

## COMPLIANCE DECLARATION 2

**(TO BE WRITTEN ON COMPANY/ENTERPRISE LETTERHEAD)**

Procedure \_\_\_\_\_

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### DECLARATION

The undersigned Enterprise/Company  
with registered office and fiscal domicile in  
Registration in the Companies Register and tax code  
VAT number  
Telefax   tel.   E-mail

in the person of (*legal representative or authorized signatory*)  
born in   on the  
and residing at   in  
tax code

**with reference to the above procedure**

**declares**

- a. that it has viewed Eni S.p.A.'s information notice about personal data processing under Regulation (EU) 2016/679 ("GDPR") and gives its consent for processing for the purposes and with the methods indicated in the informative notice, including the communication;
- b. that it undertakes to comply with all the provisions in force regarding the protection of personal data, where applicable, with regard to the personal data of its own staff and those of any subcontractors and to indemnify and hold harmless Eni S.p.A. from any liability, expense or consequence that may arise in case of nonobservance of these provisions;
- c. that it is aware of the legislation in force regarding administrative liability of the body corporate and, in particular, of the provisions of Legislative Decree no. 231 of 8th June 2001 as amended and of the "Model 231" document prepared by Eni S.p.A.; that it is aware of the COMPANY's Anti-Corruption Management System Guideline as amended (available on the website [www.eni.com](http://www.eni.com)), that establishes the ethical principles to be complied with by both the COMPANY and the COMPANY's staff and that it is aware of and has taken note of the contents of the Eni Guidelines on the Protection and Promotion of Human Rights;
- d. that it is aware of and has taken note of the contents of the Eni Code of Ethics, among other things with regard to section II paragraph 4 "Relations with customers and suppliers"; in particular it declares that it accepts that the remuneration to be paid will be exclusively commensurate with the activities to be performed under the contract, and that the payments will be made exclusively to the contractual counterpart, in the countries where the parties are incorporated or in the country where the contract is performed, as provided in paragraph 4.2 "Suppliers and external collaborators";
- e. that it undertakes, also in the name of the shareholders, directors, staff and collaborators of the declarant Enterprise/Company, to strictly comply with the principles contained in the above indicated Anti-Corruption Management System Guideline, with regard to all contractual relationships that exist or may exist in the future between the declarant Enterprise/Company and the COMPANY;
- f. that it undertakes, also in the name of shareholders, directors, staff and collaborators of the declarant Enterprise/Company, to strictly comply with Legislative Decree no. 231 of 8th June 2001 as amended and with the laws in force regarding anti-corruption (meaning the

anti-corruption provisions contained in the Italian Criminal Code and any other applicable Italian laws, US Foreign Corrupt Practices Act, UK Bribery Act, other public and commercial laws against corruption which are in force around the world and international anti-corruption treaties such as the Convention of the Organisation for Economic Co-operation and Development (OECD) on the fight against the corruption of foreign public officers in international economic transactions and the United Nations Convention against corruption) and, in particular, to refrain (and to cause its directors, staff and collaborators to abstain) from (a) offering, promising, giving, paying or authorizing anyone to give or pay, directly or indirectly, material, financial or other advantage to a Public Official<sup>1</sup> or private party in breach of the applicable anti-corruption laws, and (b) accepting or authorizing anyone to accept, directly or indirectly, material, financial or other advantage or a request or solicitation from a Public Official or private party of material, financial or other advantage;

- g. that it undertakes, also in the name of the directors, staff and collaborators of the declarant Enterprise/Company, to strictly comply with the principles contained in the above indicated Code of Ethics and in the above indicated Guidelines on the Protection and Promotion of Human Rights, with regard to all contractual relationships that exist or may exist in the future between the declarant Enterprise/Company and Eni S.p.A.;
- h. in particular, that it undertakes to refrain from offering commissions, fees and other benefits to directors, staff or collaborators of Eni S.p.A.; from concluding commercial agreements with directors, staff or collaborators of Eni S.p.A. likely to detrimentally affect, or conflict with, COMPANY's best interests; from undertaking commercial activities or signing agreements with Third Parties in breach of the principles of the Eni Code of Ethics which are likely to adversely affect the existing or potential contractual relationships between the declarant Enterprise/Company and Eni S.p.A.; from favouring directors, staff or collaborators of Eni S.p.A. with non-monetary favours including gifts, means of transport and entertainment, exceeding the limits of commonly accepted ethical business standards;

- i.  that it is/it is part of the Public Administration

(specify the affiliation): \_\_\_\_\_.

or

- that it is not/it is not part of the Public Administration.

The term Public Administration means any body, office or authority, central or peripheral, public official or public service employee exercising legislative, judicial or administrative powers or functions in order to serve the public interest;

- j. that

- none of the shareholders, of the members of the Board of Directors, nor the general manager or equivalent of the declarant Enterprise/Company, nor any Family Members <sup>2</sup> of such persons

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<sup>1</sup> Public Officials means:

- a. anyone occupying a public legislative, judicial or administrative function;
- b. anyone acting in an official capacity for or on behalf of (i) a national, regional or local public administration, (ii) an agency, department or instrumentality of the European Union or of an Italian or non-Italian national, regional or local public administration, (iii) a company owned, controlled or invested (when the public administration, in virtue of powers or prerogatives of a public information nature, substantially exercises control over a company) by an Italian or foreign public administration (including, for example, employees of "national oil companies"); (iv) an international public organization, such as the European Bank for Reconstruction and Development, the International Bank for Reconstruction and Development, the International Monetary Fund, the World Bank, the United Nations or World Trade Organization; or (v) a political party, a member of a political party or a candidate for an Italian or foreign political office;
- c. anyone in charge of providing a public service, i.e. whoever performs a public service for whatever reason, where public service means an activity that is governed in the same way as a public function, except that the power vested in the latter is absent.

Pursuant to Anti-Corruption Laws and in particular jurisprudence deriving from it, the representatives of local communities are treated as Public Officials.

<sup>2</sup> Family Members means:

the Public Official's spouse; the Public Official's and the spouse's grandparents, parents, siblings, children, nieces, nephews, grandchildren, aunts, uncles and first cousins; the spouse of any of these people; and any other individuals who share the same household; and the private party's spouse; the private party's and the spouse's grandparents, parents, siblings, children, nieces, nephews, grandchildren, aunts, uncles, and first cousins; the spouse of any of these people; and any other individuals who share the same household.

are or have been Public Officials who worked, currently work, or are likely to work in the future, as part of their role, in the performance of activities in which Eni has an interest;

or

in case of presence of Public Officials, indicate the person and the position held as a Public Officials and, in the case of Family Members, the relationship of familiarity: \_\_\_\_\_

- k. that it undertakes to promptly communicate any changes in the corporate structure, the Directors, any Operations Manager and, in general, the subjects listed in the Affirmation of Certification of registration with the Chamber of Commerce (C.C.I.A.A.) or, where required, in the Affirmation of Certification related to the family members living with the subjects involved in the mafia-related verifications as per art. 85 of Leg. Decree 159/2011, occurred after the submission of the aforesaid Affirmations of Certification;
- l. that in case of award, it also undertakes:
- in the case of a subcontract, to request any subcontractors to sign the same declarations of this document;
  - in case of a "subcontratto":
    1. to request any "subcontraente" to sign the same declarations of this document
    2. to make the relevant verifications on the declarations before commencement of the activities under the "subcontratto"
    3. to guarantee that the "subcontraente" continues to meet the requirements throughout the duration of the "subcontratto".

#### **It also declares**

under and for the intents and purposes of the provisions of the Decree of the President of the Republic no. 445 of 28th December 2000,

- m. that the declarant Enterprise/Company is not in a state of bankruptcy, enforced liquidation nor is it the subject of any insolvency procedure;
- n. that with regard to the *[owners if the company is organized as a one-man company, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of another type of company or consortium]* - and to the Operations Manager - no proceedings are underway for application of measures under Art. 6 of Legislative Decree no. 159 of 2011, as amended or any disqualification case under Art. 67 of Legislative Decree no. 159 of 2011, as amended;
- o. that with regard to the *[owners if the company is organized as a sole proprietorship, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of another type of company or consortium]*- and to the Operations Manager - have not been convicted of a criminal offence penalized by the courts as pronounced under Art. 444 of the Penal Code for serious crimes against the State or the Community, or any offence concerning their professional conduct, nor convicted by final judgement for one or more crimes of participation in a criminal organization, of corruption, fraud or money-laundering, as defined by EU acts under Article 45, Paragraph 1, EC Directive 2004/18 *[or, in cases in which one or more definitive convictions have been made for any crime, declare all penalties, sentences, judgments imposing the penalty requested, even if the culprit is not named in the criminal records, indicating the date, crime for which convicted and the sanction imposed, as it is the company's duty to evaluate the influence the crime may have on moral and professional reliability, also based on the contract to be awarded]*; - **See Note 1**
- o bis). that no case has been brought against the *[owners if the company is organized as a one-man company, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of*
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*another type of company or consortium]- and the Operations Manager - – under the penal courts for serious crimes against the State or the Community or crimes concerning their professional conduct, nor for one or more crimes of participation in a criminal organization, of corruption, fraud or money-laundering, as defined by EU acts under Article 45, Paragraph 1, EC Directive 2004/18[or, where one or more such proceedings are underway for any crime, declare the nature of the proceedings, the crime imputed, as it is the company's duty to evaluate the influence the crime may have on moral and professional reliability, also based on the contract to be awarded];]; - **See Note 1***

o ter). that against the *[owners if the company is organized as a one-man company, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of another type of company or consortium]- and the Operations Manager - no final conviction has been pronounced, nor has a sentence been made absolute, nor has a judgment imposing the penalty requested been handed down under Art. 444 of the Penal Code for serious crimes under regulations on protection of the environment against pollution [or, in cases in which one or more definitive convictions have been made for any crime under regulations on protection of the environment against pollution, declare all penalties, sentences, judgments imposing the penalty requested, even if the culprit is not named in the criminal records, indicating the date, crime for which convicted and the sanction imposed, as it is the company's duty to evaluate the influence the crime may have on moral and professional reliability, also based on the contract to be awarded];]; - **See Note 1***

o quater). that no criminal proceedings are pending against the *[owners if the company is organized as a one-man company, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of another type of company or consortium] - and the Operations Manager - for serious crimes under regulations on protection of the environment against pollution [or, when one or more such proceedings are pending for any crime covered by the provisions on protection of the environment against pollution, declare the details of the proceedings, the disputed crime, as it is the company's duty to evaluate the influence the crime may have on moral and professional reliability, also based on the contract to be awarded]; - **See Note 1***

p. that neither the undersigned nor the above indicated Enterprise/Company have infringed the ban on fiduciary entrustment under Art. 17 of Act no. 55/90; in this regard the declarant Enterprise/Company declares that:

the following Trust Company(ies) is/are present in the control chain of the declarant Enterprise/Company:

\_\_\_\_\_  
\_\_\_\_\_

and the relevant Trustees (physical persons ultimate beneficiaries) are:

\_\_\_\_\_  
\_\_\_\_\_

no Trust Company is present in the control chain of the declarant Enterprise/Company.

q. that the above Enterprise/Company has not committed serious infringements of regulations regarding safety or any other obligation deriving from labour relations;

r. that the above Enterprise/Company has not been found to be seriously negligent or acting in bad faith in execution of services for Eni or Eni Group Companies, nor made a serious error in the exercise of its professional activities;

s. that the above Enterprise/Company fulfills its obligations relating to the payment of duties and taxes, in accordance with Italian legislation or the legislation of the state in which it is established;

t. that the above Enterprise/Company fulfills its obligations relating to the payment of social security contributions in accordance with Italian legislation or the legislation of the state in which it is established;

u. that the above Enterprise/Company complies with regulations concerning the right to work of disabled persons, presenting certification under Art. 17 of Act no. 68/1999 (where applicable);

v. that no sanction of prohibition has been imposed on the above company under Art. 9, paragraph 2, letter c) of Legislative Decree no. 231/01, nor other sanctions which entail prohibition from contracting for the public administration.;

w. that, to the best of his/her knowledge, those who held the position of *[owners if the company is organized as a one-man company, or to the shareholders if the company is organized as a general partnership, or to the general partners if the company is organized as a limited partnership, or to the directors with powers of representation, if the company is organized in the form of another type of company or consortium]* or Operations Manager of the above Enterprise/Company, in the previous three years, meet the requirements indicated above in letters o), o bis), o ter) and o quater) *[or, where proceedings are pending against the above persons under letters o bis) and o quater) and/or have been definitively convicted of any crime, provides details of the proceedings, the crime attributed and the acts and measures adopted by the Enterprise/Company to dissociate itself from the penalized criminal act]*. **See Note 1**

x. that

neither the declarant Enterprise/Company, nor its shareholders, directors, staff or collaborators have committed any breach or are under investigation or judicial proceeding for alleged breach of Leg. Dec. no. 231 of 8th June 2001 as amended and/or of any provisions against corruption

*or*

the declarant Enterprise/Company, its shareholders, directors, staff or collaborators have committed breach or are subject to investigation or judicial proceeding for presumed breach of Leg. Dec. no. 231 of 8th June 2001 as amended and/or of the provisions in force against corruption *(specify exactly the breach, investigation or judicial proceeding):*

\_\_\_\_\_];

y. that

no conflict of interest, even a potential one, exists between the undersigned Enterprise/Company – and/or between its controlling companies or subsidiaries - and Eni S.p.A. and/or its subsidiaries

*or*

the following situation of conflict of interest exists *(specify the exact situation of conflict of interest, even a potential one, between the Enterprise/Company - and/or between its controlling company and/or subsidiary - and Eni S.p.A. and/or its subsidiary):*

\_\_\_\_\_].

The undersigned acknowledges that:

- failure to meet even one of the general requirements referred to in points m. to w. will be grounds for exclusion from the qualification and/or tender process, subject to any other sanction and legal consequences.
- the submission of a declaration resulting to be irregular, false or incomplete, in relation to points m. to y. will be grounds for exclusion from the qualification and/or tender process, subject to any other sanction and legal consequences;
- COMPANY may ask for a new updated declaration;
- without prejudice to the obligations to submit all due certifications/proofs required by law, COMPANY has the right to request the submission of such certificate(s) as may be deemed necessary, proving that the above requirements are met and, however, to ascertain, even autonomously, at their sole discretion and at any time, by any lawful means, the truthfulness of this declaration.

The undersigned also acknowledges that, for the purpose of verification that the requirements referred to in points m. to w. above are met, COMPANY reserves the right to request any Enterprise/Company established in a Country other than Italy to produce appropriate certificates and/or documents issued by the competent foreign authorities (as required by the legislation in force in the Country concerned). Where no such certificates and/or documents are issued, the same may be replaced by a declaration made by the Enterprise/Company concerned before a competent judicial or administrative authority, a notary or a competent professional or trade body of the Country of origin.

A photocopy of the valid identity document of declarant no. ....  
issued on.....by ..... is attached.

Place and date.....

..... (signature and stamp of declarant)

*Note 1: indicate below, where appropriate, the information required  
(judgements, convictions, imposition of the penalty requested, etc. with  
relevant details as specified above*

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