



# General Policy

## **TAX STRATEGY OF CASSA DEPOSITI E PRESTITI S.P.A.**



*Index*

- 1. INTRODUCTION .....3
- 2. TAX RISK APPETITE AND GOALS .....5
- 3. GENERAL PRINCIPLES.....6
- 4. GUIDELINES.....7
- 5. SPREADING OF A TAX COMPLIANCE CULTURE AMONG EMPLOYEES.....8

## 1. Introduction

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This document (hereinafter, "Tax Strategy"), approved by the Board of Directors of Cassa depositi e prestiti S.p.A. (hereinafter, "CDP" or the "Company"), defines the tax strategy, policies, principles and guidelines adopted by the Company for the management of the tax matters and in particular of the risk associated with it (both of punitive and reputational nature).

The correct management of the tax matters is essential for CDP, also in consideration of the institutional role that it is required to pursue according to the provisions of Article 5 of Law Decree no. 269 of 30 September 2003, converted, with amendments, by Law no. 326 of 24 November 2003, as well as according to its incorporation corporate acts and in line with its sustainability policy, in the awareness that the taxes payable by the Company constitute an important part of the wider economic and social role it plays.

The adoption of the Tax Strategy is also an expression of the will of CDP's Board of Directors to set up a tax risk management and control system for the of the, so-called "Tax Control Framework" – which is integrated into the Corporate Governance and the Internal Control System - consistent with international standards, shared by the Organization for Economic Co-operation and Development (OECD), and with the indications of the Italian Tax Authority with reference to the provisions of art. 3 et seq. of Legislative Decree no. 128 of 5 August 2015, and in particular article 3. 4 of the Decree of the Ministry of Economy and Finance of 6 December, 2024<sup>1</sup>, as well as it's one of the tools for preventing illegal acts that may give rise to the administrative liability of the Entity for criminal offenses referred to in Legislative Decree 8 June 2001, no. 231, and the associated reputational risks. The Tax Control Framework adopted by CDP is aligned with the guidelines of the Italian Tax Authorities regarding the establishment of an effective system for detecting, measuring, managing, and controlling tax risk, and in particular, it incorporates the provisions of the Guidelines issued in

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<sup>1</sup> Pursuant to Decree of the Ministry of Economy and Finance of 6 December 2024 - containing the "Subjective and objective requirements for accessing the collaborative compliance regime" par. 3.4 "*The system must guarantee the promotion of a corporate culture based on principles of honesty, correctness and compliance with the tax legislation, ensuring its completeness and reliability, as well as knowability at all company levels. To this end, the system must meet the following essential requirements:*

a) *Tax strategy. The system must contain a clear and documented tax strategy in which the goals of the company's top management in relation to the tax matter are highlighted. The strategy must reflect the company's risk appetite, the degree of involvement of top management in the tax planning decisions and the goals that the company sets itself in relation to the tax risk management processes. [...]*"



accordance with Article 4, paragraph 1-quater of Legislative Decree no. 128 of 5 August 2015. This control system provides for a governance model which ensures, among the others:

- the involvement of the top management in the definition of the Tax Strategy and decision-making processes regarding the tax matters, as well as an effective operation of a tax risk management and control system, to be outlined in a tax risk management and control model;
- the involvement of the tax department from the very preliminary assessments of the tax impacts of the transactions carried out (*at inception*).

The operation of the tax risk management and control system, including the governance in terms of delegations, roles and responsibilities regarding the processes of detection, measurement, management and monitoring of the tax risk, is defined within corporate procedures and by a tax risk management and control model.

The Tax Control Framework contributes to the assessment of the risk of non-compliance with tax regulations pursuant to the provisions of Circular of the Bank of Italy No. 285 of 2013 (followed by CDP) through the tax department, which acts as a Specialized Function in this area.

This Tax Strategy is subject, if necessary, to periodic review and update, also in consideration of legislative changes and / or interpretative clarifications provided by each relevant competent authority, which may intervene from time to time, both at domestic and international level. Any amendments and additions of a substantial nature will be proposed by the tax department and submitted to the approval of CDP's Board of Directors. In addition, CDP's Chief Executive Officer has the right to make any amendments or additions of a non-substantial nature to the text of the Tax Strategy and the right to introduce, in the document, the amendments that may be required as a result of modifications that may occur in the relevant internal organizational and/or statutory and/or regulatory provisions.

The Tax Strategy, in force from the first day following the date of approval by CDP's Board of Directors, is published on CDP's website.

## 2. Tax risk appetite and goals

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In carrying out its activities, in compliance with its management choices, in view of institutional *mission* pursued and with its sustainability policy, CDP adopts this Tax Strategy, inspired by principles of low risk appetite, honesty, correctness and full compliance with tax laws, regulations and practices, whether they are at domestic, international or supranational level, thereby pursuing the goal of minimizing any substantial impact in terms of risk, both of fiscal nature (intended as the risk of operating in violation of tax rules or in contrast with the principles and purposes of the tax system) and of reputational nature, and of operating with an attitude based on the maximum collaboration and transparency with the Tax Authorities and their Counterparties.

According to the Guidelines<sup>2</sup> issued in accordance with Article 4, paragraph 1-quater of the Legislative Decree no. 128 of 5 August 2015, tax risk appetite of a company means the level of risk that the taxpayer is willing to assume in pursuit of its strategic objectives. This propensity is reflected in the 'willingness' to adopt aggressive behaviors that could lead to tax disputes (including the will not to adopt behaviors that involve aggressive tax planning schemes).

The Company's Board of Directors defines the goals of CDP's Tax Strategy and ensures its implementation.

In accordance with these principles, CDP undertakes to pursue, *inter alia*, the following Goals:

- correct and prompt determination and payment of taxes due by the Company according to the tax law and execution of the related fulfillments;
- mitigation of the tax risk, intended as the risk of incurring in the violation of tax laws or of acting contrary to the principles and purposes of the law;
- management of the tax matters, protecting the interests of all stakeholders, including the Italian State, its shareholders, employees and the community in which it operates or interfaces, including at local level.

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<sup>2</sup> Revenue Agency Director's Provision of 10 January, 2025

### **3. General principles**

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The Tax Strategy adopted by CDP in carrying out its activities is inspired by the principles set out in the Group's Code of Ethics and is based on the following General Principles that inspire the Company's operations in the management of the tax matters.

#### **Values**

In the management of the tax matters, CDP acts according to the values of honesty, correctness and integrity, aware that the tax revenues constitute one of the main State revenues aimed at supporting and promoting the economic and social development of the country.

#### **Legality**

CDP operates in compliance with the tax legislation, domestic or international, from the standpoint of form and substance, monitoring the related updates and considering the clarifications provided by the Tax Authorities.

#### **Tone at the Top**

The Company's Board of Directors defines the Tax Strategy and the guidelines to be followed in the management of the tax matters, ensures their implementation and it is periodically updated on the main aspects that have characterized tax risk management. The Company's Board of Directors also guides the promotion of a corporate culture based on the values of honesty, correctness and integrity and the principle of legality.

#### **Transparency**

CDP operates based on a conduct characterized by transparent relations with the Tax Authorities and collaboration aimed at fostering constructive, professional and fully transparent relationships according to the principles of integrity, collaboration and mutual trust.

#### 4. Guidelines

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In order to pursue the goals set and inspired by the aforementioned principles, CDP, within the scope of its operations, undertakes to act according to the following guidelines, also in consideration of the economic and social impact that the taxes payable by the Company may have:

- i) to apply the tax rules, taking into account not only the letter of the rules but also their ratio on the basis of reasonable and systematic interpretations;
- ii) to promptly fulfil the tax obligations;
- iii) to duly pay to the competent Tax Authorities the taxes and duties to the extent due and within the established deadline provided for by tax law;
- iv) to adopt internal controls, processes and procedures to manage the tax matters and mitigate the tax-related risks;
- v) to promote forms of preventive dialogue with the competent Tax Authorities for possible issues of interpretation;
- vi) to provide correct, accurate and timely information and respond promptly to questions and/or requests for information received by the Tax Authorities;
- vii) to not carry out transactions that predominantly pursue a tax advantage for the Company and do not respond to business logic;
- viii) to not carry out artificial transactions and/or not inherent to the Company's business with the main purpose of reducing the Company's tax burden;
- ix) to ensure the involvement of the Tax Department from the preliminary assessments of the tax impacts of the transactions and of the ordinary and extraordinary activities carried out (*at inception*).
- x) fulfil the duties outlined in the 'Code of Conduct,' approved by the Ministry of Economy and Finance Decree dated 29 April 2024, pursuant to Article 5, paragraph 2-bis, of Legislative Decree 128/2015.

Where the tax legislation is not sufficiently clear or univocal, the Company adopts a reasonable interpretation of the same, inspired by the principle of legality and in compliance with the principle of prudence, engages, if needed, external professionals and / or discussions with the Tax Authorities



in order to get interpretations consistent with the regulatory framework, jurisprudential and practices aimed at minimizing the tax and reputational risks.

The Company considers that, in defense of the social interest and its shareholders, it is legitimate to support – including in litigation proceeding– the reasonable interpretation of the rules, where there are interpretative discrepancies with the competent Tax Authority and valid reasons to support an interpretation that is not consistent with the Tax Authority's one (*so-called agree to disagree*).

In order to prevent any disputes and reduce the tax risk, the Company ensures that tax departments have organizational relevance, material and human resources adequate to achieve the outlined goals.

The Company, moreover, is committed to:

- promote professional diligence in the management of tax-relevant activities and processes;
- adopt and periodically update the internal procedures and controls for the purpose of the tax risk management;
- ensure an appropriate technical training to all employees involved in the management of the tax-relevant obligations activities.

## **5. Spreading of a tax compliance culture among employees**

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For the purpose of the implementation of a *Soft Controls* system, CDP fosters and promotes awareness and training of its employees in relation to the tax risk, in order to create a company culture aimed to compliance with the tax framework and to create awareness of the potential tax risks to which CDP is exposed in the achievement of its goals and business strategies.

Furthermore, CDP does not provide managerial incentive mechanisms that include goals related to the reduction of the tax burden.

CDP's employees and the management are required, at all levels, to model their conduct on the general principles set out in the Code of Ethics and Anti-Corruption Policy such as honesty, legality and transparency, in addition to the provisions of this Tax Strategy.