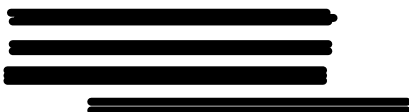


Avv. Nicoletta Pia di Cagno



Overview

Italian Lawyer with more than 16 years of professional experience in both top law firms and in leading Italian companies of international reputation. Currently serving as *Global Compliance Director* at Gianni Versace S.r.l., and formerly as *Head of Business Integrity & Antibribery* of Snam S.p.A.. Possess deep knowledge in a wide variety of legal fields and proven ability to communicate clearly and effectively. Vice-chair of *Responsible Business Conduct Committee of Business at OECD (BIAC)*, and permanent member of the *Friends of B20 initiative* within the *Integrity & Compliance Taskforce*.

Legal Risk Assessment and Management – Regulatory Compliance and Investigations – Litigation and Arbitration – Multi-Jurisdictional Legal Analysis – M&A – Third-Parties Risk Management and Integrity Due Diligences – Public and Private Procurement – Wide knowledge of International Anticorruption Legislations and Conventions – White Collars Crime and Compliance – Fraud, Economic Sanctions, Anti-Money Laundering and Combating Terrorist Financing – Whistleblowing & investigations - Institutional Relations & Sustainability – Waste management & Extended Producer Responsibility - Corporate Governance - Contract Negotiation and Drafting – Understanding of International Tax Legislation and FATCA – Knowledge of HSEQ legislations and safeguards – Product Compliance.

Professional Experiences

Gianni Versace S.r.l. – Milan (December 2022- /)

Compliance Director

- Main responsibilities:
 - Ownership of the design, implementation, and operation of the Company's *Global Compliance Programme*, and of the strengthening of the internal control system.
 - Chair of the *Global Compliance Steering Committee* and of the *Regionals Compliance Working Groups* (EMEA, APAC, Japan & Korea, North America & Canada), as well as member of the other brands' Compliance Committees.
 - Team Leader for all the Compliance topic of the Company, along any region and focal point of the others brands.
 - Establishment of the Whistleblowing System according to the new EU Directive 2019/1937 and implementing local legislations, in coordination with the other brands.
 - Providing daily legal support to all business functions to guide them within the establishment of proper process and controls within their activities, aimed at safeguarding the Company's ethics & integrity.
 - Advising Leadership team on proper actions to strengthen their people's commitment within Compliance.
 - Support the implementation of the new Vendor management system and the subsequent phases of supplier onboarding and related due diligences.
 - Ensuring that sustainability actions always comply with the applicable regulatory framework and sensitize the competent function to carefully evaluate the reference framework at a preliminary stage.
 - Establishing and maintaining close and productive relationships with the other brands and group's functions and representatives.

Latest goals: Regionals Compliance Risk Assessment and Gap Analysis (four rounds to date); Set up of the Compliance Committees; Organization of four Compliance Committees' meetings; Definition of the Compliance roadmap FY 2023/2024; Updating of some Company's integrity policies (*e.g., Gifts & Entertainment, Tax & Anti-money Laundering; Relationships with Customs and other Public Authorities*); Employees training; Drafting of the *Whistleblowing EU Addendum Policy*, of the relevant DPIA and of the respective updating of the Company's 231 Model.

Snam S.p.a. – San Donato Milanese, Milan (October 2018-November 2022)

Head of Business Integrity & Antibribery (Managing of a team of 8 People)

- Main responsibilities:
 - Ownership of the design, implementation, and operation of the Group's *Business Integrity Compliance Programme*, and of the strengthening of the internal control system.
 - By means of the *Risk Assurance & Integrated Compliance System*, overseeing and supervision of the adequacy, update, and effectiveness of Group' Companies Compliance Models (*i.e., Decree no. 231, Anticorruption, Antitrust, Sanctions/AML, Market abuse and Privacy*).

- Providing with support to: (i) HRO in the drafting/updating of the internal policies and regulations; (ii) Supply Chain in the negotiation/reviewing of contracts, in the examination of tender procedures' documentation, as well as in providing the Boards of Directors with relevant documentation and excerpts for the minutes; (iii) M&A and other Business Units with regard to any potential issue which might arise from the establishment of business relationships; (iv) Internal Audit, in the drafting of the recommended actions to be implemented and during its own activities of internal investigations; (v) all Group Companies with regard any ethical related issue (es. conflict of interest, gift and entertainment acceptance, hospitality granting, sponsorships, donations, etc.).
- Submitting periodic reporting to all Group Companies' Supervisory Bodies (OdV), the Board of Statutory Auditors, the Related Party Risk Control Committee of Snam S.p.A., and other Internal Board Committees, if requested.
- Coordination of the evaluation and monitoring process of Group' suppliers' compliance, and the related secretarial tasks.
- Providing all Group Companies with assistance regarding any issue related to economic sanctions and terrorism financing, AML, other financial crimes, and cyber-security.
- Planning, preparation, and lecturing of internal training courses for the issues of competence, as well as for the annual monitoring performed on the company targeted population involved, to assess the adequacy and effectiveness of the education and information provided.
- Consolidated experience in Corporate Compliance, White-Collar Crimes, Antibribery & Whistleblowing applicable legislation, and good familiarity with relevant foreign regulations and Conventions (*e.g., OECD Anti-Bribery Convention, U.S. FCPA, U.K. Bribery Act, UN Convention Against Corruption, French Loi Sapin II*).
- Used to be involved in complex and interdisciplinary projects, which engage different functions and/or are aimed at more purposes (*e.g.* assistance in M&A transactions also regarding target's compliance assessment, direct supervising of whistleblowing's cases in which suspected acts/facts of corruption are reported).
- Focal Point of the Legal Function for Governance issues within sustainability and ESG matters (including support for the preparation of non-financial statement, sustainability report and identification of new relevant KPIs). Wide knowledge of the EU provisions, including the upcoming Directive on *Corporate sustainability due diligence*.
- Lecturer at public events and Leader of all the multilateral activities on behalf of the Group in the field of Business Integrity and Transparency, for the strengthening and/or development of relationships with (i) Non-Governmental Organizations/Institutions active in the fight against corruption and supporting business integrity such as OECD, WEF, Transparency International, B20 and the Ministry of Foreign Affairs and International Cooperation, (ii) Universities.

Latest goals: Groups' Anticorruption Guidelines; Development and Coordination of the Monitoring process on Suppliers' Compliance; Contractual standards clauses updating; Adoption of a new internal Groups' integrity policies; Employess and Suppliers' training; *Sanctions Compliance Programme* development; Snam's certification according to UNI ISO 37001:2016.

Tonucci & Partners – Rome (May 2010-September 2018)

Senior Associate (Supervisor of 3 Associates)

- Extensive experience in Corporate Compliance, Investigation and Litigation.
- Advice and assistance, both in and out of Court, in the field of White-Collar Crimes. Relevant expertise in economic and financial crimes, crimes against the Public Administration, against industry and trade, as well as in the context of all relevant crimes pursuant to Leg. Decree no. 231/2001 and the related Corporate Administrative Liability.
- Consultancy and assistance in the preparation, adoption, and implementation of Organizational and Management Models (Model 231), and support to Supervisory Bodies' activities, acting as Secretary or assistant of the appointed external member.
- Advice, assistance, and defense, both judicial and out-of-Court, in the field of crimes deriving from violations of the provisions on health and safety at work, environmental, building and landscape regulations, customs and tax laws, as well as in matters of professional liability, legal privilege and privacy. Ancillary insights in other regulations with potential punitive consequences, such as those in Privacy, Anti-money Laundering Market Abuse, Antitrust and Consumers protection.
- Fully autonomous in the management of relations with the Judicial Authority, and in the assistance and representation of clients from the very beginning of preliminary investigations, and for all trial's stages, including the execution one.

Cleary Gottlieb Steen and Hamilton LLP – Rome (Sep 2008 – Apr 2010)

Junior Lawyer

- Junior reference person for issues related to national and international tax legislation, mainly with regard on aspects related to corporate taxation, double taxation agreements, FATCA, transfer pricing, suspected tax avoidance/tax activity fraud, tax "shields" and tax benefits application, and to relevant litigations/proceedings.
- Participation in one of the most relevant arbitrations in the world, which has occupied more offices of the law firm in different countries, and for which I conducted a cross-border study aimed to compare existing tax laws in over 50 countries and demonstrate fairness of our client's conduct.
- Support to M&A due diligence activities, IPO operations and other extraordinary transactions.

Studio Legale Piccaglia – Bologna (November 2006 – August 2008)

Lawyer Trainee

- Criminal Law expertise (both, Judicial and Out-of-Court), with particular focus on White-Collar Crimes, Corporate Compliance according to Legislative Decree no. 231/2001, Compliance with Italian legislation concerning HSEQ (*i.e.*, Leg. Decree no. 626/1994 and then, no. 81/2008), Product Regulatory Compliance, and Counterfeiting prevention.
- Out-of-Court consultancy on Privacy regulation (according to Leg. Decree no. 196/2003), Consumer Code, and Corporate Governance Code for Commercial Communication, and relevant judicial support on case of involvement before competent Authorities.

Education

- **Role and responsibilities of the Secretary of the Board of Directors and of the Corporate Bodies (June 2022)**
Executive course of *Italian Association of Secretaries of the Board of Directors and for Corporate Governance* (AISCA)
- **Master in Anti-money Laundering, Combating Terrorist Financing and Culture of Controls (Feb. 2022)**
AICOM - Italian Compliance Association
- **Master in International Sanctions and Trade Compliance (2021)**
AICOM - Italian Compliance Association
- **Executive MBA (2016 – 2018)**
MIP - Politecnico di Milano
- **Advanced Course in Governance and Corporate Compliance (2017)**
Informa di EPC Editore - Rome
- **Bar Admission (2010)**
Admitted to the Italian Bar, Court of Rome
- **LLM in Tax Law (2007 – 2008)**
European School of Advanced Fiscal Studies at *Alma Mater Studiorum* Bologna
- **Master's Degree in Law (2004 – 2006)**
Alma Mater Studiorum Bologna (110/110 *cum laude*)
- **Georg-August Universität Göttingen (September 2005 – March 2006)**
Erasmus Program
- **Bachelor's Degree in Juridical Sciences (2001 – 2004)**
Alma Mater Studiorum Bologna (110/110 *cum laude*)

Languages

- Italian: native language
- English: fluent, both written and spoken
- German: basic communication skills

IT Skills

- Excellent knowledge of Windows and Apple operating systems, Microsoft Office Package and Acrobat Reader.
- Extensive ability to use legal databases (De Jure, Ipsoa, etc.) and info providers (Orbis/Bureau Van Dijk, Cerved, Lexis-Nexis, Refinitiv, etc.).

Additional information

- Very high standards of ethics, professional integrity, and discretion.
- Strong interpersonal skills with emphasis on relationship building, integration and inclusion skills.
- Strong leadership skills, including ability to lead and being results driven in a multi-cultural and cross-divisional team.
- Good communication skills and business orientation in interactions with senior management and other stakeholders.
- Ability to perform autonomously in a fluid and fast-paced environment and making timely and reasonable decisions, while being a good team player.
- Curious and proactive approach towards professional education and personal development.
- Organization and project management skills, able to prioritize, process and follow-through on multiple tasks.
- Analytical, methodical, and diligent mindset to understand complexities in business procedures and industry standards and best practices.

In compliance with the GDPR and the Italian Legislative Decree no. 196/2003, I hereby authorize the recipient of this document to use and process the personal details contained therein.

Nicoletta Pia di Cagno