

POLICY
MFE PO-03_ENG

TAX STRATEGY OF THE MFE GROUP

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Subject: Tax Strategy of the MFE Group

1. Objectives of the Tax Strategy

With a view to pursuing the creation of long-term value for the company MFE-MEDIAFOREUROPE N.V. (hereinafter also the “**Parent Company**” or “**MFE**”) as well as its subsidiaries (hereinafter also the “**Group**” or the “**MFE Group**”), in the meeting held on November 22, 2023, the Board of Directors of MFE approved this document, which defines the Group's Tax Strategy (hereinafter also “**Tax Strategy**”).

It should be noted that this Tax Strategy applies to MFE and to the controlled companies as part of the management and coordination activities carried out by MFE, whether resident in Italy or abroad.

The objective of the Tax Strategy is to promote the spread of a tax culture within the Group in line with and in compliance with the principles, values and rules of conduct expressed by the Code of Ethics and local compliance programs, such as the organisation, management and control models pursuant to Italian Legislative Decree 231/01 (hereinafter, “**231 Organisational Models**”), with the aim of guaranteeing:

- the correct management of the tax variable at all levels in the company processes, with particular reference to key areas for the Group's businesses;
- the fulfilment of tax obligations ensuring full *compliance* with applicable tax regulations;
- correct and efficient management of taxation, avoiding, in compliance with applicable regulations, double taxation occurrences.

In the development and continuous implementation of the Tax Strategy, the aforementioned objectives are pursued through adequate policies, procedures, solutions and organisational structures, communication tools, as well as through consistent and proportionate means and resources, in accordance with the company's risk appetite.

2. Principles of the Tax Strategy

The MFE Group companies manage their tax obligations in full compliance with the regulations in force in the various tax jurisdictions in which they operate, adhering to principles and values, such as completeness and transparency of information, legal and substantial legitimacy, clarity and truthfulness of the data presented, as indicated in the Code of Ethics, in the local *compliance programs*, such as the 231 Organizational Models, where adopted, and in company procedures.

The Group's tax compliance is first and foremost inspired by respect for the general principles and values indicated in the Code of Ethics (document published on MFE's corporate website) which must

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guide transactions, behaviours and relationships, both internal and external to the Group, which must be carried out within a fair competition framework, in compliance with the laws and regulations in force from time to time in the legal systems within which the Group companies operate and in compliance with the ethical principles commonly recognized in the conduct of business, such as honesty, fairness and loyalty, transparency and good faith. In this regard, the Group Companies reject and deplore the use of illegitimate or incorrect behaviours to achieve their economic objectives.

This Tax Strategy identifies the following principles guiding the company's operations in the management of the tax variable.

- **Values:** honesty and integrity in the management of tax activities.
- **Transparency, collaboration and fairness in relations with tax authorities and stakeholders:** guaranteeing completeness, reliability, uniformity and timeliness of information to the competent tax authorities, establishing constructive relations, based on the spirit of collaboration and respect for the principles of transparency and fairness; avoiding false communications and behaviours such as to take unfair advantage of others' positions of weakness or lack of knowledge.
- **Legality:** compliance with the rules and principles of the tax system in the countries in which the Group operates; interpretation of the applicable laws with the aim of responsibly managing the risks associated with the tax variable.
- **Tone at the Top - Involvement of the Administrative Body:** the Board of Directors of the Parent Company defines, approves and, if necessary, updates this Tax Strategy, applicable to the MFE Group. The Tax Strategy is also submitted for the purposes of its adoption and implementation to the attention of the Administrative Bodies of the subsidiaries.
- **Shareholders' value:** taxes must be managed in compliance with the principle of legality and transparency, with the aim of safeguarding corporate assets and pursuing the primary interest of creating value for shareholders over time in the medium-long term, in full awareness of the value created for all *stakeholders*.

3. Tax risk appetite

The Group promotes and implements tax management aimed at minimising the risk of operating in violation of tax regulations and in contrast with the principles and/or purposes of the tax system as well as the principles defined by the Code of Ethics and this Tax Strategy.

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Considering the objective of minimizing tax risk, the MFE Group:

- does not carry out "artificial" transactions, implemented for the sole purpose of reducing the tax burden;
- refrains from implementing tax practices or strategies aimed at unlawfully eroding the taxable amount. In particular, no transactions, commercial relationships or implementations of corporate structures are undertaken that are without economic substance and aimed at obtaining undue tax advantages and that are not justified by valid, non-marginal, non-fiscal reasons, including of an organisational or operational nature or in any case consistent with the social and/or ethical objectives that the Group intends to pursue, in line with the objectives relating to the tax variable in terms of risks and reputation;
- does not make acquisitions or investments in countries that adopt a privileged tax regime, except when they are functional to the company's commercial purposes and are intended for the development of the commercial activities included in the Group's purposes;
- sets up intercompany transactions on the basis of the arm's length principle, also as established by the OECD and in line with internal Regulations prepared to manage tax risks originating from Intercompany Transactions;
- is open to dialogue with the local tax authorities on potentially controversial issues and/or of doubtful interpretation or in the event of complex corporate, financial or commercial transactions.

4. Guidelines for the implementation of the Tax Strategy

In order to ensure the practical implementation of the principles set out above, the following guidelines are defined:

Prevention of aggressive tax planning

The Group prohibits behaviours, as well as the execution of transactions, that result in purely artificial constructions, which do not reflect the economic reality and from which it is reasonable to expect undue tax advantages, in contrast with the purposes or spirit of the tax provisions or of the relevant regulatory systems and capable of generating phenomena of double deduction, deduction/non-inclusion or double non-taxation, also as a result of asymmetries between the tax systems of any jurisdictions involved.

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Tax risk management

In order to ensure a tax management aligned with its tax risk appetite, MFE undertakes to promote, develop and maintain, as an integral part of its Internal Control and Risk Management System (“ICRMS”), a control system for monitoring the tax risks inherent in company processes, through the design and implementation of an effective Tax Control Framework (“TCF”).

To ensure its practical implementation, MFE directs the relative assignment of roles and responsibilities, the creation and maintenance of an internal procedural body, the establishment of a Tax Risk Management process and the preparation of adequate information flows to guarantee the circulation of information relating to the tax risk management process.

In addition, the Group undertakes to actively pursue prior certainty on its tax positions and to activate in advance discussions with the tax authorities in the event of uncertainties or doubts.

Exercise of the right to agree to disagree

To protect the interests of its shareholders, the MFE Group deems it legitimate to uphold, also in court, its reasonable interpretation of the law, even in the event of divergent interpretations with the competent tax authority.

Management of intercompany transactions

Intercompany transactions between Italian or cross-border affiliates are regulated, for tax purposes, on the basis of the arm’s length principle, as developed within the OECD, pursuing the aim of aligning conditions and transfer pricing as closely as possible to those of the market. When MFE and its subsidiaries operate in countries that do not recognise the OECD rules, Transfer Pricing policies will have the dual objective of, on the one hand, ensuring consistency between the value production place and the taxation place and, on the other hand, avoiding (if possible) double taxation occurrences.

Promotion of Stakeholder value

In structuring commercial activities, the tax regulations of the countries in which MFE and its subsidiaries operate must be taken into account, in order to maximise the sustainable value generated for all stakeholders, including, for example, governments, employees and local communities.

5. Tax Conduct

The employees of the MFE Group and the management at all levels are required to conduct themselves in accordance with the "general principles and values" established by the Code of Ethics,

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such as honesty, loyalty, fairness, transparency and good faith, as well as the principles defined by this Tax Strategy.

The violation of these principles may result in the application of sanctioning measures and/or other measures against the recipients, in accordance with the provisions of the Code of Ethics and local compliance programs, where adopted. Top Management ensures adequate information on these principles and values to all employees of the MFE Group involved in the tax sphere, by encouraging and appropriately recognising virtuous behaviour and sanctioning recognised violations, according to the aforementioned "tone at the top" principle.

6. Training

The MFE Group provides adequate training to all employees engaged in various ways in tax activities, in order to ensure that they can acquire the necessary skills and experience in dealing with their responsibilities.

To achieve this goal, the MFE Group invests in the professional growth of employees also through specific training plans.

7. Adoption, publication, validity and updating

This Tax Strategy is prepared and approved by the Board of Directors of MFE, as Parent Company, and will be subsequently implemented by the subsidiaries. The approval of the Tax Strategy by the Board of Directors determines its adoption and automatic entry into force. The Board of Directors of the Parent Company is responsible for updating it, assisted by the competent function, Group Fiscal Affairs, every time there are changes at regulatory, strategic and/or operational level that may modify or invalidate their application.

The Group commits to providing adequate communication and dissemination of this document, including publication on the institutional website of MFE.

Policy approved by MFE Board of Directors by resolution of 11/22/2023
