



SHAPING THE FUTURE OF ENERGY NETWORKS





Shaping the Future of Energy Networks

Regulations of the Initiative

The Initiative

Art. 1 Purpose

"Ideas 4 Italgas: Shaping the Future of Energy Networks" is an initiative promoted by Italgas S.p.A. with registered office in Via Carlo Bo n. 11, 20143 Milan (MI), Italy, VAT number 10538260968 (hereinafter "**Italgas**").

Italgas is a Network Tech Company, a leader in the gas distribution, water services, energy efficiency and IT sectors. Following the acquisition of 2i Rete Gas, its main competitor, Italgas has become the leading gas distribution operator in Europe, managing a network of over 150,000 kilometres and over 12 million customers in Italy and Greece.

Italgas also operates in the energy efficiency and water distribution sector.

Through its subsidiaries in the water sector, the Group provides services, directly and indirectly, to 6.3 million people, equal to 10% of the Italian population¹, mainly in the Lazio, Sicily and Campania regions. With the 2025-2031 Sustainable Value Creation Plan² – "Builders of the future", Italgas defines measurable targets and strategic actions aimed at creating value for stakeholders and for the territories in which it operates, aligning industrial growth and sustainability on three fundamental pillars: Planet, People and Partnerships.

In line with the decarbonisation targets set by European policies, and in particular with that of achieving climate neutrality by 2050, Italgas, as an enabler of the energy transition, as part of its regulated business model, is devoting increasing attention to the development and integration of renewable³ gases. The digital transformation of networks is a fundamental prerequisite for supporting the decarbonisation of the gas sector and fostering the development of sustainable energy solutions. Italgas is in fact committed to the creation of a smart, digital and flexible network, progressively

¹ Annual Integrated Report 2025 <https://www.italgas.it/wp-content/uploads/sites/2/2026/03/2025-Integrated-Annual-Report.pdf>

² Sustainable Value Creation Plan 2025-2031 <https://www.italgas.it/wp-content/uploads/sites/2/2025/10/Sustainable-Value-Creation-Plan-2025-2031.pdf>

³ 2025-2031 Strategic Plan <https://www.italgas.it/wp-content/uploads/sites/2/2025/10/Italgas-2025-2031-Strategic-Plan-presentation.pdf>

enabled to receive and manage biomethane, and in the future hydrogen⁴ and synthetic methane, thus helping to strengthen the energy system.

In this context, innovation is an enabler for the transformation of energy infrastructure. Italgas promotes solutions capable of strengthening the resilience and intelligence of the networks – through digitalisation, automation and new design and construction models – and of accelerating the transition to low-emission energy systems, **in line with the Group's medium-long term objectives, promoting operational efficiency and the decarbonisation of assets.** The new infrastructures must be designed and managed according to an integrated paradigm, which combines safety, environmental sustainability, economic solidity and the creation of value for the territories. The initiative "Ideas 4 Italgas: Shaping the Future of Energy Networks" (hereinafter the "Initiative") is carried out in collaboration with I3P – Incubator of the Politecnico di Torino – S.c.p.a., with registered office in C.so Castelfidardo 30/a, Campus Politecnico di Torino, 10129 Torino (TO), Italy, VAT number 07793080016 (hereinafter "I3P").

⁴ European Commission, REPowerEU / PNIEC Italy
https://commission.europa.eu/topics/energy/repowereu_it

Art. 2 Objective

The Initiative intends to explore the national and international innovation ecosystem, with the aim of collecting and analyzing advanced solutions and technologies potentially suitable for contributing to the transformation of energy infrastructures. In particular, the Initiative is aimed at evaluating, for exploratory purposes only, proposals that can contribute to strengthening the resilience, intelligence and security of gas and water networks, as well as to the transition to low-emission energy systems, promoting – by way of example and not limited to – digitalisation, operational efficiency, integration of renewable gases and sustainable decarbonisation models in the long term.

It is understood that this initiative does not entail any obligation for Italgas to select, develop or adopt the proposed solutions, nor to enter into negotiations or contractual relationships with the participants.

Art. 3 Areas of interest

The initiative focuses on areas of innovation considered strategic for the evolution of the Group's energy and water infrastructure. Projects are invited to be included within the following areas of interest:

1. Resilient Grid

Solutions to make gas and water distribution networks smarter, safer and more resilient to external events and self-adaptive to operating conditions, through the use of both digital technologies and advanced sensors and new construction methods.

In particular, the following are of interest:

Monitoring and security

- Continuous monitoring solutions to automatically identify and locate anomalies due to external causes (third-party interference, fraudulent withdrawals, accidental damage, weather events) in

order to improve the security and resilience of the network and for the continuous identification of gas leaks and water leaks;

- Automatic monitoring systems of gas and water networks based on the use of aircraft of various kinds or satellites or alternative technologies;
- AI systems to improve safety on construction sites, in particular gas interception operations and prevention of unsafe behavior on road construction sites based on trenching and pipe laying.

Autonomous network management

- Low-power remote control and monitoring solutions based on IoT (systems for the acquisition and regulation of parameters such as odorant, pressure, flow rate,...);
- Predictive and condition-based maintenance systems of networks (road pipes and risers) and plants (heat exchangers, filters, reducers et al.) based on dedicated sensors or AI technologies.

Innovative solutions for the renovation and replacement of network components

- Particular importance must be given to the renovation of gas risers and in particular to the preventive renovation of joints such as threaded joints.

AI-based design systems and technical support

- AI-based platforms interoperable with cartographic and business systems, which allow the automatic data-driven design of networks (parametric and fluid dynamic modeling), the technical-economic optimization of the routes, the integration of data and interferences from third parties and the automated generation of design documents (metric calculation, etc.);
- Solutions for an "augmented workforce" (e.g. smart helmets, exoskeletons, sensors or other solutions) for vocal and visual reporting and reporting of on-site activities, for gas detection for the safety of on-site activities, for accurate training aimed at detecting risk situations, for reducing the number of workers required for strenuous activities.

2. Energy Transition

Innovative solutions to optimize the use of energy resources, accelerate the transition to low-emission energy systems, enabling the penetration of new energy carriers and the development of technologies for decarbonization.

Energy optimization for gas and water networks

- Energy harvesting systems for gas networks and localized energy production (such as SOFC or similar technologies);
- Technologies for the reduction of energy consumption in water networks with particular interest in pumping, lifting and water purification systems.

Technologies for energy efficiency and digitalization of tertiary, industrial and residential buildings (ESCo focus)

- **Technologies and solutions for the reduction of energy consumption in the tertiary, industrial and residential sectors**, with particular interest in solutions that can be integrated into ESCo/EPC (Energy Performance Contract) models, characterized by measurable, monitorable and bankable savings;
- **Solutions for optimizing the performance of energy assets** such as thermal power plants, heat pumps, HVAC systems, photovoltaics, BESS, cogeneration/trigeneration and energy distribution systems, through retrofit, advanced control, predictive maintenance and dynamic consumption optimization;
- **Innovative technologies and materials for the efficiency of the building envelope**, including advanced thermal insulation systems, shading, high-performance materials, coatings and passive solutions capable of improving the energy class of buildings and supporting incentivized interventions.

Digital and AI-driven solutions for energy management and energy digitalization of condominiums and multi-user buildings, aimed at:

- real-time monitoring and accounting of consumption;
- automatic optimization of loads, HVAC systems and centralized systems;
- energy forecasting, demand response and energy flexibility management;
- identification of anomalies, inefficiencies and opportunities for optimization;
- multi-site energy management and support for collective self-consumption/AUC;
- remote control of the systems and digital interaction with administrators and end users.

Digital technologies and solutions for scalable ESCo services, energy flexibility and smart grid integration, aimed at:

- certifiable measurement of energy savings;
- integration with national and European incentives;
- load aggregation, demand-side management and ancillary services;
- intelligent management of storage systems and energy flexibility;
- integration with smart grids and energy communities;
- replicability and scalability across multi-client and multi-building portfolios.

Decarbonization and synthetic methane

- CO₂ capture systems from small and medium-sized plants in the gas distribution network and buildings in the residential and tertiary/industrial sectors;
- Synthetic methanization solutions for small-scale applications, in combination with Power To Gas plants for H₂ production or biomethane production plants equipped with CO₂ capture and reuse systems.

Art. 4 Requirements of participants and admitted projects

The Initiative is aimed at individuals who meet at least one of the following **requirements**:

- **A working group** consisting of a minimum of two individuals who work together in a coordinated manner to address and solve problems of a complex nature, which cannot be managed individually by individual members. The group is focused on activities related to technological innovations deriving from scientific research processes. tag.
- **Established company**, possibly with *assets*, resources and *teams* trained and dedicated to the project presented.

Candidate projects, in order to be admitted, must be in one of the following **stages of maturity**:

- **"Idea"**: innovative idea that can be implemented and launched on the market exclusively with a unique and distinctive concept, capable of being translated into a prototype by 2027.
- **"MVP"**: prototype made in the laboratory and not yet validated, or prototype that works, tested and validated on the market and for which its integration significantly improves existing functionalities and/or enables new ones and/or opens up new market segments.
- **"Products on the market"**: product/service already marketed or ready to enter the market and for which its integration significantly improves existing functionalities and/or enables new ones and/or opens up new market segments.

It should be noted that:

- Participation is **free of charge** and does not involve any constraint or commitment of any kind other than what is provided for in this Initiative.
- All documents submitted may be written in Italian or English.
- Participants, by submitting their application and documents for participation in the competition, declare that the information provided is complete, accurate and truthful, complies with the applicable legislation and therefore, in particular, does not violate the rights of third parties.

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- Employees of Italgas, I3P or companies controlled or participated in the initiative "Ideas 4 Italgas: Shaping the Future of Energy Networks" are not allowed.
- **Participation** in the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative is not permitted for legal entities that collaborate with Italgas, as product or service suppliers, in the pre-commercial experimentation of new technological solutions, even in the event of the presentation of projects other than those subject to the experimentation itself.

Art. 5 Possible advantages

If selected, participants in the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative will have the opportunity to get in touch with the Italgas company and the Group's subsidiaries. The initiative therefore represents a **first step of knowledge** between the parties involved. Specifically, participants who have duly submitted their application within the terms and in accordance with the provisions of this Initiative and who successfully pass the selection phase (called "Evaluation of applications and Pre-selection of finalist projects") will be able to access the next phase (called "Presentation and Selection of Winning Projects"). Please refer to Arts. 6-9 for further information on the phases of the initiative) and will have the opportunity to be eligible for the assignment of one or more of the following benefits:

- Obtain resources from Italgas to develop a **Proof-of-Concept (PoC)** to test and demonstrate the feasibility of the use case presented in the field, in line with Italgas' areas of interest.
- Access to **the Italgas Mentorship**, which involves representatives of the company as mentors, to deepen the study of the use case presented and assess its real feasibility and integration into Italgas processes, as well as having **access to Italgas spaces and laboratories** to carry out the appropriate trials.
- Access the **I3P support Pathway**, which involves the incubator's consultants as Tutors, providing strategic advice, training and contacts in the I3P network, with the aim of maximizing the growth of the start-up through services provided directly or through affiliated partners. To get more information about the I3P Incubation Pathway, visit the official website www.i3p.it.

It should be noted that:

- All participants who have successfully passed the first selection phase have the opportunity to access the next phase of "Selection and Design of the Winning Projects" and possibly be awarded one or more of the advantages indicated above, with the sole judgment of the body responsible for evaluation (see Art. 12 below for further information on the Evaluation Bodies).
- The resources for the **Proof-of-Concept (PoC)**, which Italgas will activate, will be defined only after careful assessment of the real needs of the project and the subsequent review of the development plan and the estimated costs of the consequent activities. Italgas therefore reserves the right to co-finance or fully finance the development project. The terms of the agreement will be subject to any subsequent negotiation between the parties.
- Italgas' **Mentorship** has a variable duration that will depend on the activities agreed with the *reference Mentors, assigned by Italgas*.
- The duration of the **I3P support Pathway** will last 6 (six) months and will be provided free of charge.

Any benefits awarded are merely rewards for participation in the Initiative and do not constitute consideration for services or exploitation rights.

Art. 6 Phases, methods and timing of the initiative

The "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative is divided into the following phases:

1. **Collection of applications:** by 31 July 2026 at 11:59 pm;
2. **Evaluation of applications and selection of winning projects:** by 30 October 2026;
3. **Final award ceremony:** by November 2026.

It should be noted that:

- Participants invited to the events organized in the respective phases of the initiative, in particular for Phase **3** and **Phase 4**, will be sent a communication concerning the methods of carrying them out in advance.

Art. 7 Phase of collection of applications

Participation in the initiative "Ideas 4 Italgas: Shaping the Future of Energy Networks" is **free of charge**. The application for projects must be sent by **31 July 2026 at 11:59 pm** on the website www.ideas4italgas.italgas.it/en/ in the appropriate section dedicated to the Initiative. Late applications and/or applications sent in different ways or in a manner that does not comply with the provisions of these regulations will not be accepted.

To submit your project, you need to access www.ideas4italgas.italgas.it/en/ in the section dedicated to the Initiative and fill out the *Application Form* in all its parts, organized in the following macro-categories:

- Company Profile and Contact Reference
- Project (State of Development, Application Scope and Proposal for Italgas)
- Useful project detail files

Art. 8 Evaluation of applications and pre-selection phase

The applications will be examined by the Evaluation Committee and at the sole discretion of Italgas and I3P in order to assess their compliance with the requirements. Furthermore, without prejudice to the fact that late, incomplete applications or applications that do not comply with the provisions of this document will not be accepted, Italgas and I3P reserve the right to request additions to the documentation sent and, if necessary, to convene the proposers for an in-depth interview, including in videoconference mode (e.g. Microsoft Teams).

The pre-selection process will be based on the Evaluation Criteria described in **Article 11** below and may lead to the selection of a minimum of 1 to a maximum of 5 finalist projects ("**Finalist Projects**"), which will have access to the "Presentation and selection phase of the winning projects".

It should be noted that:

- Participants and their Finalist Projects will receive the **invitation to the Pitch Session** in advance, i.e. the session for the presentation of the individual Finalist Projects to the Jury, as defined in **Article 9 below**, which will decree the Winners.

It is understood that Italgas reserves the right, at its sole discretion, not to select any project, without this giving rise to claims or indemnities of any kind.

Art. 9 Phase of presentation and selection of the winning projects

At the end of the "Application evaluation and pre-selection phase", participants will be asked to present their project to the Jury, with the aim of demonstrating the innovativeness and feasibility of the proposed solution, as well as the possible advantages brought, with reference to the Areas of interest of this Initiative, described in **Art. 3** above, as well as by a possible use by Italgas or by a possible integration into the company's internal processes. Any use, development or implementation of the solutions presented will be the subject of separate agreements without participation in the Initiative conferring any rights or economic claims of the participants.

Following the submission of all the Finalist Projects by the participants, the Jury, representing Italgas, will select, at its sole discretion, from 1 to a maximum of 5 winning projects ("**Winning Projects**") and may assign one or more advantages referred to in **Article 5** above, as a sign of recognition of personal merit and an incentive in the interest of the community. The Jury's evaluation is discretionary and based on qualitative criteria indicated by the Initiative, without this implying any obligation to give precise reasons to the participants.

It should be noted that:

- Selected participants will receive the invitation to the "Presentation and selection phase of the winning projects" well in advance at the e-mail address indicated during registration on the Ideas 4 Italgas portal.
- La "Fase di presentazione e selezione dei progetti vincitori" potrà svolgersi in presenza fisica, presso la sede che sarà comunicata in occasione della convocazione, o da remoto mediante videoconferenza (es. Microsoft Teams).

Art. 10 Final award ceremony

At the end of the "Phase of presentation and selection of the winning projects", the Winning Projects and possibly assignees of one or more advantages referred to in **Art. 5**, will be asked to present their project during a final award ceremony.

Projects that have passed the "Application Evaluation and Pre-Selection Phase" but have not been identified as winners in the next phase will also be invited to the final event. The final award ceremony is a showcase event of the Initiative, giving the appropriate visibility to the projects selected as being of greatest interest to Italgas and the community, also in consideration of the commercial/industrial purpose of this initiative.

It should be noted that:

- All information relating to the procedures for the event will be communicated well in advance to the e-mail address indicated during registration on the Ideas 4 Italgas portal.

Art. 11 Evaluation criteria

The evaluation criteria used by the Evaluation Committee and the Jury in the evaluation phases described above are divided into the following macro-categories:

- solidity of the company and its team;
- technical feasibility of the proposal and effective possibility of integration with the Italgas reality;
- impact of the proposal: creation of value for Italgas and the Group companies with respect to the following areas: economic, social and environmental;
- area of interest of the solution, assessing its priority for Italgas and the Group companies in terms of strategic importance and safety improvement.

(all together, the "**Evaluation Criteria**")

Each participant will be able to obtain from 1 to 5 points for each category (for a maximum total of 20 points). Only the projects that will obtain at least 3 points for each category will be selected to access the next phase.

The evaluation criteria are qualitative, indicative and non-binding and are aimed exclusively at supporting the Evaluation Bodies in the comparative analysis of the proposals.

The evaluation of the proposals is left to the technical discretion of the Evaluation Bodies, which will operate according to an overall and comparative judgment, not necessarily based on an arithmetical weighting of the criteria.

Participation in the Initiative does not give participants any right to selection, to draw up rankings, or to the awarding of prizes or awards.

Art. 12 Evaluation bodies

The evaluation bodies ("**Evaluation Bodies**") of the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative are:

- The **Evaluation Committee**, responsible for evaluating the applications, in compliance with the Evaluation Criteria, and pre-selecting the Finalist projects. The Evaluation Committee is composed of:
 - Italgas representatives: technical experts and innovation experts with experience in the reference sector;
 - I3P representatives: experts in both technological and business innovation with experience in the startup world.
- The **Jury**, in charge of selecting the Winning Projects, is composed of:
 - Italgas representatives

Art. 13 Protection of privacy

Pursuant to Article 13 of EU Regulation 2016/679 (GDPR) and the national legislation in force, as amended by the aforementioned Regulation (Legislative Decree 196/2003 so-called "GDPR"). "Personal Data Protection Code or Code" and subsequent amendments, the data provided by the participant in this initiative will be processed by Italgas S.p.A. in its capacity as Data Controller and by

I3P - Società per la gestione dell'Incubatore di Imprese Innovativi del Politecnico di Torino - S.c.p.a. in its capacity as Data Processor in accordance with the provisions of EU Regulation 2016/679, of Legislative Decree 196/2003 and subsequent amendments "Code regarding the protection of personal data" and the current legislation on the protection of personal data, as well as the contents of this document and the privacy policy, available on www.italgas.it in the appropriate section dedicated to the initiative, which the participant is required to read before registering.

The processing of the aforementioned data will be carried out using manual, IT and telematic tools, and also through automated processing, in the ways and within the limits indicated in this Initiative and for the pursuit of the purposes referred to in the initiative "Ideas 4 Italgas: Shaping the Future of Energy Networks". In the context of the processing of personal data, no automated decision-making processes, including profiling, will be used, as referred to in art. 22 of EU Regulation 2016/679. This means that decisions based on the processing of your personal data for this event are made by human intervention, not by automated processes.

The personal data processed are identification and contact data (such as, by way of example, name, surname, contact data such as telephone numbers and e-mail address, data contained in the forms or online forms filled in for the purpose of participating in the initiative), relating to the participants, if natural persons, or to the representatives/contact persons of the participants in other cases.

The legal basis for the processing is the need to execute pre-contractual measures (in particular, participation in the Initiative) adopted at the request of the participants in the Initiative (GDPR, art. 6.1 lett. b). In order to achieve this purpose, the data provided may also be communicated to third parties involved in the performance of the activities (e.g. public or private entities for the fulfilment of the obligations provided for by law). The data may also be processed both by persons authorised to process internal data (Italgas and Italgas Group employees) and by external companies and/or parties designated as Data Processors, who carry out specific activities on behalf of Italgas for purposes strictly related to the initiative indicated above.

The provision of data is mandatory and failure to communicate them during participation is a condition for exclusion from this initiative.

Personal data will be stored for a period of 10 years following the current one, and in any case for the time necessary to exercise the rights. The data will be processed within the European Union and stored on servers located within the European Union.

Within the limits provided for pursuant to the GDPR Regulation and art. 2-undecies of the Privacy Code, the interested party may exercise, in relation to the data processing described therein, the rights provided for by EU Regulation 2016/679 (articles 15-21), by writing to the e-mail dpo.gdpr@italgas.it. Data subjects also have the right to lodge a complaint with the Supervisory Authority in the event of a violation of the regulations on the protection of personal data.

The Data Protection Officer can be contacted at the e-mail address above, or by ordinary mail at the Company's headquarters.

Art. 14 Confidentiality of data

In order to mutually guarantee the confidentiality of the aforementioned Confidential Information, the selected candidates will be asked to sign a confidentiality agreement that will govern the criteria, methods and limits that will govern the acquisition and use of said Confidential Information. With specific reference to the selected projects, Italgas reserves the right to make public information about them without prejudice to the right of the respective creators to confidentiality with regard to the innovative contents of the same.

Art. 15 Limitation of liability

Italgas and I3P, to the fullest extent permitted by law, do not assume any responsibility, either individually or jointly, for technical, hardware or software malfunctions, interruptions of network connections, failed user registrations, incorrect, inaccurate, incomplete, illegible, damaged, lost, delayed, incorrectly routed or intercepted, or for recordings of participants who, for any reason, electronic or other communications have not been received, which have been delayed, or about other technical problems related to the registration and uploading of content within the framework of this initiative that are not attributable to the Initiative.

Italgas and I3P, within the maximum limits permitted by law, will not be held liable, either individually or jointly, for any damage, thus excluding any form of reimbursement and compensation by them,

either partially or totally, relating to any damage to property and/or persons caused by participants, or by third parties, during the course of the various phases of the Initiative.

Art. 16 Guarantees and indemnities

Participants in the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative guarantee that the content submitted:

- do not contain any material that is unlawful, prohibited by law or contrary to what is indicated in this Initiative;
- non contengono materiale in violazione terzi, siano essi di privativa o meno (quali a titolo esemplificativo e non esaustivo, diritti d'autore, diritti d'immagine, diritti di proprietà industriale);
- are freely and legitimately usable in accordance with the provisions of this Initiative, as the participant is the holder of all, without exception, of the rights to use the same, or as he has legitimately acquired the availability of them from all entitled subjects, having taken care of the full fulfillment and/or satisfaction of the rights, including of an economic nature, due to the authors of the contents and/or works from which such content is derived and/or extracted, or to other persons entitled to it, or due to the use of related rights pursuant to the law.

Those who participate in the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative declare that they are aware that the responsibilities, including criminal liability, for the contents of the projects delivered, for the purpose of participating in the Initiative governed by these regulations, are their sole and exclusive responsibility, indemnifying and undertaking to indemnify Italgas and I3P from any claim by third parties and/or damage that they may suffer as a result. Italgas and I3P may not in any way be held responsible, for any reason, for any act and conduct carried out during the initiative by individual participants in violation of the provisions of this Initiative and/or any applicable law, including self-regulatory laws.

Specifically, the participants guarantee in particular that, during the presentation of the projects and the performance of the activities referred to in this Initiative, they are freely usable and do not violate industrial and intellectual property rights (patents, copyrights or any other proprietary rights of third

parties) in any way related to the "Ideas 4 Italgas" initiative and to this end, as of now, they assume all charges and expenses deriving from any violation of the aforementioned rights of third parties, indemnifying and holding Italgas and I3P harmless from any consequent liability and from any and all charges and expenses, including legal ones.

Art. 17 Intellectual property and publication rights

What is transmitted by the participants in the context of the application and the subsequent phases of the initiative remains in the full ownership of the same.

By participating in the "Ideas 4 Italgas: Shaping the Future of Energy Networks" initiative, participants grant Italgas a free, non-exclusive, non-transferable licence with no right to sublicense, limited to the purposes of managing, evaluating and promoting the initiative.

In particular, the participants authorise Italgas:

- (i) to use the name, image, distinctive signs and identifying elements of the project, for communication and dissemination purposes on the web, social and press channels of the Italgas Group;
- (ii) to publish and disseminate non-confidential materials and content relating to the projects on websites, information materials and channels attributable to Italgas;
- (iii) to present and exhibit the projects and their non-confidential contents in the context of events, conferences, seminars or similar initiatives;
- (iv) to share non-confidential information and materials with third parties, solely for the purposes of technical evaluation, exploration of possible collaborations or development, it being understood that any use for commercial purposes will be the subject of separate agreements between the parties;
- (v) to carry out any testing, analysis or preliminary experimentation of the proposed solutions, provided that they are limited to internal evaluation purposes and without economic exploitation, unless otherwise agreed between the parties.

In any case, it is understood that:

- participation in the initiative does not entail any transfer of intellectual property rights in favour of Italgas;
- no right to economic exploitation of the solutions presented is recognized by Italgas, which can only take place on the basis of subsequent negotiation agreements;
- la partecipazione all'iniziativa non attribuisce ai partecipanti alcun diritto a compensi, indennizzi o corrispettivi per le attività di valutazione, comunicazione o eventuale sperimentazione svolte da Italgas;
- Italgas does not assume any obligation to develop, adopt, implement or finance the solutions presented.

Participants guarantee that the contents and solutions presented do not violate the rights of third parties and undertake to indemnify and hold Italgas harmless from any claim, action or request deriving from any violations.

Art. 18 Accettazione dell'Iniziativa

Participation in the initiative "Ideas 4 Italgas: Shaping the Future of Energy Networks" implies full acceptance of the conditions governed by this document, which participants declare to have read, understood and accepted. Failure to accept and fill in the *Application Form* in an incomplete, inaccurate or false manner by participants will result in exclusion from the Initiative with waiver of any form of recourse against Italgas and I3P.

Art. 19 Administrative liability and anti-corruption⁵

Participants declare that they are aware of, and undertake to comply with, the Anti-Corruption Laws and, as far as applicable, the Anti-Corruption Compliance Standard, the Policy for the Prevention and

⁵ For the purposes of this contractual clause, the following definitions apply:

- "**Clause**": this contractual clause called "administrative liability and anti-corruption".

- "**Code of Ethics**": the document containing the values and principles of conduct adopted and shared by the Italgas Group in the exercise of its business activities.

- "**Family member**": the spouse of the subject in question; grandparents, parents, brothers and sisters, children, nieces, uncles and first cousins of the subject in question and his or her spouse; the spouse of each of these persons; the cohabitant.

- "**Italgas Group**": all the companies controlled by Italgas (an investee company over which Italgas directly or indirectly exercises control pursuant to art. 93 of Legislative Decree no. 58/98) and of the companies in which Italgas has a stake in Italgas (a company in which Italgas directly or indirectly holds a stake in the capital or in any case has the right to appoint members of their administrative and control bodies).

Fight against Corruption, the Compliance Standard for Reports received by Italgas and its Subsidiaries, the Code of Ethics and Model 231. To this end, the aforementioned documents are published, available for consultation and printable on the Company's official website.

Participants declare that they have adopted and effectively implemented, and undertake to effectively maintain in place for the entire duration of this Initiative, suitable measures to prevent the commission, even attempted, by their members of the corporate bodies, representatives, employees, collaborators and/or consultants, of conduct in violation of the Anti-Corruption Laws.

Participants undertake to communicate without delay to the Company any request, attempted request, conduct, giving or promise received or of which they have become aware in violation of the provisions of the Anti-Corruption Laws, the Anti-Corruption Compliance Standard, the Policy for the Prevention and Combating of Corruption, the Code of Ethics and/or the Model 231 included, By way of example but not limited to:

- "**Anti-Corruption Laws**": the European and national legislation on the prevention and fight against corruption, both of Public Officials and of private individuals, applicable. In addition, the Italgas Group and its Personnel may be subject to the laws of other countries, including those ratifying International Conventions, which prohibit bribery of Public Officials and bribery between private individuals, such as, but not limited to: (i) the Organisation for Economic Co-operation and Development Convention on combating bribery of foreign Public Officials in international business transactions; (ii) the United Nations Convention against Corruption; (iii) the Foreign Corrupt Practices Act (FCPA) enacted in the United States and (iv) the UK Bribery Act enacted in the United Kingdom.

- "**Organisation, management and control model**": the organisation and management model adopted by the Company pursuant to Legislative Decree no. 231 of 8 June 2001.

- "**Policy for the Prevention and Fight against Corruption**": the policy containing the main objectives and principles that inspire the Company's management system for the prevention and fight against corruption.

- "**Italgas Group Personnel**": members of the corporate bodies, representatives and employees of the Italgas Group and, in general, anyone who works for the Italgas Group in any capacity.

- "**Public Official**":

(a) any person exercising a legislative, judicial or administrative public function;

(b) any person acting in an official capacity in the name, on behalf of, or in the interest of (i) a supranational, national, regional or local public administration, (ii) an agency, department, office or body of a supranational, national, regional or local public administration, (iii) an enterprise owned, controlled or participated in by a public administration, (iv) an international public organization, and or (v) a political party, a member of a political party or a candidate for political office;

(c) any person in charge of a public service, i.e. those who, for whatever reason, provide a public service, where public service means an activity that is regulated in the same forms as the public function, but characterized by the lack of the powers typical of the latter;

(d) any Family Member of a Public Official or other subject, natural person or entity, who acts at the suggestion, request or disposition or for the benefit of any of the subjects or entities referred to in letters a) to c) above.

The performance of simple tasks of order and the performance of merely material work are excluded.

- "**Auditor**": the auditing firm, law firm, forensic investigation firm, or similar professional operator designated by the Company to carry out the audits required by this Clause.

- "**Company**": Italgas S.p.A.

- "**Anti-Corruption Compliance Standard**": a regulatory instrument adopted by the Company that provides a systemic framework of reference for the regulatory instruments present therein on Anti-corruption.

- "**Compliance Standard for Reports received by Italgas and its Subsidiaries**": procedure that regulates the process of receiving, analysing and processing reports sent or transmitted by anyone, including in confidential or anonymous form adopted by the Company.

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- a. any request or attempted request for money, commissions, emoluments or other benefits (including gifts, entertainment, travel or any other type of benefit, even of modest or non-pecuniary value) received from Public Officials, from any private person as well as from Italgas Group Personnel, their Family Members and/or companies attributable to them, in relation (implicit or explicit) to the activities envisaged by this Initiative;
- b. any gift, entertainment, trip or other type of benefit, including non-pecuniary benefits, in favour of Italgas Group Personnel, their Family Members and/or companies attributable to them;
- c. any intermediary/commercial consultant used by the participants for the purpose of maintaining relations with the Italgas Group and/or facilitating the conclusion of business with the Italgas Group;
- d. any promise/offer/giving (or related attempt) of money, commissions, emoluments or other benefits (including gifts, entertainment, travel or any other type of benefit, even of modest or non-pecuniary value) that the participants (or their members of the corporate bodies, representatives, employees, collaborators, consultants and Family Members) have received from the Italgas Group Personnel or their Family Members or companies attributable to them, in relation (implicit or explicit) to the activities covered by the Initiative and not provided for by it.

The communications referred to in this Clause must be sent using the reporting channels as shown from time to time on the Company's aforementioned website (currently available at the address <https://www.italgas.it/governance/etica-dimpresa/procedura-segnalazioni/>), in compliance with the Compliance Standard for Reports received from Italgas and its Subsidiaries.

In the event that the Company has a reasonable suspicion of a breach of this Clause, the participants shall allow the Company and/or the Auditor identified by the Company for this purpose, to carry out checks (including documentary and accounting checks) of the correct fulfilment of this Clause.

The participants agree that non-compliance, even partial, with the provisions of this Clause constitutes a serious breach that legitimizes its immediate termination pursuant to and for the purposes of art. 1456 of the Italian Civil Code. Without prejudice to this right of termination, the Company also reserves the right to suspend the execution of the Initiative or to unilaterally withdraw from it, even during execution, in the presence of news about factual circumstances or legal proceedings from which it can reasonably be inferred that non-compliance with this clause has not been complied with and deriving from situations already known and verifiable (such as, for example, the initiation of legal

proceedings against the participants). The exercise of the above-mentioned rights will be to the detriment of the participants and the latter will have to compensate for all damages, pecuniary and non-pecuniary, and so, by way of example, they will have to pay the Company all the higher expenses and costs deriving from or consequent to the violation or non-compliance referred to above. In addition, participants will be liable for any event or detrimental consequence or damage of any nature caused to third parties by non-compliance with this clause and will be obliged to indemnify and hold the Company harmless against any action, request, third party claim arising from such non-compliance or violation.

Art. 20 Anti-Money Laundering

The Parties declare that they comply with the principles set out in Legislative Decree No. 231 of 21 November 2007, sharing the general obligation of "active collaboration" (through reporting suspicious transactions, document retention, internal control), aimed at preventing and preventing the implementation of money laundering and terrorist financing operations.

In accordance with the provisions of art. 648 bis of the Criminal Code, as well as with the content of the provision referred to in art. 2 of Legislative Decree no. 231 of 2007, it is specified that money laundering is to be understood: the conversion, transfer, concealment or concealment or the purchase, possession or use of assets, carried out with the knowledge that they come from a criminal activity or from a participation in it. The definition of Legislative Decree no. 109 of 22 June 2007 applies to the financing of terrorism.

Art. 21 Updates

Any updates relating to this Initiative or to the terms and procedures for submitting applications will be published on the website www.ideas4italgas.italgas.it in the appropriate section dedicated to the initiative.

Art. 22 Applicable law and jurisdiction

This Initiative is governed by Italian law. Any dispute is subject to the exclusive jurisdiction of the Court of Milan.

For the purposes of articles 1341 and 1342 of the Civil Code, the participant declares that he/she has well understood and specifically accepts the provisions of the following articles: 8. Evaluation of Applications and pre-selection, 15. Limitations of Liability; 16. Warranties and indemnities; 17. Intellectual Property and Publication Rights; 18. Acceptance of the regulations; 19. Administrative liability and anti-corruption; 20. Anti-money laundering; 22. Governing Law and Jurisdiction.