



CODE OF ETHICS AND CONDUCT

Approved by the BoD of Sisal S.p.A. on 21/11/2023

Version 11.0

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Who we are

We are a **leading** organization in the **Games** markets, and we are also active in the **betting, amusement and gaming machines' market**.

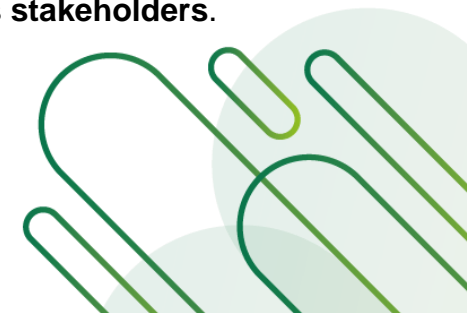
The **success** of the **Sisal** products is the basis of the company's economic performance and reputation. Over our more than seventy-five-year history, we have built a relationship of **trust** and **credibility** with millions of consumers, designing and operating games with **expertise** and **high standards** of **integrity**, **transparency** and **safety**, which are indispensable characteristics for those operating in a **heavily regulated** and strictly controlled industry.

Since its origins, our story has been guided by a strong sense of responsibility: a commitment that has evolved over the years into an articulated strategy of **sustainability** declined in social, environmental and good governance along with a program of **Responsible Gaming** that is the central and distinctive element of our business model.

In order to successfully deal with the complexity of the context in which we operate, it is important to clearly define the set of **values** by which the **Group** is **inspired** and which it wants to be **respected**.

For these reasons, we have prepared the **Code of Ethics and Conduct** (hereinafter also "**Code of Ethics**" or "**Code**"), a fundamental charter of the **moral values** by which the **activity** of our Group is inspired, the observance of which is of fundamental importance, both for the **good functioning** and **reliability** of Sisal, and for the **protection of the prestige, image** and **know-how** of the same, factors that constitute decisive assets for the success of the company.

Sisal's Code of Ethics aims to **ensure** maximum **transparency** and **integrity** in every aspect of the company's business, promoting **professional ethics** and **legality**, **respect for laws** and **human rights**, **environmental protection** and **social responsibility**. We believe that sharing and adhering to these values are critical to the success of the company and to building lasting relationships with its **stakeholders**.

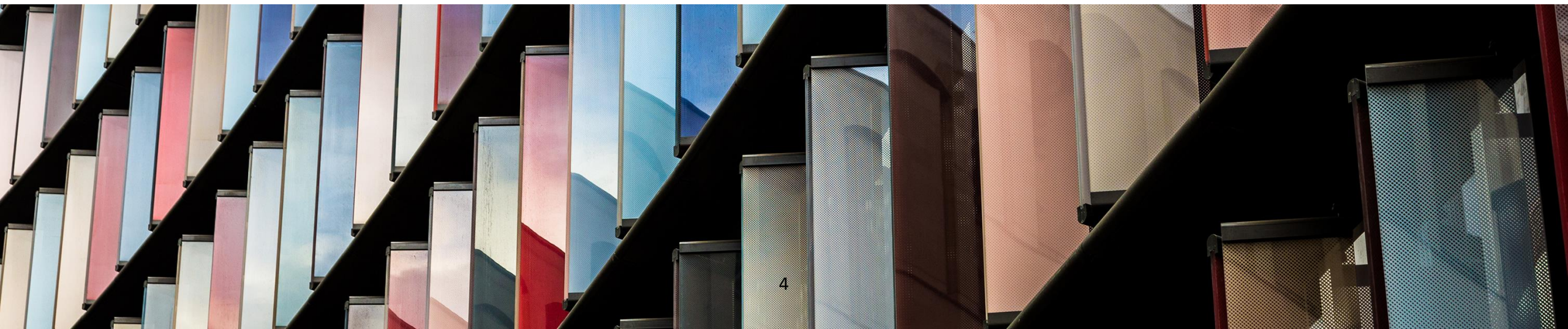
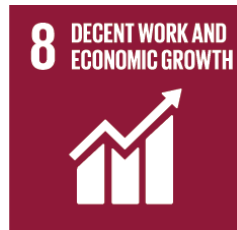


Our commitment and responsibilities

We believe that our business should be conducted in **compliance** with **ethical principles** and **regulations** in force, taking into consideration the impacts of our actions on **people** and the **environment**. In addition, we believe that our **responsibility** is not only limited to our **customers** but also covers our **employees, suppliers** and the **community** in which we operate.

The Code of Ethics is based on principles of **integrity, respect, commitment** and **transparency**, and is the benchmark for all our activities.

Our goal is to generate **widespread well-being** for all our stakeholders, ensuring **sustainable growth** over the long term in line with the *Sustainable Development Goals (SDGs)* defined by the **Agenda 2030** of the **United Nations**.



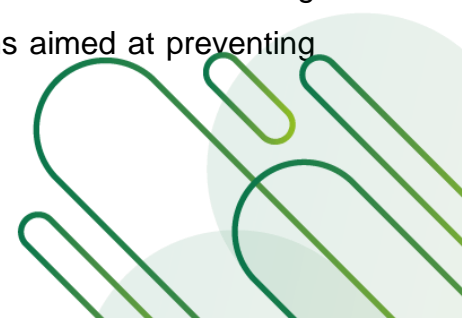
Recipeints and content of the Code

Compliance with the Code is required of the following individuals, hereinafter also referred to as “**Recipients**”:

- the **workers of all the companies of the Sisal Group** (employees, self-employed, volunteers, the paid and unpaid interns, former employees, interns, temporary workers and similar);
- the **members of the administration, management or supervisory and control body of Sisal**, including non-executive members;
- **any person** who works under the **supervision and direction of contractors, subcontractors, business partners** and more generally all **business associates** who work in **the interest of or on behalf of the Company** including all Subsidiaries and affiliates of the Sisal Group.

Recipients of the Code are required to:

- **respect** the general duties of loyalty, fairness and the performance of contracts and work services in good faith;
- **refrain** from carrying out activities in competition with those of Sisal and from conduct contrary to the provisions of the Code;
- **respect** the rules and company procedures, adhering to the precepts of the Code, whose observance is required for employees also pursuant to and for the purposes of articles 2104 and 2105 of the civil code;
- **contact** their supervisors, i.e., control functions, or directly the Company’s Chief Executive Officer if they need clarification on how to apply the regulations;
- **report** promptly to its managers, or to the control functions, or directly to the Chief Executive Officer, any news, of direct detection or reported by others, regarding possible violations of the rules;
- **cooperate** with the structures in charge of verifying possible violations of the rules and minimizing their negative effects, also cooperating in the implementation of interventions aimed at preventing the continuation of conduct and actions in violation.



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RELATIONSHIPS WITH COLLEAGUES



WORKER PROTECTION

We believe that people are an indispensable element for the proper and profitable performance of the Group's activities: dedication and professionalism are decisive values and conditions for achieving the Company's goals.

OUR COMMITMENT

- **We recognize and respect the fundamental rights of our people**, including the right to decent work and fair and non-discriminatory treatment
- **We reject any form of harassment in the workplace**, understood as repeated and persistent hostile conduct likely to violate the dignity of the person, creating an intimidating, degrading, humiliating or offensive climate
- **We invest in the training and professional development of our people** to ensure they have the necessary skills to carry out activities efficiently and safely
- **We adopt criteria of merit, competence** and in any case **strictly professional** for any decision related to our people
- **We offer all our people opportunities** for professional growth by making sure that everyone can enjoy fair treatment based on merit, without any discrimination





DIVERSITY AND INCLUSION



We are committed to creating a work environment in which all people feel respected and valued, regardless of their ethnicity, gender, sexual orientation, religion, age or physical condition. In addition, we are committed to creating an inclusive organization in which every person feels free to express him/herself and contribute to the fullest extent of his/her abilities, without discrimination.



OUR COMMITMENT

- We ensure dignity and impartial treatment for all subjects involved in the activities
- We promote diversity and inclusion within our organization and are committed to ensuring a work environment free from all forms of discrimination or abuse
- We treat all people with respect and dignity, without discrimination or prejudice of any kind whether based on race, nationality, age, gender, gender identity, sexual orientation, ethnicity, religion, physical or economic condition, or political opinion
- We do not tolerate discriminatory or offensive behavior and encourage reporting of such incidents to Human Resources or through the use of dedicated channels

What is meant by discrimination?



The term “**discrimination**” refers to any **behaviour** that results in **unequal or unfair treatment** on the basis of certain **personal characteristics** - such as race, nationality, age gender, gender identity, sexual orientation, ethnicity, religion, physical or economic condition, or political opinion - or as a result of **certain conduct**, such as reporting misconduct. In addition, workplace harassment, such as verbal, sexual, physical, psychological, and discriminatory harassment, as defined by the Policy on Human Rights and Non Discrimination of Sisal, as well as any hostile, repeated and persistent conduct with the intent to violate a person’s dignity by creating an intimidating, degrading, humiliating or offensive environment.

HEALTH AND SAFETY

We provide a work environment that protects the health and safety of our staff, promoting the prevention of occupational accidents and illnesses and providing equipment and tools appropriate for the performance of work activities.

OUR COMMITMENT

- **We protect and promote Health and Safety in the workplace**, with the aim of reducing risks in occupational injuries and diseases
- **We ensure that the relevant organizational units have adequate economic, financial and personnel resources**, resorting to external resources in all cases where there is no adequate expertise within the Company
- **We set up an appropriate system of controls and supervision as required by applicable regulations** in each jurisdiction in which we operate.
- **We train and inform personnel and those in positions of responsibility** in a manner appropriate to their responsibilities about the generic and specific risks of the work environment and activities being performed.



PROTECTION OF CORPORATE ASSETS

We ensure the protection of the corporate assets, as it is essential to ensure the sustainability and continuity of the business over time. To this end, it is necessary to adopt responsible behaviour by all those involved.

What is meant by corporate assets?

The **corporate assets** of the Company consist of the **tangible physical assets** (such as: computers, printers, equipment, cars, real estate, infrastructure, telephones, etc.) and the **intangible assets** (such as: software, confidential information, credentials for access to information systems, know-how, professional knowledge developed and disseminated to and by employees).

RELATIONSHIPS WITH TRADE UNIONS

We maintain constant relationships with trade unions organizations in order to promote participatory dialogue and ensure the representation of employees' demands and interests, including in relation to social and health and safety issues.

OUR COMMITMENT

- We guard corporate assets appropriately and we use them only for professional purposes, in relation to assigned tasks or authorized purposes by the relevant corporate functions, in line with relevant internal regulatory instruments
- We hold each employee personally responsible for the protection and preservation of company assets



CONFLICT OF INTEREST

We operate by ensuring that all Recipients avoid any situation in which a conflict of interest may arise that could interfere with their ability to make decisions impartially and in full compliance with the principles of legality, loyalty, fairness and transparency.

OUR COMMITMENT

- We operate transparently and inform the organization of any outside activities that could potentially interfere with our work activities
- We refrain, as Recipients of this Code, from participating in the games operated by the companies of the Sisal Group, in accordance with the rules and restrictions set forth in Licenses as well as the relevant internal regulatory instruments
- We are committed to conducting all our activities in an ethical and transparent manner and not to compromise our integrity for personal benefit
- We avoid situations in which conflicts of interest might arise, even if only potential, and we do not engage in any activities that might be in competition with those of the Sisal Group

What is meant by conflict of interest?

A **conflict of interest** occurs when a **personal interest**, even of a non-economic nature, could **influence** the **decisions** or **behaviour** of a person in the scope of his or her **employment** generating an **advantage** immediate or future for **oneself**, for one's **family members** or for **other persons** with whom one has close **personal** or **business** relationships.



ANTICORRUPTION

We believe that corruption poses a threat to our integrity as well as to our ability to provide high-quality products and services to customers and business partners. Therefore, we operate by countering any form of corruption by preventing it from being an obstacle to the development of our Company.

What is meant by corruption?

“**Corruption**” means any promise, offer, demand, or acceptance of advantage, utility, money, or economic value for a person as **incentive or reward to act or fail to act** in connection with that person’s performance related to his or her duties in **violation of applicable law**. Corrupt acts are also defined as:

- payments of small value that are illicit or even unofficial and contrary to good morals, directed at securing a service due;
- the offer or acceptance of money by the organization’s personnel in pursuit of their own direct benefit.



OUR COMMITMENT

- We adopt the **Sisal Policy for the Prevention of Corruption** and require all staff, on an annual basis, to issue a statement attesting to their compliance with it
- We do not accept or offer any kind of gift, favor, payment, or other form of **personal or improper benefit that may compromise our independence** or that of third parties
- We do not accept or offer **cash or cash equivalents**, gifts of an **inappropriate nature** or that could **harm the reputation of the Group**



USE OF SOCIAL MEDIA

For us at Sisal, social media can be an opportunity. However, the misuse of social media can pose a risk to the Company's reputation. For this reason, it is important to use them with caution, as our personal activities may impact the Group's reputation.

OUR COMMITMENT

- **We never share confidential information on social media about Sisal, our customers or business partners**
- **We behave respectfully when posting content** on social media and never use words that could be considered discriminatory or defamatory
- **In expressing our personal opinions**, we specify that such opinions do not necessarily represent those of Sisal
- **We do not comment or make assumptions** on social media regarding Sisal's business activities



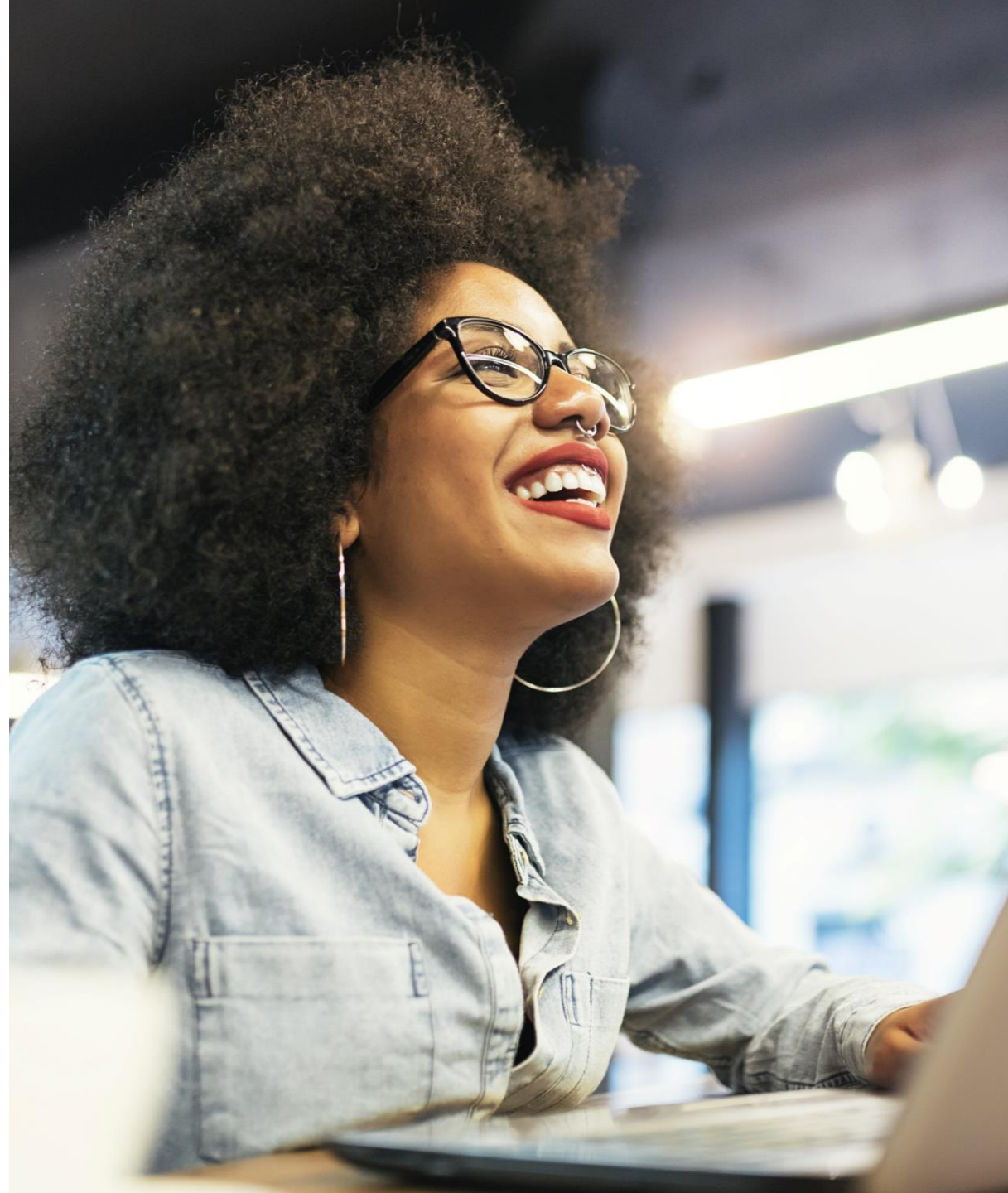
2 ETHICS IN BUSINESS MANAGEMENT

RELATIONSHIPS WITH CUSTOMERS

We pursue the Group's success through the provision of quality products and services, while complying with the regulations set to protect fair competition. We build trusting relationships with our customers to meet their expectations while maintaining high levels of quality, innovation, performance, safety and reliability.

OUR COMMITMENT

- We scrupulously observe all internal rules and procedures for customer relationship management
- We provide, with efficiency and courtesy, high quality products and services that meet the customer's expectations and needs and in line with the contractual provisions
- We communicate accurate and comprehensive information regarding our products and services so that the customer can make informed decisions, in full compliance with the principles of transparency, confidentiality, in line with the provisions of the applicable laws and the relevant internal regulatory instruments as well as in compliance with the regulations protecting privacy



RELATIONSHIPS WITH SUPPLIERS

We believe that the connection with our suppliers is a fundamental aspect of our business, as it enables us to ensure the quality and sustainability of our products. Therefore, we pay special attention to the establishment and management of contractual relationships with suppliers, requiring compliance with our principles and striving to maintain an honest and transparent relationship with them.

OUR COMMITMENT

- We strictly observe all internal procedures for selecting and managing relationships with suppliers
- We adopt criteria of fairness and transparency in the selection of our suppliers and choose suppliers based on business needs, with the aim of obtaining the best possible conditions in terms of quality and cost of the products offered
- We ask our suppliers to commit to abide by the Sisal Supplier Code of Ethics, also providing for the signing of a specific clause requiring them to operate in line with our ethical standards on workers' rights, environmental protection, and health and safety of personnel and workplaces.





PROTECTION OF COMPETITION AND CONSUMERS

We believe that the protection of competition and the protection of consumers are fundamental principles for the proper functioning of the market and safeguarding the interests of consumers. We operate within the principle of legality and in compliance with the laws and regulations in force in the jurisdictions in which we conduct our activities.

OUR COMMITMENT

- We protect the value of competition in every jurisdiction in which we operate in order to sustain a competitive market
- We avoid conduct that may restrict free competition in compliance with antitrust law and relevant domestic regulatory instruments
- We avoid conduct that may violate consumer protection legislation and we operate by basing our commercial policies on the principle of professional diligence
- We oppose business practices that may constitute a violation of competition and consumer protection laws

RELATIONS WITH PUBLIC ADMINISTRATION, INSTITUTIONS AND SUPERVISORY AUTHORITIES

We act with loyalty, fairness and transparency in our dealings with the Public Administration, institutions and the Supervisory Authority as well as in our dealings with any public official and public service representative.

OUR COMMITMENT

- **We cooperate** actively, loyally and transparently, **with the Public administration, institutions and the Supervisory Authority**, and offer maximum cooperation and availability
- **We do not offer money, gifts, entertainment, items of value or other benefits to any public official or person in charge of public service** for the purpose of obtaining, retaining or securing a business or commercial advantage (whether proper or improper) or in connection with decisions that may be seen as favourable to the interests of the Group's business, in compliance with the Anti-Corruption Policy and relevant internal regulatory instruments
- **We always avoid political involvement on behalf of Sisal**, and **we do not make contributions**, directly or indirectly and in any form, to political and labor parties, movements, committees, and organizations, their representatives and candidates



PRIVACY PROTECTION AND DATA ETHICS

We are committed to putting the data care and privacy protection of our employees, customers and third parties generated or acquired in business relationships first. We adopt fair and equitable practices regarding the manner, type and purpose of collection and processing of personal data, as well as in compliance with maximum transparency.



Our AI & Data Ethics Principles

- Accountability
- Ethics & Fairness
- Privacy
- Respect for human autonomy
- Quality and Accuracy
- Trasparency
- Responsible Data Sharing
- Interpretability
- Social well-being and environment

OUR COMMITMENT

- We design and implement our products and services in compliance with the applicable regulatory requirements from a privacy by design and by default perspective in order to ensure adequate measures in terms of personal data protection
- We process personal data in accordance with internal and external privacy principles and regulations, ensuring, among other things, minimization, limitation of storage, use for specific, determined and transparent purposes, and control at any time
- We adopt fair and equitable practices, the aim of which is to minimize discrimination, penalizing or biased treatment
- We ensure a high level of transparency and clarity regarding the methods, type and purposes of the collection and processing of personal data on the channels, products and services provided to customers, even in the case of automated processing



Our AI & Data Ethics Principles

- Accountability
- Ethics & Fairness
- Privacy
- Respect for human autonomy
- Quality and Accuracy
- Trasparency
- Responsible Data Sharing
- Interpretability
- Social well-being and environment

OUR COMMITTMENT

- **We monitor the level of privacy compliance of third parties** through contractual clauses as well as performance of periodic audits in order to ensure the proper processing of personal data throughout the entire supply chain
- **We encourage individual self-determination**, especially in the context of automated processing, in order to reduce the risks of manipulation or unjustified conditioning
- **We promote the beneficial use of emerging technologies (e.g., AI)**, ensuring attention to the interests, rights and peculiarities of the individual
- **We promote interpretability in the case of automated processing**, in order to ensure that interlocutors are capable of understanding the results of the processes
- **We have a long-term vision regarding the use and valorization of data**, in order to promote the well-being of the individuals and encourage the overall improvement of society



SECURITY

We consider the protection of the company's information assets and the management of ICT and security risks, including Cyber risks and those linked to the use of new technologies, as objectives of primary importance. Therefore, we work to achieve their pursuit with a view to continuous improvement.

OUR COMMITMENT

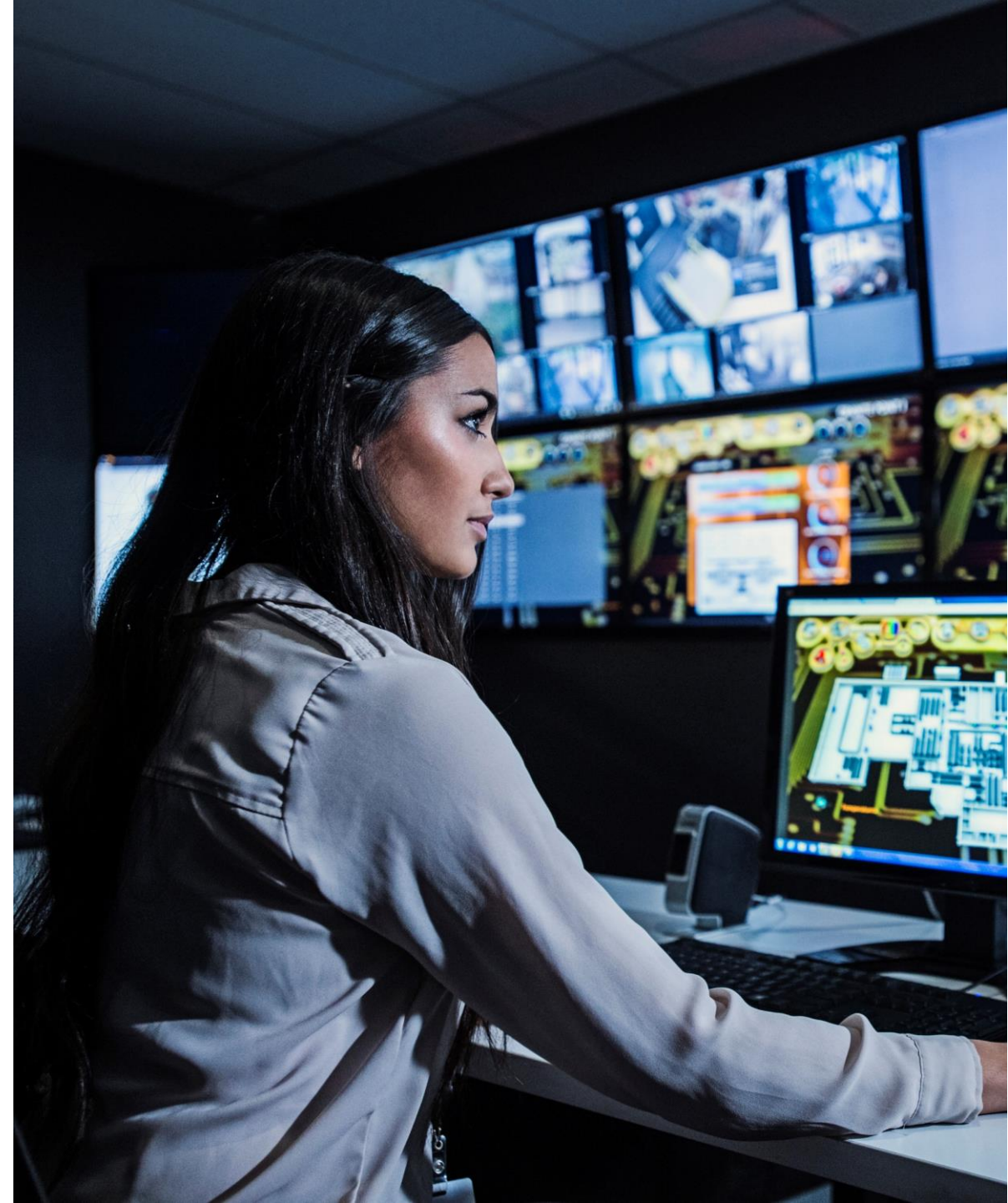
- **We ensure central security governance** aimed at preserving confidentiality, integrity and availability of corporate information assets
- **We promote innovation in the field of security** in order to ensure constant alignment with technological evolution and the use of innovative methods, processes and solutions
- **We ensure compliance with applicable laws, regulations and standards** affecting information security, as well as specific contractual agreements with various stakeholders
- **We promote the adoption of a risk-based approach** in relation to the adoption of security measures through the use of a framework integrated into the overall business risk management model
- **We ensure the prevention of damage related to the incorrect or improper use of emerging technologies (e.g., AI)** to limit any negative influence on users and impacted individuals, also through adequate surveillance measures

COUNTERING MONEY LAUNDERING AND TERRORIST FINANCING

We consider it essential to prevent and counter money laundering, terrorist financing and the reuse of illicit proceeds. We do this by promoting transparency in the management of the Group's activities and working only with reputable counterparties, complying with both domestic and international AML/CFT rules and regulations.

OUR COMMITMENT

- We adopt internal control systems effective in countering money laundering and terrorist financing, in accordance with applicable national and international standards
- We prepare a system of policies and procedures for the whole corporate Group that defines the structure and organization of the Group AML (Anti Money Laundering) Function
- We carefully verify the identity of our counterparties and constantly monitor transactions in order to detect any suspicious activities
- We conduct training activities targeting all employees in order to raise awareness of AML risks and promote knowledge of AML regulations





PROTECTION OF INDUSTRIAL AND INTELLECTUAL PROPERTY

We act in full compliance with industrial and intellectual property rights, as well as with the laws, regulations and conventions, including those in the EU and/or international sphere, protecting such rights.

OUR COMMITMENT

- We refrain from any conduct that may constitute an infringement of industrial property rights, alteration or counterfeiting of distinctive signs of industrial products, or of patents, industrial designs or models, whether domestic or foreign, as well as from importing, marketing or otherwise using or putting into circulation industrial products with counterfeited or altered distinctive signs or made by infringing industrial property rights
- We refrain from illicit and/or improper use of intellectual works (or parts thereof) protected by copyright legislation

3

RELATIONSHIP WITH THE COMMUNITY





RESPONSIBLE GAMING



We are committed to ensuring that the gaming experience for all players is one of responsible enjoyment: this means intercepting and responding promptly to the diverse needs of players and promoting a culture of safe gaming away from excess.



OUR COMMITMENT

- **We adopt a Responsible Gaming strategy** that integrates with all business areas and in all channels, to promote a sustainable business model based on the involvement of the entire internal structure, training at points of sale, and informing players and engaging them
- **Our Responsible Gaming program has been certified since 2011**, in line with the highest standards of EL (European Lotteries) and WLA (World Lottery Association)
- **We ensure the protection of our players, particularly the most vulnerable groups**, through information initiatives as well as detection and prevention of problem gambling
- **We encourage maximum awareness among our players** through the promotion of safe and balanced gaming behaviors on online and offline channels





FIGHTING ILLEGAL GAMING ACTIVITY

We consider the fight against illegal gaming activity as a key element to ensure legality and transparency of the industry, as well as to protect consumers from risks related to gaming addiction and fraud.

What is meant by illegal gaming?

Illegal gaming is defined as any form of:

- Organization of lottery game or betting or contests betting in an **abusive manner**;
- **abusive organization of betting** or betting contests on sports activities managed by CONI, UNIRE or other **competitions of people or animals**
- organization, operation and remote collection - in **the absence of due licenses** according to methods and techniques other than those provided by law - of games established by the Customs and Monopolies Agency;
- activities aimed at engaging in conduct involving **fraud in sports competitions**.

MINORS' PROTECTION

We prohibit gaming activities for those under the age of 18. To this end, we give strict instructions to the entire sales network not to accept game requests from minors and provide, in all communications, visibility of this prohibition.

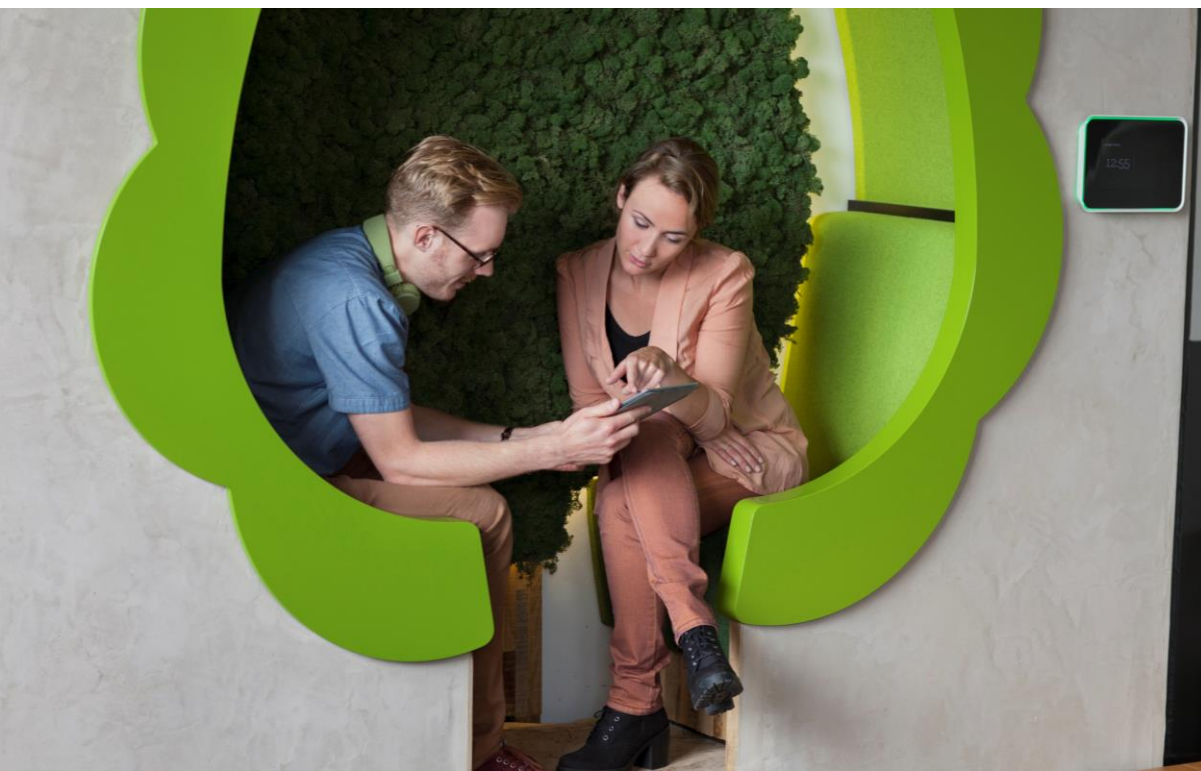


ENVIRONMENT

We recognize environmental protection as a primary value and adopt strategic solutions that focus on the use of renewable energy, the development of sustainable mobility, the responsible consumption of natural resources and the reduction of energy consumption. We conduct our activities in a way that reduces the environmental impact of our operations, involving our business partners in this path.

OUR COMMITMENT

- We are committed to reducing the environmental impact of our activities by using certified energy from renewable sources, purchasing paper from certified supply chain and reducing waste of natural resources
- We are constantly striving to safeguard natural resources and pursue sustainable use of them in the Company's value chain in order to prevent pollution, reduce waste, facilitate recycling and recovery
- We are constantly striving to develop energy efficiency initiatives in order to reduce energy consumption and emissions
- We make our employees aware of the importance of environmental protection and provide them with information and suggestions on how to adopt more sustainable behaviors
- We involve our suppliers in our decarbonization journey through the most effective ways
- We raise awareness among store network managers to adopt solutions and behaviors to reduce energy consumption in stores





TRANSPARENCY IN INFORMATION

We are aware of the importance of accurate, consistent and strategic communication to our stakeholders in order to promote our Group's products and services and provide adequate accounting information in line with the criteria set forth by law.

OUR COMMITMENT

- All actions, operations and negotiations carried out and, in general, **conduct carried out by the Recipients in the performance of their activities must be inspired by the utmost fairness and integrity** from the point of view of management, completeness and transparency of information, legitimacy in formal and substantive aspects, and clarity and truth in accounting records in accordance with current regulations and internal procedures.
- **We keep adequate documentation to support each transaction**, so as to enable easy and timely accounting records as well as accurate reconstruction of the transaction
- **We provide external information** regarding the Company's objectives, activities, results and views **only with the express permission** of the Responsible Manager and the Chief Executive Officer
- **We disseminate respectful and inclusive informational content** and do not use content that could be deemed offensive, discriminatory, or offensive to dignity

4 CODE IMPLEMENTATION MECHANISM

TRAINING AND COMMUNICATION

We consider the Code of Ethics and Conduct a fundamental document for the success of all our activities. Therefore, we are committed to sharing it with all our stakeholders and promote its proper dissemination and implementation, including through the adoption of measurable indicators.

OUR COMMITMENT

- We ensure the adoption of all initiatives that can ensure the provision of every possible cognitive and clarification tool regarding the interpretation and implementation of the rules contained in the Code
- We offer compulsory training programs to all employees of the Company, in order to ensure that they possess the knowledge and skills necessary to effectively apply the rules of conduct and maintain them over time and ensure the proper dissemination of the Code
- We ensure that employees receive information about the Code of Ethics during the hiring process and whenever it is updated
- We are committed to providing all our employees with ongoing training on the ethical principles and values of the Company, including those addressed in our Code of Ethics





VIOLATIONS OF THE CODE OF ETHICS

Employees are required to abide by the principles and guidelines outlined in the Code of Ethics, so they are also subject to the relevant penalty regime should they engage in conduct in violation of the principles set forth in this Code.

In relation to **individuals who are holders of a subordinate employment relationship, violation of the rules of the Code constitutes non-fulfillment of the primary obligations of the employment relationship** and therefore a disciplinary offence, with all consequences provided for by law and the collective agreement. The applicable sanctions are conservative but could also contemplate, in the most serious cases, termination of employment. In any case, compensation for pecuniary and non-pecuniary damage caused by the misconduct is always without prejudice.

Third parties who cooperate with the Company in different capacities are also **subject to sanctions for the case of violation of the principles set forth in this Code**. They may consist of a warning in the least serious of cases and take on the highest severity and significance with termination of the contractual relationship for the most serious cases. Even in such cases it will always be without prejudice to any compensation for pecuniary and non-pecuniary damage caused by the misconduct.

WHISTLEBLOWING

We report any violation or suspected violation of the Code of Ethics through one of the dedicated channels provided by the Sisal Group.

Our Whistleblowing Policy governs the activities of receiving and handling reports in compliance with the requirements imposed by national and international whistleblowing regulations.

OUR COMMITMENT

- **We guarantee the confidentiality of the content of the report**, making it accessible only to the individuals responsible for receiving and handling the report, or by individuals expressly authorized by them
- **We protect the identity of the reporter, the persons reported and other persons mentioned in the report**, in accordance with applicable regulations
- **We prohibit retaliatory or discriminatory actions against the reporter**





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