

Policy on Engagement with Shareholders and Lenders

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Changes to this document

Version	Date	Description of changes
00	27/12/2022	First issue
01	06/11/2024	Revised in light of the new organizational structure, streamlining of application perimeter and operational details

1. Introduction and General Information

As the parent company of the Anima Group, the largest independent asset management operator in Italy, Anima Holding is aware of the importance of promoting transparent, active and constructive communication with its Shareholders, Lenders, and the financial community at large, aiming at setting up dialogue to maintain a consistent, reliable and ongoing dialogue with them, and the other Stakeholders of the Anima Group. The Board of Directors has therefore approved this Policy on Engagement of Shareholders and Lenders (the “Policy”).

The Policy aims at ensuring the highest standards of transparency and effectiveness in engagement with Shareholders and Lenders, in line with the principles and recommendations of Euronext Italy’s Corporate Governance Code, which the Company adheres to, taking into account the industry’s best practices and the engagement policies of institutional investors.

1.1 Definitions

- CEO: the Chief Executive Officer of Anima Holding
- Anima Holding or the “Company”: Anima Holding S.p.A.
- Shareholders’ Meeting: the deliberative body of Anima Holding representing the interest of the Company’s owners, i.e. the Shareholders
- Shareholders: holders of Anima Holding shares
- CFO: the Chief Financial Officer of Anima Holding
- Corporate Governance Code: a voluntary-adoption Code promoted by Borsa Italiana S.p.A., category associations (ABI, ANIA, Assonime, Confindustria) and Assogestioni
- the Board: the Board of Directors of parent company Anima Holding
- Financial Community: financial analysts, rating agencies, financial press
- Lenders: subscribers of bonds issued by the Company, or banking institutions financing the Company
- Group: the Anima Group, including parent Anima Holding and subsidiaries Anima SGR S.p.A., Anima Alternative SGR S.p.A., Castello SGR S.p.A. and KAIROS Partners Sgr S.p.A.
- IR: Anima Holding’s Head of Investor Relations
- Stakeholders: anyone with an interest connected to Anima, as defined in Anima’s Sustainability Report
- ESG: Environmental, Social and Corporate Governance

1.2 General Principles

The Policy aims at favoring transparency towards Shareholders, Lenders and the financial community by initiating dialogues and keeping them going. Within these conversations, Anima Holding vows to supply clear, comprehensive, correct, true and non-misleading information, allowing the other parties to come to an informed assessment of the Company and the Group.

The engagement activities outlined in this policy are conducted under the supervision of the CEO by their designated representatives, in full compliance with the Company’s internal regulations on various topics, particularly those governing sensitive or privileged information.

In particular, this Policy outlines the channels of direct, ordinary and ongoing communication between the Company, on one side, and Shareholders, Lenders and the financial community at large on the other side, along with how to interact with them.

The following is excluded from the scope of this Policy:

- Activities related to Shareholders' Meetings and the exercise of shareholders' rights, governed by specific legal frameworks (information on the meeting agenda, asking questions before and during the meeting, requests to add items to the agenda, presentation of candidates for the corporate bodies);
- Engagement with non-financial stakeholders, such as customers or suppliers, which is characterized by different actors and procedures.

1.3 Scope of Application

This Policy primarily applies to Anima Holding. As part of its direction and coordination powers on subsidiaries, the Company requests the acknowledgement from all companies in the Anima Group, within the applicable legal and regulatory framework, in order to share values, principles and rules outlined in it. Therefore the scope of application formally includes the entire Group.

2. Engagement Topics

The topics covered in engagement with Shareholders, Lenders, and the financial community include, among else:

- Capital structure and performance of issued securities;
- Economic and financial results;
- Transaction by the Company or its subsidiaries with a relevant strategic, economic, equity or financial impact, or take place with a related party;
- Corporate strategy (medium-term industrial plan), limited to the objectives and the parts deemed fit for disclosure by the Board or the CEO;
- Performance and strategies related to environmental, social and governance aspects (ESG)
- Corporate governance details (election and composition of the Board, also in terms of size, professionalism, honorability, independence and diversity, mission and functions of Board committees, etc.)
- Remuneration policy applied to directors and persons discharging managerial responsibilities, and their implementation;
- Listening and forwarding of any message from the market which – in light of its nature or importance – may be appropriate or necessary to bring to the attention of corporate bodies who are not participating to the meeting.

The engagement outlined in this Policy can be started by Shareholders, Lenders and members of the financial community, or can be initiated by the Company, during the entire year; however during “closed periods” (i.e. 30 calendar days preceding the disclosure of results), conversations shall not entail requests for information or comments about the results about to be disclosed.

The Head of Investor Relations is in charge of receiving and collecting requests from Shareholders, Lenders and the financial community and their contact information is available on the corporate website, in section “Anima Holding / Investor Relations”. The Head of IR ensures, in collaboration with the CEO, the coordination of activities and supervision of the contents of discussions.

Should questions or requests be received through different channels (eg. other corporate e-mail addresses) or in languages other than Italian and English, the Company will strive to give an appropriate feedback, however reply is not guaranteed.

Engagement may occur during meetings with Shareholders, Lenders and the financial community (physical or virtual meetings, one-to-one or in small groups, organized separately or as part of investor conferences organized by primary international brokers). Corporate representatives may include, besides Investor Relations: the Chairperson, the CEO, the CFO and/or other employees of the Group whose presence is deemed appropriate by the CEO. Engagement also occurs during conference call open to institutional investors, portfolio managers and other market operators for the discussion of quarterly economic and financial results after they have been disclosed to the market, or in case a significant strategic extraordinary operation is announced.

The Company ensures the update of its corporate website in order to supply clear and updated information about its identity and subsidiaries, financial statements, the ESG identity of the Group, sustainability reporting, responsible investments, ESG ratings, certifications and third-party initiatives to which the Company adheres, ESG internal regulations, and sustainability strategy.

The Company also publishes on the same website information about the remuneration policy, all public and mandatory corporate documents, the stock price, communications and notices to the financial community, along with an indication of average estimates from analysts (consensus), updated periodically.

3. Dissemination and Updates

This Policy is made available to all Shareholders and Stakeholders of the Company via the institutional website in the “Anima Holding - Investor Relations” – Corporate Governance section. Furthermore, a reference to the Policy will be included in the annual “Corporate Governance Report” prepared pursuant to Art. 123-bis of TUF (Consolidated Finance Law), following the Corporate Governance Code for Listed Companies and the advice of the Corporate Governance Committee.

Lastly, the Policy will be assessed for updates in light of any findings from the management and monitoring activities, any changes in corporate strategy or operations, and the evolution of trends and applicable regulations both in Italy and internationally. Changes and integrations to this Policy are approved by the Board of Directors. The Chairperson and the CEO may separately, changes and integrations of a merely formal nature (eg. adjustments for legal and regulatory compliance, changes in company regulations, the organizational structure of the Company or subsidiaries, or the Group’s structure).