



Ethical Code

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1 INTRODUCTION

This Code of Ethics, approved by the Board of Directors of the Company, is an integral and essential part of the Organisation, Management and Control Model under Legislative Decree no. 231/ 01 of the Company. It contains the general values of an ethical nature which, together with legal, regulatory and contractual requirements, represent the indications that must be adopted as part of the behavioural principles and control protocols presented in the Special Sections of the Model.

The Company acknowledges that compliance with principles of conduct based on ethical values is of fundamental importance for its own growth at a sports, economic and reputational level.

The Company believes in the importance of the social function of sport in general and, in particular, of football as a tool for training, education, integration and aggregation of individuals. In carrying out its business activities, the company acknowledges and disseminates the values that permeate the regulations promoted by sports institutions such as CONI, F.I.G.C., the Leagues and NADO Italia at a national level, and CIO, FIFA, UEFA and WADA at an international level.

The Company aims to set an example of loyalty, fairness and probity in the football world, and therefore is highly committed to protecting and developing its image and reputation – for example with the promotion and participation in solidarity, training and social integration projects – and requires the same from its own resources.

Aware of the importance that the conduct of footballers, coaches, chaperones, managers and, more generally, all the staff have on its image, the Company requires that all such individuals maintain an ethically and professionally faultless behaviour at all times. Conversely, it is committed to ensuring full respect for the personality and professionalism of its collaborators and to the valorisation of the same in the organisation and performance of its activities, promoting a climate of mutual respect and rejecting any conduct which is potentially damaging to the dignity of the individual.

Professional footballers represent the public face of Atalanta B.C. and therefore they too shall collaborate in the diffusion of the values it has embraced. They represent a role model for the new generations, exposed to public opinion and are committed to respecting and disseminating the values embraced by the Company with their exceptional behaviour on and off the soccer field. This means that all statements made – whether during official press interviews or privately through their profiles on the various social networks – must be well thought through and take into account the impact they can have on supporters and, in general, on the public as a whole.

The footballers themselves are also the point of reference and inspiration for youngsters approaching the football world, and must therefore set themselves as examples of exceptional moral and human dignity.



Being fully aware that the growth of its footballers represents, above all, a fundamental instrument of education and training of the same as well as a precious resource, the Company pays particular attention to the correct management and organisation of the Youth Football section, with particular regard to the respect of the moral and educational obligations by the coaches, the trainers and all the players involved in activities which entail any contact and proximity with younger players.

Youth football is organised in such a way as to ensure that the structures used and the staff responsible for the activities, of a competitive and non-competitive nature, are suitable for the typical needs of the age of the young players.

In particular, the Company educates young footballers concerning the values of friendship and mutual respect, as regards to both their companions and their opponents, promoting fair play, which represents a fundamental and essential value based on which the competitive activity of all the Company's representatives must be inspired.

The Company ensures that the competitive activities take place in full accordance with the laws of the game, refusing any behaviour that could potentially alter and modify the normal execution of the match and the regularity of the result, and in any case to reject any type of betting related to the same.

The Company also ensures that appropriate measures are put in place to prevent players, managers and all other club members from betting online and/or engaging in any kind of gambling such as poker, slot machines, etc..

The Company is actively engaged in the fight against doping and in the fight against all forms of physical and verbal violence, exploitation, abuse and harassment. The Company is therefore committed to counteracting any form of discrimination based on personal or cultural diversity or based on sex, race, religion, sexual orientation and freedom of thought. Furthermore, all conduct which constitute forms of territorial or ethnic discrimination are strongly condemned.

The Society condemns all forms of violence, on and off the playing field.

Footballers, whether amateurs or professionals, must show respect for the opponent and for the rules of the game, avoiding simulations of fouls or provocations against the opponents.

The principle of non-violence and the fight against discriminatory behaviour must also be shared and disseminated in relations with team fans. Therefore players, coaches and managers are obliged to avoid any form of incitement as regards to committing violent or aggressive acts of conduct and to promote healthy team support without discrimination or offensive behaviour against players or fans of adversary teams.

For these reasons, the Company is actively engaged in the promotion of events and initiatives against violence and discrimination involving the organisation of activities, interventions and public meetings with the professional football players, managers and coaches aimed at raising the awareness of its fans and public opinion in general.



The Company is also active on the territory with initiatives aimed at preventing the abuse of alcohol, drugs and doping elements, in particular for cases where the use of the same aims to improve the performance on the pitch.

The Company undertakes to comply with the regulations and measures issued by CONI, F.I.G.C., Leagues and NADO Italia at a national level, as well as by CIO, FIFA, UEFA and WADA at an international level and to disseminate a corporate culture inspired by the principles of fairness and good faith in competitive activities and in relations with independent subjects. To achieve all of this, it is essential to build an internal control system that involves all the company departments in order to ensure compliance with the Corporate regulations and procedures.

The Code of Ethics (hereinafter also the “Code”) has been developed in order to turn ethical values into principles of behaviour, which the Recipients of the Code are required to comply with within the scope of their business and activities.

The code of ethical principles and conduct contained in this document, characterise the Company’s business activity and guide Corporate management in providing a set of programmatic guidelines of a binding nature.

In line with the guidelines issued by Confindustria, the Company chose to adopt a system which, in addition to the ethical values of a wider and more general nature, adopts a set of ethical principles that better meet the specific requirements foreseen by Leg. Decree 231/2001 and the FIGC Code of Sports Justice.

The Code of Ethics is therefore construed with a first section containing the general and fundamental ethical values, followed by the ethical principles of conduct relating to the individual interests that the Company undertakes to protect.



2 THE RECIPIENTS OF THE CODE OF ETHICS

The recipients (hereinafter the “Recipients”) of the Company's Code of Ethics are committed to respecting the contents of the same:

- the Company directors and managers (so-called *Senior Managers*);
- employees and members (so-called *persons under the direction or supervision of senior managers*);

By virtue of specific acceptance or by virtue of specific contractual clauses, the following external subjects (hereinafter the “Third-Party Recipients”) may be the recipients of specific obligations to comply with the content of the Code of Ethics:

- the footballer sports agents;
- the collaborators, consultants and, more generally, self-employed individuals;
- suppliers and partners (including temporary association of enterprises, temping agencies and joint ventures);

to the extent where they operate on behalf of or in the interest of the Company within the areas of activity identified as sensitive under the Organisation, Management and Control Model.

Compliance with the principles endorsed by the Code of Ethics is a moral duty of the Recipients in order to pursue the business purpose, according to the fundamental values of integrity, transparency, legality, impartiality and prudence, in full compliance with applicable national and international laws.

In particular, the Recipients are requested to:

- to comply with and abide by the Code of Ethics;
- immediately report any violations of the ethical code of conduct to the Supervisory Body, as soon as they become aware of the same;
- request interpretation or clarification of the ethical code of conduct defined below, if and when necessary.



3 GENERAL AND FUNDAMENTAL ETHICAL VALUES

In achieving its objectives, the Company acknowledges the following general and fundamental ethical values, which are binding on all Recipients:

- **Integrity:** all activities shall be managed in a professional and responsible manner, in order to resolve situations in which potential conflicts could arise, ensuring that all conduct is based on honesty, moral values and integrity and are duly perceived as such. For this reason, for example, footballers are called upon to uphold exceptionally good behaviour, on and off the field, and shall avoid all simulations of fouls or injuries that could mislead or attempt to manipulate the referee or his collaborators;
- **Transparency:** in all relations inside and outside the Company, with all the various interlocutors, whereby Recipients undertake the commitment to provide clear, complete, timely and truthful information about the company and sporting activities outside the scope of the same. For this reason, for example, even outside the range of assumptions in which the federal law imposes reporting obligations, professional footballers are required to report any abnormal requests they may receive to the Team Manager;
- **Legality:** all conduct, in the decision-making and implementation phase, shall fully comply with all internal procedures, all existing national and international standards as well as the rules and regulations endorsed by the Supervisory Bodies; the behaviour of Recipients must also be based on the regulations issued by national and international sporting institutions. For this reason, for example, players are required to comply with the rules and laws of the game and with the decisions and measures put in place by the referee;
- **Impartiality:** decisions and behaviours shall be implemented with full respect for the personal characteristics of each individual, encouraging and rewarding integrity and sense of responsibility, respecting diversity and repudiating all possible discrimination on the basis of age, state of health, sex, religion, race, political and cultural opinions, as well as personal or social status. For this reason, footballers shall maintain a responsible, tolerant and respectful conduct with both their team mates and opponents on and off the field, regardless of their ethnic or territorial origin;
- **Prudence:** all activities shall be managed with full awareness of the risks involved and with the objective of achieving a sound management of the same; this requires prudent behaviour, especially when any actions and decisions taken can cause damage to persons and things; in particular, the Company pays particular attention to the management of the risks relating to the youth sector, based on the training and continuous growth and maturation of young players. For this reason, for example, professional footballers are obliged to avoid any words, gestures or exultations which may, even only potentially, constitute the inciting of violent or discriminatory behaviour among fans, of his own team or those of the opponents;
- **Loyalty:** decisions and behaviour shall be implemented taking into account the undertaken duties and commitments, ensuring loyalty to the institutions and their representatives and aligning their conduct with the principles and values which



must inspire sport and all activities related to the same. For this reason, for example, professional footballers are called upon to avoid any conduct which can be considered offensive or in any case detrimental to the dignity and decorum of the sporting institutions and their individual representatives;

- **Honesty:** the decisions and behaviours shall tend to achieve the highest ethical and moral standards, and are implemented in such a way so as to prevent any deviation from the rules and practices of the sporting association, while always maintaining a polite and respectful manner during dealings with individuals, institutions and the indications promoted by the same. For this reason, for example, footballers are required to strictly comply with the rules of the game, the so-called fair play and, regardless of the position in the league and the achievement of the objectives, they must continue to guarantee their maximum commitment in every single match and/or competition;
- **Probity:** all activities shall be managed with honesty of purpose, operating according to the logic of moral standing and one's own integrity; in particular, decisions and behaviours shall not be conditioned by external aspects and reflect the will and intention of the acting subject. For example, for this reason, professional footballers shall contribute with their own image to promoting initiatives aimed at raising the awareness of fans and the public opinion and at disseminating the ethical and moral values that inspire the activity of the Company.

Under no circumstances can the pursuit of interests in favour or to the advantage of the Company justify any unethical, dishonest, or unlawful conduct.



4 PRINCIPLES OF ETHICS AND CONDUCT

In achieving its objectives, the Company acknowledges the following principles of ethics and conduct as binding on the Recipients, divided according to the type of interest they intend to protect.

4.1 PRINCIPLES FOR THE PROTECTION OF THE GAME OF FOOTBALL AND THE SPORTS FEDERATION

The Recipients, each within the scope of their own role and responsibility, shall:

- take a stand against all forms of violation or breaches of the aforementioned conducts required by the various bodies that operate within the sports federation such as CONI, F.I.G.C., the Leagues and NADO Italia at a national level, and CIO, FIFA, UEFA and WADA at an international level;
- promote the management and organisation of sporting events, also in relation to the rules on the order and safety of sporting facilities and areas adjacent to the same¹;
- ensure and guarantee the correct implementation of the sporting event, both in relation to the behaviour of the fans and Club members, and to the genuineness of the results and physical conditions of the athletes, professional and amateur football players and the sports technicians²;
- oppose, prevent and take a stand against the phenomena of betting on the results of both football and non³-football sporting events;
- take a stand against and ensure the prevention of the use of doping substances, prolonged use and abuse of drugs and medications which may lead to addiction or the onset of occupational diseases⁴;
- ensure and promote correct, transparent and cooperative behaviour in relations with the investigating bodies and with the sports judicial authority⁵.

¹The principle under consideration aims, inter alia, to prevent any unlawful conduct foreseen by the Code of Sports Justice as a prerequisite of direct, objective or presumed liability of sporting enterprises.

²The principle under consideration aims, inter alia, to prevent any unlawful conduct foreseen by the Code of Sports Justice as a prerequisite of direct, objective or presumed liability of sporting enterprises.

³The principle under consideration aims, inter alia, to prevent any unlawful conduct foreseen by the Code of Sports Justice as a prerequisite of direct, objective or presumed liability of sporting enterprises.

⁴ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-septies of Legislative Decree no. 231/2001.

⁵The principle under consideration aims, inter alia, to prevent any unlawful conduct foreseen by the Code of Sports Justice as a prerequisite of direct, objective or presumed liability of sporting enterprises.



4.2 PRINCIPLES TO PROTECT THE INDIVIDUAL

The Recipients, each within the scope of their own role and responsibility, shall:

- ensure and promote the protection of the health and physical integrity of individuals, given the fundamental rights of the same⁶;
- commit to providing a healthy and safe workplace for all employees, coaches, professional and amateur football players, health and para-health operators, customers, suppliers, collaborators and anyone present in the Company's offices and sports facilities, with particular attention paid to the prevention of accidents, occupational diseases and the minimising of risks⁷;
- strive to achieve continuous improvement of safety and health performance by setting periodically reviewed objectives and targets, in particular for the prevention of accidents and occupational diseases⁸;
- undertake to comply with existing legislation and regulations on occupational health and safety, the voluntary requirements and agreements entered into, cooperating with institutions, local authorities and industrial organisations⁹;
- ensure and promote the protection of individual freedom and human dignity, as fundamental rights through which human personality is expressed¹⁰;
- combating and repress the occurrence of discriminatory phenomena in sports and work environments that could give rise to serious anxiety and other stress-related diseases¹¹;
- ensure and promote the responsible and respectful development of the individual personalities of young players, helping to create a group spirit so as to educate the youth footballers to learn the rules of common life based on mutual respect and autonomy in the management of the individual daily activities¹²;
- refuse and engage in combating child labour and exploitation, ensuring adequate educational and psychological support for young footballers playing in matches and other sports activities¹³.

⁶ This principle is intended, inter alia, to prevent the offences referred to in Art. 25- quater.1 of Legislative Decree no. 231/2001.

⁷ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-septies of Legislative Decree no. 231/2001.

⁸ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-septies of Legislative Decree no. 231/2001.

⁹ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-septies of Legislative Decree no. 231/2001.

¹⁰ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-quinquies of Legislative Decree no. 231/2001.

¹¹ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-septies of Legislative Decree no. 231/2001.

¹² This principle is intended, inter alia, to prevent the offences referred to in Art. 25-quinquies of Legislative Decree no. 231/2001.

¹³ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-quinquies of Legislative Decree no. 231/2001.



4.3 PRINCIPLES TO PROTECT THE COMMUNITY

The Recipients, each within the scope of their own role and responsibility, shall:

- ensure and promote the protection of the environment, as a fundamental asset for the community, through continuous improvement and the continuous search for environmentally sustainable operating methods¹⁴;
- combat the phenomena of undeclared work and irregular immigration, by encouraging the integration and training of foreign workers holding a valid residence permit for Italy¹⁵;
- combat illegal immigration by ensuring compliance with the regular administrative procedure pursuant to the issuing of residence permits¹⁶;
- ensure adequate prevention of the risk of infiltration by organised crime and to promote the adoption of procedures for assessing the reliability of the various individuals (natural persons or organisations) who have relations with the Company¹⁷;
- ensure adequate prevention of the risk of infiltration of organised crime dealing with drug and doping substances, including a careful assessment of the reliability of the medical suppliers and of the persons responsible for the procurement of the Company's pharmacy¹⁸;
- refuse any form of social discrimination, racism, xenophobia, intolerance and violence¹⁹;
- refuse and commit to combating the dissemination of ideas and the performance of actions aimed at creating situations of terror or subverting the constitutional democratic order²⁰.

4.4 PRINCIPLES FOR THE PROTECTION OF ECONOMIC RELATIONS

The Recipients, each within the scope of their own role and responsibility, shall:

- ensure the adequacy and effectiveness of the administrative-accounting system, assist in the preparation and disclosure of accurate and complete economic, capital

¹⁴ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-undecies of Legislative Decree no. 231/2001.

¹⁵ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-duodecies of Legislative Decree no. 231/2001

¹⁶ This principle is intended, inter alia, to prevent the offences referred to in Law 146/ 2006.

¹⁷ This principle is intended, inter alia, to prevent the offences referred to in Art. 24-ter Legislative Decree no. 231/2001.

¹⁸ This principle is intended, inter alia, to prevent the offences referred to in Art. 24-ter Legislative Decree no. 231/2001.

¹⁹ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-terdecies of Legislative Decree no. 231/2001.

²⁰ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-quaer of Legislative Decree no. 231/2001.



and financial data, aimed at presenting a clear, true and fair representation of the facts concerning the management of the Company and of the Group it belongs to²¹;

- promote the putting in place and use of appropriate instruments to identify, prevent and manage risks related to financial disclosure, as well as fraud and misconduct²²;
- promote and ensure respect of the principles of free competition and fair market practices in the selection of contractual counterparties, in the negotiation and conclusion of trade transactions and contractual agreements²³;
- promote the exercise of trade practices in accordance with the principles of good faith, fairness and loyalty, while safeguarding the trust placed in the Company by contractual partners and consumers²⁴;
- ensure and promote the necessary confidentiality of regulated information relating to listed issuers which may have had legitimate access, and the use of such information for the permitted purposes only²⁵;
- ensure adequate traceability of cash flows, in complete and diligent compliance with the regulations adopted for the prevention of money laundering;²⁶
- ensure appropriate cooperation with the competent authorities in preventing, combating and repressing all aspects of counterfeiting and forgery of banknotes, coins and any other means of payment²⁷.

4.5 PRINCIPLES FOR THE PROTECTION OF CORPORATE ASSETS

The Recipients, each within the scope of their own role and responsibility, shall:

- ensure and promote the integrity and protection of data and information by guaranteeing individual access privileges to data and information consistent with the role and responsibilities of each²⁸ individual;

²¹ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-ter Legislative Decree no. 231/2001.

²² This principle is intended, inter alia, to prevent the offences referred to in Art. 25-ter and 25-quaterdecies of Legislative Decree no. 231/2001.

²³ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-ter Legislative Decree no. 231/2001.

²⁴ This principle is intended, inter alia, to prevent the offences referred to in Art. 25- bis.1 of Legislative Decree no. 231/2001.

²⁵ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-sexies of Legislative Decree no. 231/2001.

²⁶ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-octies of Legislative Decree no. 231/2001.

²⁷ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-bis of Legislative Decree no. 231/2001.

²⁸ This principle is intended, inter alia, to prevent the offences referred to in Art. 24-bis of Legislative Decree no. 231/2001.



- promote the correct use of creative work, computer programs and databases²⁹.

4.6 PRINCIPLES FOR THE PROTECTION OF THE STATE AND PUBLIC AUTHORITIES

The Recipients, each within the scope of their own role and responsibility, shall:

- ensure and promote the protection of democratic values and respect for the State, the Constitution and the public institutions as fundamental values of our legal system³⁰;
- respect, in every active relationship, the regularity of administrative procedures and the proper functioning of the activities of the Public Administration, with formal and substantial respect for the capital interests of the same³¹;
- ensure and allow, by means of its own conduct, that the activities which envisage the involvement of the Public Administration are carried out in full compliance with the requirements of the law, avoiding any external pressure that may lead to favouritism, discrimination or arbitrary acts in the implementation of the public interest, so as to guarantee the loyalty of the Public Administration to the function and to the purpose assigned to it by law, without deviating or alternating the fundamental impartiality of the same³²;
- ensure and promote correct, transparent and cooperative behaviour in relations with the judicial police force and with the investigative and judicial authorities³³.

5 WHISTLEBLOWING

Atalanta Bergamasca Calcio promotes the prevention and verification of any unlawful conduct or, in any case, any breach of the Code of Ethics adopted, encouraging Whistleblowers to promptly report to the Recipients of the disclosure report any such conduct of which they may become aware of pursuant to their relations with the Company.

Atalanta Bergamasca Calcio ensures the protection of the Whistleblower against any form of retaliation or discrimination through the protection of his/her personal identity and, except for cases of liability for slander or defamation, or for the same purpose pursuant to Article 2043 of the Italian Civil Code, the person disclosing in good faith any illegal conduct or, in any case, conduct that is contrary to the Code of Ethics, of which he or she

²⁹ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-nonies of Legislative Decree no. 231/2001.

³⁰ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-quater of Legislative Decree no. 231/2001.

³¹ This principle is intended, inter alia, to prevent the offences referred to in Art. 24 and 25 of Legislative Decree no. 231/2001.

³² This principle is intended, inter alia, to prevent the offences referred to in Art. 24 and 25 of Legislative Decree no. 231/2001.

³³ This principle is intended, inter alia, to prevent the offences referred to in Art. 25-decies of Legislative Decree no. 231/2001 and Law 146/2006.



has become aware of pursuant to his or her relationship with the Company, cannot be sanctioned.

6 DISCIPLINARY AND SANCTION SYSTEM

Any breach of the Code of Ethics shall be punished according to the disciplinary and sanction system provided in the General Section of the Organisation, Management and Control Model adopted under Legislative Decree no. 231/01 by the Company, regardless of the initiation or outcome of any criminal proceedings.



7 ADOPTION AND DISSEMINATION OF THE CODE OF ETHICS

The Code of Ethics is adopted with a decision passed by the Company Board of Directors.

Each update shall be adopted with subsequent decisions passed by the Board of Directors also, if necessary, as proposed by the Supervisory Body, which should become necessary as a result of:

- significant breaches of the provisions of the Model adopted;
- significant changes to the Company's organisational structure, or the way that company business is carried out;
- regulatory changes, primarily in response to legislative integration of *the numerus clausus* of predicate offences.

It is the responsibility of the Board of Directors to ensure that the principles contained in the Code of Ethics are formally notified to all Recipients and are fully comprehended and respected by the same.

Recipients are required to read and ensure full understanding of the content of the Code of Ethics. In particular, the administrators and directors of the Company have the responsibility to create a culture that is built on the foundations of the principles illustrated in the Code of Ethics, promoting due awareness and encouraging consistent commitment to the same.

Atalanta Begamasca Calcio is fully aware of the moral importance of this Code of Ethics, and hence intends to make all its values and inspiring principles public and easily accessible. To this end, the Code of Ethics can be consulted on the Company's official website: <http://www.atalanta.it/site.html>.