



DHH S.p.A.

**• PROCEDURE FOR THE PROCESSING OF PRIVILEGED
INFORMATION AND SETTING UP AND KEEPING OF THE
INSIDER REGISTER •**

Milan (MI), 16/03/2023

Dominion Hosting Holding S.p.A. – Milan (MI), Via Caldera 21
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1. INTRODUCTION AND SOURCES

- 1.1 This procedure (“**Procedure**”) governs the management and processing of Privileged Information (as defined below) and the setup and maintenance of the Insider Register (as defined below) by Dominion Hosting Holding S.p.A. (“**DHH**”, “**Company**” or “**Issuer**”) – whose financial instruments are listed on Euronext Growth Milan, a multilateral trading facility organised and managed by Borsa Italiana S.p.A. (respectively, “**EGM**” and “**Borsa Italiana**”) – and its subsidiaries (“**Subsidiaries**” and, jointly with DHH, the “**Group**”).
- 1.2 The Procedure set out in this document seeks to ensure compliance with applicable laws and regulations and to guarantee the maximum privacy and confidentiality of Privileged Information (as defined below) in order to prevent the selective, incomplete, improper or inadequate or untimely disclosure of information, documents and data regarding the Group.
- 1.3 This Procedure was adopted by DHH in execution of Article 114 of Legislative Decree No. 58 of 24 February 1998 (“Consolidated Law on Finance”, “CLF”), as subsequently amended and supplemented, in addition to Articles 17 and 18 of Regulation (EU) No 596/2014 on market abuse (“Market Abuse Regulation”, “MAR”) and the respective enacting regulations, including Implementing Regulation (EU) 2022/1210 (“Implementing Regulation”).

2. DEFINITIONS

- 2.1 In addition to the terms defined in other sections of this Procedure, the terms below have the following meanings, it being understood that singular terms are construed to mean the plural where necessary, and plural terms the singular.

Appointed Officer: each director of DHH entrusted with management powers.

CFO: the Chief Financial Officer of the Company.

Competent Authority: CONSOB, *Commissione Nazionale per le Società e la Borsa* (Italian Companies and Exchange Commission).

Euronext Growth Advisor: the Company’s nominated Euronext Growth Advisor.

Financial Instrument: the Company’s financial instruments, as defined in Article 4, paragraph 1, point 15) of Directive 2014/65/EU, that are admitted to trading on EGM or on another multilateral trading facility, including the Shares, and cited in Section C of Annex I of Directive 2014/65/EU of the European Parliament and of the Council.

Investor Relations Manager: the Company’s head of investor relations.

Privileged Information: information of a precise nature that has not been made public, concerning the Issuer or one of its Subsidiaries or the Financial Instruments (as defined below), and that, where made public, could have a significant effect on the prices of these Financial Instruments or on the prices of relative derivative financial instruments.

For the purposes of this definition:

- information is of a “precise nature” if:
 - i. relating to a series of circumstances that exist or that could reasonably be considered to occur, or an event that is verified or that could reasonably be expected to be verified; and
 - ii. it is sufficiently specific to allow conclusions to be drawn on the possible effect of the set of circumstances or the event referred to under point (i) on the prices of the Financial Instruments or the related derivative financial instrument;
- “*information, which if disclosed publicly, could have an appreciable effect on the prices of the Financial Instruments or*

on the prices of the related derivative financial instruments?” means information that it is reasonable to suppose investors would use as one of the elements on which to base their investment decisions;

- an interim event in an extensive process is considered as Privileged Information where fulfilling the above criteria;

Relevant Information: all information that could become Privileged Information although currently not sufficiently precise to be considered as such.

Relevant Person: each person within the Issuer who is:

- a) a member of the management or control board of Group companies (or of companies indirectly controlled by the Company); or
- b) Persons performing management functions within Group companies (or subsidiaries indirectly controlled by the Company) who, although not belonging to the bodies as per the point above, have regular access to privileged information that directly and indirectly concerns the Company of one of the Subsidiaries and who has the power to take management decisions that affect the Company’s future development of the Company.

SDIR: Service for the circulation of regulated disclosure (*Servizio per la diffusione dell’informativa regolamentata*), in accordance with the CONSOB Regulation.

SECTION 1

PROCESSING OF PRIVILEGED INFORMATION

3. **ADDRESSEES**

3.1 The following are required to maintain the confidentiality of the Relevant Information and Privileged Information and the related documents acquired in the course of their duties, and to abide by this Procedure:

- (A) Relevant Persons;
- (B) employees of the Group; and
- (C) persons, both natural and legal, who for work-related or professional reasons or by reason of the functions performed in the name and on behalf of the Group have access on a regular basis to Relevant and/or Privileged Information concerning the Company and its Subsidiaries

(together, “**Addressees**”).

3.2 If individuals other than the Addressees, in the context of specific transactions, have access to Relevant and/or Privileged Information, the Company must conclude, with such individuals, specific confidentiality agreements, without prejudice to Article 9 below.

4. **OBLIGATIONS AND PROHIBITIONS CONCERNING ADDRESSEES**

4.1 Addressees are bound to:

- (A) maintain the confidentiality of Relevant and/or Privileged Information acquired in the course of their employment or professional activity, duties or office, and not to disclose or circulate them to anyone;
- (B) use Relevant and/or Privileged Information only in relation to their employment or professional activity, duties or office, and to refrain from using them, for any reason, for personal reasons;
- (C) guarantee the utmost confidentiality of the Relevant and/or Privileged Information until it has been disclosed to the market as per the manner set out in this Procedure;

- (D) promptly inform the Appointed Officers and the Investor Relations Manager concerning information within their respective remit concerning any actions, events or omissions that could constitute a violation of this Procedure.

4.2 By way of mere example only, below are certain general rules of conduct applicable to Addressees:

- (A) special attention must be paid in sending, to members of the Board of Directors and of the Board of Statutory Auditors, of preparatory documents for board and committee meetings. This documentation must be sent in a manner that ensures their confidentiality;
- (B) similar attention must be paid during extraordinary activities in which the exchange of information and/or documentation occurs with parties holding a role as consultants or outside advisors of the Company or of the Addressees;
- (C) paper documentation containing Relevant and/or Privileged Information, or otherwise confidential information, should be stored in locked cabinets or drawers; the keeping of documents outside of the archive should be limited to the period necessary for use; documents not in use must be placed in the archive; the keeping of documents on tables and desks, particularly where accessible to unauthorised persons, should be limited to the time strictly necessary;
- (D) similar caution should also be observed in the case of travel and transit. Specifically, such documents should never be left unattended;
- (E) appropriate measures must be adopted to ensure that postal and/or courier correspondence is opened and distributed in compliance with the confidentiality requirements;
- (F) the 'confidential' nature of paper and/or electronic documents must be indicated by using the wording "confidential" or similar and by using appropriate envelopes or other closed containers when sending them.

4.3 Addressees are in addition prohibited from:

- (A) buying, selling or carrying out other transactions, directly or indirectly, on their own behalf or on behalf of third parties, involving the Financial Instruments or related derivative financial instruments, on the basis of Relevant and/or Privileged Information in their possession;
- (B) advising or inducing third parties, on the basis of Relevant and/or Privileged Information in their possession, to undertake transactions involving the Financial Instruments or related relative derivative financial instruments;
- (C) communicate Relevant and/or Privileged Information to third parties, outside of the normal exercise of their work, profession, duties or position.

5. **ASSESSMENT OF INFORMATION**

5.1 Assessments of the relevance of information concerning the Company or other Group companies is within the scope of the following parties:

- (A) Information emerging during Board meetings: remains within the remit of the Board of Directors, while external communications are managed by the Appointed Officers, together with the Euronext Growth Advisor and the Investor Relations Manager.
- (B) Accounting and interim figures: remains within the remit of the Delegated Bodies and the CFO together with the Euronext Growth Advisor;
- (C) Information concerning a Group company: remains within the remit of the Appointed Officers in addition to the managing director of the Subsidiary to whom the Relevant and/or Privileged

Information refers, together with the Euronext Growth Advisor;

(D) Other information: remains within the remit of the Appointed Officers.

- 5.2 Outside of the cases indicated at letters (A) and (B) of paragraph 5.1 above, in which the external communication of Relevant and/or Privileged Information is simultaneous to its assessment, due to the collective nature of the bodies tasked with its review, the Addressees, in all other circumstances in which they find themselves in possession of Relevant and/or Privileged Information, are bound to:
- communicate, in a timely manner, the content of the information to the Appointed Officers;
 - subsequently – where the Relevant Information concerns events or transactions in progress, which is to be updated periodically at least once every 7 (seven) days or at a different frequency as required by the nature of the event or the transaction – inform the Appointed Officers of its state of advancement.
- 5.3 If there are reasonable doubts concerning whether Privileged Information could influence the prices of Financial Instruments – based on other aspects indicating that such information is to be considered as Privileged Information – the Appointed Officers must immediately disclose the Privileged Information to the market so as to avoid compromising the interests of investors and the market.
- 5.4 The Subsidiaries, and especially the individuals who, based on the Subsidiaries' internal organisation, are responsible for them are required to promptly inform the Appointed Officers if circumstances or events arise that constitute or could constitute Relevant and/or Privileged Information. The assessment of the information must, in any case, be put to the Appointed Officers together with the Euronext Growth Advisor.

6. **EVENTS POSSIBLY GENERATING PRIVILEGED INFORMATION**

- 6.1 Below is a non-exhaustive list of examples of events that could be considered a relevant event or circumstance as per this Procedure:
- entering or withdrawing from business sectors;
 - resignation or appointment of members of the management or control boards;
 - the auditing firm declining an engagement;
 - the purchase or disposal of shareholdings, other businesses or business units;
 - capital operations;
 - the issuing of warrants, financial instruments, bonds or other debt securities;
 - changes to the rights of Financial Instruments;
 - losses significantly impacting net equity;
 - mergers or spin-offs;
 - the signing, amendment or termination of contracts or significant agreements;
 - conclusion of procedures involving intangible assets such as inventions, patents or licences;
 - litigation;
 - change in strategic personnel of the Group;

- treasury share transactions;
- submission of applications for or issuance of court orders involving the implementation of insolvency procedures;
- request to begin insolvency procedures;
- related-party transactions (as defined in the regulation adopted by CONSOB with resolution no. 17221 of 12 March 2010, as subsequently amended and supplemented, concerning related-party transactions);
- issuing, by the audit firm, of a qualified opinion, an adverse opinion or a disclaimer of opinion;
- accounting situations to be reported in the financial statements, in the consolidated financial statements, and in the abridged half-yearly financial statements, as well as information and accounting situations to be reported in the interim reports, when such situations are communicated to external parties, except if the external parties are under confidentiality obligations and the communication is carried out in compliance with the applicable obligations, or if a sufficient degree of certainty has been established; and
- decisions whereby the Board of Directors approves the financial statements, the proposal to allocate the profits, the distribution of dividends, the consolidated financial statements, the interim financial statements, and the interim operating reports.

7. **MANAGEMENT AND DISCLOSURE OF PRIVILEGED INFORMATION**

- 7.1 When the information is assessed by the parties identified under paragraph 5.1 above as Privileged Information, this information, where the requirements for delay under Article 8 of this Procedure are not met, must be made public without delay, in compliance with this Procedure and applicable legal and regulatory provisions.
- 7.2 The Appointed Officers, together with the Investor Relations Manager, must therefore draft a press release containing: (i) the information identification code, (ii) the title, (iii) a summary, (iv) the text, and (v) company contact information.
- 7.3 The title should objectively and concisely describe the issue and, if the press release concerns a number of relevant events, should mention each event. The summary must outline the key aspects of the event, also in the form of a table or list, thus providing a summary that is not misleading. This summary can be omitted if the title already contains an exhaustive description of the key aspects. The body of the text must report in a structured manner the content of the information, ensuring a consistent and logical presentation. Corporate contact information must include the names of individuals or Company offices that can be contacted for additional information and the related telephone numbers and email addresses, as well as the Issuer's website.
- 7.4 Before being circulated to the market, the draft of the press release must be sent to:
- (A) the CFO, if the draft contains references the economic, net assets or financial situation of the Company and/or of the Group;
 - (B) the managing director of a Subsidiary, if the press release concerns an event that involved that company; and
 - (C) where considered appropriate by the Appointed Officers, to the Board of Directors or the Euronext Growth Advisor.
- 7.5 In preparing the draft press release, the Appointed Officers can, at their discretion, assess whether to undertake a prior consultation with Borsa Italiana or with the Competent Authority.

- 7.6 The Appointed Officers must ensure that the communicated Privileged Information is not misleading or false and does not omit anything that could affect the relevance of the information. In the event of significant changes to Privileged Information already announced to the market, the Appointed Officers must immediately communicate such changes.
- 7.7 Privileged Information must be made available to the market through the SDIR. Such Privileged Information must also be published on the Company's website under the section "For Investors", and must be kept by the Company for no less than 5 (five) years from the publication date.
- 7.8 The Privileged Information must not be published elsewhere before communication through the SDIR. To this end, the Privileged Information must be managed by taking all necessary precautions to ensure that circulation within the Company structure is undertaken without prejudice to the Company and/or the Group companies until the Privileged Information is communicated to the market as per the above.
- 7.9 If the Privileged Information is to be released while the markets are open, the Appointed Officers, together with the Investor Relations Manager and the Euronext Growth Advisor, must assess – with regard to the relevance of the information subject to circulation – the possibility of advising Borsa Italiana in advance by phone concerning the circulation of the Privileged Information, to allow Borsa Italiana to assess the impact of such information on normal trading conditions once the information is released.
- 7.10 Communication to the market of Privileged Information with regards to other Group companies is always the responsibility of the Company. The Subsidiaries must therefore refrain from releasing their Privileged Information independently.

8. **DELAY IN DISCLOSING PRIVILEGED INFORMATION**

- 8.1 The company can decide to delay, in good faith, the release to the market of Privileged Information if¹:
- (A) immediate release could compromise the Company's legitimate interests²;
 - (B) delayed disclosure would not have the effect of misleading the public³; and
 - (C) the Company is able to guarantee the confidentiality of the Privileged Information⁴.
- 8.2 Without prejudice to the application of the above paragraph, of the Privileged Information concerns progressively developing events or transactions that give rise to special situations, the Company can, in good faith, delay the release of this Privileged Information.
- 8.3 The Company can decide to delay the release of Privileged Information if such communication could compromise the execution of a transaction by the Issuer or by one or more of the Subsidiaries or could,

¹ The following conditions must all be met for the delayed release of Inside Information.

² According to the European Securities and Markets Authority (ESMA) guidelines (October 2016), and further detailed by CONSOB guidelines (October 2017), the following list of non-exhaustive conditions could prejudice the legitimate interest of the Company: **(i)** the Issuer is involved in negotiations the outcome of which would most likely be compromised by immediate communication to the market; **(ii)** the financial stability of the Issuer is at serious and imminent risk; **(iii)** the Inside Information concerns decisions taken or contracts signed by the management board and that require, in compliance with the law, the approval of a body other than the Shareholders' Meeting; **(iv)** the Issuer has developed a product or an invention; **(v)** the Issuer is examining the conditions established by a public authority on a previously announced transaction; and **(vi)** the Issuer is planning to purchase or sell relevant shareholdings.

³ According to ESMA's guidelines (October 2016), and further detailed by CONSOB guidelines (October 2017), conditions that could be considered as misleading to the market include: **(i)** the Inside Information substantially differs from the preceding public statement of the concerning the matter to which the Inside Information refers; **(ii)** the Inside Information concerns the fact that the financial objectives of the Issuer will probably not be achieved, if such objectives were previously announced to the market; and **(iii)** the Inside Information goes against market expectations, if such expectations are based on signals previously sent by the issuer to the market such as interviews, travelling promotional campaigns or other types of communication organised by the issuer or with its consent.

⁴ In accordance with Article 17, paragraph 7 of the MAR, in the event in which a leak to the market explicitly concerns Inside Information the circulation of which has been delayed, if this leak is sufficiently accurate such that the confidentiality of the information can no longer be guaranteed, the Issuer must provide this information to the market; pursuant to Article 17, paragraph 8, MAR, when the Issuer or a person acting on its behalf discloses Inside Information to a third party in the normal course of its business or function, it has an obligation to make full and effective public disclosure, simultaneously in the case of intentional disclosure and promptly in the case of unintentional disclosure (unless the third party is under an obligation of confidentiality).

for reasons related to an inadequate definition of the events or circumstances, result in incomplete assessments by the market.

8.4 In delaying the release of Privileged Information, the Issuer must use technical instruments that ensure the accessibility, legibility and long-term storage of the following information:

- (A) date and time *(i)* of the first existence of the Privileged Information with the Issuer, *(ii)* of the decision to delay circulation of the Privileged Information, and *(iii)* of the probable circulation of the Privileged Information by the Issuer;
- (B) identity of the individuals responsible for *(i)* making the decision to delay the release and establishing its duration, *(ii)* the continual monitoring of the delay conditions, *(iii)* the decision to announce the Privileged Information to the market, and *(iv)* the communication to the Competent Authority of the information requested upon the delay and the written explanation;
- (C) proof of initial satisfaction of the conditions under paragraph 1 of this article, among which *(i)* the barrier set up to protect the Privileged Information subject to delayed release, both externally and internally, and to prevent access to this information by unauthorised parties and *(ii)* the means established for immediate release if the Privileged Information subject to delay is no longer confidential.

8.5 If the Company has delayed the release of the Privileged Information it must, immediately after the release to the market of the information, notify the Competent Authority of the delay, providing in writing the information under letters (A) and (B) of the above paragraph⁵. Additionally, if requested by the Competent Authority, the Company must also provide an explanation of the means whereby the conditions under letter (C) of the above paragraph were met⁶.

9. **COMMUNICATION OF PRIVILEGED INFORMATION TO SPECIFIC CATEGORIES OF ADDRESSEES**

9.1 The company can confidentially communicate Privileged Information to the following categories of addressees:

- (A) consultants of the Company and any other consultants involved in or who could become involved in developments or in the matters in question;
- (B) parties with whom the Company is negotiating or intends to negotiate any commercial, financial or investment transactions (including probable subscribers or placing agents of the Financial Instruments);
- (C) banks, in the scope of loan authorisations;
- (D) ratings agencies;
- (E) employee representatives or the representing trade unions;
- (F) any government office, the Bank of Italy, the Italian Competition Authority, and any other institutional or regulatory body or authority.

9.2 By way of example only, accounting situations and figures, before they have “a significant level of certainty”, can be provided to independent audit firms so they can fulfil their engagements and to

⁵ The notification of delay to the Competent Authority must include the following information: *(i)* identity of the Issuer and complete Company name; *(ii)* identity of the notifying party: name, surname, position within the Issuer; *(iii)* contact details of the notifying party; email address and office telephone number; *(iv)* identification of the Inside Information subject to delay (title of the release – reference number, where assigned by the system utilised for releases – date and time of the communication to the market); *(v)* date and time of the decision to delay the release of the Inside Information; and *(vi)* identity of all those responsible for the decision to delay the communication of the Inside Information. The communication must be sent via certified email to: consob@pec.consob.it, with “Markets division” as the recipient and “MAR communication delay” as the subject line.

⁶ The new wording of Article 114 of the TUF envisages the application, to Italian issuers, of the exemption envisaged under Article 17, paragraph 4 of the MAR, which establishes that the explanation of the conditions that legitimise the delay must be presented only at the explicit request of the Competent Authority and not automatically in the phase of notification of the delay.

consultants who assist in drafting the documents. Similarly, (monthly and quarterly) reports and any other information concerning the management of the Company can be sent to directors without specific powers as a necessity for them to exercise their duties of oversight and intervention where detrimental events occur. Therefore, management reports can be sent to non-delegated directors without a simultaneous communication to the market.

- 9.3 The Company, through the Appointed Officers, must ensure that Addressees receiving the Privileged Information are aware that they cannot trade their Financial Instruments before the Privileged Information has been made public. For these purposes, the Appointed Officers must inform the Addressees in advance in writing of the Privileged Information and enter into confidentiality agreements with them before making such information available.
- 9.4 If the Appointed Officers have reason to believe that there has been or it is likely that there has been a breach of the confidentiality obligations and, in any case, the knowledge of the Privileged Information could result in a substantial change in the prices of the Financial Instruments, the Appointed Officers must coordinate with the Investor Relations Manager so as to public, without delay, the Privileged Information.

10. **PROMPT DISCLOSURE IN THE EVENT OF LEAKAGES**

- 10.1 If the Privileged Information as per Articles 8 and 9 of this Procedure is made public in such a way as does not comply with this Procedure, the Company must communicate – through the Investor Relations Manager together with the Appointed Officers, by sending a notice through the SDIR – this Privileged Information, simultaneously (on the same day) in the case of intentional release and without delay (on the same day on which the Appointed Officers received notice of release) in the event of unintentional release.

11. **DISCLOSURE OF FORECASTS, QUANTITATIVE OBJECTIVES AND PERIODIC ACCOUNTS**

- 11.1 The Delegated Bodies can decide to publish press releases containing forecasts (forecasted figures and quantitative objectives). In such cases, the press release must be drafted as per Article 7 above. The principle of correctness in drafting such press releases requires the clear specification, at the time of the publication of the forecasts, of whether they concern actual budgets or relate to strategic objectives as part of company planning.
- 11.2 If forward-looking information is contained in a press release to the market presenting broad or complex information, the information must be provided separately through a specific section of the press release, which must indicate that the information is forward-looking, the nature of the budget forecast or objective, and any factors that could result in differing outcomes.
- 11.3 The principle of correctness also requires continuity in the methods and timeframes for communicating forward-looking information. If, for example it is decided that certain earnings indicators will be disclosed, the market should over time be able to monitor these indicators (uniform forecasts). Additionally, under the principle of clarity, it is also necessary to indicate the principal underlying assumptions upon which the forecasts are based.
- 11.4 The Appointed Officers and the Investor Relations Manager, in the event of publication of such press releases, must monitor the Company's actual performance in order to indicate any differences compared to the forecasts or quantitative objectives disclosed to the market, so as to relay to the market, without delay, any significant differences as well as the related explanations.
- 11.5 The Appointed Officers and the Investor Relations Manager must also verify also that the forward-looking information provided to the market by parties other than the Company (financial intermediaries, professional investors and centres for analysis (“consensus estimates”)) are consistent with the forecasts released by the Issuer. If there are significant divergences between the results expected by the market and those expected by the Company, a press release must be published containing clarifications and statements for the reasons for such divergences.

12. **MEETINGS WITH PRESS AND FINANCIAL ANALYSTS**

- 12.1 Relations with the press and other media, as well as with financial analysts and institutional investors, are to be managed by the Appointed Officers and the Investor Relations Manager.
- 12.2 The Chair of the Board of Directors, the Appointed Officers and the parties authorised by them can give interviews to the press on behalf of the Company or the Group.
- 12.3 In the event in which, during interviews and/or meetings, Privileged Information or forward-looking information is involuntarily released, the Appointed Officers and the Investor Relations Manager must communicate this information to the market in a timely manner.

SECTION 2

REGISTER OF PERSONS WITH ACCESS TO PRIVILEGED INFORMATION

13. **REGISTER OF PERSONS WITH ACCESS TO PRIVILEGED INFORMATION**

- 13.1 The Company must create, in accordance with applicable legal and regulatory provisions, a list of individuals with access to Privileged Information (“**Insider Register**”) which the Investor Relations Manager is responsible for keeping (“**Delegated Party**”).
- 13.2 The Company must also keep the Insider Register on behalf of its Subsidiaries, which should, through adopting appropriate internal policies, allow the Company to fulfil its obligations under this Procedure by identifying and providing the Company with the names of those who should be included in the Insider Register.
- 13.3 The Company, through the Appointed Officers, can decide to have a company outside of the Group create and keep the Insider Register.

14. **FEATURES AND CONTENTS OF THE INSIDER REGISTER**

- 14.1 Implementing Regulation 2022/1210, in application of MAR provisions, envisages specific technical rules for the purpose of compiling the Insider Register and in terms of its characteristics, contents and updating.
- 14.2 The Insider Register must include individuals who have regular access to Privileged Information if such access is based on their work or professional activity or by reason of their functions such as, for example, (i) members of the Company's Board of Directors and Board of Statutory Auditors; (ii) persons who perform management functions and executives who hold the power to make decisions that may affect the future development and prospects of the Company as well as all other persons who by virtue of their official duties attend meetings of the corporate bodies; (iii) persons who perform the functions referred to in letters i and ii above in a company directly or indirectly controlled by the Company; (iv) persons with whom there is a professional relationship, whether it is an employment contract or otherwise, such as consultants, accountants or rating agencies.
- 14.3 With regard to the requirements under the above paragraph, regular access to Privileged Information gives rise to the obligation for enrolment in the Insider Register.
- 14.4 The Insider Register, kept in electronic format, has to be prepared and updated in accordance with Annex 2 of Implementing Regulation (EU) 2022/1210 (“**Annex A**”).
- 14.5 The Register is unique and must report:
- date and time the Register was created;
 - date and time of the latest update;

- date of communication to the Competent Authority;
 - name and surname of the person with regular access to the Privileged Information. Where applicable, birth surname of the person with access (if different from current surname)⁷;
 - work telephone numbers (land line and mobile numbers) of the person;
 - name and address of the person's company;
 - position and reason for access to the Privileged Information;
 - date and time at which the individual obtained regular access to the Privileged information;
 - date and time at which the individual ceased to have regular access to the Privileged information;
 - national personal identification number (tax identification number or similar, for overseas countries, where available) or date of birth;
 - personal telephone numbers (home and mobile) of the person, if available at the time of the Competent Authority's request;
 - complete private address (street, number, city, postal code, country), if available at the time of the Competent Authority's request.
- 14.6 The Insider Register must be sent to the Competent Authority, at the Competent Authority's request, as per the instructions on its website.
- 14.7 The Appointed Officers must identify, for the purposes of inclusion in the Insider Register, individuals who, due to their employment or professional work or duties have regular access to Privileged Information, and the reasons for including these individuals. These individuals are obliged to communicate, on a case-by-case basis to the Delegated Parties, the names of their secretarial support staff as well as any other staff with access to Privileged Information so that these individuals can also be included in the Insider Register.
- 14.8 The Appointed Officers, together with the Delegated Party, is responsible for selecting the individuals to be included in the Insider Register.
- 14.9 If the Company decides not to delay the release of Privileged Information, the Insider Register must indicate the individuals who had regular access to the Privileged Information in the period between the time when the information was classified as Privileged Information and when it was disclosed to the market.
- 14.10 As per applicable regulation, the Insider Register must be immediately updated, including the date of the update, in the following cases:
- (A) changes in the reasons for which the individual was included in the register;
 - (B) inclusion of new individuals; and
 - (C) if an individual on the register no longer has regular access to the Privileged Information, specifying the date as of which access no longer takes place.
- 14.11 Updates must also be made, for each individual enrolled, in relation to their access to various subsequent stages regarding the development of circumstances or the event that gave rise to the Privileged Information.

⁷ If the person with access to Inside Information is a legal person, an entity or a professional body, the identity of all parties with access to Inside Information concerning the Issuer must be included (Q&A ESMA – Section 10.1).

- 14.12 The update must indicate the time and date at which the change that required the update occurred.
- 14.13 Updates are made by the Appointed Officers together with the Delegated Party.
- 14.14 The Company and the Appointed Officers must adopt, in a timely manner, all reasonable measures to ensure that all individuals in the Insider Register acknowledge in writing:
- (A) when they are included in or removed from the Insider Register, or when their information in the register is updated;
 - (B) their obligations in having access to Privileged Information and the penalties for violating these obligations or in the event of unauthorised circulation of Privileged Information.
- 14.15 The information concerning individuals included in the Insider Register are kept for 5 (five) years from when the circumstances resulting in inclusion or updating of the register cease to exist.
- 14.16 The Appointed Officers can consult the Insider Register at any time.
- 14.17 The Company, regardless of the appointment of the Delegated Party, is responsible for duly keeping and updating the Insider Register in a timely manner as per this Procedure and applicable laws and regulations.

15. **NOTICES TO THE COMPETENT AUTHORITY**

The Delegated Party must send, without delay, the Insider Register or parts of it to the Competent Authority any time it receives an explicit request in this regard.

16. **PROCESSING OF PERSONAL DATA**

- 16.1 For the purposes set forth in the Procedure, the Company will be required to process certain personal data of all registered persons. The latter, therefore, are required to express their consent to the processing of their respective personal data, by the Company or by managers and/or appointees, designated by the same, pursuant to and under the terms of Regulation (EU) 2016/679 as amended, being made aware of the following:
- i. the purpose and methods of the processing for which the data are intended;
 - ii. the mandatory nature of the provision of data;
 - iii. the subjects, or categories of subjects, to whom the data may be communicated and the scope of dissemination of such data;
 - iv. the rights under Regulation (EU) 2016/679;
 - v. the first and last name, the name or company name and the domicile, residence and location of the data controller, as well as the data processor.
- 16.2 Upon delivery to the Investor Relations Manager of the letter of acceptance set forth in Annex B, consent shall be deemed validly given pursuant to and for the purposes of Regulation (EU) 2016/679 (“**Annex B**”).

SECTION 3
GENERAL PROVISIONS

17. **CIRCULATION OF THE PROCEDURE**

- 17.1 The Appointed Officers are responsible for bringing this Procedure to the attention of all Addressees by sending a copy of it to them and to all individuals on the Insider Register when they are included in it.

17.2 The Subsidiaries, through the individuals responsible for their management in view of the entity's internal organisation, undertake to acknowledging this Procedure and send a copy to its Relevant Persons and employees, as well as abide by it.

18. **BREACH OF THE PROCEDURE AND PENALTIES**

18.1 Addressees are informed that abuse of Privileged Information and market manipulation are considered offences and are subject to criminal and administrative penalties and can give rise to the Company's administrative liability. If, following a breach of the obligations under this Procedure and the applicable legal and regulatory provisions, the Company incurs administrative penalties, it will seek redress from the parties responsible for such violations in order to receive reimbursement for the payment of such penalties.

18.2 Any breach of this Procedure, even if this does not involved conduct punished by the legal authorities, the Competent Authorities or by Borsa Italiana, could cause significant damage for the Company, also in terms of its image.

18.3 In the event of breach of this Procedure, the Company will take the measures, established by the Italian Civil Code, against such individuals while also submitting requests for compensation for any damage incurred by the Company as a result of the breach. If the breach was committed by an employee, this could be considered as a disciplinary offence and, in the most serious of cases, could result in dismissal.

18.4 Without prejudice to the above paragraphs, the provisions of Article 180 ff. of the CLF apply, in addition to the MAR and all applicable legal and regulatory provisions.

19. **FINAL PROVISIONS**

19.1 The laws and regulations applicable to the Company as an issuer of financial instruments listed on EGM or on any other multilateral trading system apply to any matters not explicitly addressed under this Procedure.

20. **ENTRY INTO FORCE**

20.1 This Procedure, approved by the Board of Directors of DHH on 15 February 2022, became effective on 16 February 2022 and was subsequently updated on 16 March 2023.

20.2 Any amendments required based on to the regulations applicable to issuers with securities listed on the EGM or on another multilateral trading system will be approved by the Board of Directors of the Company based on the reasoned proposal of the Appointed Officers.

ANNEX A

Annex II of Commission Implementing Regulation (EU) 2022/1210

Format of the list of individuals with regular access to privileged information referred to in Article 2, paragraph 1

Date and time of creation of this list of persons having access to privileged information [yyyy-mm-dd, hh:mm UTC (coordinated universal time)]

Date and time (latest update): [yyyy-mm-dd, hh:mm UTC (universal coordinated time)]

Date of communication to the competent authority: [yyyy-mm-dd]

Name (s) of the person with access	Surname (s) of the person with access	Birth surname (s) of the person with access (if different from current surname)	Work telephone numbers (land line and mobile direct line)	Name and address of company	Role and reason for access to privileged information	Obtained access (date and time at which the person obtained regular access to privileged information)	Ceased access (date and time at which the person ceased to have regular access to privileged information)	National identification number (if applicable) or otherwise date of birth	Complete home address (street, number, city, postal code, country) (if available at the time of the competent authority's request)	Personal telephone numbers (home and personal mobile)
[text]	[text]	[text]	[numbers (without spaces)]	[address of the issuer]	[description of the role, function, and reason for inclusion in this list of persons with access to privileged information]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd, hh:mm UTC]	[number and/or text or yyyy-mm-dd for date of birth]	[text]	[numbers (without spaces)]

ANNEX B

Notification of registration in the Insider Register and Disclosure of Processing of Personal Data of Data Subjects subject to the Insider Register Entry Requirement under Regulation 596/2014/EU

* * * * *

The undersigned Dominion Hosting Holding S.p.A. (“**Company**” or “**Holder**”), in compliance with the provisions of Article 31 of the Euronext Growth Milan Issuers’ Regulation, Article 18 of Regulation 596/2014/EU of the European Parliament and of the Council (the “**MAR Regulation**”) and Implementing Regulation 1210/2022/EU of the European Commission, has taken steps to establish the register of persons who have regular access to information that may become inside information pursuant to Article 7 of the MAR Regulation (the “**Register**”).

We inform you, in accordance with Article 18, paragraph 2, of the MAR Regulations, that your personal data have been included in the said Register for the reason communicated to you by e-mail.

As a reminder, holders of inside information pertaining to the Company, for the purpose of its disclosure, must comply with the requirements contained in this “Procedure for the processing of privileged information and setting up and keeping of the insider register”, which is also available at www.dhh.international.

For any clarification, please contact the Company’s Investor Relator Manager, as indicated from time to time on the Company’s website.

* * * * *

In accordance with the provisions of Article 13 of EU Regulation 679/2016 (“**GDPR**”), we would like to inform you that the personal data you provide to the Company, or otherwise acquired by the Company, may be processed in accordance with the applicable legislation.

Keep in mind that processing should be understood, according to current legislation, as any operation concerning personal data, regardless of the means and procedures used, such as the collection, recording, organization, storage, consultation, processing, modification, selection, extraction, comparison, use, interconnection, blocking, communication, dissemination, deletion and destruction of data, even if not registered in a database.

This notice allows you to learn about the nature of the personal data that will be included within the Registry, the purposes and methods of their processing, any third-party recipients of the same as well as the rights you are granted under the GDPR.

1. PERSONAL DATA PROCESSED

Below is a list of your personal data-which may be supplemented from time to time-that the Controller may process:

- (a) Biographical data (first name, last name, date of birth, full private residence address);
- (b) tax data (tax code);
- (c) other identifying elements (personal or professional telephone number and identifying elements of the company to which it belongs).

The personal data just mentioned will be processed to enable the Holder to fulfill obligations imposed under the above-mentioned provisions of European and Italian legislation or to comply with fiscal and contractual obligations.

In this regard, we would like to inform you that any failure to provide or incorrect communication of such data could result, among other things, in the inability of the Company to:

- To verify and ensure that the results of the processing itself correspond to the obligations imposed by the European legislation on which it is based;
- Establish or properly continue the contractual relationship with you, insofar as such data are necessary for the performance of the same.

2. PURPOSE OF PROCESSING

Personal data, requested or acquired for the purpose of proceeding with your registration in the appropriate Registry, will be processed by the Owner for the following purposes:

- (1) Effectively manage fulfillments related to burdens arising from Italian and European regulations;
- (2) fulfill obligations imposed by provisions issued by Authorities empowered to do so by law and by supervisory and control bodies;
- (3) enforce or defend a right in court (breach of contract, warnings, settlements, debt collection, arbitration, litigation), including by a third party.

3. DATA CONTROLLERS AND PROCESSORS

Your data may be processed by appointees (managers, directors and auditors, internal secretarial offices, accounting and billing clerks, service/product marketing clerks, customer service clerks) and/or, where appointed, by external data processors, a list of whom is freely accessible upon specific written request to the Data Controller.

4. DISCLOSURE OF DATA TO THIRD PARTIES

Within the limits of the purposes set forth in paragraph 2 above, your data may be disclosed by the Company to the following natural or legal persons:

- to parties to whom the communication and dissemination of data is prescribed or permitted by law, regulation or EU legislation within the limits necessary for the specific purpose;
- to parent companies, subsidiaries and affiliates of the Holder and their employees or consultants, for the fulfillment of legal obligations or for activities related to or consequent to the management, under any contractual profile, of the relationship established with you;
- to parties entrusted with fulfillments placed upon the Company and/or inherent to your contractual relationship, with particular reference to accounting obligations;
- to all those acting as external data processors on behalf of the Controller, the list of which is freely accessible and constantly updated;
- to external maintainers of our information system and/or *software used by us*, in case of their failure or problems with the security of processing, for the time strictly necessary to restore functionality;
- to parties who need access to your data to ensure the proper performance of the contractual relationship, to the extent strictly necessary to carry out auxiliary tasks (e.g., credit institutions, forwarding agents, etc.).

In addition, your personal data may be communicated among Group companies, in a confidential and restrictive manner, if requested, for purposes strictly related to the management and organization of the contractual relationship.

5. TRANSFER ABROAD

We also inform you that the current structure of the Company does not require a circulation outside the territory of the European Union of your personal data.

The data may also be disclosed abroad, to countries outside the European Union, taking appropriate measures and precautions as required by the GDPR. The list of parties to whom the data may be disclosed is always available upon request to the Company.

6. DATA CONTROLLER

The Data Controller is Dominion Hosting Holding S.p.A., with registered office at Via Caldera n. 21, Milan (MI), enrolled in the Register of Companies of Milan, REA MI - 2073142, tax code and VAT no. 09150720960

You may, at any time, address any questions regarding the processing of your personal data and any request to exercise your rights under the GDPR by sending a simple communication to the postal address indicated above, or by e-mail, to: info@dhh.international.

7. METHOD OF TREATMENT

The Data Controller will process your personal data by carrying out all necessary operations by means of paper and computer tools, in full compliance with the conditions of the law, and guaranteeing absolute confidentiality, relevance and non-excessiveness with respect to the purposes described above.

In any case, your data may not be kept for a period longer than 5 (five) years, in order to comply with legal obligations arising from European legislation on market abuse.

Each processing operation will be carried out by the Company in full compliance with the most appropriate security measures prescribed by applicable regulations.

Finally, we inform you that at any time and without any formality, you may exercise the rights set forth in Articles 15-22 of the GDPR (including, but not limited to, the right to access your personal data, to request its rectification, updating and, where appropriate, deletion) by means of a request addressed without formality to the Data Controller or to the person in charge of the processing of personal data, who can be reached at the Company's headquarters. Finally, if you believe that the processing of the data provided violates the legislation on the protection of personal data, you will have the right to lodge a complaint with the Data Protection Authority (www.garanteprivacy.it).

Notwithstanding the above, you may at any time ask the Data Controller to block the processing of your personal data, with the exception of those directly or indirectly necessary for the Company's fulfillment of legal obligations or otherwise indispensable for the management of your contractual relationship.

The person responsible for maintaining the Insider Register

For acceptance _____