
2022
Ethics Report

2022 Ethics Report

2022 Ethics Report and Statement to the Board of Directors regarding, inter alia, the general consistency between the principles declared in the Code and the company management

1. Introduction

During 2022:

- the Ethics Committee met on 9 February to approve the 2021 Ethics Report and the related Statement to the Board of Directors,
- the Appointments, Governance and Sustainability Committee (which also assumed the functions of Ethics Committee) met on 22 June to examine the activities of the Function in the first half of 2022 (1 January-15 June).

2. Reports and requests received

The Code of Ethics envisages that communications and requests may be submitted by anyone to the *Ethics Officer*, in writing via ordinary post, by e-mail to the address responsabile.etico@unipol.it or by phone.

Such contact (which can be assessed by the *Ethics Officer* only if submitted in writing and not anonymously, with the guarantee of utmost confidentiality), can be reports of alleged violations of the contents of the Code of Ethics, criticisms, suggestions and, in general, requests for clarifications and/or interpretative opinions on the most suitable models of conduct to avoid violations or non-compliance with the Code of Ethics.

In 2022, **114 reports and requests** were received in the dedicated e-mail inbox of the *Ethics Officer*, as opposed to 145 in 2021 and 264 in 2020.

The reports and requests received can be broken down as follows:

Reports/Requests received	2022	2021	2020
Reports of alleged and specific breaches of the Code of Ethics	14	7	7
Opinions requested from the <i>Ethics Officer</i> (Business/Values consistency; models of conduct consistency; various clarifications; suggestions)	2	2	10
“Complaint” type reports (relating to inefficiencies, delays, disputes, even with presumed ethical profiles)	61	125	216
Contacts of various types	37	11	31
Total	114	145	264

The comparison with the details of the previous two years reveals a “return to normality” for the activity of the *Ethics Officer* with respect to his institutional role, after the considerable increase recorded in 2020 determined by a high number of reports addressed to the Function to inform the Company of problems of various kinds, also fully irrespective of the presence of any “ethical” profiles.

This rise in the number of reports received by the *Ethics Officer* - unquestionably related to the operational and communication difficulties created by the health emergency - came to a halt, with consequent realignment of activities to normal and natural levels.

The figure for 2022 indicates a return, in terms of reports to the Function, to levels in line with the average for the ten-year period 2012-2022, which was 106 reports per year.

2.1 Reports relating to alleged and specific breaches of the Code of Ethics.

Of the **14** reports identified as **alleged and specific breaches**, in 4 cases no violations of the principles of the Code of Ethics were found, without any need for investigation.

In particular:

- two **Policyholders** approached the *Ethics Officer* complaining about lack of contact from the settlement department with regard to claims in which they were involved, deeming this aspect to be in conflict with the Group's values; in fact, it was found that these had simply been delays in addressing the complaints of individuals for purely technical-insurance issues, without ethical implications;
- one **Injured Party** raised the issue relating to handling of a claim by an MV TPL expert, asking whether certain allegedly evasive forms of conduct were in line with the provisions of the Code of Ethics; also in this case, the *Ethics Officer* acknowledged a matter purely of a technical-insurance nature, with no ethical implications;
- one **Independent Expert** of the Company complained about the fairness of the rate proposed to him for performance of expert activities; in reality, it was the standard mandate used by the Group for activities of this nature by external collaborators, without ethical implications.

The remaining **10** cases, on the other hand, required a more in-depth analysis to verify whether there had been an actual violation of the principles of the Code of Ethics and the Charter of Values.

Note that, in the event of reports of potential non-compliance with the principles of the Code, the *Ethics Officer* has 60 days to open a specific investigation in this regard. This can involve the launch of analysis and study activities (conducted with utmost confidentiality), to verify whether there has been any conduct non-compliant with the principles contained in the Code of Ethics and the Charter of Values, also for the purpose of implementing the most suitable conditions to avoid repetition of any conduct deemed improper and promoting appropriate actions to raise awareness of the ethical principles referred to in the Code.

So, with reference to this type of activity, the *Ethics Officer* was involved in the following **10** cases:

- one **Employee** alleged violation of the Code of Ethics in the Service Communication of 25 January 2022, in which Unipol informed Employees of the new methods for accessing company premises on the basis of regulatory changes (enhanced Green Pass presentation); as this is a matter regulated by law, with which the Company was

complying, the *Ethics Officer* ascertained that the allegation submitted was of no ethical relevance;

- a number of **Employees** of a Group Company wrote to the *Ethics Officer*, reporting the fact that their Manager had erroneously disclosed an e-mail containing comments and confidential assessments about the office staff members.

Taking into account the particular sensitivity of this issue, the *Ethics Officer* involved the company Functions concerned in order to gather all the necessary elements and assess the most appropriate initiatives to be adopted.

However, considering that the individuals involved in this real data breach (in any case promptly reported to the Data Protection Authority) had intended to take specific legal action to assert their rights, also with reference to the alleged ethical violations, the *Ethics Officer* informed the reporting persons of the impossibility of investigating their claims, as they cannot replace or conflict with decisions of the Judicial Authority, which may be called upon to settle the dispute: a specific legal action, in fact, precludes the *Ethics Officer* from further investigating the reports, as it demonstrates the intent of the reporting person to opt for an alternative means to protect their rights;

- one **Policyholder** asked to be made aware of the names of lawyers, legal attorneys, professional firms/agencies/associations affiliated in any capacity, who had accepted legal assistance assignments as UnipolSai experts in a judicial district in the last 5 years; this request - apparently motivated by the fact that two lawyers in the area abandoned their legal mandate with the individual in order to not incur potential conflicts of interest with the Company - was investigated with the support of the competent internal Functions; at the end of the investigation, the *Ethics Officer* replied to the request stating that no ethically relevant elements had been identified in the report received;
- one **external Lawyer** wrote to the *Ethics Officer* to complain about alleged unfair and disrespectful conduct of an adjuster in the context of negotiations on a claim; after investigating the matter, the *Ethics Officer* responded to the claim by stating that in the case in question it had not been possible to ascertain the existence of language or attitudes in any way censurable or otherwise hostile towards the parties concerned, and therefore without identifying any ethically relevant issues;
- two **Employees** wrote to the *Ethics Officer* asking for direct contact in order to discuss a number of complaints regarding their work situation, essentially aimed at obtaining internal transfers to another office that better satisfied their expectations; the *Ethics Officer* spoke with the competent structures of the Chief Human Resources and

Organisation Officer to define the most appropriate response methods and strategies in order to assess how to accommodate their requests;

- one **Policyholder** repeatedly contacted the *Ethics Officer*, complaining about a lack of contact with regard to a claim, specifically qualifying the persistent inaction of the adjuster in charge of the case as ethically relevant; however, the *Ethics Officer* was able to ascertain that the delays in responding to the Customer were due to a long absence of the adjuster due to illness, therefore with no violation of the Code and Charter of Values; in any event, thanks to the involvement of the *Ethics Officer*, the settlement department decided to pay the legal costs incurred by the Policyholder due to the lack of contact;
- one **Policyholder**, suffering a serious illness, wrote to the *Ethics Officer* complaining of the discriminatory nature of an exclusion on an Accident policy, claiming this insurance aspect to be detrimental to the principles contained in the Code and the Charter of Values; the *Ethics Officer* spoke with the competent company functions, ascertaining that this was a policy underwritten by UnipolSai Assicurazioni on the basis of conditions dictated by a collective contracting party following a European tender, which cannot be changed by the Company.

In **two** cases the *Ethics Officer* was consulted in the form of a request for opinion on ethics issues. In one case, the Manager of a company department asked for an opinion on the presence of any Code of Ethics impediment to renewing a contract with an external supplier; having examined the related documentation, the *Ethics Officer* announced that the contract renewal was not in conflict with the Code. In the second case, an external party contacted the *Ethics Officer* asking for clarification on the conduct of an Agent, claiming a position of potential conflict of interest in that the Agent was a builder and at the same time the beneficiary of a surety policy issued through him by UnipolSai for the purchase of a property; the *Ethics Officer*, having assessed the matter with the support of the competent company functions, ruled out any ethical implications as it was a policy authorised by Management over which the Agent had no discretionary power.

2.2 "Complaint" type reports (relating to inefficiencies, delays, disputes, even with presumed ethical aspects).

61 reports were received by the *Ethics Officer* in 2022 which were registered as being "**complaint type**" reports (125 in 2021 and 216 in 2020).

As already indicated in the 2021 Report on activities of the *Ethics Officer*, a decisive reduction continues for this type of situation.

According to consolidated practice, and in line with the values and principles that inspire the Group in terms of listening and attention to customer needs and service efficiency, with regard to such reports that have no ethical relevance, the *Ethics Officer* acts as “facilitator” of possible solutions, collaborating in particular with the Complaints Function (now Customer Advocacy) and with other structures on a case-by-case basis (such as Settlement Controls, MV, Sales Department, Commercial Communication).

However, note that these are normally issues relating to claims (refusals or delays in settlements, lack of response from settlement staff or the agency network, etc.).

For example, three cases of complaints/reports can be highlighted, not strictly within the scope of *Ethics Officer* activities, in which involvement of the Function was nevertheless useful in providing a clear and explicit message of the Group's attention to a specific set of values.

A first example is that of a customer stating they were unable to pay the second instalment of an accident policy cancelled late, due to serious economic difficulties. Having assessed the matter as a whole, the *Ethics Officer* took steps to facilitate an amicable settlement of the issue in order to meet the proven needs of the claimant, in line with the value of Solidarity sanctioned in the Code of Ethics and the Charter of Values.

A second case is that of a customer who complained of failure to indemnify in a claim due to non-payment of the insurance premium, which they claimed was due to a particular inflexibility of the Agent (premium paid only 16 hours late), in the absence - allegedly - of failure to send the expiry notice and with the demand for payment not by bank transfer but in person at the Agency). In this case, although a formal complaint to IVASS was pending, the *Ethics Officer* considered the individual's complaints to be groundless and consequently not of ethical relevance, and therefore did not consider it necessary to intervene to facilitate a solution other than that strictly technical.

In a third case, a counterparty in an MV TPL claim contacted the *Ethics Officer* directly, stating that fraud was being perpetrated against the Company by a third party, who had not truthfully represented the dynamics of the claim; after numerous discussions with the interested party, and having assessed the complex issue with the support of Complaints and Anti-Fraud, the *Ethics Officer* considered that the matter was of an exclusively technical-insurance nature with no ethical relevance.

To conclude, in 2022 no situations of ascertained violation of the Code of Ethics were identified.

2.3 Contacts of various types.

Lastly, to complete the above summary, **37** contacts of various types should be mentioned (submission of CVs for personnel searches, professional collaboration requests, requests for sponsorships, various types of complaints related to purely technical issues or related to delayed or inadequate responses by company representatives, etc.), which were routed to the relevant company functions.

3. Training activity: user trends of the "EticaMente!" course

EticaMente! is the online training course on the Code of Ethics for all employees, agents and agency staff of the Unipol Group.

It completes a broader training project on ethical and value issues, the first phase of which consisted of a classroom course for all resource managers of the Group (beginning in 2017 and ending in 2020, with the participation of around 1,500 staff).

EticaMente! was conceived by "Unica" and by the *Ethics Officer*, starting from 2019 and launched in July 2020 on the company intranets (Futur @ and Ueba), with the aim of raising awareness and training the wide audience of over 43,000 recipients on awareness and knowledge of the Charter of Values and the Code of Ethics, as distinctive elements to inspire everyday work and as founding elements, among other things, of the Organisation, Management and Control Model in force and of the current version of IVASS Regulation no. 38/2018.

In order to recommend firm, non-theoretical reflection on the principles of the Charter and the Code, *EticaMente!* was built with a learning approach very different from traditional approaches: as in a serious game, users are asked to identify themselves in situations and roles that are easily recognisable in the company, acting as protagonists and making decisions that involve an assessment of possible ethical implications.

The underlying principle is that there are no right or wrong decisions, but only decisions of greater or lesser consistency with the Group's principles and values. Three terms summarise its spirit: *Engagement - Empowerment - Motivation*.

Considering the importance of creating a solid common ethical and value culture within the Group, the *Ethics Officer*, also in consideration of their precise task of supervising knowledge

of the Code of Ethics and raising awareness of its values, deemed it appropriate to activate constant monitoring of usage trends, accompanied by specific awareness-raising actions.

In this broader framework, starting from December 2020, at each Committee meeting the *Ethics Officer* and “Unica” provided usage data and from time to time defined communication, promotion and stimulation initiatives.

In this respect, it is worth considering that an initial assessment of user trends of the *EticaMente!* course for 2021 revealed that, overall, participation was still limited compared to the breadth of potential users. Aside from the non-compulsory nature of the course, the Ethics Committee considered that this result was significantly affected by the difficulties generated by the health emergency, in terms of attention to and participation in all components of company life.

Specific awareness-raising actions were therefore adopted in 2022, not only with regard to the agency network (in June and with the support of the Chief Commercial Officer), but also with the Departments that showed limited participation in this training opportunity (in September, with an invitation to the individual Directors and Managers concerned).

As shown in the table below, the comparison between December figures for the three-year period shows that the stimulation and encouragement activities implemented were effective, bringing the total number of courses completed from **4,930** to **9,028**.

	December 2022	%	December 2021	%	December 2020	%
Employees	4,885	44.57%	3,233	30.7%	2,820	27%
Networks	4,143	12.47%	2,266	7.1%	2,110	6.5%
Total	9,028	20.44%	5,499	13%	4,930	11.4%

During 2023, actions will continue to stimulate the achievement of even greater success, especially by the agency network, in concert with and supported by “Unica”.

4. Final considerations and assessment of the general consistency between the principles declared in the Code and company management.

In 2020, due to the critical issues generated by the health emergency, the operations of the *Ethics Officer* were marked by a strong increase in the recourse to the Function by stakeholders (especially customers) to report problems of various kinds, mainly insurance-related and in any case not related to profiles of compliance with the Code of Ethics.

2021 also recorded a substantial return to the performance of activity more closely related to the prerogatives of the *Ethics Officer*.

2022 represented a definitive stabilisation of activity entrusted to the *Ethics Officer*.

More specifically, the activity was based on the essential principles of the *Ethics Officer's* prerogatives, which are as follows:

1. to promote and organise regular activities, in conjunction with the different corporate functions and with the Ethics Committee, to disseminate knowledge and raise awareness of the Code;
2. to provide clarification on the meaning and interpretation of the Code in answer to specific questions posed by the various stakeholders;
3. to receive information on alleged violations of the Code by the various stakeholders directly and decide whether and how to investigate; in straightforward cases, to carry out the relevant checks and resolve disputes;
4. to draw up the Ethics Report, the annual document showing the consistency between ethical principles and organisational activity, identifying areas at risk and verifying the practical implementation of the Code.

With specific reference to the promotion and sensitisation of stakeholders to the Code's system of values, the monitoring and awareness-raising action for use of the *Eticamente!* course was significant, with the constant input from the dedicated structures of "Unica".

The increased use of the course appears to be highly significant and confirms the effectiveness of the initiatives undertaken. Obviously, the *Ethics Officer*, with assistance from "Unica", will also in the future continue to further stimulate the use of a fundamental tool aimed at strengthening a common culture in the Group, based upon the agreement of the principles of the Charter of Values and the Code of Ethics.

With regard to the collection and management of reports received, for various reasons, from stakeholders, 2022 recorded a realignment of *Ethics Officer* activities to normal average levels, after the somewhat anomalous peaks recorded during the health emergency (which in any event only related to the "complaints" category).

In particular, reports of alleged violations of the Code of Ethics remain low in number and were found to be unfounded after the necessary careful and scrupulous investigation activities.

In conclusion, the Appointments, Governance and Sustainability Committee is informed, also pursuant to Article 2.2. of the Code of Ethics, that there is general consistency between the principles declared in the Code and company management.

Bologna, 22 March 2023.

Annex: Table showing the breakdown of 2022 reports relating to alleged and specific breaches of the Code of Ethics into homogeneous categories/clusters of the international standards, for reporting purposes¹

Cluster	Issue	2021 reports of alleged and specific breaches of the Code of Ethics	Management of the report
Employees, Agents and Collaborators (USGC: Human Rights; Labour; Anti-Corruption)	Working conditions	0	-
Employees, Agents and Collaborators (USGC: Human Rights; Labour; Anti-Corruption)	Elimination of discrimination in respect of employment and occupation	1 - <u>Employee</u> : report of alleged violation of the Code of Ethics in a company decision (“green pass” obligation for access to company premises)	<i>Investigation</i> : completed <i>Conclusions</i> : lack of grounds of the violation communicated to the reporting person

¹ During 2021 the Sustainability Function informed the *Ethics Officer* of the need to have a smart reference document from which to obtain data and information on the company policies regarding ethical issues, to be used in habitual relationships with non-financial analysts (compilation of questionnaires, data in support of video conferences, etc.).

To satisfy this requirement, the *Ethics Officer* and the Sustainability Function agreed and developed a model that reconciles the specific value system of Unipol (Charter of Values/Code of Ethics) with areas/issues uniquely legible according to international standards, in terms of coherent behaviours and respective reporting criteria (the fundamental reference is represented by the 10 principles of the United National Global Compact).

The model illustrates a series of general categories (broken down by stakeholders or sensitive issues), based upon “clusters” to which to attribute the circumstances of breach of the Code of Ethics managed annually, with an essential description of the actions undertaken.

The model has been applied since the 2021 Ethics Report, in a table in the form of an annex that outlines the 14 reports handled in 2022, supplementing the Report for the sole purpose illustrated above.

<p>Employees, Agents and Collaborators (USGC: Human Rights; Labour; Anti-Corruption)</p>	<p>Elimination of discrimination in respect of employment and occupation</p>	<p>3 - <u>Employees</u>: report on the sending of an e-mail containing professional comments with discriminatory content</p>	<p><i>Investigation</i>: completed (sharing of considerations with the company Functions concerned)</p> <p><i>Conclusions</i>: closed without follow-up, as the reporting persons instead chose to take legal action</p>
<p>Employees, Agents and Collaborators (USGC: Human Rights; Labour; Anti-Corruption)</p>	<p>Elimination of discrimination in respect of employment and occupation</p>	<p>2 - <u>Employees</u>: report of alleged corporate conduct aimed at their gradual professional marginalisation</p>	<p><i>Investigation</i>: completed (sharing of considerations with the company Functions concerned)</p> <p><i>Conclusions</i>: after identifying the person and learning of their difficulties - agreement reached with the Chief Human Resources and Organisation Officer on the most suitable strategies to remedy the critical issues raised</p>
<p>Employees, Agents and Collaborators (USGC: Human Rights; Labour; Anti-Corruption)</p>	<p>Responsible use of social media</p>	<p>0</p>	<p>-</p>

Suppliers (USGC: Human Rights; Labour; Anti-Corruption; Environment)	Fairness and transparency in the choice of and in relationships with Vendors	0	-
Suppliers (USGC: Human Rights; Labour; Anti-Corruption; Environment)	Fairness and transparency in the choice of and in relationships with Vendors	1 - <u>Independent Expert</u> : report from an MV TPL expert of alleged violation of the Code of Ethics in management of the contractual relationship	<i>Investigation</i> : completed (collection and sharing of data and arguments also with the technical area) <i>Conclusions</i> : explanation by the <i>Ethics Officer</i> to the reporting person of the reasons why the issue raised does not represent a violation of the Unipol Charter of Values and Code of Ethics, but is merely a technical issue relating to the expert mandate
Business responsibility	Offer of products/services open to new requests, to new needs of private mobility, welfare and property, proposing to Clients an ecosystem of competencies and assets integrated at Group level	3 - <u>Customers</u> : reports of alleged violation of the Code of Ethics consisting in the lack of contact from the company adjusters regarding a claim	<i>Investigation</i> : completed (collection and sharing of data and arguments also with the technical area) <i>Conclusions</i> : explanation by the <i>Ethics Officer</i> to the reporting persons of the reasons why the issues raised do not represent a violation of the Unipol Charter of Values and Code of Ethics, but are merely technical-insurance issues

<p>Business responsibility</p>	<p>Offer of products/services open to new requests, to new needs of private mobility, welfare and property, proposing to Clients an ecosystem of competencies and assets integrated at Group level</p>	<p>1 - <u>Customer</u>: report relating to the conduct of a company expert in the negotiation and management of a claim</p>	<p><i>Investigation</i>: completed (collection and sharing of data and arguments also with the technical area)</p> <p><i>Conclusions</i>: explanation by the <i>Ethics Officer</i> to the reporting person of the reasons why the issue raised does not represent a violation of the Unipol Charter of Values and Code of Ethics, but is merely a technical-insurance issue</p>
<p>Business responsibility</p>	<p>Offer of products/services open to new requests, to new needs of private mobility, welfare and property, proposing to Clients an ecosystem of competencies and assets integrated at Group level</p>	<p>1 - <u>Customer</u>: report claiming that lack of communication from independent experts is in conflict with the principles of the Code of Ethics</p>	<p><i>Investigation</i>: completed (collection and sharing of data and arguments also with the technical area)</p> <p><i>Conclusions</i>: explanation by the <i>Ethics Officer</i> to the reporting person of the reasons why the issue raised does not represent a violation of the Unipol Charter of Values and Code of Ethics, but is merely a technical-insurance issue</p>

<p>Business responsibility</p>	<p>Offer of products/services open to new requests, to new needs of private mobility, welfare and property, proposing to Clients an ecosystem of competencies and assets integrated at Group level</p>	<p>1 - <u>Customer</u>: report claiming exclusion from an Accident insurance coverage for health reasons is in conflict with the principles of the Code of Ethics</p>	<p><i>Investigation</i>: completed (collection and sharing of data and arguments also with the technical area)</p> <p><i>Conclusions</i>: explanation by the <i>Ethics Officer</i> to the reporting person of the reasons why the issue raised does not represent a violation of the Unipol Charter of Values and Code of Ethics, but is merely a technical-insurance issue</p>
<p>Business responsibility</p>	<p>Offer of products/services open to new requests, to new needs of private mobility, welfare and property, proposing to Clients an ecosystem of competencies and assets integrated at Group level</p>	<p>1 - <u>External</u>: an external lawyer, acting on behalf of a counterparty, claims the conduct of an adjuster in the management and negotiation of a claim is in conflict with the principles of the Code of Ethics.</p>	<p><i>Investigation</i>: completed (collection and sharing of data and arguments also with the technical area)</p> <p><i>Conclusions</i>: explanation by the <i>Ethics Officer</i> to the reporting person of the reasons why the issue raised does not represent a violation of the Unipol Charter of Values and Code of Ethics</p>



Unipol Gruppo S.p.A.
Registered Office
Via Stalingrado, 45
40128 Bologna

www.unipol.it