

FLUTTER SEA ANTI-BRIBERY AND CORRUPTION POLICY

MISSION	DELIGHT OUR PLAYERS, POWER OUR BRANDS AND EMPOWER OUR PEOPLE
VISION	SHAPE THE FUTURE OF ENTERTAINMENT

VALUES



We lead with ambition and create sustainable impact



We invest in our growth and take opportunities to make a difference



We take responsibility, innovate with purpose and move at pace



We value every voice and combine our strengths as one team

Flutter SEA is committed to conducting its business activities honestly, with integrity and transparency, in full compliance with laws, regulations and all requirements established by applicable standards, as well as the main national and international laws and guidelines on the prevention of bribery and corruption, including, by way of example, the OECD Convention on Combating Bribery of Foreign Public Officials, the Foreign Corrupt Practices Act (FCPA), the UK Bribery Act and Italian Legislative Decree No. 231/2001.

This Policy applies to:

- Sisal S.p.A.;
- Sisal Italia S.p.A.;
- Sisal Gaming S.r.l.;
- Tsg Italy S.r.l.;
- Snaitech S.p.A.;
- Snai Rete Italia S.r.l.;
- Epiqa S.r.l.;
- Snaitech Smart Technologies S.r.l.;
- U4Line S.r.l.;
- Fondazione Snaitech.

Flutter SEA adopts a zero-tolerance approach to bribery and corruption, whether direct or indirect, active or passive, and is committed to preventing and combating unlawful conduct, including to avoid penalties being imposed on individuals and legal entities and to protect its own reputation and that of the Group. Through Senior Management, Flutter SEA actively promotes a culture based on integrity and the prevention of bribery and corruption, ensuring adequate resources, strategic direction and oversight of the ISO 37001-compliant Anti-Bribery and Corruption Management System. The system supports the achievement of strategic objectives, ensures process improvement and, through a *risk-based approach*, enables risks to be continuously analysed and mitigation actions to be identified in order to achieve an acceptable residual risk level, with particular regard to the following sensitive activities:

- management of relations with Public Authorities;
- management of relations with third parties;
- management of conflicts of interest;
- treasury management;
- management of gifts and hospitality;
- management of charitable donations;
- personnel management and organisation;

- management of powers of attorney and delegated authorities;
- management of communication activities.

The Anti-Bribery and Corruption Management System includes the following actions:

- preparation of this Policy, setting out principles and rules of conduct designed to prevent acts of bribery and corruption;
- analysis and assessment of the risks of bribery and corruption offences, carried out by each Group company in accordance with local regulatory requirements;
- delivery of information and training activities for employees, tailored according to roles and risk levels, to ensure full knowledge and application of the principles set out in this Policy, as well as applicable laws and local provisions, with the aim of promoting the Group's culture and the internal and external rules to be observed for the proper management of bribery and corruption risks;
- implementation of easily accessible reporting (*whistleblowing*) processes and tools that comply with local laws;
- periodic monitoring of bribery and corruption risks and verification of the effectiveness and adequacy of this document, with a view to continuous improvement.

To oversee the design and implementation of the Anti-Bribery and Corruption Management System, Flutter SEA has appointed the Anti-Bribery and Corruption Function (FCPC), which has the necessary authority and independence and may be contacted at funzione-anticorruzione@fluttersea.com. In particular, the FCPC:

- verifies that the management system is kept up to date;
- is responsible for monitoring, measuring, analysing and evaluating the system's performance;
- monitors the implementation status of anti-bribery and corruption measures arising from reviews by Senior Management and the Governing Body, risk assessments, internal and external audits, or other reviews and investigations;
- assesses the suitability, adequacy, effectiveness and implementation of preventive measures;
- provides Senior Management and the Governing Body with a report containing information on the performance of the management system, including the implementation status and effectiveness of actions taken and opportunities for improvement;
- provides specific information to the Supervisory Body whenever it becomes directly aware of facts, acts or situations relating to the risk of bribery and corruption offences;
- promotes and participates in periodic meetings with the Supervisory Body;
- supports the management of reports received concerning acts of bribery and corruption or breaches of this Policy;
- advises Flutter SEA personnel on the operation of the management system and reporting procedures;
- monitors, including through compliance reviews and *risk-based* monitoring activities, the adoption, implementation and effectiveness by the local compliance functions of Flutter SEA's foreign companies of local guidelines, processes, procedures, risk analyses and second-level controls aligned with the anti-bribery and corruption laws and practices of their respective legal and cultural contexts and, in all cases, with Flutter SEA's principles of fairness, integrity, transparency and prevention of bribery and corruption.

Flutter SEA considers the effective implementation of the Anti-Bribery and Corruption Management System to be a commitment and responsibility shared across the entire organisation and requires all personnel, at every level and grade, to comply with the principles set out in this Policy within their respective areas of competence and responsibility.

This Anti-Bribery and Corruption Policy (also referred to below as the "Policy") applies to all persons acting in the name and on behalf of the Flutter SEA Group, including employees of all Group companies, members of management and supervisory bodies, and third parties with whom Group companies have relationships. Its scope also includes all persons working under the supervision and direction of contractors or subcontractors, business partners and, more generally, all persons acting in the interest or on behalf of the Group (the "Recipients").

Any failure to comply with this Policy and any suspected or actual acts of bribery and corruption must be reported by Recipients who become aware of them through the *whistleblowing* reporting channel, which also allows reports to be submitted anonymously. A breach of the Policy constitutes a failure to fulfil the primary obligations arising from the employment relationship and therefore a disciplinary offence, with all consequences provided for by law and the

applicable collective bargaining agreement. Applicable disciplinary measures may be corrective but, in the most serious cases, may also include termination of employment. In all cases, the right to compensation for financial and non-financial damage caused by the misconduct remains unaffected. Similar measures may be adopted, within the limits of applicable law and contractual relationships, against third parties (e.g. suppliers, consultants and partners) that breach the principles of this Policy.

FLUTTER SEA'S COMMITMENT

Flutter SEA's Anti-Bribery and Corruption Policy aims to achieve the following objectives:

- prohibit bribery and corruption and ensure a higher level of compliance with national and international anti-bribery and corruption standards;
- ensure the sustainability, honesty and transparency of its business by combating all forms of misconduct;
- help promote a business culture founded on fairness, integrity, honesty, competition and transparency;
- promote and develop ethics in business relationships to protect the market and combat all forms of illegality;
- adopt the ISO 37001-compliant Anti-Bribery and Corruption Management System as an effective tool for combating bribery and corruption, requiring continuous commitment and leadership from all members of the Organisation;
- strengthen awareness among all stakeholders of the commitment to preventing and combating bribery and corruption;
- develop an integrated system of controls that is easy to identify and understand, capable of being implemented and monitored, and able to ensure the effectiveness of the controls' preventive function;
- encourage the reporting of any suspected act of bribery and corruption through dedicated channels and procedures that enable investigations and further enquiries to assess the merits of reports and implement effective countermeasures, while protecting reporting persons from any form of retaliation or discrimination;
- pursue continuous improvement of the Anti-Bribery and Corruption Management System by monitoring system performance, analysing non-conformities, periodically reviewing policies and procedures, and incorporating feedback from internal or external audits, second-level controls, reports and business performance assessments, in order to ensure the lasting effectiveness of anti-bribery and corruption actions, adaptation to regulatory and organisational changes, and responsiveness to business and regulatory needs.

This Policy is updated periodically and is available to interested parties, the public and anyone who requests it, in the interests of transparency and cooperation.

Chief Executive Officer Flutter SEA

Roberto Di Fonzo

Firma elettronica apposta
da: Di Fonzo Roberto

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Data: 30/giu/2026 14:35:34
GMT+2