

Whistleblowing Procedure

- Italian Legislative Decree 10 March 2023 no. 24 -

REVISION INDEX

Version	Date	Approval	Short description of the revision
First edition	06.02.2024	BoD	First review of Whistleblowing Procedure
2	15.05.2024	BoD	Approval and issuance of Whistleblowing Procedure
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GLOSSARY

For the purposes of this Procedure, following terms and concepts are defined:

Work context: the work or professional activities, present or past, carried out by Company personnel or by third parties within the framework of legal relationships established with the Company;

Public disclosure: making information on violations publicly available through the press or electronic media or, in any case, through means of dissemination capable of reaching a large number of people. Pursuant to article 15, paragraph 1 of Italian Legislative Decree no 24/2023, the Whistleblower may make a public disclosure if one of the following conditions is met: (i) he/she has already made a Report, either internally or externally, or has directly made an external Report and has not received a reply within the prescribed terms as to the measures envisaged or adopted to follow up on the Report; (ii) he/she has reasonable grounds to believe that the breach may constitute an imminent or evident danger to the public interest; (iii) he/she has reasonable grounds to believe that the external Report may involve the risk of retaliation or may not be followed up effectively due to the specific circumstances of the case in question, such as those in which evidence may be concealed or destroyed or in which there is a well-founded fear that the person who received the Report may be in collusion with the author of the violation or involved in the violation itself;

Facilitator: the natural person who assists the Whistleblower in the Whistleblowing process and who works in the same work environment and whose assistance must be kept confidential;

Information on the breaches: information, adequately substantiated, including well-founded suspicions concerning breaches resulting from conduct, acts or omissions committed or likely to be committed, as well as elements concerning conduct, including omissions, aimed at concealing such breaches. This also includes information on breaches acquired in the context of a legal relationship that has not yet commenced or has meanwhile ended, if such information was acquired in the work context, including the probationary period, or in the selection and precontractual phases;

Organizational Model 231: the organization, management and control model adopted by the Company, pursuant to Italian Legislative Decree No 231/2001;

Supervisory Board: the Supervisory Board, appointed pursuant to article 6, item 1, letter b) of Italian Legislative Decree No 231/2001, endowed with autonomous powers of initiative and control, which has the task of supervising the operation of and compliance with the 231 Organizational Model and ensuring that it is updated;

Involved Person: the natural or legal person mentioned in the Report made through the internal or external channel, judicial complaint or public disclosure, as the person to whom the violation is attributed or otherwise referable;

Personnel: those who are linked to the Company by an employment relationship, a temporary work assignment or an occasional collaboration, as well as top management and members of corporate bodies and supervisory board;

Whistleblower: the person who submits a report via an internal or external reporting channel, judicial complaint, public disclosure;

Whistleblowing: communication, in written or oral form, of information related to personnel and/or third parties concerning violations of laws and regulations, the Code of Ethics, the Organizational Model 231, as well as the system of rules and procedures in force;

Anonymous whistleblowing: a report in which the identity of the whistleblower is neither made explicit nor unambiguously identifiable;

Circumstantiated whistleblowing: a report in which the information/assertions are characterized by a degree of detail sufficient, at least abstractly, to reveal precise and matching circumstances and facts related to specific contexts, as well as to allow to identify elements useful for the purposes of verifying the validity of the report itself (for example, elements that make it possible to identify the person who has carried out the reported facts, the context, place and time period of the reported circumstances, value, causes and purpose of the conduct, anomalies related to the internal control system, supporting documentation, etc.). In the context of circumstantiated whistleblowing, information/assertions are to be considered : i) "verifiable", if on the basis of the of report contents it is actually possible to carry out verifications within the company on the validity of the report itself, within the limits of company activities and applying the tools available to *Auditing* activity; ii) "not verifiable", if applying the available analysis tools it is not possible to carry out verifications on the validity of the report. Verifications on circumstances and assessments that can be traced back to intentional and/or subjective elements are affected by the limits inherent to *Auditing* activity and to the related available instruments;

External whistleblowing: the communication, written or oral, of information on violations made by the whistleblower through the external reporting channel activated by the National Anticorruption Authority (ANAC). Pursuant to article 6, paragraph 1 of Italian Legislative Decree no 24/2023, the whistleblower may make an external Report if one of the following conditions is met: (i) the activation of the internal reporting channel is not mandatory within his/her work context, or this channel, even if mandatory, is not active or, even if activated, is not compliant; (ii) he/she has already made an internal report and the same has not been followed up ; (iii) he/she has well founded reasons to believe that, if he/she made an internal report, the same would not be effectively followed up or would lead to retaliatory conduct ; (iv) he/she has well founded reasons to believe that the violation may constitute an imminent or evident danger to the public interest;

Internal whistleblowing: the communication, written or oral, of information on violations made by the reporter through the internal channel;

Reports concerning major misconduct:

- i) Report concerning Company's top management, members of corporate bodies or Supervisory Board;
- ii) Report based on which, even on a preliminary analysis, serious violations to Organizational Model 231 can be presumed, such as to expose the company to the risk of criminal administrative liability pursuant to Italian Legislative Decree no 231/2021;
- iii) Reports on corporate operational anomalies and/or fraud and/or abuse for which, based on the outcome of preliminary verifications, a significant qualitative or quantitative impact on the Company's financial statements can be expected (in terms of accounting matters, statutory accounts auditing, internal controls on financial reporting). The impact is to be considered as 'significant' in qualitative terms if the operational anomalies and/or fraud and/or abuse can influence the economic and investment decisions of potential recipients of financial information. The significance of the impact under the quantitative aspect is assessed by the Supervisory Board;

Third parties: natural or legal persons, other than Personnel, having, in various capacities, labor, collaboration or business relations with the Company, including - but not limited to - customers, partners, suppliers (also as contractors/subcontractors), self-employed workers or holders of collaboration relationship, freelancers, consultants, agents and intermediaries, volunteers and trainees (paid or unpaid), or anyone who is a legitimate bearer of interest in the Company's business.

1. FOREWORD

With this procedure, the Company aims at defining the process of submission, reception and management of Reports (so called Whistleblowing) concerning information, adequately substantiated, referring to Personnel and/or Third Parties and relating to violations of laws and regulations, of the Code of Ethics, of the Organization, Management and Control Model 231/01, as well as of the system of internal rules and procedures in force.

The procedure complies with the characteristics and requirements dictated by Italian Legislative Decree No 24 dated 10 March 2023, published in the Italian Official Gazette on 15 March 2023, which implements Directive (EU) 2019/1937 concerning *"the protection of persons who report breaches of Union law (so called Whistleblowing)"*.

For what is not expressly indicated in this Procedure, reference should be made to the provisions of the aforementioned Legislative Decree, which envisages:

- 1.1 a protection regime for specific categories of individuals who report information, acquired in their work context, concerning violations of national or European Union regulations that harm the public interest or the integrity of the institution;
- 1.2 protective measures, including the prohibition of retaliation, to protect the Whistleblower as well as the Facilitators, Whistleblower's colleagues and relatives and the legal entities linked to the Whistleblower;
- 1.3 the adoption of Report submission channels within the institution (one of which is necessarily computer-based) that guarantee, also by means of encryption tools, the protection of the confidentiality of the identity of the Whistleblower, of the identity of the individuals involved and/or in any case mentioned in the Report, of the content of the Report and of the relevant documentation;
- 1.4 in addition to the right to file a complaint with the judicial or accounting authorities, the possibility (where one of the conditions set out in article 6, paragraph 1 of Italian Legislative Decree No 24/2023 is met) of submitting external Reports through the channel managed by the National Anti-Corruption Authority (hereinafter ANAC), as well as of making public disclosures (where one of the conditions set out in article 15, paragraph 1, of Italian Legislative Decree No 24/2023 is met), through the press or electronic media or other means of dissemination capable of reaching a large number of people;
- 1.5 disciplinary measures, as well as administrative fines, imposed by ANAC in the cases foreseen in articles 16 and 21 of Italian Legislative Decree No 24/2023.

2. RECIPIENTS

Recipients of this Procedure are:

- 2.1 heads of departments, members of corporate bodies and of the Company Supervisory Board;
- 2.2 employees, former employees and job applicants, company partners, customers, as well as business partners, suppliers (including contractors/subcontractors), consultants, collaborators in the execution of their work for the Company, who are in possession of information on violations, as they are defined in this Procedure.

Recipients also include natural and legal persons not included in the previous categories but to whom the protective measures set for in this Procedure shall apply.

The provisions of this document also apply to anonymous Reports, provided they are adequately substantiated.

3. PURPOSE

The pursued objective is to describe and regulate the process of reporting violations or irregularities by providing:

- 3.1 to the Whistleblower, clear operational instructions about subject, contents, recipients and methods of submission of the Reports, as well as about the forms of protection provided by the Company, in accordance with the regulatory provisions;
- 3.2 to the Company, guidelines for the reception, analysis and management of the Reports, including the filing and subsequent deletion of both the Reports and the documents related to them, in the manner set out in this document, as well as a regulation of the procedures for ascertaining the validity and grounds of the Reports and, consequently, indicating the appropriate corrective and disciplinary actions to protect the Company.

This procedure applies to all business activities of the company **Novatex Italia S.p.A.** and must be applied faithfully, in agreement with the standards laid down in Company Organizational Model 231 and the requirements set out in anti-corruption laws, as well as in compliance with the legal obligations that may arise from Reports: in particular, with regard to the obligation to report to the Judicial Authorities and with regard to the processing of personal data and the protection of privacy.

Novatex Italia S.p.A. (the Company) guarantees the correct and constant application of this procedure, as well as its greatest internal and external dissemination.

4. REFERENCES

4.1 External normative references

- 4.1.1 Italian Legislative Decree No 231 of 8 June 2001 ('Regulations on the administrative liability of legal entities, companies and associations, including those without legal personality, pursuant to article 11 of Italian Law No 300 of 29 September 2000');
- 4.1.2 Regulation (EU) No 2016/679 ('General Data Protection Regulation - GDPR');
- 4.1.3 Italian Legislative Decree No 196 of 30 June 2003 ("Personal Data Protection Code") as amended and supplemented, among which Italian Legislative Decree No 101 of 10 August 2018, as well as related legislative provisions;
- 4.1.4 Directive (EU) No 2019/1937 concerning the protection of persons who report breaches of Union law (so-called *Whistleblowing*);
- 4.1.5 Italian Legislative Decree No 24 of 10 March 2023, published in the Italian Official Gazette on 15 March 2023, implementing Directive (EU) No 2019/1937.

4.2 Internal regulatory references

- 4.2.1 Organizational Model 231;
- 4.2.2 Code of Ethics;
- 4.2.3 Definition and formalization of Policies, Procedures and Operating Instructions.

5. SCOPE OF THE PROCEDURE: SUBJECT OF THE REPORTS

Reports should concern conduct or suspected misconduct that does not comply with the Model, the Code of Ethics and the Company's internal procedures, as well as violations of national and European Union laws, which one becomes aware of in the occasion of and/or because of executing own work duties or by reason of the employment/collaboration relationship. Only reports that concern facts directly found by the whistleblower are considered, not those based on rumors; furthermore, reports must not concern complaints of a personal nature. The whistleblower must not use this instrument for purely personal purposes, for claims or retaliation, which fall, if anything, within the more general regulation of the employment/collaboration relationship or of the relationship with the hierarchical superior or with colleagues, for which reference should be made to the procedures falling within the competence of the corporate structures.

Since there is no exhaustive list of offences or irregularities that can be reported, reports of conduct, offences or irregularities to the detriment of the company are also to be considered relevant.

By way of example, the report may concern actions or omissions, either committed or attempted, that are:

- 5.1 criminally relevant;
- 5.2 carried out in violation of the Model, the Code of Ethics, the principles of internal control and other internal procedures or company provisions liable to disciplinary action;
- 5.3 likely to cause damage to the Company's assets or image;
- 5.4 likely to cause harm to the health or safety of employees, citizens or users, or harm the environment;
- 5.5 likely to cause harm to employees, users or other individuals carrying out their activities in the company;
- 5.6 reports of offences related to EU law, such as tax fraud, money laundering or offences in the areas of public procurement, product and road safety, environmental protection, public health and consumer and data protection.

Reports concerning the following matters are excluded from the scope of application of the Procedure:

- 5.7 disputes, claims or requests linked to personal interest of the Whistleblower, which relate exclusively to the discipline of the employment relationship or to relations with hierarchically superior figures, unless they are connected with or can be referred to the violation of rules or internal rules/procedures;
- 5.8 national security breaches, as well as contracts relating to defense or national security aspects, unless these aspects are covered by secondary EU law;
- 5.9 violations mandatorily ruled by European Union or national acts, as set out in article 1, paragraph 2, letter b) of Italian Legislative Decree No 24/2023 (concerning financial services, products and markets and the prevention of money laundering and terrorist financing, transport safety and environmental protection);
- 5.10 facts or circumstances falling within the application of national or European Union provisions on classified information, forensic or medical secrecy and secrecy of the deliberations of judicial bodies, or falling within the application of national provisions on criminal procedure, the autonomy and independence of the judiciary, the provisions on the functions and powers of the Superior Council of the Magistracy in matters of national defense and public order and security, as well as in matters dealing with the exercise and protection of the right of workers to consult their representatives or trade unions, of protection against unlawful conduct or acts carried out as a result of such consultations, of the autonomy of the social partners and their right to enter into collective agreements, and of the suppression of anti-union conduct;

5.11 requests for the exercise of personal data protection rights (so-called privacy rights), pursuant to Regulation (EU) No. 2016/679 (General Data Protection Regulation - GDPR) and Italian Legislative Decree No 196 of 30 June 2003 (Personal Data Protection Code) and Italian Legislative Decree No 101 of 10 August 2018, as amended and supplemented, for which one should refer to company contact details for Privacy matters. If such circumstances are also relevant under the 231 Organizational Model, they must be reported, as provided for in this Procedure.

Reports falling within the above-mentioned types will be forwarded to the competent corporate structures by the Supervisory Board, which will in any case monitor their outcome in order to detect any weaknesses in the internal control and risk management system or impact on sensitive 231 processes.

6. CONTENT OF THE REPORT

6.1 Reports must be circumstantiated and based on accurate and concordant elements, they must concern facts that are verifiable and known directly to the whistleblower, and they must contain all the information necessary to unequivocally identify the perpetrators of unlawful conduct. The whistleblower is therefore required to indicate all the elements needed to ascertain the validity of the reported facts, to allow the Supervisory Board to carry out appropriate verification to ascertain what is being reported.

A prerequisite for the acceptance of non-anonymous reports is the presence of elements allowing, precisely, to verify the identity of the whistleblower. In particular, the report must indicatively contain:

- 6.1.1 personal details of the individual submitting the report, with an indication of his/her professional qualification or position;
- 6.1.2 a clear and complete description of the facts that are mentioned in the report and the manner in which they became known;
- 6.1.3 date and location where the event occurred;
- 6.1.4 name and role (job title, professional position or department in which his/her activity is carried out) that allow to identify the person who perpetrated the reported facts;
- 6.1.5 name and role of any other person who may provide additional information on the reported facts;
- 6.1.6 reference to any documents that may confirm the accuracy of the reported facts;
- 6.1.7 any other information which may provide useful information about the existence of the reported facts.

6.2 Anonymous reporting

Anonymous reports shall only be accepted if they are adequately substantiated and capable of revealing specific facts and situations. They will only be considered if they do not appear irrelevant, groundless or unsubstantiated. The requirement of truthfulness of the reported facts or situations remains valid, for the protection of the reported person.

7. PROCESS DESCRIPTION AND RESPONSIBILITIES

7.1 Recipient of the Report

With regards to reports concerning the Company, the owner of the management process is the Supervisory Board, without prejudice to the responsibilities and prerogatives of the Board of Statutory Auditors on reports addressed to it, including reports pursuant to article 2408 of Italian Civil Code.

The Supervisory Board, therefore, collects, assesses and analyses, to the extent of own competence, spontaneous reports that are transmitted through below indicated channels, which are alternative to each other.

In order to follow up on the reports, the Supervisory Board avails itself of the support of relevant corporate functions.

The Supervisory Board, supported by the heads of functions that are deemed competent, also carries out the investigations requested by ANAC into external Reports or Public Disclosures concerning the Company.

7.2 Submission of the Report

Recipients of this Procedure who become aware of information about violations are required to issue a Report through the internal reporting channels described here below.

Anyone who receives a Report, in any form (oral or written), must promptly, and in any case within 7 (seven) days of receipt, forward it to the Supervisory Board, through the internal reporting channels described below, while simultaneously informing the Reporting Party (if known) about the forwarding. He/she is also bound to forward the original of the Report, including any supporting documentation, as well as the evidence of the communication to the Whistleblower about the forwarding of the Report. He/she may not retain a copy of the original and must delete any copies in digital format, refraining from undertaking any autonomous initiative of analysis and/or investigation. The same is bound to the confidentiality of the identity of the Whistleblower, of the Persons involved and/or in any case mentioned in the Report, of the content of the Report and of the relevant documentation.

Failure to communicate a received Report as well as breach of confidentiality obligations constitute a breach of the Procedure and may lead to disciplinary measures.

To duly follow up on internal Reports, the Company has set up its own **computerized portal**, accessible from the "Whistleblowing" page on its website.

The portal is accessible on the Company's website at the following address:

<https://novatexitalia.it/whistleblowing>

where it will be possible to consult the privacy policy,

or directly by accessing the following link:

<https://novatexitalia.segnalazioni.biz>

The portal allows to transmit, also anonymously, either one's own Report or a Report received from a third party, after having read the 'Privacy Policy'.

The portal **replaces** the previous reporting channel associated with email address Organismo.Vigilanza@novatexitalia.it, which remains active and manned for other purposes of communication with the Supervisory Board.

Reports can be submitted by **ordinary or registered letter**, addressed to the Supervisory Body, at the company's registered office in Via Per Dolzago 37 - 23848 Oggiono (LC). The report must be placed in a second sealed envelope (inside the envelope to be sent by post), bearing on the outside the words "Whistleblowing Report: to the kind attention of the Supervisory Body".

Finally, the whistleblower may ask to submit an **oral report** to the Head of Human Resources, by means of an in-person meeting that can be booked also by telephone on 0341.267624. In this case, subject to Whistleblower's consent, the meeting is documented either by recording it on a device suitable for recording and reproduction or by written minutes, which the Whistleblower can verify, rectify and confirm by signing.

Any Reports addressed to the Board of Statutory Auditors, including complaints pursuant to article 2408 of Italian Civil Code, received by the Supervisory Board, shall be promptly forwarded to the Board of Statutory Auditors. This is without prejudice to the Supervisory Board's right to carry out independent investigations into relevant facts and circumstances as per the 231 Organizational Model.

Similarly, the Board of Statutory Auditors shall promptly, and in any case within 7 (seven) days of its receipt, forward to the Supervisory Board any Reports received by the aforesaid corporate body but addressed to and/or falling within the competence of the Supervisory Board pursuant to the Organizational Model 231, simultaneously notifying the Reporting Party about the forwarding.

7.3 Filing of the Report

All Reports, regardless of how they are received, are filed in the Portal, which constitutes the database collecting the essential data of the Reports and their management (tracked by workflow) and ensures the archiving of all attached documentation, as well as that produced or acquired in the course of analysis activities.

Consultation of the information stored in the Portal is restricted to the Supervisory Board, which is enabled to do so by specific system access functional profiles, traced through logs.

7.4 Classification and preliminary analysis of the Report

The Supervisory Board analyses and classifies the Reports, in order to identify those potentially falling within the scope of this Procedure.

With regards to those activities, it provides via the Portal to the Whistleblower:

- 7.4.1 within 7 (seven) days from the date of receipt of the Report a reception confirmation;
- 7.4.2 within 3 (three) months from the date of receipt of the Report or, in the absence of such notice, within 3 (three) months from the expiry of the 7 (seven) days from the submission of the Report, a reply with information on the action taken or intended to be taken on the Report, specifying whether or not the Report falls within the scope of Italian Legislative Decree No 24/2023.

The Surveillance Body preliminarily assesses, also by means of any documentary analysis, the existence of the necessary prerequisites for the commencement of the subsequent investigative phase, giving priority to properly substantiated Reports.

For the Reports falling within its competence, the Supervisory Board, on the basis of the documents and also in consideration of the results of the preliminary analyses carried out, evaluates:

- 7.4.3 the commencement of the subsequent investigation phase;
- 7.4.4 in the case of 'Reports on significant events', the timely reporting to the Board of Statutory Auditors, for its autonomous evaluations;
- 7.4.5 the closure of reports, as:
 - 7.4.5.1 generic or inadequately substantiated;
 - 7.4.5.2 manifestly unfounded;
 - 7.4.5.3 referring to facts and/or circumstances that were the subject of specific investigative activities that had already been concluded in the past, when no new information emerges from carried-out preliminary verifications that would make further in-depth investigations necessary;

7.4.5.4 “substantiated and verifiable”, for which, in light of the results of carried-out preliminary verifications, no elements emerged that would support the commencement of the subsequent investigation phase;

7.4.5.5 "substantiated and not verifiable", for which, in light of the results of the carried-out preliminary verifications, it does not appear possible, with the available analysis tools, to carry out further investigations to assess Report validity.

In order to acquire information, the Supervisory Board is entitled to:

7.4.6 request other corporate functions deemed competent to activate audits on the reported facts, without prejudice to the information flows in force;

7.4.7 carry out, even directly, in compliance with any specific applicable legislation, in-depth investigations by, for instance, formally summoning and hearing the Whistleblower, the Reported person and/or Persons involved in the Report and/or in any case informed about the facts, as well as requesting the above-mentioned persons to produce information reports and/or documents;

7.4.8 make use of external experts or appraisers if deemed appropriate.

If the Report concerns one or more members of the Board of Directors, the Board of Statutory Auditors or the Supervisory Board, the Chairman of the Supervisory Board informs the Chairmen of the Board of Directors and of the Board of Statutory Auditors for joint management.

If the Report involves one of the three Presidents, he is replaced by most senior member of the corporate body/Supervisory Board. If the Report involves the entire corporate body/Supervisory Board, the investigation will be handled by the chairmen of the other two corporate bodies/Supervisory Board.

In the aforementioned hypotheses, the results of the investigations are described in a closing note jointly signed by the Presidents who had together handled the Report.

7.5 Execution of the investigation

The investigation phase of the Report aims at:

7.5.1 performing, within the limits of the tools available to the *Audit* Function, specific investigations and analyses to verify the reasonable grounds of the reported factual circumstances;

7.5.2 reconstructing the applied management and decision-making processes, on the basis of the documentation and evidence made available;

7.5.3 providing any indications regarding the adoption of the necessary remedial actions with the purpose of correcting possible control deficiencies, anomalies or irregularities detected in the examined areas and business processes.

The perimeter of the analysis of the preliminary investigation does not include, except to the extent of manifest unreasonableness, the assessments of merit or opportunity, discretionary or technical-discretionary, of the decision-making and management aspects from time to time made by the involved corporate structures/positions, insofar as they are the exclusive competence of the latter.

During its in-depth investigations, *Audit* Function may request the Whistleblower to provide additional information or clarifications. Moreover, where deemed useful for the in-depth investigations, it may obtain information from the Persons involved in the Report, who are also entitled to ask to be heard or to file written comments or documents. In such cases, also to guarantee the right of defense, the Involved Person is informed of the existence of the Report, while guaranteeing the confidentiality of the identity of the Whistleblower and of the other Persons involved and/or mentioned in the Report.

The *Audit* Function is in charge of carrying out the preliminary investigation also by acquiring the necessary information from the company structures concerned, involving the competent corporate Functions and availing itself, if deemed appropriate, of experts external to the Company.

The preliminary investigation activities are carried out by resorting, by way of example, to: i) corporate data/documents useful for the purposes of the preliminary investigation (e.g. extracts from corporate systems and/or other specific systems used); ii) external databases (e.g. info providers/databases on corporate information); iii) open sources; iv) documentary evidence acquired from corporate structures; v) where appropriate, statements made by the concerned persons or acquired during verbalized interviews.

7.6 Reporting

At the completion of each investigative activity carried out by other corporate functions, the outcome is communicated to the Supervisory Board.

The results of the investigations are summarized in a report or, in the case of Reports 'relating to relevant facts' and/or based on complex analyses, in an investigation note, which contains:

- 7.6.1 a judgement if the reported facts are reasonably grounded/ungrounded;
- 7.6.2 the outcome of carried-out activities and the results of any previous investigative activities performed on the same reported facts/subjects or on facts similar to those covered by the Report;
- 7.6.3 any indications regarding necessary corrective actions on the examined areas and business processes, adopted by competent *management*, which is informed of the results of the analyses.

At the end of the investigative activity, the Supervisory Board shall decide on the closure of the Report, highlighting any breach of rules/procedures, without prejudice to the exclusive prerogatives and competences of the HR Function as far as the exercise of disciplinary action is concerned.

Moreover, if the outcome of the investigation reveals:

- 7.6.4 possible cases of criminal relevance or civil liability, the Supervisory Board may order that the findings be communicated to the competent management or corporate function, for their own evaluations;
- 7.6.5 hypothesis of non-compliance with rules/procedures or facts possibly relevant from a disciplinary or labor law point of view, the Supervisory Board shall communicate the findings to the HR Department, for the evaluations of its own competence, which shall inform the Supervisory Board about the determinations made.

Reports that are closed because they are clearly unfounded, if not anonymous, are forwarded to the HR Department so that it may assess with the other competent corporate structures whether the Report was made for the sole purpose of damaging the reputation of or otherwise prejudicing the reported person and/or company, to take any appropriate action against the Whistleblower.

The Supervisory Board may order the communication of the details of carried-out investigations or the transmission of the investigation notes issued at Report closing.

7.7 Corrective Actions: Monitoring

If the analyses on examined areas and business processes reveal the need to formulate recommendations for the adoption of appropriate remedial actions, it is the responsibility of the *management* of the areas/processes subject to verification to define a plan of corrective actions for the removal of detected criticalities and to ensure their implementation within the defined timeframe, notifying the Administrative Body which monitors actions implementation status.

The Supervisory Board monitors the progress of corrective actions through the information periodically provided by competent corporate functions.

7.8 Processing of personal data and storage of documentation

All processing of personal data, including in the context of the Portal, is carried out in compliance with the confidentiality obligations set out in article 12 of Italian Legislative Decree No 24/2023 and in accordance with the personal data protection regulations set out in Regulation (EU) 2016/679 (General Data Protection Regulation - GDPR), Italian Legislative Decree No 196 of 30 June 2003 and subsequent amendments and additions.

Personal data protection is ensured not only for the Whistleblower (for non-anonymous reports), but also for the Facilitator and the Person involved or mentioned in the report.

Information on the processing of personal data is provided to possible interested parties through publication on the dedicated portal.

In compliance with Art. 13, paragraph 6 of Italian Legislative Decree No 24/2023, a *Privacy Impact Assessment* (PIA) was carried out, drawn up pursuant to Art. 35 of Regulation (EU) 2016/679 (General Data Protection Regulation - GDPR), in order to identify the technical and organizational measures necessary to reduce the risk to the rights of data subjects, including the security measures necessary to prevent unauthorized or unlawful processing.

In order to ensure the management and traceability of the Reports and of the ensuing activities, it is guaranteed, by means of the Portal, the storage of all related supporting documentation for the time strictly necessary for their definition, and in any case for no longer than 5 (five) years, starting from the date of communication of the final outcome of the Report to the Surveillance Body.

Personal data that are clearly not useful for processing a specific alert are not collected or, if accidentally collected, are promptly deleted.

Originals of reports received in paper form are stored in a secure environment.

7.9 Periodic checks

With semi-annual periodicity, a completeness check is carried out by the Supervisory Board, in order to ascertain that all received Reports have been processed, duly forwarded to relevant addressees and reported in accordance with this Procedure.

8. GUARANTEES AND SAFEGUARDS

8.1 Protecting the identity of the Whistleblower: obligation of confidentiality

It is the duty of the Supervisory Board to guarantee the confidentiality of the whistleblower from the moment the report is taken in charge, even if the report subsequently proves to be erroneous or unfounded.

Failure to do so constitutes a breach of the procedure and, consequently, of the Company's MOGC 231.

Reports may not be used beyond what is necessary to adequately follow them up.

Without prejudice to legal obligations, the identity of the Whistleblower and any other information from which such identity may be inferred, directly or indirectly, may not be disclosed, without the Whistleblower's express consent, to persons other than those responsible for receiving or following up the Reports, expressly authorized to process such data pursuant to articles 29 and 32, paragraph 4, of Regulation (EU) 2016/679

(General Data Protection Regulation - GDPR) and article 2 -quaterdecies of Italian Legislative Decree No 196 of 30 June 2003 (Personal Data Protection Code).

In particular, the identity of the Whistleblower and any other information from which that identity may be inferred, directly or indirectly, may only be disclosed:

8.1.1 with consent expressed by the same;

8.1.2 within the framework of disciplinary proceedings, if the charge is based, in whole or in part, on the Report and knowledge of the identity of the Whistleblower is indispensable for the accused person's defense, as requested by the latter and motivated in writing. In such circumstances, it is up to the head of the corporate function in charge of disciplinary proceedings to assess the request of the concerned person and whether the condition of absolute indispensability of the knowledge of the name of the Whistleblower for the purposes of the defense is met. If the head of the function considers the request to be well-founded, he/she shall submit a motivated request to the Supervisory Board, containing a clear and precise statement of the reasons why disclosure of the identity of the Whistleblower is needed;

8.1.3 within the framework of the proceedings based on internal or external Reports, when the disclosure of the identity of the Whistleblower or of any other information from which that identity may be inferred, directly or indirectly, is also indispensable for the defense of the Person concerned.

To this end, in such cases, prior written notice shall be given to the Whistleblower about the reasons for disclosing the confidential data.

The personnel involved in the handling of Reports are bound to the confidentiality of the identity of the Whistleblower, of the Persons involved and/or in any case mentioned in the Report, of the content of the Report and of the relevant documentation.

Confidentiality is also guaranteed to whistleblowers before the commencement or after the termination of employment, or during the probationary period, if such information was acquired in the context of employment or in the selection or pre-contractual phase.

Confidentiality shall also be guaranteed on the identity of the Persons involved and/or mentioned in the Report, as well as on the identity and assistance provided by the Facilitators, with the same guarantees as those provided for the Whistleblower.

Breach of confidentiality obligation, subject to the exceptions mentioned above, may lead to the imposition by ANAC of administrative fines against the involved person, as well as to the adoption of disciplinary measures by the Company, in line with the provisions of the Disciplinary System included in Organizational Model 231.

8.2 Protection measures: prohibition of retaliation

Retaliation against the Whistleblower is forbidden, understood as any conduct, act or omission, even if only attempted or threatened, put in place by reason of the internal or external whistleblowing/public disclosure/report, which causes or may cause, directly or indirectly, unjust damage to the Whistleblower.

Protection is also granted to the anonymous Whistleblower, who believes he or she has suffered retaliation and has subsequently been identified.

The protective measures are applicable within the limits and under the conditions laid down in Chapter III of Italian Legislative Decree No 24/2023 and are also extended to:

- 8.2.1 Whistleblowers categories that do not fall within the objective and/or subjective scope provided for by Legislative Decree No 24/2023;
- 8.2.2 the Facilitators, the persons in the same work environment as the Whistleblower who are linked to the Whistleblower by a stable emotional or family relationship up to the fourth degree, the Whistleblower's colleagues who work in the same work environment and who have a habitual and ongoing relationship with the Whistleblower;
- 8.2.3 entities owned by the Whistleblower or for which the Whistleblower works, as well as entities operating in the same work environment as the Whistleblower.

Anyone who believes that he/she has suffered retaliation on account of the Report may report this to ANAC.

Any retaliatory acts taken because of the Whistleblowing are null and void, and individuals dismissed as a result of the Whistleblowing have the right to be reinstated in their jobs in accordance with the rules applicable to the worker.

Without prejudice to the exclusive competence of ANAC with regard to the possible application of administrative sanctions set out in article 21 of Italian Legislative Decree No 24/2023, reference is made to the specific rules set out here, as well as to the rules contained in the 231 Organizational Model (Disciplinary System) for any consequences at disciplinary level.

8.3 External reports (addressed to ANAC)

External reporting is the communication, written or oral, about information on violations filed by the Whistleblower through the external reporting channel activated by the Italian National Anticorruption Authority (ANAC).

Pursuant to article 6, paragraph 1 of Italian Legislative Decree No 24/2023, the Whistleblower may make an external report if one of the following conditions is met:

- 8.3.1 the compulsory activation of an internal reporting channel is not foreseen within his/her working context, or that channel, even if compulsory, is not active or, even if activated, is not compliant;
- 8.3.2 the Whistleblower has already filed an internal report and it has not been followed up;
- 8.3.3 the Whistleblower has reasonable grounds to believe that, if he/she made an internal report, it would not be effectively followed up or would lead to retaliatory conduct;
- 8.3.4 the Whistleblower has well-founded reasons to believe that the infringement may constitute an imminent or obvious danger to the public interest.

Excluding the first hypothesis (since, as described in this procedure, the Company's internal reporting channel has been duly activated), should one of the other hypotheses occur, the report must be made using the procedures best described in the Guidelines contained in Resolution No. 311 published by ANAC (Italian National Anti-Corruption Authority) on 12 July 2023, which can be consulted at the following link:

<https://www.anticorruzione.it/-/del.311.2023.linee.guida.whistleblowing>

Following the instructions provided by ANAC, Whistleblower may report an offence of general interest in his or her work context, through the IT platform accessible at the following link:

<https://servizi.anticorruzione.it/segnalazioni/#!/#%2F>

9. SANCTIONING APPARATUS

Pursuant to Italian Law No. 179/2017 and subsequent amendments and additions, the Company prohibits any act of retaliation or discrimination against the whistleblower for reasons directly or indirectly related to the report, and intends to prosecute in accordance with the law and with the disciplinary sanctions set forth in the Organizational Model:

- 9.1 anyone who violates Whistleblower protection measures by taking discriminatory measures;
- 9.2 anyone who, in bad faith, willfully or with gross negligence, files reports that later are proven to be unfounded.

The adoption of discriminatory measures against the persons filing the reports referred to in this procedure may also be reported to the National Labor Inspectorate (now the Territorial Labor Directorate), for the measures falling within its competence, by the whistleblower and by the trade union organization indicated by him/her.

Any forms of abuse of this procedure, such as reports found to be ungrounded, made with malice or gross negligence, or those that are clearly opportunistic and/or filed with the sole purpose of harming the reported person or other subjects, and any other case of improper use or intentional exploitation of this provision, shall be a source of liability in disciplinary and other competent forums.

Disciplinary sanctions shall be proportionate to the extent and seriousness of the unlawful conduct ascertained and may also lead to the termination of the employment, in compliance with applicable law provisions and CCNL regulations, as well as with further provisions set out in the disciplinary system of this Model.

All established violations of the measures to protect the whistleblower are similarly sanctioned.

Article 21 of Italian Legislative Decree No 24/2023 also provides for an additional sanctioning framework for the possible civil, labor, administrative or criminal consequences that the persons responsible for the ascertained violations may incur, introducing sanctions ranging from €10,000 to €50,000, the application of which is delegated to ANAC, both in the case of retaliation and when the report has been hindered or attempted to be hindered or the confidentiality obligations provided for in article 12 have been breached. ANAC may also impose sanctions of the same amount when it ascertains that reporting channels have not been set up, that procedures for making and handling reports have not been adopted, or that the adoption of such procedures does not comply with the law, as well as when it ascertains that the verification and analysis of the reports received has not been carried out.

Fines ranging between EUR 500 and EUR 2.500, on the other hand, are foreseen for whistleblowers who incur the offences of defamation or slander, or in any case for the same offences committed when filing a report to the judicial or accounting authorities.