

# WHISTLEBLOWING PROCEDURE

## PREMISE

Industrie ILPEA S.p.A. and its affiliates and subsidiaries (hereinafter the "ILPEA Group") undertakes to operate in a lawful, ethical and integral manner with anyone who operates and wherever it operates, as indicated in the Group's Code of Ethics.

In order to protect the values of integrity and ethical behavior expressed in its Code of Ethics, the ILPEA Group supports and encourages anyone who intends to report potential inappropriate, incorrect conduct or alleged violation of the principles expressed in the Code of Ethics, in the Organizational Model of Legislative Decree 231/2001 (in Italy and in similar documents in other countries), in the Group's policies and procedures and, in general, potential violations of laws and regulations.

The invitation is to report incorrect or unacceptable behavior in order to allow it to be stopped in time and action is taken against their perpetrators.

This procedure has been approved by the Board of Directors of the Parent company and adopted by each company of ILPEA Group.

This Reporting Procedure has been adopted by all the Companies of the ILPEA Group.

## PURPOSE OF THE PROCEDURE

The purpose of this procedure is to:

- ensure that all employees and those who relate to ILPEA Group feel supported in speaking confidentially and reporting matters that may involve anything improper, unethical or inappropriate.
- encourage everyone to identify and challenge improper, unethical or inappropriate behavior at all levels of the organization;
- provide clear rules for reporting such matters;
- handle all reports in a timely, consistent and professional manner;
- ensure that all reports will be considered, treated as confidential and handled without fear of retaliation, discrimination or penalization for reasons related, directly or indirectly to the report;
- guarantee the confidentiality of the identity of the Whistleblower and of the alleged perpetrator of the violation, without prejudice to the rules governing the initiation of investigations or judicial proceedings by national authorities in relation to the facts covered by the report, or in any case of disciplinary proceedings initiated by the Company in the event of reports made in bad faith.

## WHO AND WHAT TO REPORT

Reports can be made by:

- employees and/or collaborators of the Group (e.g. employees or self-employed, consultants, trainees, etc.);
- anyone who has a business relationship with the Company (customers, suppliers, business partners);
- Third parties.

(hereinafter referred to as the “Whistleblower”).

The subject of the report could be of any nature, including merely omissions and/or information that may prefigure the elements of a crime or, in any case, inappropriate, incorrect conduct or alleged violation of the principles expressed in the Code of Ethics, in the Organizational Model according to Legislative Decree 231/2001 (where applicable), in the policies and procedures, laws and regulations applicable to ILPEA Group.

## GOOD FAITH REPORTING

To be considered, the report:

- must be carried out in good faith;
- must be substantiated and based on precise and consistent facts;
- must concern facts that can be ascertained and known directly by the Whistleblower;
- must contain, if known, all the information necessary to identify the perpetrators of the potentially unlawful conduct.

Where possible, the following information should be included:

- a brief description of the known or suspected facts, indicating the place and time at which they occurred;
- the list of names of persons suspected of being involved (both within the Companies and outside); a list of the names of anyone who may have relevant information;
- details of how the Whistleblower became aware of the suspicious activity;
- any violations of internal controls, policies, procedures, or other requirements that the Whistleblower believes have taken place.

It is the responsibility of the Whistleblower, even anonymously, to make reports in good faith, i.e. on the basis of the belief that what is stated is true.

In the event that an allegation is made in good faith, but is not confirmed by the investigation, no action will be taken against the person who made the accusation.

If, on the other hand, the report is manifestly unfounded, opportunistic or made simply to harm (cause anger, irritation and distress) the reported or anyone affected by the report, the report will not be taken into consideration and the Whistleblower will be liable to disciplinary action and/or actions before the Judicial Authority.

## HOW TO REPORT

In order to protect the confidentiality of the identity of the Whistleblower and the persons involved in the report, the ILPEA Group has set up a confidential channel separate from the Group's IT system. Access to this channel can be made through the link:

[report.ilpea.com](https://report.ilpea.com) (the "Platform")

Reporting on the Platform can also take place through the upload of audio files.

It is also possible to report by ordinary mail, to the address "Industrie ILPEA S.p.A.", viale Industrie 887, 21009 Bardello con Malgesso e Bregano (Va), to the attention of the Supervisory Body (hereinafter "SB").

Regardless of the channels used for reporting, these will be managed by the Supervisory Body of Industrie ILPEA S.p.A., an independent and autonomous entity, able to provide adequate guarantees of confidentiality and data protection.

Reports should preferably be nominative.

However, in order not to discourage people from making reports, anonymous reports may also be accepted.

However, during the investigation it may be necessary to ask for the identity of the person(s) involved.

Anonymous reports, compared to those identified, must be detailed in greater detail so that the facts and situations complained of are sufficient to be able to assess their validity and to carry out the investigation.

There may be circumstances where, due to the nature of the investigation or report, it may be necessary to disclose the identity of the Whistleblower.

In such circumstances, the Whistleblower will be required to authorize disclosure.

The subject of the report could be of any nature, including merely omissions and/or information that may prefigure the elements of a crime or, in any case, inappropriate, incorrect conduct or alleged violation of the principles expressed in the Code of Ethics, in the Organizational Model according to Legislative Decree 231/2001 (where applicable), in the policies and procedures, laws and regulations applicable to ILPEA Group.

## WHAT HAPPENS AFTER I REPORT?

Regardless of the channel used, reports are expected to be managed by the Supervisory Body of Industrie ILPEA S.p.A, an independent and autonomous body able to offer adequate guarantees of confidentiality and data protection.

The SB is responsible for having a Register of Reports, accessible only to the SB.

The SB will take care of the communication with the whistleblower, confirming receipt and taking charge of the report within 7 working days.

The materiality check may result in the possible need to request clarification or additional information from the Whistleblower.

In the event of a judgment of non-relevance or non-admissibility of the report (for cases not sufficiently supported by evidence, manifestly unfounded or relating to conduct or facts not relevant in relation to this procedure), the same will be archived by the SB and the whistleblower will be notified.

In the Register of Reports, the reasons that led to the filing will be noted.

If the report is considered relevant, this will result in the SB taking charge of it, which will be responsible for coordinating the investigation activities and adopting all the initiatives deemed necessary to ascertain whether or not it is well-founded, in compliance with the utmost confidentiality and with the application of the necessary security measures.

The SB may:

- contact the whistleblower, where possible, and call him/her for a personal and confidential interview in order to receive clarifications and/or additions to the information and documents provided;
- to carry out a hearing of any other persons who may report on the facts reported;
- carry out any other activity deemed appropriate for the purpose of ascertaining the report.

In carrying out the preliminary activities, the SB may involve other employees, other functions of the Company involved and/or appoint external consultants if necessary. The members of the corporate functions involved in the examination of the report are subject to the same confidentiality constraints and the same responsibilities to which the SB is exposed.

The SB draws up and keeps the minutes of any meetings relating to the assessment activities conducted.

## INVESTIGATION AND DECISION-MAKING

An investigation will be conducted with the utmost care and as quickly and thoroughly as possible, in accordance with all relevant laws and regulations.

Where appropriate, the Whistleblower will be regularly informed of the progress of such investigations and any action to be taken.

The aim of the survey is: The SB may:

- determine whether an offence has occurred and, if so, to what extent;;
- minimize the risk of further wrongdoing, prevent further loss of property, damage to the reputation and protect all sources of evidence.

Investigations will be handled as comprehensively, promptly and fairly as possible.

To the extent reasonably possible, the identity of the persons involved will be kept strictly confidential.

Due to the different types of reports, it is not possible to set a specific time frame in advance for the completion of investigations. Most investigations will be handled internally, but an external investigator or investigation team may be appointed if deemed appropriate.

At the end of the investigation, the SB prepares a report on the activities carried out and on the final assessment of the case and sends it to the Chief Financial Officer of the Parent Company, or to the Board of Directors in the event of a conflict of interest of the same, which will take the necessary decisions and adopt the measures resulting from the report, including any reporting to the Judicial Authority of criminal offences, civil and/or administrative.

The SB will note in the Register of Reports the outcome of the investigation and the possible imposition of sanctions against the reported person, as well as the possible opening of legal proceedings against him.

In the event of unfounded reports, the SB will proceed with the simultaneous archiving of the report, with the relative annotation of the reasons in the Register of Reports.

The Whistleblower will be notified of the filing of the report, where possible.

The SB will notify the Whistleblower of the decision on the report within a maximum period of three months – and in any case as soon as possible on the basis of relevance and seriousness – from taking charge of the report, informing the Whistleblower of the measures adopted by the company.

## **PROTECTION**

### **Protection of the confidentiality of the report**

The Group ensures the confidentiality of the identity of the Whistleblower and the confidentiality of the information contained in the report throughout the case management process and by all persons involved, within the limits that the applicable local laws protect anonymity and confidentiality.

Failure to comply with confidentiality obligations may result in disciplinary liability against the perpetrator of the abuse, without prejudice to any additional responsibilities provided for by law.

All those involved in the management of the report are required to protect its confidentiality.

Disclosure of the identity of the Whistleblower and any other information is only permitted where this is a necessary and proportionate obligation in the context of investigations by national authorities or judicial proceedings. The Whistleblower shall be informed of the necessary disclosure prior to the disclosure of his/her identity, unless this would prejudice the relevant investigations and legal proceedings.

### **Safeguards of the Whistleblower from retaliatory and/or discriminatory acts**

ILPEA Group protects the Whistleblower in good faith, or anyone who has participated in the investigation, against any form of retaliation, discrimination or penalization for reasons related, directly or indirectly, to the report.

The Whistleblower's protections apply only to those who report news of illegal or inappropriate activity acquired in the environment and in the course of their work.

In no way are improper investigative activities, aimed at collecting evidence of wrongdoing, authorized.

### **Protection of the reported**

The Group adopts the same forms of protection provided to guarantee the confidentiality of the identity of the Whistleblower also for the person allegedly responsible for the conduct or violation, without prejudice to any legal obligation that requires the name of the whistleblower to be communicated (e.g. in response to requests from the national judicial authorities).

The Group guarantees the reported person's right to be informed (within a reasonable period of time) on the charges and any disciplinary measures against him, as well as the right to a defence.

## **DISCIPLINARY ACTION**

In the event of manifestly unfounded or bad-faith reports, made for the sole purpose of discrediting one or more persons or corporate functions or the Company, or in any case vexatious to the Company's employees, the SB shall report to the Chief Executive Officer of the Parent Company for the necessary measures deemed most appropriate from time to time against the author of the unfounded reports, not excluded – if the conditions are met – the possible complaint to the competent Judicial Authority.

## **DATA PROTECTION AND PRIVACY**

In order to ensure complete traceability of the assessment activities carried out, the SB is required to document the reports received in the Register of Reports, accessible only to the Supervisory Body. The reports, and the related documentation, are kept in compliance with the regulations in the processing of personal data, in a manner that guarantees its integrity and completeness.

Personal data that is clearly not useful for the processing of a specific report will not be collected and stored and, if collected accidentally, will be deleted without delay.

The personal data, if communicated, will be kept for the period of time strictly necessary for the management of the report and the verification of its validity and in any case for a period not exceeding 2 years from the report, after which they will be deleted, and without prejudice to the possible establishment of disciplinary and/or judicial proceedings against which the data could be kept for the entire duration of the judgment and for a further 10 years from the date of the report. conclusion of the same.

