



MILAN CHAMBERS OF COMMERCE



File no. : CEW/10175/2017/CMI1307

09/08/2017

MILAN CHAMBERS OF COMMERCE, INDUSTRY, TRADE AND AGRICULTURE
- TRADE REGISTRY OFFICE -

CERTIFICATE OF ENROLMENT IN THE ORDINARY SECTION

COMPANY IDENTIFICATION DETAILS

Tax code and enrolment number: 00793580150
in the MILAN Trade Register
date of registration: 19/02/1996

Enrolled in the ORDINARY section

on 19/02/1996

Enrolled under Economic and Administrative Index number MI-429222 on 20/11/1952

Name: CESI - CENTRO ELETTROTECNICO SPERIMENTALE ITALIANO
GIACINTO MOTTA S.P.A. OR IN ABBREVIATED FORM - CESI S.P.A.

Company form: JOINT STOCK COMPANY

Offices:
MILAN (MI) 54 VIA RAFFAELE RUBATTINO, CAP 20134

certified public email address:
SOCIETARIO.CESI@LEGALMAIL.IT

Incorporation date: 12/11/1952

Incorporated by deed dated 12/11/1952

Company duration:
end date: 31/12/2050

Company purpose:

THE COMPANY PURPOSE IS TO DESIGN, CONSTRUCT AND MANAGE LABORATORIES, TESTING FACILITIES, SPECIAL DEVICES, MEASUREMENT AND CALCULATION SYSTEMS, ADVANCED TECHNOLOGY DEVELOPMENTS AND APPLICATIONS, ALSO ON BEHALF OF THIRD PARTIES, AND TO PROVIDE TEST, INSPECTION, STUDY, RESEARCH, CONSULTANCY, ENGINEERING, DESIGN, QUALIFICATION AND CERTIFICATION SERVICES FOR PRODUCTS, PLANTS, SERVICES AND SYSTEMS, TRAINING AND TECHNICAL ASSISTANCE, ALSO BY COORDINATING THIRD PARTY ACTIVITIES, ALL WITH THE AIM OF PROMOTING PURE AND APPLIED SCIENTIFIC RESEARCH FOR PROGRESS IN THE ELECTRO-TECHNICAL, ENERGY, ELECTRONIC AND INFORMATION TECHNOLOGY SECTORS.

THIS COMPANY PURPOSE ALSO INCLUDES ALL STUDY, DESIGN, CERTIFICATION, CONSULTING AND ENGINEERING SERVICES FOR THE CIVIL AND ENVIRONMENTAL SECTORS, INCLUDING, AS AN EXAMPLE: ANALYSIS, STUDY, MODELLING, MONITORING AND ENVIRONMENTAL DIAGNOSTIC SERVICES FOR INDUSTRIAL PLANTS; ENVIRONMENTAL LAND REQUALIFICATION AND ASSOCIATED SERVICES; DESIGN, MONITORING, MODELLING, INSPECTION AND SUPERVISION SERVICES FOR THE CONSTRUCTION OF COMPLEX CIVIL AND INDUSTRIAL STRUCTURES.

THE COMPANY MAY ALSO ISSUE TECHNICAL AND SCIENTIFIC PUBLICATIONS AND PROVIDE TECHNICAL-SCIENTIFIC PARTNERSHIPS WITH SPECIFIC REFERENCE TO DEVELOPING COUNTRIES. THE COMPANY CAN CONDUCT ALL TRANSACTION THAT ARE NECESSARY OR HELPFUL IN FURTHERING THE COMPANY'S PURPOSE.

FOR EXAMPLE, IT CAN CONDUCT REAL ESTATE, PROPERTY, TRADE, INDUSTRIAL AND FINANCIAL TRANSACTIONS EXCEPT FOR THE COLLECTION OF SAVINGS FROM THE PUBLIC AND THE ACTIVITIES REGULATED BY LAW NO. 1 DATED 2 JANUARY 1991.

THE COMPANY CAN ACQUIRE STOCKS AND SHARES IN OTHER COMPANIES, BUSINESSES,





MILAN CHAMBERS OF COMMERCE

File no. : CEW/10175/2017/CMI1307

09/08/2017

CONSORTIA, ASSOCIATIONS, TEMPORARY PARTNERSHIPS BOTH IN ITALY AND ABROAD, WITH A MISSION SIMILAR OR ASSOCIATED OR COMPLEMENTARY TO ITS OWN OR THE ONE OF THE COMPANIES IN WHICH IT HOLDS STAKES, AND MAY PROVIDE COLLATERAL AND/OR PERSONAL GUARANTEES FOR ITS OWN OR THIRD PARTY STOCK.

SYSTEM OF MANAGEMENT AND CONTROL

- BOARD OF DIRECTORS

number of members in office: 10

duration in office for 3 FINANCIAL YEARS

- BOARD OF AUDITORS

number of statutory auditors: 3

number of alternate auditors: 2

duration in office for 3 YEARS

INFORMATION ON THE BY-LAWS

Powers associated with the position of MEMBER OF THE BOARD OF DIRECTORS:
THE DIRECTORS ARE SOLELY LIABLE FOR BUSINESS MANAGEMENT, CONDUCTING THE TRANSACTION NECESSARY TO FURTHER THE COMPANY'S PURPOSE.

IN ADDITION TO EXERCISING THE POWERS ATTRIBUTED BY LAW, THE BOARD OF DIRECTORS IS AUTHORISED TO RESOLVE ON:

- A) MERGERS AND SPIN-OFFS, IN THE CASES PROVIDED BY LAW;
- B) THE SETTING UP AND CLOSING DOWN OF BRANCHES;
- C) THE INDICATION AS TO WHICH DIRECTORS SHALL REPRESENT THE COMPANY;
- D) THE REDUCTION OF SHARE CAPITAL IN THE EVENT OF WITHDRAWAL BY ONE OR MORE SHAREHOLDERS;
- E) THE ADJUSTMENT OF THE ARTICLES OF ASSOCIATION TO REGULATORY PROVISIONS;
- F) THE TRANSFER OF THE COMPANY OFFICES WITHIN ITALY;
- G) THE REDUCTION OF SHARE CAPITAL IN THE CASES PERMITTED BY LAW.

BOTH THE CHAIR AND THE MANAGING DIRECTOR AND, IN THE ABSENCE OR IMPEDIMENT OF THE FIRST, THE DEPUTY CHAIR IF APPOINTED, LEGALLY REPRESENT THE COMPANY AND HAVE SIGNING POWERS. THE DEPUTY CHAIR'S SIGNATURE SHALL BE CONSIDERED PROOF BEFORE THIRD PARTIES IN THE EVENT OF THE CHAIR'S ABSENCE OR IMPEDIMENT.

THESE LEGAL REPRESENTATIVE CAN GRANT THE POWER TO REPRESENT THE COMPANY, EVEN IN COURT, WITHIN LEGAL LIMITS.

THE BOARD OF DIRECTORS CAN DELEGATE, WITHIN THE LIMITS SET OUT IN ARTICLE 2381 IN THE ITALIAN CIVIL CODE, ITS ASSIGNMENTS TO AN EXECUTIVE COMMITTEE AND/OR ONE OR MORE OF ITS MEMBERS, DETERMINING THE CONTENT, LIMITS AND ANY EXERCISE METHODS.

ECONOMIC AND FINANCIAL INFORMATION

Share capital in EUR:

approved	8,550,000.00
subscribed	8,550,000.00
paid in	8,550,000.00

ACTIVITY

Activities performed in the company's registered offices:

THE COMPANY HAS BEGUN ALL THE ACTIVITIES LISTED IN THE COMPANY PURPOSE.





MILAN
CHAMBERS OF
COMMERCE

File no. : CEW/10175/2017/CMI1307

09/08/2017

MINISTRY OF INTERNATIONAL TRADE
Province: MI

no. 6378

National Register of Environmental Managers
(source: Ministry of the Environment):
Enrolled in the section of: MILAN
Enrolment number: MI/059868
Category: 9 - SITE RECLAMATION
Class: B - UP TO EURO 9,000,000.00
Start date: 30/11/2016
Expiry date: 30/11/2021

OFFICE OR QUALIFICATION HOLDERS

* MACHI' SALVATORE (company representative)
born in PALERMO (PA) on 28/05/1937
Tax code: MCHSVT37E28G273X
- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
- CHAIR OF THE BOARD OF DIRECTORS appointed by deed dated 01/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
Powers:
BY BOARD OF DIRECTORS RESOLUTION PASSED ON 9 APRIL 2015, CHAIRMAN SALVATORE MACHI', IN COMPLIANCE WITH THE LAW AND THE BY-LAWS, IS CONFIRMED AS LEGAL REPRESENTATIVE OF THE COMPANY WITH FULL POWERS REGARDING THE FUNCTIONING OF THE COMPANY'S BODIES, ASSEMBLY AND BOARD OF DIRECTORS, AND TO ENSURE IMPLEMENTATION OF THE RESOLUTIONS OF THE BOARD OF DIRECTORS.

* CODAZZI PIER MATTEO (company representative)
born in SANREMO (IM) on 22/07/1967
Tax code: CDZPMT67L22I138Q
- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 22/05/2009
- CHIEF EXECUTIVE OFFICER appointed by deed dated 09/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
Date of registration: 06/05/2015
Powers:
BY BOARD OF DIRECTORS RESOLUTION PASSED ON 9 APRIL 2015, CHIEF EXECUTIVE OFFICER PIER MATTEO CODAZZI HAS BEEN GRANTED ALL POWERS TO MANAGE THE COMPANY, EXCEPT FOR THOSE POWERS RESERVED BY LAW AND THE COMPANY BY-LAWS FOR THE BOARD OF DIRECTORS. THE FOLLOWING POWERS ARE ALSO RESERVED FOR THE BOARD OF DIRECTORS:
A) APPROVAL OF THE ANNUAL BUDGET AND MULTI-YEAR PLANS DRAFTED BY THE CHIEF EXECUTIVE OFFICER;
B) THE INCORPORATION OF NEW COMPANIES AND THE ACQUISITION OR DIVESTMENT OF STAKES IN OTHER COMPANIES;
C) THE OPENING OF MEDIUM OR LONG TERM MORTGAGES OR LOANS FOR AMOUNTS OF OVER EUR 2,750,000.00 (TWO MILLION SEVEN HUNDRED AND FIFTY THOUSAND/ 00);
D) THE DRAFTING OF STRATEGIC AGREEMENTS AND THE APPROVAL OF CONVENTIONS (WITH MINISTRIES, LOCAL AUTHORITIES, ETC.) OF PARTICULAR IMPORTANCE FOR THE COMPANY OR INVOLVING AN INVESTMENT OF OVER EUR 2,750,000.00 (TWO MILLION SEVEN HUNDRED AND FIFTY THOUSAND/00);





MILAN
CHAMBERS OF
COMMERCE

File no. : CEW/10175/2017/CMI1307

09/08/2017

E) PARTICIPATION IN TENDERS, OFFERS AND ACQUISITIONS FOR AMOUNTS OF OVER EUR 8,250,000.00 (EIGHT MILLION TWO HUNDRED AND FIFTY THOUSAND/00);
F) PARTICIPATION IN CONSORTIA, TEMPORARY BUSINESS GROUPS AND JOINT VENTURES, WITH THE EXCEPTION OF THOSE DIRECTLY FORMED TO PARTICIPATE IN TENDERS OR JOINT PROJECTS;
G) THE ACQUISITION, EXCHANGE OR SALE OF REAL ESTATE ASSETS FOR A VALUE OF OVER EUR 260,000.00 (TWO HUNDRED AND SIXTY THOUSAND/00);
H) LEASES FOR REAL ESTATE FOR A DURATION OF LONGER THAN NINE YEARS OR FOR AMOUNTS OF OVER EUR 250,000.00 (TWO HUNDRED AND FIFTY THOUSAND/00) PER YEAR;
I) THE SALE OF MOVABLE PROPERTY FOR AN AMOUNT OF OVER EUR 260,000.00 (TWO HUNDRED AND SIXTY THOUSAND/00);
J) THE APPOINTMENT OF THE MANAGING DIRECTOR;
K) THE MODIFICATION OF THE COMPANY'S FUNDAMENTAL ORGANISATIONAL STRUCTURE.
3. THE CHIEF EXECUTIVE OFFICER IS DELEGATED, WITHIN THE LIMITS OF THE POWERS GRANTED TO HIM, TO I) APPOINT LEGAL REPRESENTATIVES AND GRANT THEM, INCLUDING THE MANAGING DIRECTOR, THE POWER TO PERFORM CERTAIN DUTIES OR CATEGORIES OF DUTIES, AND ii) TO CONFIRM, REVOKE AND/OR MODIFY, WHERE NECESSARY, THE POWERS, DELEGATIONS AND POWERS OF ATTORNEY CURRENTLY GRANTED WITHIN THE COMPANY.

* ROMEO FABIO IGNAZIO

born in RHO (MI) on 25/08/1955

Tax code: RMOFGN55M25H264M

- DIRECTOR appointed by deed dated 01/04/2015

presented on 13/04/2015

duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017

First enrolled on: 22/05/2009

FIORIO ANTONIO

born in BARI (BA) on 05/11/1965

Tax code: FRINTN65S05A662E

- AGENT appointed by deed dated 16/09/2010

duration of office UNTIL REVOCATION

Date of registration: 01/10/2010

Powers:

BY POWER OF ATTORNEY DATED 16 SEPTEMBER 2010, FILE NO. 63773/16894 HELD BY NOTARY GIUSEPPE CALAFIORI OF MILAN IN HIS CAPACITY AS SALES & MARKETING MANAGER FOR THE "ENGINEERING & ENVIRONMENT - ISMES" DIVISION, AND LIMITED TO THE ACTIVITIES OF THE ORGANISATIONAL STRUCTURE FOR WHICH HE IS RESPONSIBLE, TO EXERCISE, SIGNING INDIVIDUAL DEEDS, DOCUMENTS AND CORRESPONDENCE, THE FOLLOWING POWERS IN THE NAME AND ON THE BEHALF OF CESI, WITHOUT THE POWER TO SUB DELEGATE:

A) TO REPRESENT THE COMPANY BOTH IN ITALY AND ABROAD, TO ANY STATE OR STATE-CONTROLLED AUTHORITY, ADMINISTRATION OR OFFICES, BODIES AND PRIVATE SECTOR FIGURES, LOCAL, PROVINCIAL OR REGIONAL AUTHORITIES, IN RELATION TO THE DUTIES ASSIGNED;

B) TO PERFORM THE FUNCTIONS OF MANAGING, COORDINATING AND MONITORING THE ACTIVITIES OF THE OFFICES IN HIS ORGANISATIONAL STRUCTURE;

C) TO RELEASE, COLLECT AND SEND PACKAGES, DOSSIERS, LETTERS, LETTERS BY RECORDED OR INSURED DELIVERY, GOODS, VALUES, BILLS OR OTHER MISSIVES TO PUBLIC AND PRIVATE OFFICES; TO SIGN CORRESPONDENCE AND ALL ORDINARY DEEDS RELATING TO HIS ORGANISATIONAL STRUCTURE;

D) TO PURCHASE MOVABLE PROPERTY UP TO A MAXIMUM AMOUNT, PER PURCHASE, OF € 516.00 NET;

E) TO MAKE OFFERS, PARTICIPATE IN TENDERS, STIPULATE, MODIFY AND TERMINATE SUPPLY CONTRACTS BY THE COMPANY FOR GOODS AND/OR SERVICES SUCH AS, MERELY BY EXAMPLE, MACHINES, MACHINERY, EQUIPMENT, STUDIES, PROJECTS, TRIALS, CERTIFICATIONS, CONSULTANCIES UP TO A MAXIMUM AMOUNT EACH TIME OF € 100,000.00.





MILAN CHAMBERS OF COMMERCE



File no. : CEW/10175/2017/CMI1307

09/08/2017

F) TO PERFORM ANY INSTRUMENTAL, COMPLEMENTARY OR ACCESSORY ACTIVITIES RELATING TO THE POWERS SET OUT ABOVE.
THE ABOVE-MENTIONED ATTORNEY IS ALSO GRANTED THE POWER TO LEGALLY REPRESENT THE COMPANY FOR THE PURPOSES OF PERFORMING THE POWERS HE HAS BEEN GRANTED.

* FIOCCO ALESSANDRO
born in L'AQUILA (AQ) on 16/12/1966
Tax code: FCCLSN66T16A345B
- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 11/06/2012

* ANDREIS DOMENICO
born in SAVONA (SV) on 29/03/1963
Tax code: NDRDNC63C29I480Y
- AGENT appointed by deed dated 01/02/2014
Duration in office UNLIMITED
Date of registration: 04/02/2014

Powers:
BY PRIVATE DEED, WITH SIGNATURE AUTHENTICATED BY MILAN NOTARY GIUSEPPE CALAFIORI ON 14 JANUARY 2014 FILE No. 72050/20016 MR. ENG. DOMENICO ANDREIS HAS BEEN GRANTED POWERS, FROM 1 FEBRUARY 2014, IN HIS CAPACITY AS DIRECTOR OF THE "ENGINEERING & ENVIRONMENT - ISMES" DIVISION, AND LIMITED TO THE ACTIVITIES OF THE DIVISION, IN THE NAME AND ON THE BEHALF OF CESI, TO EXERCISE WITH SINGLE SIGNATURE THE FOLLOWING POWERS, WITH THE POWER TO SUB DELEGATE:
A) TO REPRESENT THE COMPANY IN ORDER TO CARRY OUT ANY TRANSACTION OR DEED RELATING TO HIS DIVISION, EITHER IN ITALY OR ABROAD, AT ANY STATE OR STATE-CONTROLLED AUTHORITY, ADMINISTRATION OR OFFICE, PUBLIC OR PRIVATE SECTOR, INCLUDING, FOR EXAMPLE, CHAMBERS OF COMMERCE, LOCAL, PROVINCIAL OR REGIONAL AUTHORITIES, POSTAL OFFICES, NAVIGATION AUTHORITIES, CUSTOMS AUTHORITIES, STATE RAILWAYS, TRANSPORT COMPANIES AND UNIVERSITIES;
B) TO PERFORM THE FUNCTIONS OF MANAGING, COORDINATING AND MONITORING THE ACTIVITIES OF THE OFFICES IN HIS DIVISION;
C) TO SIGN DEEDS, DOCUMENTS AND CORRESPONDENCE OF INTEREST TO THE COMPANY AND TO PERFORM OR AGREE WITH ANY STATE OR STATE-CONTROLLED AUTHORITY, BODY OR INDIVIDUAL, STATE, LOCAL, PROVINCIAL OR REGIONAL AUTHORITY, FINANCIAL OR TAX OFFICE AND ANY OTHER PUBLIC OR PRIVATE ADMINISTRATION, IN ITALY OR ABROAD, DEEDS RELATING TO THE DUTIES ASSIGNED;
D) TO RELEASE, COLLECT AND SEND PACKAGES, DOSSIERS, LETTERS, LETTERS BY RECORDED OR INSURED DELIVERY, GOODS, VALUES, BILLS OR OTHER MISSIVES TO PUBLIC AND PRIVATE OFFICES;
E) TO PURCHASE MOVABLE PROPERTY UP TO A MAXIMUM AMOUNT, PER PURCHASE, OF € 516.00 NET;
F) TO SIGN TECHNICAL DOCUMENTATION, INCLUDING, MERELY FOR EXAMPLE, DECLARATIONS OF CONFORMITY AND SUITABILITY, TO ALL EFFECTS, FOR THE ACTIVITIES AND SERVICES (STUDIES, TRIALS, EXPERIMENTS AND TECHNICAL-SCIENTIFIC SUPPLIES, ETC.) PERFORMED BY OR FOR THIRD PARTIES, INVOLVING CHECKING, VERIFYING, DELIVERING AND TESTING; PRESENTING CLAIMS REGARDING ANY FAULTS FOUND;
G) TO MAKE OFFERS, PARTICIPATE IN TENDERS, STIPULATE, MODIFY AND TERMINATE SUPPLY CONTRACTS BY THE COMPANY FOR GOODS AND/OR SERVICES SUCH AS, MERELY BY EXAMPLE, MACHINES, MACHINERY, EQUIPMENT, STUDIES, PROJECTS, TRIALS, CERTIFICATIONS, CONSULTANCIES UP TO A MAXIMUM AMOUNT EACH TIME OF € 1,000,000.00. THE ABOVE-MENTIONED ATTORNEY IS AUTHORISED TO LEGALLY REPRESENT THE COMPANY IN SIGNING OFFERS AND CONTRACTS;



MILAN
CHAMBERS OF
COMMERCE

File no. : CEW/10175/2017/CMI1307

09/08/2017

H) TO PERFORM ANY INSTRUMENTAL, COMPLEMENTARY OR ACCESSORY ACTIVITIES RELATING TO THE POWERS SET OUT ABOVE.

THE ABOVE-MENTIONED ATTORNEY IS ALSO GRANTED THE NON-DELEGABLE POWER TO:

1. STIPULATE, MODIFY OR TERMINATE CONTRACTS AND AGREEMENTS IN GENERAL RELATING TO STAKES HELD BY THE COMPANY IN CONSORTIA, TEMPORARY BUSINESS GROUPS, JOINT VENTURES AND OTHER TYPES OF COLLABORATION AGREEMENTS THAT RELATE EXCLUSIVELY TO THE COMPANY'S PARTICIPATION IN TENDERS OR WINNING ORDERS UP TO A MAXIMUM AMOUNT FOR THE COMPANY OF € 1,000,000.00, AND WHICH INVOLVE TAKING ON A CONTRACTUAL RISK FOR THE COMPANY OF A MAXIMUM OF € 1,000,000.00;

2. STIPULATE, MODIFY OR TERMINATE AGENCY CONTRACTS.

THE ABOVE-MENTIONED ATTORNEY IS ALSO GRANTED THE POWER TO LEGALLY REPRESENT THE COMPANY FOR THE PURPOSES OF PERFORMING THE POWERS HE HAS BEEN GRANTED.

BY BOARD OF DIRECTORS RESOLUTION DATED 20 JANUARY 2014 AND WITH EFFECT FROM 1 FEBRUARY 2014, MR. DOMENICO ANDREIS WAS APPOINTED EMPLOYER AS DEFINED BY LEGISLATIVE DECREE 81/08 FOR THE "ENGINEERING & ENVIRONMENT - ISMES" PRODUCTION UNIT, WITH SPECIAL MANDATE WITHIN HIS PRODUCTION UNIT "ENGINEERING & ENVIRONMENT" TO ENSURE COMPLIANCE WITH ALL CURRENT AND FUTURE LEGAL REQUIREMENTS, WITH THE POWER TO SUB DELEGATE THE FOLLOWING ACTIVITIES WITHIN THE LIMITS SET OUT BY LAW:

1. HEALTH, SAFETY AND HYGIENE IN THE WORKPLACE, ACCIDENT AND PROFESSIONAL ILLNESS PREVENTION AT WORK AND FIRE PREVENTION (MERELY BY EXAMPLE, THOSE LISTED IN THE FOLLOWING PROVISIONS: LEGISLATIVE DECREE 81/08, PRESIDENTIAL DECREE 577/1982, PRESIDENTIAL DECREE 37/1998, MINISTERIAL DECREE 10/03/1998; ETC.);
2. ENVIRONMENTAL PROTECTION, BOTH INSIDE AND OUTSIDE THE COMPANY'S OFFICES AND INDUSTRIAL PREMISES AND WORKPLACES IN GENERAL FROM ACOUSTIC, ATMOSPHERIC, HYDRIC POLLUTION FROM WASTE PRODUCTS OR ANY OTHER SOURCE (MERELY BY EXAMPLE, THOSE LISTED UNDER THE FOLLOWING LEGISLATIVE PROVISIONS: LEGISLATIVE DECREE 152/2006).
IN ORDER TO FULLY COMPLY WITH THIS SPECIAL MANDATE, THE EMPLOYER IS GRANTED FULL POWERS, INCLUDING:

A) TO DIRECT THE COMPANY'S WORKING ACTIVITIES USING THE MOST APPROPRIATE MANNER TO ENSURE FULL COMPLIANCE WITH CURRENT LEGAL REQUIREMENTS AND ANY FUTURE AMENDMENTS TO THEM, ACCEPTING FULL AND DIRECT RESPONSIBILITY, WITH THE POWER TO MAKE ANY NECESSARY CHANGES TO EITHER THE TECHNOLOGY USED, OR THE METHODS OF PERFORMING THE ACTIVITIES;

B) TO INSTRUCT, EDUCATE, INFORM AND TRAIN EMPLOYEES WITH THE POWER TO TAKE THE NECESSARY ACTIONS, INCLUDING DISCIPLINARY ACTION, IN THE CASE OF FAILURE TO COMPLY, EITHER PERSONALLY OR THROUGH DELEGATES APPOINTED BY HIM IN WRITING;
C) ORDER THE PURCHASE OF ALL INSTRUMENTS, TOOLS OR EQUIPMENT NECESSARY TO PURSUE THE ESTABLISHED GOALS;

D) DRAFT, SIGN, AGREE AND PRESENT ANY TYPE OF DOCUMENT OR DOSSIER, EITHER TECHNICAL AND/OR ADMINISTRATIVE IN NATURE, INCLUDING ALL REGULATORY REQUIREMENTS SET OUT IN CURRENT OR FUTURE REGULATIONS, ACCEPTING DIRECT AND PERSONAL RESPONSIBILITY.

E) TO MAKE USE, IN PERFORMING THIS MANDATE, OF SUBORDINATE STAFF, CONSIDERED BY HIM TO BE QUALIFIED, SUITABLE AND COMPETENT, AND WHOM HE SHALL SUPERVISE AND FOR WHOM HE WILL BE DIRECTLY RESPONSIBLE;

F) TAKE ALL MEASURES NECESSARY TO ENSURE THAT THE ACTIVITIES ARE PERFORMED IN COMPLIANCE WITH THE REGULATIONS MENTIONED ABOVE;

G) TAKE ALL APPROPRIATE AND NECESSARY MEASURES TO PREVENT OR AVOID THE DEGENERATION OF ANY HAZARDOUS SITUATION - THAT MAY ARISE IN RELATION TO THE ACTIVITIES PERFORMED BY THE COMPANY - THREATENING EMPLOYEES OR THIRD PARTIES;

H) DISPOSE OF THE COMPANY'S FINANCIAL RESOURCES, WITHOUT ANY LIMITATIONS ON SPENDING, WITH THE RESULTING DECISION-MAKING AND SPENDING POWERS, AS NECESSARY FOR EXERCISING THE POWERS GRANTED ABOVE RELATING TO HEALTH, SAFETY AND THE





MILAN
CHAMBERS OF
COMMERCE

File no. : CEW/10175/2017/CMI1307

09/08/2017

ENVIRONMENT.

THIS LIST OF SPECIFIC MATTERS IS INTENDED MERELY AS A NON-EXHAUSTIVE EXAMPLE, AND THE EMPLOYER SHALL BE REQUIRED TO DEAL EITHER DIRECTLY OR THROUGH ATTORNEYS, DELEGATES, MANDATES OR ORGANISATIONAL DIRECTIVES, OF ALL ISSUES RELATING OR ASSOCIATED WITH THE PERFORMANCE OF THE MATTERS INDICATED TO THEM, IN FULL COMPLIANCE WITH CURRENT REGULATIONS.

BY BOARD OF DIRECTORS RESOLUTION DATED 20 JANUARY 2014 AND WITH EFFECT FROM 1 FEBRUARY 2014, MR. DOMENICO ANDREIS, DIRECTOR OF THE "ENGINEERING & ENVIRONMENT - ISMES" DIVISION, HAS BEEN APPOINTED AS "PRINCIPAL" FOR THE TEMPORARY OR MOBILE WORKSITES OPENED BY CESI IN ACCORDANCE WITH LEGISLATIVE DECREE 81/08 AND RELATING TO THE "ENGINEERING & ENVIRONMENT - ISMES" DIVISION, WITH ALL THE NECESSARY POWERS LISTED BELOW, MERELY BY NON-EXHAUSTIVE EXAMPLE, TO BE EXERCISED IN FULL FUNCTIONAL AND ORGANISATIONAL INDEPENDENCE:

- TO OVERSEE THE CORRECT MANAGEMENT OF ALL PHASES OF THE TENDER, INCLUDING EXECUTIVE DESIGN AND PLANNING, TECHNICAL CHOICES, PROJECT DRAFTING AND WORKSITE ORGANISATION;
- TO ENSURE THE IMPLEMENTATION IN WORKSITES OF THE GENERAL SAFETY MEASURES SET OUT IN ARTICLE 90 OF LEGISLATIVE DECREE 81/08 AS SUBSEQUENTLY MODIFIED AND INTEGRATED;
- TO ENSURE THAT THE PERFORMANCE OF THE WORKS, IN ALL PHASES THROUGH TO COMPLETION, IS PLANNED IN FULL COMPLIANCE WITH SAFETY REGULATIONS;
- TO ENSURE FULL COMPLIANCE WITH THE RELEVANT REGULATIONS, WITH INDEPENDENT POWERS TO CHOOSE, ORGANISE AND OVERSEE HUMAN RESOURCES;
- TO DELEGATE, WITHIN THE LIMITATIONS OF CURRENT REGULATIONS, ALL ACTIVITIES AS HE SEES FIT TO THE PERSONS HE BELIEVES APPROPRIATE, QUALIFIED AND COMPETENT, APPOINTING THEM TO THE POSITIONS SET OUT IN THE REGULATIONS MENTIONED ABOVE;
- TO USE THE ABOVEMENTIONED POWERS AT THEIR FULL DISCRETION, WITHOUT ANY LIMITS ON SPENDING OR INITIATIVE, DISPOSING OF THE COMPANY'S FINANCIAL RESOURCES AS NECESSARY TO EXERCISE THE POWERS RELATING TO HEALTH, SAFETY AND THE ENVIRONMENT.

* DI BARTOLOMEO EVARISTO
born in TORRE DE' PASSERI (PE) on 15/08/1957
Tax code: DBRVST57M15L263T
- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 06/08/2014

* GALLO LIVIO
born in BELGIRATE (VB) on 17/06/1950
Tax code: GLLVI50H17A742D
- DIRECTOR appointed by deed dated 01/04/2015
duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 28/11/2014

* VENTURINI FRANCESCO
born in NEW YORK state: UNITED STATES OF AMERICA on 02/11/1968





MILAN
CHAMBERS OF
COMMERCE

File no. : CEW/10175/2017/CMI1932

09/08/2017

Tax code: VNTFNC68S02Z404R

- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015

duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 28/11/2014

* VIALE ENRICO

born in MONDOVI' (CN) on 21/09/1957

Tax code: VLINRC57P21F351B

- DIRECTOR appointed by deed dated 01/04/2015
presented on 13/04/2015

duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
First enrolled on: 28/11/2014

* CORSI MARIO

born in TRIESTE (TS) on 18/07/1954

Tax code: CRSMRA54L18L424W

- DIRECTOR appointed by deed dated 25/05/2017
presented on 13/04/2015

duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017

First enrolled on: 22/11/2016

* CECCARINI TIZIANO

born in MILAN (MI) on 21/10/1973

Tax code: CCCTZN73R21F205Q

- DIRECTOR appointed by deed dated 25/05/2017
presented on 20/06/2017

duration in office UNTIL APPROVAL OF THE FINANCIAL STATEMENTS as at 31/12/2017
Date of registration: 03/08/2017

55 other persons hold offices or qualifications.

Information and details relating to deeds filed before the entry into force of
Presidential Decree no.581 dated 07/12/1995 may be shown in extract or summary.

This certificate shows the information/details recorded in the Registry on the
date shown below.

This certificate may not be presented to public authorities or private sector
public service operators.

STAMP DUTY PAID ELECTRONICALLY - AS PER MILAN TAX OFFICE AUTHORISATION NO.6743
DATED 11/09/1978

PAID	FOR TAX STAMPS	5	EUROS	80.00
	FOR COSTS		EUROS	5.00
TOTAL			EUROS	85.00

TOTAL AMOUNT SHOWN IN ITALIAN LIRE: 164581

FOR THE COMPANY SPECIFIED ABOVE, NO BANKRUPTCY PROCEEDINGS ARE RECORDED IN THE
TRADE REGISTER, IN COMPLIANCE WITH CURRENT REGULATIONS.

THE REGISTRAR
GIANFRANCESCO VANZELLI
THE CLERK

MARIA GRAZIA PARISE

M. G. PARISE



MILAN
CHAMBERS OF
COMMERCE



File no. : CEW/10175/2017/CMI1932

09/08/2017

*** end of certificate ***

Trasferito il 25/9/2017
D. Caracciolo

Nel caso di esenzione dall'imposta di bollo, si dovrà apporre all'inizio dell'atto la seguente dicitura:
"esente da bollo ai sensi dell'art. _____ della legge n..... per....."



TRIBUNALE ORDINARIO DI BUSTO ARSIZIO

VERBALE di GIURAMENTO (art. 5 R.D. 9/10/1922 n. 1366 e succ. modif.)

CRON. N. 2268

L'anno 2017, il giorno 26 del mese di Settembre presso il Tribunale di Busto Arsizio
avanti al sottoscritto cancelliere è personalmente comparso

Deborah Camwell-Kelly

Nato il 18/2/1980 a Bromley, Regno Unito

Residente a Busto Arsizio

Esibendo il seguente documento di identità: Carta ID AX3132255

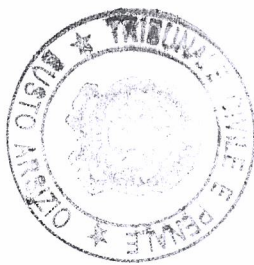
Il quale presenta la traduzione che precede e chiede di asseverarla con giuramento.

Ammonito ai sensi di legge, il comparente presta il giuramento di rito ripetendo le parole:

"GIURO DI AVERE BENE E FEDELMENTE PROCEDUTO ALLE OPERAZIONI A ME AFFIDATE E DI NON
AVER AVUTO ALTRO SCOPO CHE QUELLO DI FAR CONOSCERE LA VERITA'."

Letto, confermato e sottoscritto

Il Cancelliere



FIRMA D. Camwell-Kelly

FIRMA Teodora CERQUA
FUNZIONARIO GIUDIZIARIO

NOTA BENE

L'Ufficio non assume alcuna responsabilità per quanto riguarda la veridicità ed il contenuto della
traduzione asseverata con il giuramento di cui sopra.

Apostille

(Convention de La Haye du 5 octobre 1961)

1. REPUBBLICA ITALIANA
- Il presente atto pubblico
2. è stato firmato dal Sig.ra Teodora Cerqua
3. operante in qualità di Funzionario Giudiziario del Tribunale di Busto Arsizio
4. è munito del sigillo di Stato

Attestato

5. in Busto Arsizio
6. il ...martedì 26 settembre 2017...
7. dal Procuratore Della Repubblica
8. col numero ...697/2017.....
9. Sigillo/bollo

10. Firma

Il Sost. Procuratore Della Repubblica
(Dr.ssa Nadia Alessandra Calcaterra)

