

Registered office and operational headquarters: Via Leonardo da Vinci no. 5, 27036 Mortara (PV)

Tax Code 01669490037 - VAT no. 01842120188

Tel. + 39 0384 295237 E-mail: sipol@sipol.com

 <https://www.sipol.com>

Whistleblowing procedure

- pursuant to Italian Legislative Decree no. 24 of 10 March 2023 -

REVISION INDEX

Ver.	Date	Approval	Brief description of the revision
<i>First edition</i>	15/12/2023	AD	First Adoption of Whistleblowing Procedure
2	11/04/2024	AD	Added "Training and Information"
3			

Summary

GLOSSARY	3
1. INTRODUCTION	5
2. RECIPIENTS	5
3. PURPOSE	6
4. REFERENCES	6
4.1 External regulatory references	6
4.2 Internal regulatory references	6
5. SCOPE OF THE PROCEDURE: THE SUBJECT OF THE REPORTS	6
6. CONTENT OF THE REPORT	8
6.1 Anonymous reports	8
7. PROCESS DESCRIPTION AND RESPONSIBILITIES	8
7.1 Recipient of the Report	8
7.2 Sending of the Report	9
7.3 Recording of the Report	10
7.4 Classification and preliminary analysis of the Report	10
7.5 Execution of the preliminary investigation	11
7.6 Reporting	12
7.7 Corrective actions: monitoring	12
7.8 Processing of personal data and retention of documentation	13
7.9 Periodic checks	13
8. WARRANTIES AND PROTECTIONS	13
8.1 Protection of the Whistleblower's identity; obligation of confidentiality	13
8.2 Protective measures: prohibition of retaliation	14
8.3 External reports (addressed to ANAC)	15
9. SANCTIONING SYSTEM	16
10. TRAINING AND INFORMATION	16

GLOSSARY

For the purposes of this Procedure the following definitions are provided:

- **Work context:** the work or professional activities, present or past, performed by the Company's Personnel or by the Third Party in the context of the legal relationships established by them with the Company;
- **Public disclosure:** placing in the public domain information about breaches through the press or electronic means or in any case through means of dissemination capable of reaching a wide audience. Pursuant to art. 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) they have already made an internal or external Report, or have directly made an external Report and no response has been given within the envisaged times regarding the measures planned or adopted to follow up on the Reports; ii) they have founded reason to believe that the breach may constitute an imminent or obvious danger to the public interest; iii) they have founded reason to believe that the external Report may involve the risk of retaliation or may not have effective follow-up due to the specific circumstances of the relevant case, 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 perpetrator of the breach or involved in the breach itself;
- **Facilitator:** the natural person who assists the Whistleblower in the Whistleblowing process, who operates in the same work context and whose assistance must be kept confidential;
- **Information on breaches:** information, adequately substantiated, including well-founded suspicions, concerning breaches resulting from conduct, acts or omissions committed or which, on the basis of concrete elements, could be committed as well as elements concerning conduct, even omissions, aimed at concealing such breaches. Information on breaches acquired in the context of a legal relationship not yet started or in the meantime terminated, if such information has been acquired in the context of the work context, including the probationary period, or in the selective or pre-contractual phase;
- **Organisational Model 231:** the organisation, management and control model adopted by the Company pursuant to Italian Legislative Decree no. 231/2001;
- **Supervisory Body:** the Supervisory Body, appointed pursuant to art. 6, point 1, lett. b) of Italian Legislative Decree no. 231/2001, with autonomous powers of initiative and control that has the task of supervising the operation, ensuring compliance with the Organisational Model 231 and updating of the same;
- **Involved person:** the natural or legal person mentioned in the Report made through the internal or external channel, complaint or public disclosure, as the person to whom the breach is attributed or in any case referable;
- **Personnel:** those persons who are linked to the Company by an employment relationship or occasional service as well as the company's senior management and the members of the corporate bodies and of the Supervisory Body;
- **Whistleblower:** the person who makes a Report through the internal or external Whistleblowing channel, Complaint or Public Disclosure;
- **Reporting:** the communication, in writing or verbally, of information relating to Personnel and/or Third Parties on breaches of laws and regulations, the Code of Ethics, the 231 Organisational Model, as well as the system of rules and procedures in force;
- **Anonymous reporting:** Reporting in which the personal details of the Whistleblower are not explicit or uniquely identifiable;

- **Substantiated report:** Reporting in which the information/assertions are characterised by a sufficient degree of detail, at least abstractly, to reveal precise and concordant circumstances and facts related to specific contexts, as well as to allow the identification of useful elements for the purpose of verifying the substantiation of the Report itself (for example, elements that allow identification of the person who put in place the reported facts, the context, place and time period of the reported circumstances, the value, causes and purposes of the conduct, anomalies related to the internal control system, supporting documentation, etc.). Within the scope of the detailed Reports, the following information/assertions are distinguished: i) "verifiable", if based on the contents of the Report it is possible in practice to perform checks within the company on the validity, within the limits of the activities and with the *Audit* analysis tools available; ii) "unverifiable", if based on the analysis tools available, it is not possible to perform checks on the validity of the Report. Checks on circumstances and assessments attributable to intentional and/or subjective elements are affected by the limits of the *Audit* activities and of the related instruments available;
- **External reporting:** the communication, written or verbal, of Information on breaches performed by the Whistleblower through the external reporting channel activated by the National Anti-Corruption Authority (ANAC). Pursuant to art. 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) there is no mandatory activation of the internal reporting channel within their work context, or this, even if mandatory, is not active or, even if activated, it is not compliant; ii) they has already submitted an internal Report and it has not been followed up on; iii) they have well-founded reasons to believe that, if they made an internal Report, it would not be followed up on effectively or it would result in retaliatory conduct; iv) they have founded reason to believe that the breach may constitute an imminent or obvious danger to the public interest;
- **Internal reporting:** the communication, written or verbal, of Information on breaches performed by the Whistleblower through the internal channel;
- **Reporting on relevant facts:**
 - i) Reporting concerning the Company's Senior Management and the members of the Company's corporate bodies and Supervisory Body;
 - ii) Report for which, also from the preliminary analyses, serious breaches of the Organisational Model 231 can be configured, such as to expose the company to the risk of criminal-administrative liability pursuant to Italian Legislative Decree no. 231/2021;
 - iii) Reporting on company operational anomalies and/or illegal and/or fraud and/or abuse for which, at the end of the preliminary checks, the Company can estimate a significant qualitative-quantitative impact on the financial statements (in terms of accounting issues, statutory audit, internal controls on financial reporting). The impact is "significant" from a qualitative point of view if the operational anomalies and/or fraud and/or abuse are able to influence the economic and investment decisions of the potential recipients of the financial information. The significance of the impact under the quantitative aspect is evaluated by the Supervisory Body;
- **Third parties:** natural or legal persons, other than Personnel, who have, in various capacities, employment, collaboration or business relationships with the Company, including - but not limited to - customers, partners, suppliers (including under contract/subcontract), self-employed workers or holders of collaborative relationships, freelancers, consultants, agents and intermediaries, volunteers and trainees (paid or unpaid), or anyone who is a legitimate stakeholder in the Company's business activity.

1. INTRODUCTION

With this procedure, the Company aims to define the process of transmission, receipt and management of Reports (so-called *Whistleblowing*) concerning information, adequately substantiated, referring to Personnel and/or Third Parties relating to breaches of laws and regulations, the Code of Ethics, the 231/01 Organisation, Management and Control Model, as well as the system of internal rules and procedures in force.

The procedure meets the characteristics and requirements dictated by Italian Legislative Decree no. 24 of 10 March 2023, published in the Official Journal on 15.03.2023, which transposes EU Directive 2019/1937 concerning "*the protection of persons who report breaches of Union law (so-called Whistleblowing)*".

For anything not expressly indicated by this Procedure, please refer to the provisions of the aforementioned Italian Legislative Decree, which envisages:

- a **protection system towards specific categories of subjects who report information**, acquired in the workplace, relating to breaches of national or European Union regulatory provisions that harm the public interest or the integrity of the institution;
- **protective measures**, including the prohibition of retaliation, **to protect the Whistleblower** as well as the Whistleblower's Facilitators, colleagues and relatives and the legal entities connected to the Whistleblower;
- the establishment **of reporting channels within the institution** (including one of a computer type) for the transmission of Reports that guarantee, also through the use of encryption tools, protection of the confidentiality of the identity of the Whistleblower, the Person involved and/or in any case mentioned in the Report, the content of the Report and the related documentation;
- in addition to the right to lodge a complaint with the judicial or accounting authority, the **possibility** (if one of the conditions provided for in art. 6, paragraph 1, of Italian Legislative Decree no. 24/2023 is met) to **make external reports through the channel managed by the National Anti-Corruption Authority** (hereinafter ANAC), as well as to **make public disclosures** (if one of the conditions provided for in art. 15, paragraph 1, of Italian Legislative Decree no. 24/2023 is met), through the press or electronic or dissemination means capable of reaching a wide audience;
- disciplinary measures as well as administrative fines imposed by ANAC in the cases provided for by arts. 16 and 21 of Italian Legislative Decree no. 24/2023.

2. RECIPIENTS

The recipients of the Procedure are:

- the department managers, the members of the corporate bodies and the Supervisory Body of the Company;
- employees, former employees and candidates for job positions, partners, customers, as well as partners, suppliers (including under contract/subcontract), consultants, collaborators in the performance of their work activity at the Company, who are in possession of Information on breaches as defined in this Procedure.

The Recipients also include physical and legal entities, not included in the previous categories but to which the protection measures provided for in this Procedure apply.

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

3. PURPOSE

The objective pursued is to describe and regulate the process of reporting breaches involving offences or irregularities, providing:

- to the Whistleblower, clear operational indications about the subject, contents, recipients and methods of transmission of the reports, as well as about the forms of protection that are prepared by the Company, in accordance with the regulatory provisions.
- to the Company, the guidelines for the receipt, analysis and management of Reports, including the filing and subsequent deletion of both the Reports and the documentation related to them, in the manner indicated in this document, as well as a regulation of the methods for ascertaining the validity and substantiation of the reports and, consequently, indicating the appropriate corrective and disciplinary actions to protect the Company.

This procedure applies in the context of all the company activities of Sipol S.p.A. and must be faithfully applied, in accordance with the standards provided for in this Model 231 of the Company and the requirements established by anti-corruption laws as well as in compliance with the legal obligations that may result from the report. In particular, this is relevant in terms of the obligation to report to the Judicial Authority, the processing of personal data and protection of privacy.

SIPOL S.p.A. (the Company) guarantees its correct and constant application, as well as maximum internal and external dissemination.

4. REFERENCES

4.1 External regulatory references

- Italian Legislative Decree no. 231 of 8 June 2001 ("Discipline of the administrative liability of legal persons, companies and associations even without legal personality, pursuant to article 11 of Law no. 300 of 29 September 2000");
- Regulation (EU) no. 2016/679 ("General Data Protection Regulation – GDPR");
- Italian Legislative Decree no. 196 of 30 June 2003 ("Personal Data Protection Code") and subsequent amendments and additions, including Italian Legislative Decree no. 101 of 10 August 2018, as well as the related legislative provisions;
- Directive (EU) 2019/1937 on the protection of persons reporting breaches of Union law (so-called *Whistleblowing*);
- Italian Legislative Decree no. 24 of 10 March 2023, published in the Official Journal on 15.03.2023, transposing Directive (EU) 2019/1937

4.2 Internal regulatory references

- Organisational Model 231;
- Code of Ethics;
- Definition and Formalisation of Policies, Procedures and Operating Instructions;

5. SCOPE OF THE PROCEDURE: THE PURPOSE OF REPORTS

Illegal conduct or suspected conduct must be reported as it does not comply with the Model, the Code of Ethics and with the internal procedures of the Company, as well as breaches of national and European Union law of which there is knowledge on the occasion of and/or due to the performing of work duties or due to the employment/collaboration relationship. The reports taken into consideration are only those concerning facts found directly by the Whistleblower, not based on current items; moreover, the report

must not concern complaints of a personal nature. The Whistleblower must not use the institution for purely personal purposes, for claims or retaliation, which, if anything, fall within the more general discipline of the employment/collaboration relationship or relations with a hierarchical superior or with colleagues, for which it is necessary to refer to the procedures of the company structures.

As there is no exhaustive list of crimes or irregularities that may be subject to reporting, reports referring to conduct, crimes or irregularities to the detriment of the company are also considered relevant.

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

- criminally relevant;
- implemented in breach of the Model, the Code of Ethics, the principles of internal control and other internal procedures or company provisions subject to disciplinary sanctions;
- likely to cause damage to the assets or image of the Company;
- likely to cause damage to the health or safety of employees, citizens or users, or to cause damage to the environment;
- likely to cause harm to employees, users or other persons who perform their activity at the company;
- reports of offences relating to EU law, such as tax fraud, money laundering or offences relating to public procurement, product and road safety, environmental protection, public health and consumer and data protection.

The following are excluded from the scope of application of the Procedure:

- disputes, claims or requests related to a personal interest of the Whistleblower, which relate exclusively to the discipline of the employment relationship or relations with hierarchically superior figures, unless they are related or referable to the breach of rules or internal rules/procedures;
- breaches of national security, as well as of contracts relating to defence or national security aspects, unless such aspects fall within the secondary law of the European Union;
- breaches mandatorily governed by acts of the European Union or by national acts, as indicated in art. 1, para. 2, lett. b), of Italian Legislative Decree no. 24/2023 (on financial services, products and markets and prevention of money laundering and terrorist financing, transport security and environmental protection);
- 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 the courts, or falling within the application of national provisions on criminal procedure, on the autonomy and independence of the judiciary, on the functions and powers of the Superior Council of the Magistracy, on national defence and on public order and security, as well as on the exercise and protection of the right of workers to consult their representatives or trade unions, on protections against unlawful conduct or acts put in place by reason of such consultations, on the autonomy of the social partners and their right to enter into collective agreements, as well as on the repression of anti-union conduct;
- requests for the exercise of rights regarding the protection of personal data (so-called privacy rights), pursuant to Regulation (EU) no. 2016/679 (General Data Protection Regulation - GDPR) and Italian Legislative Decree 30 June 2003 no. 196 (Code regarding the protection of personal data) and Italian Legislative Decree no. 101 of 10 August 2018 and subsequent amendments and additions, for which please refer to the contact details of the Data Protection Officer. If these circumstances are also relevant pursuant to Organisational Model 231, they must be reported, as provided for in this Procedure.
- Reports falling within the afore-mentioned types will be forwarded to the competent company structures by the Supervisory Body, which in any case monitors their results to detect any weaknesses

in the internal control and risk management system or impacts on sensitive 231 processes.

6. CONTENT OF THE REPORT

The reports must be detailed and based on precise and concordant elements, must concern facts that can be found and are known directly by the reporting party, and must contain all the information necessary to uniquely identify the perpetrators of the unlawful conduct. The Whistleblower is therefore required to indicate all the elements useful to ascertain the substantiation of the facts referred to in order to allow the appropriate checks of the Supervisory Body, in response to the subject of the report.

An essential requirement for the acceptance of non-anonymous reports is the presence of elements that in fact allow confirmation of the identity of the Whistleblower. In particular, the report must contain indicatively:

- the personal details of the person making the report, with an indication of the qualification or professional position;
- the clear and complete description of the reported facts and the ways in which they became known;
- the date and place where the event occurred;
- the name and role (qualification, professional position or service in which they perform the activity) that allow identification of the person who has revealed the reported facts;
- the indication of the names and roles of any other persons who may report on the facts subject to reporting;
- an indication of any documents that may confirm the substantiation of the reported facts;
- any other information that may provide useful feedback on the existence of the reported facts.

6.1 Anonymous reports

Anonymous reports are only accepted if they are adequately substantiated and capable of revealing certain facts and situations. They will only be taken into consideration if they do not appear irrelevant, unfounded or unsubstantiated. The requirement of the veracity of the facts or situations reported, for the protection of the defendant, remains unaffected.

7. PROCESS DESCRIPTION AND RESPONSIBILITIES

7.1 Recipient of the Report

For Reports concerning the Company, the *owner* of the management process is the Supervisory Body, without prejudice to the responsibilities and prerogatives of the Board of Statutory Auditors on reports addressed to it, including complaints pursuant to art. 2408 of the Italian Civil Code.

The Supervisory Body therefore collects, evaluates and analyses to the extent of its competence the spontaneous reports that are transmitted through the channels indicated below, alternative to each other.

In order to follow up on the Reports, the Supervisory Body makes use of the support of the competent company functions.

The Supervisory Body, supported by the department managers deemed competent, also performs the in-depth investigations required by ANAC on external reports or public disclosures concerning the Company.

7.2 Sending of the Report

Recipients of this Procedure who become aware of Information on breaches are required to make a Report through the internal reporting channels described below.

Anyone who receives a Report, in any form (verbal or written), must transmit it promptly, and in any case within 7 (seven) days of its receipt, to the Supervisory Body, through the internal reporting channels described below, simultaneously communicating the fact of transmission to the Whistleblower (where known). The receiver must also transmit the original of the Report, including any supporting documentation, as well as evidence of the communication to the Whistleblower of the forwarding of the Report. They may not keep 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 required to keep confidential the identity of the Whistleblower, the Persons involved and/or otherwise mentioned in the Report, the content of the Report and the related documentation.

Failure to communicate a Report received as well as breaching of the obligation of confidentiality constitute a breach of the Procedure and may result in the adoption of disciplinary measures.

In order to diligently follow up on the internal Reports received, the Company has chosen, as an IT reporting channel, the **dedicated e-mail box tool, managed exclusively by the two external components of the Supervisory Body**. This choice, taking into account the maximum autonomy and independence guaranteed by the two external members of the same Supervisory Body (professionals listed in the Professional Registers: a lawyer as President, an engineer as a member), offers the broadest guarantees for the protection of confidentiality and the rights of Whistleblowers, provided for by the Decree.

The Whistleblower can then send the report electronically, by sending an e-mail to the address:

segnalazioni@sipol.com

Please note that on SIPOL's institutional website, at the address:

<https://www.sipol.com/whistleblowing>

this Procedure is published and the information on the processing of personal data is available, therefore information is available on the conditions for making a Report through an internal channel as well as information on channels, procedures and conditions for making External Reports and Public Disclosures.

It is also possible to make **paper-based reports by ordinary mail or registered mail**, addressed to the Supervisory Body, at the registered office of the company: SIPOL S.p.A. - Via Leonardo da Vinci n. 5, 27036 Mortara (PV), or through the **"Reports" box** located in the changing room area of the company's headquarters.

In the case of reporting by post, the report must be inserted in a closed envelope bearing the words *"Whistleblowing Report: For the kind attention of the Chairman of the Supervisory Body"* and inserted in a second envelope stating on the front the address of the recipient of the communication, as indicated above: Supervisory Board of Sipol S.p.A. - Via Leonardo da Vinci n. 5, 27036 Mortara (PV).

The Whistleblower may also make a **verbal Report** through a direct meeting with the member of the Supervisory Body, Mr. Sebastiano Cilia (physically available during ordinary working hours at the Company Headquarters) or with the Chairman of the Supervisory Body, the lawyer Marco Longoni, who can be contacted by telephone at his professional office on 0341.263081 (in case of absence, it is possible to leave a message in the voicemail in order to be subsequently contacted). Subject to the consent of the Whistleblower, the interview is documented by recording on a device suitable for storage and listening or by written report, which the Whistleblower can verify, correct and confirm by signing.

Any Reports addressed to the Board of Statutory Auditors, including complaints pursuant to art. 2408 of the Italian Civil Code, received by the Supervisory Body, shall be promptly transmitted to the Board of Statutory Auditors by the Supervisory Board. The Supervisory Body retains the right to conduct

independent investigations into relevant facts and circumstances pursuant to Organisational Model 231.

Similarly, the Board of Statutory Auditors promptly transmits, and in any case within 7 (seven) days of its receipt, to the Supervisory Body, any Reports received to the afore-mentioned corporate body but addressed and/or within the competence of the Supervisory Body pursuant to Organisational Model 231, giving simultaneous notice of the transmission to the Whistleblower.

7.3 Recording of the Report

All Reports, regardless of the method of receipt, are kept in the appropriate archive kept by the Chairman of the Supervisory Body, in order to guarantee the utmost confidentiality of the information.

The computer archive (e-mail box) is periodically emptied and deleted in order to avoid generating risks for the confidentiality and guarantee of the rights of Whistleblowers.

Consultation of the e-mail box is in any case limited only to the external members of the Supervisory Body, in possession of the relevant credentials and subject to strong authentication requirements.

7.4 Classification and preliminary analysis of the Report

The Supervisory Body analyses and classifies the Reports to define those potentially falling within the scope of this Procedure.

As part of these activities, it provides the Whistleblower through the Portal:

- within 7 (seven) days from the date of receipt of the Report with a notice of receipt of the same;
- within 3 (three) months from the notice of receipt of the Report or, in the absence of such notice, within 3 (three) months from the expiry of the 7 (seven) day period from submission of the same, with a response with information on the follow-up that is given or is intended to be given to the Report, specifying whether or not the Report falls within the scope of Italian Legislative Decree no. 24/2023.

The Supervisory Body preliminarily assesses, also through any documentary analysis, the existence of the necessary conditions for the start of the subsequent preliminary phase, prioritising adequately substantiated Reports.

For Reports within its competence, the Supervisory Body, on a documentary basis and also in consideration of the results of the preliminary analyses performed, evaluates:

- the start of the next phase of investigation;
- for "Reports relating to relevant facts", timely information to the Board of Statutory Auditors, for independent assessments;
- closure of the Reports, as:
 - i) they are generic or not adequately detailed;
 - ii) they are manifestly unfounded;
 - iii) they refer to facts and/or circumstances subject in the past to specific investigative activities already concluded, where the preliminary checks performed do not reveal new information such as to make further investigations necessary;
 - iv) they are "verifiable circumstances", for which, in light of the results of the preliminary checks performed, there are no elements to support the start of the next phase of the investigation;
 - v) they are "non-verifiable circumstances", for which, in light of the results of the preliminary checks performed, it is not possible, on the basis of the analysis tools available, to perform further investigations to verify the validity of the Report.

In order to acquire information, the Supervisory Body has the right to:

- request from other company functions deemed competent, without prejudice to the current information flows, the activation of *audits* on the reported facts;
- perform, also directly, in compliance with any specific applicable regulations, in-depth investigations through, for example, formal convocation and hearings of the Whistleblower, the Accused and/or the Persons involved in the Report and/or in any case persons informed about the facts, as well as requesting the afore-mentioned subjects to produce information reports and/or documents;
- make use, if deemed appropriate, of external experts or professionals.

In the event that the Report concerns one or more members of the Board of Directors, the Board of Statutory Auditors or the Supervisory Body itself, the Chairman of the Body informs the Chairmen of the Board of Directors and the Board of Statutory Auditors for joint management.

If the Report involves one of the three Chairpersons, the same is replaced by the oldest member of the corporate body/Supervisory Body. If the Report involves the entire corporate body/Supervisory Body, the investigation will be managed by the Chairpersons of the other two corporate bodies/Supervisory Body.

In the afore-mentioned cases, the results of the investigative investigations are the subject of a closing note of the Report jointly signed by the Chairpersons who jointly managed the Report.

7.5 Execution of the investigation

The investigation phase of the Report aims to:

- proceed, within the limits of the instruments available to the *AuditFunction*, with specific investigations and analyses to verify the reasonable substantiation of the reported factual circumstances;
- reconstruct the management and decision-making processes followed on the basis of the documentation and evidence made available;
- provide any indications regarding the adoption of the necessary remedial actions aimed at correcting possible control deficiencies, anomalies or irregularities detected on the areas and business processes examined.

Except within the limits of manifest unreasonableness, assessments of merit or opportunities, discretionary or technical-discretionary, of the decision-making and management aspects from time to time performed by the company structures/positions involved do not fall within the scope of analysis of the investigation, as they are the exclusive responsibility of the latter.

During the investigations, the Manager may request additions or clarifications from the Whistleblower. In addition, where deemed useful for insights, they may acquire information from the Persons involved in the Report, who also have the right to request to be heard or to produce written observations or documents. In such cases, also in order to guarantee the right of defence, notice is given to the Person involved of the existence of the Report, while guaranteeing confidentiality about the identity of the Whistleblower and of the other Persons involved and/or mentioned in the Report.

The Manager also oversees the conducting of the investigation, acquiring the necessary information from the structures concerned, involving the competent company Functions and making use, if deemed appropriate, of experts or professionals external to the Company.

The investigation activities are performed using, but not limited to: i) company data/documents useful for the investigation (e.g. extractions from company systems and/or other specific systems used); ii) external databases (e.g. provider info/databases on company information); iii) open sources; iv) documentary evidence acquired at the company structures; v) where appropriate, statements made by the interested parties or acquired during recorded interviews.

7.6 Reporting

At the end of each investigative activity possibly performed by other company functions, the results are communicated to the Supervisory Body.

The results of the investigations are summarised in a report or, for Reports "relating to relevant facts" and/or with complex analyses, in an investigative note, in which the following are reported:

- a judgement of reasonable merit/unfoundedness on the reported facts;
- the outcome of the activities performed and the results of any previous investigative activities performed on the same facts/subjects reported or on facts similar to those covered by the Report;
- any indications regarding the necessary corrective actions on the areas and business processes examined, adopted by the competent *management* who is informed of the results of the analyses.

At the end of the investigative activity, the Supervisory Body resolves to close the Report highlighting any non-compliance with rules/procedures, without prejudice to the exclusive prerogatives and competences of the HR Function regarding the exercise of disciplinary action.

In addition, if the outcome of the investigation shows:

- possible cases of criminal relevance or civil liability, the Supervisory Body may decide to communicate the results to the Management or to the competent company function for the relevant assessments;
- hypotheses of non-compliance with rules/procedures or facts of possible relevance from a disciplinary or labour law point of view, the Supervisory Body must communicate the results to the HR Function, for the assessments of competence, which notifies the Supervisory Body of the decisions taken.

Reports that are closed, as deemed to be manifestly unfounded, if not anonymous, are transmitted to the HR Function to evaluate with the other competent company structures whether the Report was made for the sole purpose of damaging the reputation or injuring or otherwise harming the Reported person and/or company, for the purpose of activating any appropriate initiative against the Whistleblower.

The Supervisory Body may order communication of the details of the investigations performed or the transmission of the preliminary notes closing the Reports.

7.7 Corrective actions: monitoring

If the analyses of the areas and business processes examined show the need to make 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 corrective action plan for the removal of the critical issues detected and to ensure their implementation within the defined timescales, notifying the Administrative Body that monitors the status of implementation of the actions.

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

7.8 Processing of personal data and retention of documentation

All processing of personal data, also in the context of the Portal, is performed in compliance with the confidentiality obligations referred to in art. 12 of Italian Legislative Decree no. 24/2023 and in compliance with the legislation on the protection of personal data referred to in Regulation (EU) 2016/679 (General Data Protection Regulation – GDPR), Italian Legislative Decree no. 196 of 30 June 2003 and subsequent amendments.

The protection of personal data is ensured in addition to the Whistleblower (for non-anonymous reports), to the Facilitator as well as to the Person involved or mentioned in the report.

Possible data subjects are provided with information on the processing of personal data 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) is performed, prepared pursuant to art. 35 of Regulation (EU) 2016/679 (General Data Protection Regulation - GDPR) in order to define the technical and organisational measures necessary to reduce the risk to the rights of data subjects, including the security measures necessary to prevent unauthorised or unlawful processing.

In order to guarantee the management and traceability of the Reports and the consequent activities, it ensures, using the Portal, the retention of all the related supporting documentation for the time strictly necessary for their definition, and in any case for no more than 5 (five) years, starting from the date of communication of the final outcome of the Report to the Supervisory Body.

Personal data that are manifestly not useful for the processing of a specific report are not collected or, if collected accidentally, are promptly deleted.

The originals of the reports received in paper form are stored in a dedicated protected environment.

7.9 Periodic checks

Every six months, a completeness check is performed by the Supervisory Body in order to ascertain that all the Reports received have been processed, duly forwarded to the relevant recipients and reported in accordance with the provisions of this Procedure.

8. GUARANTEES AND PROTECTIONS

8.1 Protection of the Whistleblower's identity; obligation of confidentiality

It is the responsibility of the SB to guarantee the confidentiality of the Whistleblower from the moment of receiving the report, even in the event that it subsequently proves to be incorrect or unfounded.

Failure to comply with this obligation constitutes a breach of the procedure and, consequently, of the Company's MOGC 231.

The Reports may not be used beyond what is necessary to provide adequate follow-up to them.

Without prejudice to the 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 express consent of the same, to persons other than those competent to receive or follow up on the Reports, expressly authorised to process such data pursuant to arts. 29 and 32, para. 4, of Regulation (EU) 2016/679 (General Data Protection Regulation – GDPR) and of art. 2 -*quaterdecies* of Italian Legislative Decree 30 June 2003, no. 196 (Code regarding the protection of personal data).

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

- subject to the express consent of the same;

- in the context of disciplinary proceedings, if the dispute is based, in whole or in part, on the Report and knowledge of the identity of the Whistleblower is essential for the defence of the accused, as requested by the latter and justified in writing. In these circumstances, the head of the corporate function responsible for disciplinary proceedings must evaluate the request of the interested party and whether the condition of absolute indispensability of knowing the name of the Whistleblower for the purposes of defence is met. If they deem it well-founded, the head of the department must submit a reasoned request to the SB, containing a clear and precise statement of the reasons why knowledge of the identity of the Whistleblower is essential;
- as part of the procedure established following internal or external Whistleblowing, it must be determined if the disclosure of the identity of the Whistleblower or any other information from which such identity can be derived, directly or indirectly, is also essential for the purposes of the defence of the Person involved.

For this purpose, in such cases, prior written notice shall be given to the Whistleblower of the reasons for the disclosure of confidential data.

The personnel involved in the management of the Reports must keep confidential the identity of the Whistleblower, of the Persons involved and/or otherwise mentioned in the Report, the content of the Report and the related documentation.

Confidentiality is also guaranteed to those who report before the start or after the end of the employment relationship, or during the probationary period, if such information has been acquired within the work context or in the selective or pre-contractual phase.

Confidentiality is also 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 provided for the Whistleblower.

Breaching of the obligation of confidentiality, without prejudice to the above exceptions, may result in the imposition of financial administrative sanctions by ANAC against the interested party as well as the adoption of disciplinary measures by the Company, in line with the provisions of the Disciplinary System contained in the Organisational Model 231.

EXTENSION OF PROTECTIONS

The protections provided for in this document are extended, in addition to the Whistleblower, also:

1. to the facilitator, i.e. the natural person assisting a reporting person in the reporting process;
2. to the persons mentioned in the report;
3. to colleagues or persons in the same work context as the Whistleblower;
4. to the accused person (*the person involved in the investigation for a potential Breach will normally be informed within a reasonable period of time, depending on the facts and circumstances and whether or not there is a risk of destruction of evidence, retaliation and/or interference with the investigation*).

8.2 Protective measures: prohibition of retaliation

With regard to the Whistleblower, it is forbidden to perform retaliatory acts, understood as any behaviour, act or omission, even if only attempted or threatened, performed by reason of the internal or external Reporting/public disclosure/complaint, which causes or may cause the Whistleblower, directly or indirectly, unfair damage.

Protection is also guaranteed to the anonymous Whistleblower who believes they have suffered retaliation and have subsequently been identified.

The protection measures apply within the limits and under the conditions provided for in Chapter III of Italian Legislative Decree no. 24/2023 and are also extended to:

- the categories of Whistleblowers that do not fall within the objective and/or subjective scope of application provided for by Italian Legislative Decree no. 24/2023;
- the Facilitators, the persons of the same work context of the Whistleblower who are linked to them by a stable emotional bond or kinship within the fourth degree, the work colleagues of the Whistleblower who work in the same work context and who have a habitual and current relationship with them;
- the entities owned by the Whistleblower or for which the Whistleblower works as well as the entities that operate in the same work context as the Whistleblower.

Those who believe they have suffered retaliation due to the Report may notify ANAC.

Any retaliatory acts taken by reason of the Report are null and void and persons who have been dismissed due to the Report are entitled to be reinstated in the workplace in implementation of the regulations applicable to the worker.

Without prejudice to the exclusive competence of ANAC regarding possible application of the administrative sanctions referred to in art. 21 of Italian Legislative Decree no. 24/2023, please refer to the specific discipline mentioned below as well as to the discipline contained in Organisational Model 231 (Disciplinary System) for any disciplinary consequences.

8.3 External reports (addressed to ANAC)

External reporting is the communication, written or verbal, of Information on breaches performed by the Whistleblower through the external reporting channel activated by the National Anti-Corruption Authority (ANAC).

Pursuant to art. 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) there is no provision, within their work context, for mandatory activation of the internal reporting channel or this, even if mandatory, is not active or, even if activated, is not compliant;
- ii) they have already made an internal Report and it has not been followed up on;
- iii) they have reasonable grounds to believe that, if they were to make an internal Report, it would not be effectively followed up on or would result in retaliatory conduct;
- iv) there is founded reason to believe that the breach may constitute an imminent or obvious danger to the public interest.

Excluding the first hypothesis (since, as described in this procedure, the internal reporting channel of the Company has been regularly activated), in the event that one of the other hypotheses occurs, the reporting must be performed using the procedures best described in the Guidelines contained in Resolution no. 311 published by ANAC (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, the Whistleblower may report an offence of general interest in the workplace through the IT platform accessible at the following link:

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

9. SANCTIONING SYSTEM

The Company, pursuant to Law no. 179/2017 and subsequent amendments and additions, prohibits any act of retaliation or discrimination against the Whistleblower for reasons related, directly or indirectly, to the report and intends to pursue within the terms of the law and with the disciplinary sanctions provided for by the Organisational Model:

- anyone who breaches the Whistleblower protection measures, adopting the relevant discriminatory measures;
- anyone with bad faith, wilful misconduct or gross negligence who makes reports that are subsequently shown to be unfounded.

The adoption of discriminatory measures against the subjects who make the reports referred to in this procedure may also be reported to the National Labour Inspectorate (now the Territorial Labour Directorate), for the measures within its competence, by the Whistleblower, and by the trade union organisation indicated by the same.

Any forms of abuse of this procedure, such as reports shown to be unfounded, made with intent or gross negligence, or those manifestly opportunistic and/or made for the sole purpose of harming the defendant or other subjects, and any other hypothesis of improper use or intentional exploitation of this provision, are a source of responsibility in the disciplinary process and in the other competent fora.

The disciplinary sanctions will be proportionate to the magnitude and severity of the unlawful conduct ascertained and may also result in termination of the relationship, in compliance with the provisions of the law and the applicable CCNL regulations, as well as the further provisions provided for in the disciplinary system of this Model.

All ascertained breaches of the measures put in place to protect the Whistleblower are also similarly sanctioned.

Art. 21 of Italian Legislative Decree no. 24/2023 also provides for a supplementary sanctioning framework for any civil, labour, administrative or criminal consequences that may be incurred by those responsible for the breaches ascertained, introducing sanctions ranging from 10,000 to 50,000 euros, the application of which is entrusted to ANAC, both in the event that retaliation has been committed and when the report has been obstructed or attempted to be obstructed or the confidentiality obligations provided for in art. 12 have been breached. ANAC may impose sanctions of the same entity even when it ascertains that no reporting channels have been established, that no procedures have been adopted for making and managing reports or that the adoption of such procedures does not comply with the provisions of the law. This is also the case when it ascertains that the verification and analysis of the reports received have not been performed.

Fines ranging from 500 to 2,500 Euro are instead envisaged for the Whistleblower who incurs the crimes of defamation or slander or in any case for the same crimes committed with the complaint to the judicial or accounting authority.

10. TRAINING AND INFORMATION

The Company, with the collaboration of the SB, undertakes to provide all employees with clear information on the reporting channels, procedures and conditions for making internal and external reports and public disclosures through various tools, such as direct and/or indirect training, circulars, e-mails, company bulletin boards and the website.