Avio and/or of the subsidiaries, who in the course of their work or on the basis of the duties assigned to them, have access, on a regular or occasional basis, to Relevant Information and/or Inside Information concerning Avio or the subsidiaries.
- 3.2 Inside Information: inside information in accordance with this Policy and subject to its governance, is that which:
 - (a) is of a precise nature, or:
 - (i) relates to a series of existing circumstances or which may reasonably be expected to occur, or a verified event or one which may reasonably be expected to occur;
 - (ii) is sufficiently specific to draw conclusions on the possible effect of the circumstances



or the event referred at section (i) on the price of Financial Instruments (as defined below) or of relative derivative financial instruments;

- (b) has not been made public;
- (c) concerns directly or indirectly Avio or the subsidiaries or Avio Financial Instruments; and
- (d) if made public, could influence significantly the price of Avio Financial Instruments or any associated derivative financial instruments and therefore that which an investor may reasonably utilise as an element on which to base their investment decisions.

In this regard, in the case of an extensive process undertaken to achieve, or which results in, a particular circumstance or a particular event, this future circumstance or future event, in addition to the interim steps taken as part of the process linked to the achievement or the occurrence of the circumstance or future event, may be considered as information of a precise nature. An interim step in an extensive process is considered Inside Information if complying with the criteria of the present paragraph 3.2.

- 3.3 Relevant Information: information which may become Inside Information, which has not yet satisfied the criteria at paragraph 3.2 above.
- 3.4 Insiders: all parties who in the course of their work or on the basis of the duties assigned to them, have access, on a regular or occasional basis, to Relevant Information and/or Inside Information concerning the company and/or the subsidiaries.
- 3.5 Insider Register: list of Insiders with access to Inside Information, set up by the company as per Article 18 of Regulation 596/2014 and the provisions of enacting Regulation (EC) No. 347/2016.
- 3.6 List of persons with access to Relevant Information or RIL: list of Insiders with access to Relevant Information set up voluntarily by the company.
- 3.7 Disclosure Officer: the manager in charge of implementing this Policy, appointed by the Board of Directors of Avio in accordance with the Policy.
- 3.8 Subsidiaries: companies directly or indirectly controlled by Avio, with “control” defined by Article 93 of the CFA.
- 3.9 Financial Instruments: any “financial instruments” as per Article 4, paragraph 1, point 15 of Directive 2014/65/EC of the European Parliament and Council of May 15, 2014 issued by the company and (i) admitted for trading - or for which a request for trading has been submitted - on a regulated market; (ii) traded - or for which a request for trading has been submitted - on a multilateral trading facility (MTF); (iii) traded on an organised trading facility (OTF); or (iv) not considered by points (i), (ii) or (iii), whose price or value depends on a financial instrument indicated at the previous points, or has an effect on this price or value, including, for example purposes but not exhaustive, credit default swaps and contracts for difference.



- 3.10 Types of Relevant Information: information considered by the company as relevant as concerning data, events, projects or circumstances which on an ongoing, repetitive, periodic or irregular, occasional or unexpected manner, directly concern the company and/or the subsidiaries and which may, even subsequently, become inside information.

4 SCOPE

- 4.1 This Policy shall be upheld by the following:

- (a) the members of the Board of Directors and Control Boards, in addition to Employees, of Avio and of the subsidiaries; and
- (b) Insiders.

The parties at points (a) and (b) below are jointly identified as the “**Addressees**”.

- 4.2 The Disclosure Officer, or internal parties appointed by this latter within Avio or the subsidiaries, delivers a copy of the present Policy to the Addressees, together with the form at Annex 1, respectively:
- (a) on acceptance of their appointment, for the members of the Board of Directors and Control Boards of Avio and the subsidiaries;
 - (b) on hiring, for Employees; or
 - (c) on appointment, for other Insiders.
- 4.3 Where the Policy is amended and/or supplemented, the Disclosure Officer, or other internal parties appointed by this latter within Avio or the subsidiaries, shall send to Addressees a copy of the Policy, as supplemented and/or amended.
- 4.4 Addressees who have received a copy of the present Policy shall complete, sign and return to the Disclosure Officer the form at Annex 1, in order to acknowledge their full awareness and acceptance of the Policy, notwithstanding that its provisions are applicable to these parties independently of the signing of the above-mentioned form.
- 4.5 The Disclosure Officer, with the support of the internal Company structures, maintains the completed forms, signed and returned in accordance with the previous paragraph 4.4.



5 ADDRESSEE CONDUCT OBLIGATIONS

5.1 Addressees are bound to:

- (a) maintain the complete confidentiality of the significant and/or Inside Information of which they are aware;
- (b) handle Inside Information with the necessary care to ensure that its circulation within the company does not threaten its confidential nature, unless such is announced to the market according to the means established by this Policy and the applicable regulation. The same obligation applies to the processing of significant information, until it is disclosed to the public according to the manner prescribed by this Policy and the applicable procedure (as becoming inside information or as considered by the competent bodies of the company as necessary or appropriate), or until it no longer may be considered as significant;
- (c) promptly inform the competent functions with regards to information within their respective scope concerning any act, event or omission which may constitute a violation of the Policy.

5.2 Subject to Article 184 and subsequent of the CFA, in addition to Articles 14 and 15 of Regulation 596/2014, Addressees may not:

- (a) acquire, sell or otherwise execute transactions on Financial Instruments (including the cancellation or amendment of orders where the order has been sent before the interested party came into possession of Inside Information), on their own behalf or on behalf of third parties, directly or indirectly, utilising Inside Information;
- (b) advise or induce others, on the basis of Inside Information, to carry out any transactions at point (a);
- (c) communicate to third parties Inside Information outside of the normal exercise of their duties, profession, function or office; specifically, Insiders are absolutely prohibited from releasing interviews or information to the press or declarations in general containing Inside Information concerning the company and the subsidiaries not yet announced to the market in accordance with the Policy

The communication to third parties of advice or inducements as per letter (b) is considered as unlawful communication of Inside Information where the person communicating the advice or inducement knows or should know that such is based on Inside Information.

6 RESPONSIBILITIES

6.1 Board of Directors of the Company

The Board of Directors of the company undertakes the appointment, revocation and replacement of the Disclosure Officer, establishing the relative powers and duties in compliance with the present Policy and in addition ensures their replacement in the case of the absence or impediment of the Disclosure Officer.



6.2 Chief Executive Officer of the company

6.2.1 The Chief Executive Officer of the company:

- (a) oversees the processing of Inside Information, in addition to relations between the company and institutional investors and with the press, utilising the relevant internal structures; and
- (b) approves the communications submitted by the Disclosure Officer.

6.2.2 Any interactions with the press or other media for the circulation of Inside Information should be expressly authorised by the Chief Executive Officer of the company, or parties appointed by this latter.

6.3 Disclosure Officer

6.3.1 The Disclosure Officer:

- (a) ensures, with the assistance and support of the internal company structures, the fulfilment of the disclosure obligations concerning Relevant Information and Inside Information under the present Policy and the applicable regulation;
- (b) utilising the internal company structures, oversees relations with the disclosure bodies and prepares the communications concerning Inside Information.

6.4 Subsidiaries

6.4.1 The Boards of Directors of the subsidiaries: (a) manage the Inside Information concerning their respective companies; (b) through their appointed director, or the respective internal structures, promptly communicate to the Chief Executive Officer of Avio and the Disclosure Officer all Inside Information concerning their respective companies.

7 PROCESSING OF RELEVANT INFORMATION

7.1 Mapping of the Types of Relevant Information

7.1.1 For the identification of Relevant Information which may become Inside Information, the Disclosure Officer, with the support of the company's internal structures, identifies and monitors the Types of Relevant Information.

7.1.2 The Disclosure Officer on an ongoing basis assesses the adequacy of the mapping of Types of Relevant Information, amending it where necessary according to established processes.

7.2 Assessment of Information as Relevant

7.2.1 The assessment of whether information should be considered Relevant is made by the Disclosure Officer with the support of the competent functions of Avio and/or the subsidiaries ("Competent Functions") with respect to each piece of Relevant Information.



7.2.2 In particular, the Competent Functions, also on the basis of the mapping of Types of Relevant Information, where considering¹, within its operating scope, that a specific piece of information on the basis of its existing characteristics may constitute Relevant Information and subsequently Inside Information, ensure to:

- (a) precisely identify the persons within the company and/or outside parties (or individuals) with access;
- (b) inform the Disclosure Officer upon the information at issue and the reasons for considering a specific piece of information as relevant. The Disclosure Officer maintains records of these motives;
- (c) communicates to the Disclosure Officer the details of the persons at letter a) above;
- (d) communicates to the Disclosure Officer any relevant changes for updating the RIL.

7.2.3 For example purposes and not to be considered exhaustive, information relating to the following which may become Inside Information constitutes Relevant Information:

- the ownership
- the composition of management
- management incentive plans
- auditor activities
- capital transactions
- issue of financial instruments
- the features of the financial instruments issued
- acquisitions, mergers, spin-offs, etc.
- company restructuring and reorganisation
- transactions regarding financial instruments, buy-backs and accelerated book-building
- administration procedures
- legal disputes
- withdrawal of bank credit lines
- write-downs / revaluations of assets or of financial instruments in portfolio
- patents, licenses, rights, etc.

¹ Function managers, where doubts prevail, shall involve the Disclosure Officer.



- insolvency of major debtors
- destruction or damaging of uninsured goods
- asset purchases or sales
- operating performance
- profit warnings and earnings surprises
- receipt or cancellation of major orders
- entry into new (or exit from) markets
- changes to investment plans
- dividend distribution policy.

- 7.2.4 On the basis of the information received, the Disclosure Officer classifies information as Relevant Information and updates the list of persons with access to Relevant Information set up by the company (“**List of persons with access to Relevant Information**” or “**RIL**”), as per paragraph 11.3 below.
- 7.2.5 The RIL is managed by the Disclosure Officer according to the means set out at Article 11 of this Policy.
- 7.2.6 The Competent Functions ensure, to the extent of their respective scopes, the constant monitoring of the state of development of individual pieces of Relevant Information and inform the Disclosure Officer in this regard.
- 7.2.7 The Disclosure Officer, as per this Policy, in addition ensures compliance with the measures introduced to reduce the risk that parties who need not be aware of specific pieces of Relevant Information have access.

8 PROCESSING OF INSIDE INFORMATION

8.1 Assessment of Information as Inside Information

- 8.1.1 Addressees who consider it appropriate to announce to the market Inside Information of which they have become aware concerning operating events of Avio or the subsidiaries, and which has not yet already been announced to the market, should promptly communicate such to the Disclosure Officer.
- 8.1.2 Where the Disclosure Officer, also on the basis of reports received as per paragraph 8.1.1 above (the “**Reports**”), considers himself/herself to be in possession of Inside Information or where receiving notice that a piece of Inside Information has reached such a state of maturity as to be considered Inside Information, should without delay inform the Chief Executive Officer of Avio.



8.1.3 The Chief Executive Officer of Avio, or - on his/her request – the Board of Directors:

- (a) assesses, with the support of the Disclosure Officer and the internal company structures, if the information may be effectively considered as Inside Information;
- (b) considers whether to communicate such to the market or to delay such communication in accordance with the applicable regulation.

9 MEANS FOR THE FULFILMENT OF THE INSIDE INFORMATION COMMUNICATION OBLIGATIONS BY THE COMPANY

9.1 The company:

- (a) through the Disclosure Officer, communicates to the public, as soon as possible, the Inside Information;
- (b) guarantees that the Inside Information is made public according to a manner which allows quick access and a complete, correct and timely assessment by the public;
- (c) communicates the Inside Information, directly or through third parties, to media which is reasonably trusted by the public for the proper circulation of such information;
- (d) publishes and maintains on its website, for a period of at least 5 years, all Inside Information communicated to the public.

9.2 Where Inside Information is accessed by a third party not held to a confidentiality obligation (independently of the fact of whether this obligation is of a legal, regulatory, statutory or contractual nature), as a result of intentional or unintentional circulation by the company or a party acting in its name or on its behalf in the course of ordinary professional activities or the execution of their position or, however, the confidentiality of Inside Information is breached, the company is required to re-establish fair access to information through the circulation to the public of the Inside Information. This circulation takes place (i) contemporaneously, where such circulation was intentional, and (ii) in a timely manner, where such circulation was not intentional.

9.3 In the case of breach of confidentiality, circulation to the public of Inside Information should take place as soon as possible.

9.4 Paragraph 9.3 is applied also in the case of sufficiently accurate rumours which would indicate that the confidentiality of the Inside Information is no longer guaranteed.



10 COMMUNICATION DELAYS

- 10.1 The company may delay the circulation of Inside Information where all of the following conditions have been satisfied:
- (a) there is a “legitimate interest” that would be prejudiced by communication to the public;
 - (b) it appears probable that the communication delay will not mislead the public;
 - (c) the company is able to guarantee the confidentiality of the Inside Information concerned.
- 10.2 The company may, under its own liability and subject to the conditions at letters (a), (b) and (c) above, delay communication to the public of the Inside Information relating to an extended process, occurring in phases and aimed at or giving rise to a particular circumstance or event.
- 10.3 The responsibility for the decision to delay circulation of the Inside Information, and therefore to derogate from the immediate communication obligation, is entirely that of the obligated party. Avio should therefore assess both the impact of the derogation on the provision of correct information to the public and on the level of confidentiality which may be assured for the Inside Information.
- 10.4 In the case of delayed communication to the public, Avio is however required to ensure the maintenance of the confidentiality of the Inside Information and, where such confidentiality is breached, to re-establish equal access to information.
- 10.5 In the case in which the communication of Inside Information is delayed, the company should without delay communicate such in writing to Consob, to the following e-mail address: consob@pec.consob.it, specifying as addressee “Markets Division” and indicating in the subject matter “MAR Delayed communication”. The communication should provide to the Authority the information subject to delayed communication, the reasons for delay, the date and time at which the information became of an inside nature, explanation of the means by which the conditions at Paragraph 10.1 have been satisfied and any other circumstance that the company considers significant, in order to allow Consob to comprehensively assess the advised conduct, in addition to undertake in a timely manner the required supervisory measures with regards to the Financial Instruments.
- 10.6 In the case in which the company decides to assess the authorisation of a delay, the Disclosure Officer should prepare and maintain a document containing at least the following information:
- (a) date and time:
 - i. of the first existence of the Inside Information at Avio; of the undertaking of the decision to delay circulation of the Inside Information;
 - ii. of the probable circulation of the Inside Information by Avio;
 - (b) of the identity of the persons at Avio responsible for:
 - i. of the undertaking of the decision to delay circulation and of the decision which established the beginning of the delay period and its probable conclusion;
 - ii. of the ongoing monitoring of the conditions which permit the delay;



- iii. of the undertaking of the decision to communicate to the public the Inside Information;
 - iv. of the communication to Consob of the information requested upon the delay and of the explanation in writing;
- (c) proof of the initial satisfaction of the conditions at the previous Paragraph 10.1 and any amendment in this regard during the delay period, including:
- i. the protective barriers both upon the internal and external communication of the information to hinder access to Inside Information by persons other than those who at the issuer should have access in the normal exercise of their professional activity or function;
 - ii. the means established to circulate as soon as possible the Inside Information once its confidentiality is no longer guaranteed.

The Disclosure Officer should also oversee any subsequent amendment of the information contained in this document.

10.7 In all cases in which the delay is authorised, the Disclosure Officer should prepare a document containing at least the following information:

- (a) the identity of the issuer (complete company name);
- (b) the date and time at which the Inside Information occurred;
- (c) when it was decided to delay communication and when the company intends to end the delay;
- (d) the identity of the person/body responsible for the decision to delay, of the persons ensuring the monitoring of the continued conditions which permit the delay, of the persons responsible for publication of the information and of the persons responsible for notification of the delay to Consob (name, surname, position at the issuer);
- (e) contact details of the party responsible for notification;
- (f) identification of the Inside Information subject to delayed circulation: title of the circulated announcement; reference number, where assigned by a system used for the circulation of Inside Information; date and time of the communication of Inside Information to the public;
- (g) date and time of the decision to delay circulation of the Inside Information;
- (h) proof of compliance with the regulatory obligations, or of the means utilised to prevent access to this information by unauthorised persons and the measures put in place where the confidentiality of this information is no longer guaranteed.

This document should be kept by the company by means of a technical instrument which ensures accessibility, legibility and long-term storage.



11 LIST OF PERSONS WITH ACCESS TO INSIDE INFORMATION AND RELEVANT INFORMATION

11.1 General rules

- 11.1.1 The company sets up and consistently updates the Insider Register and a List of Persons with access to Relevant Information (RIL), which allows for the easy consultation and extraction of data.
- 11.1.2 The Insider Register is set up as per Article 18 of Regulation 596/2014 and Regulation (EC) No. 347/2016.
- 11.1.3 The RIL ensures the traceability of persons with access to Relevant Information within the wider scope of effectively monitoring company information, also in terms of fulfilling the Inside Information market communication obligations.
- 11.1.4 The RIL is managed according to the means established for the Insider Register, with a number of adjustments (see paragraph 11.3 below) and remaining in the register until the Relevant Information no longer qualifies as Confidential.

11.2 Insider Register

- 11.2.1 The Disclosure Officer, utilising the internal company structures, promptly enrolls those with Insider status in the Insider Register utilising the details included in the RIL and informs such individuals in a timely manner:
 - (a) of their inclusion in the Insider Register and of any updates concerning them;
 - (b) of the provisions of the present Policy.
- 11.2.2 The Insider Register is maintained electronically, which guarantees at all times:
 - (a) the confidentiality of the information included, ensuring that access to the Insider Register is limited to clearly identified persons who are permitted to access such at AVIO on the basis of their respective function or position (as indicated in paragraph 11.5 below);
 - (b) the precision of the information reported;
 - (c) the possibility to access previous versions.
- 11.2.3 The Insider Register comprises two sections, (i) one concerning Insiders with continuous access to Inside Information and (ii) the other concerning Insiders with occasional access to this information. The data of parties included in the permanent section of the Register should not be included in other temporary sections of the Register. A registration form which reflects this distinction and which reports the information that the Insider Register should contain is attached as **Annex 2** of this Policy.
- 11.2.4 Once the new Inside Information is identified, a new section in the part of the Insider Register dedicated to the enrolment of parties with occasional access to this information is established.
- 11.2.5 The information concerning Insiders is held for five years from the date of registration or updated information.



11.3 RIL

The List of persons with access to Relevant Information (RIL) is drawn up and maintained according to similar criteria and means as for the Insider Register in accordance with paragraph 11.2 above. It is therefore not necessary to: (i) indicate the time of inclusion or any updates; (ii) indicate the date of birth, national identification number, private and office telephone numbers; (iii) ensure access to previous versions. A registration form which reports the information that the RIL should contain is attached as **Annex 4** of this Policy

- 11.3.1 The RIL is divided into separate sections (the “**Temporary RIL Sections**”), one for each piece of Relevant Information. A new Temporary RIL Section is added each time a new piece of Relevant Information is identified. Each Occasional Section of the RIL reports only the details of the persons with access to the Relevant Information considered in the specific section.
- 11.3.2 Initially, parties identified as part of the mapping as per Article 7.1 above are included in the RIL. As the Relevant Information develops, the persons ceasing to have access to these developments are removed from the RIL and, simultaneously, persons who begin to have access are included, while the Disclosure Officer, with the support of the Competent Functions, is required to verify differences between that reported in the mapping above and that which effectively occurs - in terms of the circulation and development of Relevant Information.
- 11.3.3 Where a piece of Relevant Information qualifies as Inside Information, the persons included in the RIL are removed from the RIL and included in the Insider Register, on initiation of the delay procedure at Article 9 above.
- 11.3.4 The Insider Register also includes sections regarding persons in possession of Information without which, due to the type of Information or the specific circumstances of the case, it was possible to map this Information at a previous point - and, therefore, not previously included in the RIL.
- 11.3.5 In addition to the Temporary RIL Sections, the RIL may contain a supplementary section concerning persons who, due to the function or position held within the company, always have access to Relevant Information. In any case, personal data included in this section of the RIL need not necessarily be included in other sections.



11.4 Maintenance of the Insider Register and the RIL

- 11.4.1 The Insider Register and the RIL are maintained by the Disclosure Officer, utilising the internal company structures, with the specific task to facilitate access, management, consultation, extraction and printing of the register.
- 11.4.2 In particular, the Disclosure Officer, or individuals appointed by the officer may:
- (a) record in a timely manner to the Insider Register persons in possession of Inside Information;
 - (b) record in the RIL persons in possession of Inside Information;
 - (c) update the Insider Register wherever: (i) a change occurs regarding the reason for inclusion in the Insider Register; (ii) a new person has access to Inside Information and therefore should be added to the Insider Register; (iii) a person included in the Insider Register no longer has access to Inside Information; each update to the Insider Register indicates the time and date at which the change requiring the update took place;
 - (d) update the RIL wherever considered necessary;
 - (e) inform in a timely manner persons with access to Inside Information of their inclusion in the Insider Register, ensuring that they acknowledge in writing their legal and regulatory obligations deriving from the possession of Inside Information and the sanctions applicable in the case of abusing Inside Information and for its improper communication. Such disclosure is made through a letter delivered (including by hand) and signed in confirmation of receipt or recorded as delivered through other means or instruments, such as for example by electronic mail, with acknowledgment of viewing (**Annex 3A**);
 - (f) inform, according to the methods set out at letter e) above, persons with access to Relevant Information of their inclusion in the RIL, ensuring that they are informed of the confidentiality obligations deriving from the possession of Relevant Information and their obligations under this Policy (**Annex 3B**);
 - (g) inform, according to the same methods as letter e) above, those included in the Insider Register and in the RIL of subsequent updates (**Annex 5A**) and cancellations (**Annex 5B**);
 - (h) maintain for a period of not less than five years all communications made concerning inclusion in the Register;
 - (i) send the Insider Register to Consob as soon as possible, on their request, to the following e-mail address: consob@pec.consob.it.
- 11.4.3 In order to facilitate the setting up and updating of the Insider Register and the RIL, the Board of Directors and the Control Boards, in addition to the relevant internal structures, of Avio and the subsidiaries communicate in a timely manner to the Disclosure Officer – or to persons appointed by this latter – the details of Insiders, in addition to updates to be made or names or details to be removed.
- 11.4.4 All information required to compile the Insider Register and the RIL in compliance with that indicated in paragraphs 11.2 and 11.3 above should be communicated.



11.4.5 Communications should be made to the following e-mail address: giorgio.martellino@avio.com.

11.5 Access to the Insider Register and the RIL

- 11.5.1 Subject to the powers of the Competent Authorities, access to the Insider Register and the RIL is reserved to:
- (a) the Disclosure Officer and any person charged by the former with management of the Insider Register and the RIL;
 - (b) the Chief Executive Officer of Avio, to oversee the correct application of this Policy, making recourse where necessary to the competent structures.

11.6 Confidentiality of the information contained in the Insider Register and in the RIL

- 11.6.1 The personal data contained in the Insider Register and in the RIL are acquired and processed in compliance with Legislative Decree 196/2003.

11.7 Obligations of Insiders

- 11.7.1 Insiders must comply with the provisions of the present Policy.
- 11.7.2 Insiders must adopt appropriate measures to prevent access to inside information by persons other than those who require such for the exercise of their duties. In particular, Insiders should only obtain, handle and archive Inside Information if strictly necessary to execute their duties and for the required period of time, adopting professional best practice to ensure maximum confidentiality.

12 GENERAL PROVISIONS - SANCTIONS

- 12.1 Non-compliance with the present Policy by members of the Board of Directors or Control Boards of Avio or the subsidiaries, notwithstanding the responsibilities and the sanctions established by the applicable regulation, may result in the consideration of any appropriate action or remedy permitted by the applicable regulation by the appropriate Control Board.
- 12.2 In the case of non-compliance with the present Policy by Employees, disciplinary sanctions may be applicable under national collective labour contracts, including, in the most serious cases, dismissal and notwithstanding any other applicable penalties under the relative statutory and regulatory provisions.
- 12.3 For parties carrying out working or professional duties in favour of Avio and/or the subsidiaries other than direct employees, non-compliance with this Policy may result in appropriate actions in accordance with the applicable statutory and contractual provisions, including in the more serious cases, the termination of such relationships, even without notice and notwithstanding any other penalty and related indemnity obligations in accordance with applicable regulations.



13 AMENDMENTS AND SUPPLEMENTS

- 13.1 The Board of Directors of Avio implements the amendments and supplements considered necessary or appropriate to this Policy following organisational changes to Avio, or to the subsidiaries, in addition to amendments to applicable regulations. In particular, the Policy shall be promptly amended and/or supplemented following the adjustment of primary and secondary Italian legislation to the provisions of Regulation 596/2014 (and subsequent related supplementary delegated and implementing regulations issued by the European Commission) and to the implementation of Directive 2014/57/EC of April 16, 2014, in relation to penal sanctions in case of market abuse.
- 13.2 The Disclosure Officer shall provide for written notice to all addressees of the Policy of the amendments and/or supplements to the Policy.

14 COMMUNICATIONS

Any communication pursuant to this Policy shall be made in writing as follows:

- (a) if addressed to the Disclosure Officer, via fax to +39 [●] for his/her attention or by email to the following address [●], or by registered letter with return receipt to the following address: Avio S.p.A., Rome in Via A. Salandra, 18, 00187;
- (b) if addressed to Insiders, to the addresses indicated by them in the acceptance form at **Annex 1** of this Policy;

or to alternative contact details that shall be promptly communicated: (i) by the Disclosure Officer to the Insiders; or (ii) by each of the latter to the Disclosure Officer.

15 ENTRY INTO FORCE

The Code of Conduct shall enter into force from the date of its approval by the Company's Board of Directors.



ANNEX 1

The undersigned _____, as _____

- having noted their inclusion on the Insider Register of Avio S.p.A.;
- acknowledging receipt of the “Inside Information Processing Policy” of Avio S.p.A. (the **“Policy”**) and to having read and understood the provisions contained therein;
- aware of the obligations under the Policy and the applicable regulations (including under Articles 184 and subsequent of Legislative Decree 58/1998)

THEREFORE

- (i) declares their awareness and acceptance of the provisions of the Policy and commits to undertake with complete diligence, within their remit, compliance with such;
- (ii) indicates the following personal details: Tel No. _____ Fax No. _____
e-mail address _____

(Date)

(Signature)

In accordance with Legislative Decree 196/2003, the undersigned consents in addition to the processing of the personal data contained in this form for the fulfilment of the provisions of the Policy and the applicable regulations cited in the Policy.

(Date)

(Signature)



ANNEX 2A

Insider Register temporary access section

Section on *[indicate the inside information specific to a contract or relating to an event]*

Date and time (of the creation of the present section of the register or when the inside information was identified): [yyyy-mm-dd, hh:mm UTC (coordinated universal time)]

Date and time (latest update): [yyyy-mm-dd, hh:mm UTC (universal coordinated time)]

Communication date to the competent authority: [yyyy-mm-dd]

| Name of the person with access | Surname of the person with access | Birth surname of the person with access (if differing) | Work telephone numbers (work direct fixed and mobile line) | Name and address of the company | Function and reason for access to inside information | Obtained access (date and time at which the party obtained access to inside information) | Ceased access (date and time at which the party ceased to have access to inside information) | Date of birth | National ident. number (if applicable) | Private telephone numbers (house and personal mobile) | Complete private address (street, number, locality, postcode, State) |
|--------------------------------|-----------------------------------|--|---|--|---|--|---|---------------|--|--|--|
| [text] | [text] | [text] | [numbers (without spaces)] | [address of the issuer or third party with access] | [description of the role, department and reason for presence on the register] | [yyyy-mm-dd, hh:mm UTC] | | [yyyy- mm-dd] | [number and/or text] | [numbers (without spaces)] | [complete private address of the person with access - street and number - locality - postcode - State] |



ANNEX 2B

Insider Register permanent access section

Date and time (of the creation of the permanent access section) [yyyy-mm-dd, hh:mm UTC (coordinated universal time)]

Date and time (latest update): [yyyy-mm-dd, hh:mm UTC (universal coordinated time)]

Communication date to the competent authority: [yyyy-mm-dd]

| Name of the person with access | Surname of the person with access | Birth surname of the person with access (if differing) | Work telephone numbers (work direct fixed and mobile line) | Name and address of the company | Function and reason for access to inside information | Included (date and time at which the holder was included in the permanent access section) | Date of birth | National identification number (if applicable) | Private telephone numbers (house and personal mobile) | Complete private address (street, number, locality, postcode, State) |
|--------------------------------|-----------------------------------|--|---|--|---|---|---------------|--|--|--|
| [text] | [text] | [text] | [numbers (without spaces)] | [address of the issuer or third party with access] | [description of the role, department and reason for presence on the register] | [yyyy-mm-dd, hh:mm UTC] | [yyyy-mm-dd] | [number and/or text] | [numbers (without spaces)] | [complete private address of the person with access - street and number - locality - postcode - State] |



ANNEX 3A

Copy of notice of inclusion in the Insider Register

Re: Inclusion in the Insider Register

Dear _____,

in compliance with Article 18 of Regulation (EC) No. 596/2014, the Execution Regulation of the Commission No. 347/2016, the other applicable regulatory provisions, in addition to the “Inside information processing policy” of Avio S.p.A. (the “**Policy**”, at annex 1 and available on the website www.avio.com), you are notified that, from [●], your personal data shall be included in the Permanent Section of the Insider Register

[or alternatively]

The Temporary Section of the Insider Register of Avio S.p.A. concerns the following Inside Information.

You are reminded that: (a) those in possession of Inside Information (as defined by the Policy) must comply with the Policy; and (b) non-compliance with the applicable legal and regulatory provisions concerning inside information may constitute a criminal or administrative offense (including, in particular, that established by Article 184 and subsequent of Legislative Decree 58/1998) and may invoke the responsibility of the company (as per Legislative Decree 231/01).

In relation to that above, I invite you to:

- Review this document and the relative annexes and maintain a copy;
 - send to Avio within five days from receipt of this document at the e-mail address: giorgio.martellino@avio.com or by other appropriate means to ensure receipt by Avio/ the Disclosure Officer of Avio:
- o acknowledgement of the legal and regulatory obligations related to inclusion in the Insider Register

Kind regards,

The Disclosure Officer of Avio S.p.A.

(signature)

_____, _____

(place)

(date)

Reviewed by

(signature)



ANNEX 3B

Copy of notice of inclusion in the RIL

Re: Inclusion in the list of persons with access to Relevant Information (“RIL”)

Dear _____,

I hereby communicate to you that, from [●], Avio S.p.A. (“**Avio**”), as per the “Inside Information processing policy” of Avio (the “**Policy**”, at annex 1 and available on the website www.avio.com), has included you in the Permanent Section of Avio’s RIL

[or alternatively]

In the Temporary Section of Avio’s RIL concerning the following Relevant Information:

With regards to that stated above, I remind you that “Relevant Information” concerns company information which may reasonably be considered to possess all the necessary characteristics to become Inside Information as per the applicable regulation, although which currently lacks one or more of the requirements under the above regulation to qualify as Inside Information.

In addition, you are informed that, as a person with access to Inside Information, you are an addressee of the confidentiality obligations under the applicable regulation and the Policy

Kind regards,

The Disclosure Officer of Avio S.p.A.

(signature)

(place)

(date)



ANNEX 4

Form for inclusion in the list of persons with access to Relevant Information (RIL)

| Name of the person with access | Surname of the person with access | Name and address of the company | Function and reason for access to Relevant Information | Included (date and time at which the party was included in the RIL) |
|---------------------------------------|--|--|---|---|
| [text] | [text] | [address of the issuer or third party with access] | [description of the role, department and reason for presence on the register] | [yyyy-mm-dd, hh:mm UTC] |



ANNEX 5A

Insider Register / RIL update disclosure

Re: update to inclusion in the Insider Register/List of persons with access to Relevant Information (“RIL”)

Dear _____,

I hereby communicate to you that, from [●], Avio S.p.A. (“**Avio**”), as per the “Inside Information processing policy” of Avio (the “**Policy**”), updated your details in the Insider Register / RIL for the following reason:

_____.

Kind regards,

The Disclosure Officer of Avio S.p.A.

(signature)

_____, _____
(place) (date)



ANNEX 5B

Copy of notice of cancellation from the Insider Register / RIL

Re: cancellation from the Insider Register/List of persons with access to Relevant Information (“RIL”)

Dear _____,

I hereby communicate to you that, from [●], Avio S.p.A. (“**Avio**”), as per the “Inside Information processing policy” of Avio (the “**Policy**”), has removed your name from the Insider Register / RIL.

Kind regards,

The Disclosure Officer of Avio S.p.A.

(signature)

_____,
(place)

(date)