

coesia

# Whistleblowing Management Policy

for Coesia S.p.A.  
and its Italian Subsidiaries

# Contents

<b>Part I - GENERAL</b>	<b>3</b>
1. Purpose	4
2. Scope of Application	4
3. General Principles	5
4. Glossary	6
<b>Part II - REPORTING PROCESS</b>	<b>9</b>
5. Roles and Responsibilities	10
6. Reporting	11
7. Whistleblower	13
8. Whistleblowing Channels	14
9. Whistleblowing Management	16
10. Prohibition of Retaliation	20
<b>Part III - FINAL CLAUSES</b>	<b>21</b>
11. Confidentiality Protection	22
12. Continuous Improvement Process	23
13. Record Keeping and Traceability	23
14. Communication and Training	24
15. Disciplinary Measures	25
16. Relevant Legislation and Privacy	25

## **Whistleblowing Management Policy**

Scope: Coesia S.p.A. and its Italian Subsidiaries

Approved by: Coesia S.p.A. Board of Directors

Issued by: Coesia S.p.A. CEO

Date: April 2024

Revision: v. 3.0

# Part I

# GENERAL

# 1. Purpose

Coesia S.p.A. (hereafter also referred to as “Coesia” or “the Company”) and its Italian subsidiaries, in accordance with its values, the standards of conduct set forth in the Group’s Code of Ethics, and the Company’s commitment to follow and comply with current regulations, shall adopt the following procedure for handling Whistleblowing reports through apposite channels, in line with the Global Whistleblowing Management Policy, to provide all individuals acting in the name or on behalf of Coesia with a comprehensive tool for communicating possible violations of the Group’s Code of Ethics, Legislative Decree n. 24/2023, and Legislative Decree n. 231/2001.

The objective of this document is to describe the stages of reporting, from receipt to assessment, analysis and management of the report. It defines roles and responsibilities within the process, the subject matter of the reports, the individuals entitled to report and the management process that the Whistleblower and the Company will follow.

# 2. Scope of Application

This procedure applies to Coesia S.p.A. and its Italian subsidiaries, including all individuals envisaged by Legislative Decree n. 24/2023:

- all Employees of Coesia S.p.A and its Italian subsidiaries, including those under fixed-term contracts, or contingent workers, volunteers and trainees;
- personnel with representative, administrative or managerial role functions, or whose functions concern the management and control of business activities;
- employed workers and outsourced staff, such as freelancers, temporary agency workers, collaborators, self-employed workers, consultants;
- prospective employees who have become aware of breaches during the recruitment process.

Coesia is committed to extending the scope of application also to the recipients of the Group’s Code of Ethics, not included in the Legislative Decree n. 24/2023, such as clients, contractors, suppliers, partners, agents, and business intermediaries who may also report potential violations or submit positive proposals.

## 3. General Principles

The individuals involved in the activities regulated by the procedure hereby must operate in compliance with the regulatory, organisational, and power structures based on the following principles:

### **Confidentiality**

The Whistleblower's identity, as well as that of the reported person or any third party involved, must not be disclosed, without prior consent, to anyone not involved in the management of the report. It can be disclosed, for instance, only when strictly necessary in following through with the report, and in any case, limited to the personnel authorized to handle the report, as outlined in this procedure. In such case, Whistleblowers must be promptly informed and express their consent.

### **Transparency**

The activities regulated by this procedure must guarantee total transparency in carrying out one's duties and provide a full and truthful informative report.

### **Impartiality, independence and professionalism**

Reports must be handled in a way that always ensures and maintains the necessary terms of objectivity, competence and professionalism.

### **Truthfulness and validity**

Reports must refer to news which can be substantiated by the Whistleblower on reasonable grounds.

### **Prohibition of Retaliation to protect Whistleblowers and other parties involved**

Retaliation is prohibited when the Whistleblower reports by acting in good faith and on reasonable grounds. Such principle is also applicable under Article n. 17 par. 4 of the Legislative Decree n. 24/2023, which regulates and prohibits retaliation against the Whistleblower, and protects all individuals concerned by the report from any unfair or harmful treatment.

## 4. Glossary

<b>Code of Ethics</b>	The Group's Code of Ethics available on the intranet and the Coesia website.
<b>Coesia S.p.A.</b>	Coesia S.p.A. and its Italian Subsidiaries.
<b>Ethics Committee</b>	Independent and autonomous Committee headed by the President of Coesia. Members of the Ethics Committee are: Isabella Seràgnoli, Iole Anna Savini, Giorgia Capuzzo, Paolo Fabiani and Paola Lanzarini.
<b>Facilitator</b>	The person who assists the Whistleblower in the Whistleblowing Process and who can operate either within or outside the work environment and whose assistance must be kept confidential. By way of example, it could be the Whistleblowing Manager, the direct supervisor, a colleague or any other figure inside or outside the organisation. Like the Whistleblower, the Facilitator is protected based on the paragraph "11. Confidentiality Protection".
<b>Local Contact Person</b>	The person in charge of managing and coordinating the Whistleblowing Process at G.D. S.p.A (Paola Lanzarini) and at System Ceramics S.p.A. (Iole Anna Savini).
<b>Navex</b>	The Digital Reporting Platform selected by Coesia, which meets all regulatory requirements and ensures the highest standards of security and protection for treating sensitive data.
<b>Person Concerned</b>	A natural or legal person or corporate body who is referred to in the Whistleblower's Report as the perpetrator of the suspected violation or as a party involved.
<b>Positive Proposals</b>	Reporting new ideas and proposals for improvement.

<b>Retaliation</b>	Any kind of adverse conduct, action or omission, including attempts or threats of retaliation, as a consequence of a Whistleblowing Report and that may cause the Whistleblower direct or indirect, unfair damage.
<b>Supervisory Body</b>	An autonomous Body given the responsibility of overseeing and monitoring illicit conduct under Legislative Decree n. 231/2001.
<b>Third Parties</b>	<ul style="list-style-type: none"> <li>• Self-employed and agency workers, collaborators, freelancers, consultants;</li> <li>• Prospective employees whose work-based relationship is yet to begin and have acquired information on breaches during the recruitment process;</li> <li>• Former employers or partners of Coesia S.p.A. or its Subsidiaries who have become aware of violations during their work-based relationship with the Company.</li> </ul>
<b>Violations under art. 2 Legislative Decree n. 24/2023</b>	<p>Any conduct, action or omission that harm the company and may consist of:</p> <ul style="list-style-type: none"> <li>• administrative, accounting, civil or criminal offences;</li> <li>• offences falling under the acts of European Union (EU) or national law;</li> <li>• acts or omissions that harm the financial interests of the European Union;</li> <li>• violation of EU rules on competition and state aid;</li> <li>• breach of national laws with regard to corporate liability as for instance under Legislative Decree n. 231/2001.</li> </ul>
<b>Violations (other)</b>	Behaviours, acts and omissions that jeopardize the company and that consist of, by way of example and not limited to, violations, or induction to a violation of laws and/or regulations, breaches of the values or principles of the Code of Ethics and of the company policies and/or rules (i.e., procedures, internal communication, orders of service).

<b>Whistleblower</b>	Any person reporting a suspected breach of the Group's Code of Ethics, the Legislative Decrees n. 24/2023 231/2001, Coesia Procedures, and/or of national legislation in force.
<b>Whistleblowing Manager</b>	Two members of the Group Ethics Committee who are responsible for managing and coordinating the Whistleblowing Process: Paolo Fabiani and Paola Lanzarini.
<b>Whistleblowing Report</b>	A communication, in written or oral form or by requesting a meeting, in accordance with the Whistleblowing Policy.

# Part II

# REPORTING PROCESS

## 5. Roles and Responsibilities

### Whistleblowing Manager

The Whistleblowing Manager takes on the role of Internal Channel Manager under art.4 par. 2 Legislative Decree n. 24/2023. Moreover, in line with Legislative Decree n. 24/2023, a Local Contact Person for the companies G.D S.p.A. and System Ceramics S.p.A has been appointed.

The Whistleblowing Manager is responsible for the following activities:

- a. notify the Whistleblower and acknowledge receipt of the report within 7 days of receipt;
- b. maintain communication with the Whistleblower and, if necessary, ask for additional information;
- c. diligently follow up on the report;
- d. provide feedback on the report within 3 months from the notice of receipt or, if no notice was sent, within 3 months from the expiry of the seven-day period after the report was made;
- e. provide clear information on the Internal Channel, procedures and conditions for internal reporting, as well as on the channel, procedures, and conditions for external reporting.

In particular, the Whistleblowing Manager, in carrying out their duties, are responsible for the following operations:

- defining the steps in the Whistleblowing process, guaranteeing regular updates on its status and that of the reporting channels, where appropriate;
- diligently following up on reports received, coordinating all parties involved in the Whistleblowing management process;
- uploading all reports submitted in non-written form on the digital platform;
- assessing suitability of the report, with the support of the Ethics Committee and external consultants for reports under Legislative Decree n. 24/2023 and violations of the Code of Ethics, and the support of the Supervisory Body for reports under Legislative Decree n. 231/2001, to verify any manifest inconsistency or generic content;
- activating internal investigation, in case of admissible reports, with the support of other managers in charge of internal functions and/or of external consultants, identifying the parties responsible for conducting investigation, assessing the accuracy and reliability of the reported facts;
- providing feedback to the Whistleblower within the terms of Legislative Decree n. 24/2023.

## Ethics Committee

The Ethics Committee is an independent and autonomous body, chaired by the President of Coesia. Members of the Ethics Committee are: Isabella Seràgnoli, Iole Anna Savini, Giorgia Capuzzo, Paolo Fabiani and Paola Lanzarini.

The Committee receives the reports providing support and advice to the Whistleblowing Manager especially in the stages of admissibility, assessment, and closure.

# 6. Reporting

To develop a culture of transparency and foster Coesia's commitment to continuous improvement, the Whistleblowing Channels can be used to report behaviours that are not in line with the rules of conduct outlined in the Code of Ethics and Group Policies, as well as to communicate violations of Legislative Decree n. 24/2023 and n. 231/2001. The same channels are also used for collecting recommendations, suggestions or positive feedback regarding any matter that can be worthy of consideration.

The following violations can be the subject of reporting **under art. 2 of Legislative Decree n. 24/2023**:

1. administrative, accounting, civil or criminal offenses that are not referred to in parts 3., 4., 5. and 6.;
2. illegal conduct that is relevant under Legislative Decree n. 231 of June 8, 2001, or violations of the Organisational, Management and Control Model adopted by the Company in compliance with the aforementioned legislation and which are not referred to in parts 3., 4., 5. and 6.;
3. violations under EU or national law as indicated by the Annex to Legislative Decree n. 24/2023;
4. violations regulated by the European Union or national acts, albeit not mentioned in the Annex to Legislative Decree n. 24/2023, in the following areas: public procurement; financial services, products and markets, and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; environmental protection; radiation protection and nuclear safety; food and feed safety and animal health and well-being; public health; consumer protection; privacy and personal data protection and network and information system security;
5. acts or omissions that harm the financial interests of the Union as referred to in Article 325 of the Treaty on the Functioning of the European Union detailed in the applicable secondary legislation of the European Union;

6. acts or omissions concerning the internal market rules, set forth in Article 26, paragraph 2, of the Treaty on the Functioning of the European Union, including breaches of European Union regulations on competition and state aid rules, as well as violations of the internal market rules, connected with breaches of corporate tax law or the mechanisms that aim at obtaining a tax advantage that nullifies the object or purpose of the applicable corporate tax law;
7. acts or conduct that nullify the object or purpose of the measures set forth in the Union Acts in the areas indicated in parts 3., 4. and 5.

Information regarding violations must pertain to conduct, acts or omissions acquired by the Whistleblower in the context of their work-related activities that harm the public interest or integrity of the public administration or private body.

The following cannot be the subject of a report:

- claims, disputes or requests in relation to a reporting person's personal interest, such as issues concerning exclusively one's personal work relationship with senior colleagues;
- information that is clearly unsubstantiated;
- information that is already available in the public domain;
- information acquired on the basis of unreliable speculations or gossip (i.e. "rumour mill");
- violations already regulated by other European Union or National Acts (as set forth in "Part II Annex to the Decree n. 24/2023");
- breaches of national security and procurement relating to national defense or security, unless such matters are governed by the European Union relevant derivative legislation.

To be admissible, the report must not only meet the above objective prerequisites, but should also be as thorough and circumstantiated as possible. In particular, it must provide extremely clear information regarding:

- the time and place in which the reported fact occurred;
- the description of the fact;
- the personal details or other elements that allow to identify the person concerned in the reported situation.

## 7. Whistleblower

**Anyone may submit a report.** Coesia extends the possibility of reporting to all subjects who become aware of possible breaches.

Subjects who submit a report in accordance with Legislative Decree n. 24/2023, as described in this document, are granted the rights of protection provided by the legislation itself and outlined in Part III.

In line with the principles of its Code of Ethics, Coesia is committed to guaranteeing protection from any form of retaliation, discrimination or penalization to all individuals who report other violations or submit positive proposals. It stands firm that the Company may use the testimony of the person filing the report, alongside other testimonies, should it be deemed necessary to protect the Company in the appropriate locations, including judicial.

## 8. Whistleblowing Channels

In addition to the Group channel, Coesia S.p.A. has introduced an internal channel specifically implemented for G.D S.p.A. and System Ceramics S.p.A., for reporting violations under art. 2 Legislative Decree n. 24/2023, including illicit conduct subject to Legislative Decree n. 231 and violations of the Group's Code of Ethics. Reports can be submitted as follows:

### FOR ALL VIOLATIONS (under ART. 2 Legislative Decree n. 24/2023, and Legislative Decree n. 231 and the CODE OF ETHICS)

- **in written form**

through the online digital reporting platform, available by computer at the following link [coesia.ethicspoint.com](https://coesia.ethicspoint.com) or by cell phone at [coesia.navexone.eu](https://coesia.navexone.eu), or also by scanning the QR code



- **verbally**

through telephone hotlines, (available 24 hours a day, 7 days a week) as indicated in the platform, where the toll free number is available

*(the above two channels enable anonymous reporting)*

or by contacting the Whistleblower Manager directly at the following number: **+39 051 6423355;**

- **by in-person meeting**

which needs to be requested by email to [codicetico@coesia.com](mailto:codicetico@coesia.com) and arranged within 15 working days.

### ADDITIONAL INTERNAL CHANNELS FOR SUBMITTING POSITIVE PROPOSALS OR REPORTS RELATING TO THE CODE OF ETHICS

Subject to all the specifications set out in this Whistleblowing Management Policy, it is possible to submit proposals or reports regarding the Code of Ethics through other internal reporting channels, as follows:

- if comfortable, it is possible to initially speak to a **direct supervisor**, who will always maintain confidentiality;
- alternatively it is possible to contact the **HRBP representative**;
- finally, it is also possible to send an email, including contact details, to [codicetico@coesia.com](mailto:codicetico@coesia.com) or a signed letter by ordinary mail to the following address: **Coesia S.p.A., Comitato Etico, Via Battindarno 91, 40133 Bologna.**

## **EXTERNAL REPORTING CHANNEL LIMITED TO VIOLATIONS UNDER ART. 2 OF THE LEGISLATIVE DECREE n.24/2023**

Only under certain circumstances<sup>1</sup>, the Whistleblower may also use an external reporting channel established by the Italian Anticorruption Authority (ANAC), or by any other means provided for by law. It is to be understood that, should the reporting person intentionally disclose his/her identity through online platforms or social media channels or in any other form, protection of confidentiality, as from paragraph 11 of this document, is not applicable.

It is always recommended to give priority to the internal reporting channel and limit the use of external channels and public disclosure only to specific cases as defined in note 1 of this document.

When using the reporting channels described herein, Whistleblowers can rely on the support of a natural person who can assist them throughout the process, taking on the role of Facilitator.

In particular, Whistleblowers can autonomously appoint a Facilitator, who can be identified in a person inside and/or outside the Company. By way of example, and not limited to, the role of the Facilitator can also be appointed to the Whistleblowing Manager, a direct manager, the HRBP, a colleague, a third party, or any other person internal or external to the organisation.

---

<sup>1</sup> The external reporting channel at ANAC can be activated only if any of the following conditions exist:

- the internal channel is not active or does not guarantee confidentiality to the Whistleblower;
- the report made through the internal channel has not been followed-up by the Whistleblowing Manager within the prescribed time limits or has not been properly addressed;
- the reporting person has reasonable grounds to believe that the report made through the internal channel will not be effectively followed up or could result in a risk of retaliation;
- the reporting person has reasonable grounds to believe that the breach may constitute an imminent or manifest danger to the public interest (i.e. health and safety or environmental danger).

Public disclosure (through the press or electronic media or otherwise through publicly available means that can reach a high number of people) can only be used only under the following circumstances:

- the reporting person has already filed an internal or external report that has not been followed up within the time limits provided for;
- the reporting person has reasonable grounds to believe that the breach may constitute an imminent or manifest danger to the public interests;
- the reporting person has reasonable grounds to believe that external reporting would pose a risk of retaliation or would not be effectively addressed due to specific circumstances, such as those where evidence may be concealed or destroyed, or the people who received the report may be involved with the perpetrator of the breach or in the violation itself.

## 9. Whistleblowing Management

Internal reports received through the channels described in the previous paragraph shall be managed as described below.

When the Whistleblowing Manager receives a report in a non-written form, he/she is required to upload it on the dedicated digital platform.

This Policy ensures that reports will be managed exclusively by people who are free of any conflict of interest.

If the report mentions the Whistleblowing Manager or the Local Contact Person(s) (where applicable), the report will be sent directly to the President of Coesia.

### a. Receiving Reports

This activity is carried out and coordinated by the Whistleblowing Manager, who must inform the Whistleblower, within 7 days of receipt, that the Report has been received.

The Whistleblower can access this informative report through an automatic email notification that is sent from the NAVEX digital reporting platform, at every update in the report status. Through a direct link to the digital platform enclosed in the email reply, the Whistleblower can access the Report and check report status, or he or she can reply to the email or the letter received.

If the Report is received by a person outside the identified and authorized reporting channels, it must promptly be transmitted to the designated person, within 7 days of its receipt, concomitantly notifying the Whistleblower.

### b. Assessing admissibility of the report

This activity is carried out by the Whistleblowing Manager with the support of the Ethics Committee and the external consultants for reports under Legislative Decree n. 24/2023 or regarding the Code of Ethics and the Whistleblowing Supervisory Body relevant under Legislative Decree n. 231/2001.

This stage is aimed at:

1. Verifying that the report has been submitted in accordance with this document;
2. Assessing the content of the report to verify whether it meets the prerequisites to fall under one of the cases outlined in this document (such as violations under Legislative Decree n. 24/2023, Legislative Decree n. 231/2001, and other breaches of the Code of Ethics, or proposals);
3. Activating communication with the Whistleblower and requesting, when necessary, further details.

Therefore, the Whistleblowing Manager, with the support of the Ethics Committee or the Supervisory Body, based on the compliance of the report with this document, assesses its admissibility and notifies the Whistleblower. The updated information is available to the Whistleblower through an automatic email notification that is sent from the digital reporting platform at every update in the report status. The automatic email response provides a link that allows the Whistleblower to access the digital platform and check report status. Alternatively the Whistleblower receives an email notification or letter, in case one of the latter has been chosen as communication channels.

After verifying the eligibility of the report, the Whistleblowing Manager, with the support of the Ethics Committee, identifies the subjects who need to be involved in the subsequent investigation phase, and provides them with the minimum information necessary to start the investigation.

In this regard, it is specified that:

- if the report concerns a violation under art. 2 of the Legislative Decree n. 24/2023 or a breach of the Code of Ethics or a positive proposal, the report will be handled by the Whistleblowing Manager and the Ethics Committee, in line with the provisions set forth in the paragraphs below “Investigation” and “Closure” in this document;
- if the report concerns a violation of Legislative Decree n. 231/2001, the report will be handled by the Supervisory Board.

### **c. Investigation**

This stage is carried out and coordinated by different parties, based on the nature of the report:

- Reports that may be attributable to a case governed by Legislative Decree n. 24/2023 and the Code of Ethics or positive proposals: the Whistleblowing Manager and the Ethics Committee are in charge of the investigation. The Whistleblowing Manager must activate the investigation process and make sure that it is carried out within the set timeframe;
- Reports that may be attributable to a case governed by Legislative Decree n. 231/2001: the Supervisory Body is responsible for managing the investigation, while the Whistleblowing Manager must activate the investigation process and make sure that it is carried out within the set timeframe.

The party in charge of the investigation shall ensure that inspection activities are duly carried out. In this stage it is possible to obtain operational and technical support from other functions and/or external consultants who were previously identified.

The investigation is aimed at carrying out targeted inspections that allow to identify, verify and assess all possible elements that might substantiate the reported events.

The investigation phase must be unbiased towards the Functions involved, the Whistleblower and the subject of the report, and must be conducted without prejudice. In addition, the subject of the violation must be granted the right to respond and receive assistance.

This stage must be carried out in compliance with the following principles, by way of example and not limited to:

- the objective and scope of application must be clearly defined and documented;
- the investigation must guarantee the safety and confidentiality of its content and documentation, as well as that of the people involved;
- personal data must be processed in accordance with data protection regulations (section “5. Principles”);
- all communication must be clear and unambiguous;
- the Whistleblower must be regularly informed on report progress.

In addition, Human Resources are involved in the investigation phase to ensure the implementation of protection measures in favour of the Whistleblower and the reported subject, and to assess the impact from a Labour-law viewpoint.

#### **d. Closure of the case**

This phase is carried out and coordinated by the Whistleblowing Manager, after referring to the Ethics Committee or the Supervisory Body, based on the subject of the report and the people in charge of the Company’s internal functions and/or external consultants involved in the previous stages.

The closure determines the conclusion of the process.

A case must be closed when no further action is deemed necessary and no further investigation is required.

In this closing stage, the following steps must be taken into consideration:

- conclusion of the reporting process and follow-up on its outcome;
- action in response to any indication (for instance, disciplinary measures);
- communication to the personnel in charge of support and protection of the Whistleblower and other involved parties;
- identification of possible protective measures underway;
- collecting suggestions from the Whistleblower and other parties involved;
- archiving of all documents collected in the previous stages.

If during the assessment phase, the violation is verified, the Head of the Function affected by the reporting (that ultimately proved to be well-founded), may be involved to define an action plan for the areas and processes implicated in the report.

In addition, the Whistleblowing Manager, in agreement with the Ethics Committee, and with the support of the functions and/or consultants involved in the investigation, will proceed to:

- formalize possible measures to address the violation;
- identify the Internal Audit to verify and monitor application and monitoring of such measures;
- receive periodical updates on the effectiveness of the monitoring system;
- define disciplinary actions, if applicable;
- involve competent authorities, when necessary.

At the end of the closing phase, the Whistleblowing Manager, in agreement with the Ethics Committee or the Supervisory Body, based on the nature of the report, and with the support of the functions and/or consultants involved, provides feedback on the report. The Whistleblower can access this information through an automatic email notification sent from the digital reporting platform at every update in the report status. The Whistleblower can check the status of the report through the link provided by the digital platform, or by replying to the email or letter received.

The feedback produced in the above mentioned communication must provide information on the outcome of the report and, in particular, by way of example, such communication can be:

- **archived** for lack of substance or sufficient evidence or other reasons;
- **concluded** with the necessary measures taken to correct the issue raised;
- **referred** to a competent authority for further investigation.

The Whistleblowing Manager must provide a first feedback, even if only interlocutory, to the Whistleblower within 3 months after acknowledgement of receipt (or if no acknowledgement was sent, within 3 months after expiration of the seven-day period following the submission of the report).

## 10. Prohibition of Retaliation

No form of **retaliation** against the Whistleblower nor any **form of discrimination** for reasons that are, directly or indirectly connected to the report will be tolerated. The following are examples of retaliation:

- dismissal, suspension or equivalent measures;
- demotion or withholding of promotion;
- alteration in work assignments, workplace, working hours or remuneration;
- withholding of training or any limitation to it;
- adverse personal records or negative performance assessment;
- imposition or administering of disciplinary measures or other sanctions, including financial penalties;
- coercion, intimidation, harassment, or ostracism;
- discrimination or any disadvantageous or unfair treatment;
- failure to convert a temporary employment contract into a permanent one, when legitimately expected by the worker;
- non-renewal or early termination of a term contract;
- damages, also reputation damage, particularly on social media, or financial prejudice, including the loss of financial opportunities and income;
- blacklisting on the basis of a formal or informal sectoral or industrial agreement, which may hinder the person from finding future employment in the sector or industry;
- early termination or cancellation of contracts for the supply of goods or services;
- cancellation of a licence or permit;

# Part III

# FINAL CLAUSES

# 11. Confidentiality Protection

The identity of the Whistleblower and any other information that may, directly or indirectly, reveal his or her identity cannot be disclosed, without the Whistleblower's express consent, to anyone other than personnel in charge of receiving and following up reports, and therefore expressly authorized to process such data.

In particular, regarding the disclosure of the Whistleblower's identity, the Decree (art.16) provides for the following confidentiality measures:

- During criminal proceedings, the identity of the Whistleblower shall be kept confidential within the cases and limits established by Article 329 of the Italian Code of Criminal Procedure (paragraph 3);
- In disciplinary proceedings, the identity of the reporting Whistleblower cannot be disclosed, when the allegation of the disciplinary charge is based on separate and additional investigations, albeit resulting from the report. When the charge is based, in whole or in part, on the report and the identity of the reporting person is necessary for the defense of the accused, the report can be used for disciplinary proceedings only prior to the Whistleblower's consent to disclose his or her identity (paragraph 5);
- The Whistleblower will be given notice in written form of the reasons for disclosure of confidential data, in the circumstances referred to in paragraph 5, second part, as well as in the internal and external reporting procedures herein described, when the disclosure of the identity of the Whistleblower and information referred to in paragraph 2 is required for the defense of the concerned person (paragraph 6).

Confidentiality is guaranteed also:

- in case of verbally submitted internal or external reports, over the telephone or, upon the Whistleblower's request, by an in-person meeting with the Whistleblowing Manager;
- when the report is made following other procedures than those established in accordance with the Decree or is submitted to someone other than the people designated to handle reports;
- to the subject of the report and all other individuals mentioned in the report or involved in the reporting procedure.

## 12. Continuous Improvement Process

In addition to what is stated above in this procedure, the Company will recommend any necessary corrective action in the areas and business processes affected by the reports. Likewise the company will monitor implementation status of the aforementioned actions, with the aim to implement a virtuous process of continuous improvement within the internal control system.

## 13. Record Keeping and Traceability

All reports must be tracked in compliance with General Data Protection Regulations.

In case of reports made orally or by an in-person meeting, the report must be adequately tracked and documented by:

- recording of the conversation or meeting, with the Whistleblower's authorization;
- transcript or minutes of the meeting to be signed by the Whistleblower for approval;
- uploading documentation of the report on the digital reporting platform by the Whistleblowing Manager, following the conclusion of the conversation or meeting.

All documents relating to the report must be retained throughout the entire report management process. The requirement to store all documentation produced while handling the report expires after 5 years from the date of notice to the Whistleblower of the final outcome of the reporting procedure. Once the retention period expires, all documents must be deleted.

## 14. Communication and Training

Coesia, in accordance with its values and conduct principles set out in the Group's Code of Ethics, commits to providing adequate measures to raise awareness of the reporting system among staff and third parties, including its policy, the stages of the process and the compliance requirements.

Training of staff and collaborators is carried out at the time of recruitment and regularly updated at every significant regulatory change, based on the roles and involvement within the Whistleblowing process.

Such internal training must focus on the following aspects:

- the Employee's contribution to the effectiveness of the Whistleblowing system;
- how to recognize violations;
- how to report a suspected violation and to whom;
- how and to whom ask questions regarding the Whistleblowing system;
- how to contribute to preventing, avoiding and protecting oneself against harmful conduct;
- protective measures in place for those who use the Whistleblowing system;
- the impact of failure to report a breach and its potential consequences;
- explaining the consequences of conduct that does not comply with the Whistleblowing policy, such as, for instance, knowingly false reports or detrimental behaviours, which may justify disciplinary measures.

This policy does not substitute for those provisions already established by law, which remain valid and binding for all recipients; in particular, the Whistleblowing Management Policy does not replace local legal obligations to report to the competent authorities, when applicable, nor does it constitute a liability or assumption of responsibility of the organisation's top management.

Moreover, to allow Third Parties to be aware of this procedure, a special information notice is provided in the contractual documentation, to be accepted by acknowledgement upon signing the contract.

Information regarding the channels, procedures and necessary conditions for internal or external reporting, or public disclosure is made easily visible in the workplaces and is accessible on the intranet, as well as on the Coesia website and those of its Subsidiaries.

## 15. Disciplinary Measures

In compliance with the provisions of the Legislative Decree n. 24/2023, Coesia and all the companies to which this policy applies, may define disciplinary measures in case the Whistleblower is found, including by first instance court judgement, criminally liable for slander or defamation, or in any case for the same crimes committed and reported to the Judicial or Accounting authority, that is, the Whistleblower's civil liability, for the same offenses, in case of willful misconduct or gross negligence.

Moreover, in such cases, the Whistleblower is not entitled to the protection provided by the legislation itself.

## 16. Relevant Legislation and Privacy

The following form the main governance framework and provide relevant legal references that are the basis of this procedure and its processes:

- EU Directive 1937/2019 on the protection of individuals who report breaches of Union Law and related national transpositions;
- Legislative Decree. n. 24/2023 "Implementation of (EU) Directive 1937/2019 of the European Parliament and of the European Council of 23 October 2019, on the protection in favour of whoever reports breaches of European Union Law and containing provisions regarding protection of whoever reports breaches of national regulatory provisions";
- other national laws regarding the Organisational, Management and Control Model (under Legislative Decree n. 231/2001 "Corporate Liability of Legal Entities")
- ISO 37002 International "Whistleblowing Management Systems";
- EU Regulation n. 679/2016 "General Data Protection Regulation – GDPR" and national transpositions.

All personal data must be processed in compliance with the EU Regulation n. 679/2016 and its national transpositions.

All personal data which is not relevant to the management of a specific report should not be collected. If collected incidentally, such data must be deleted without undue delay.

Processing of personal data shall be managed in compliance with the EU Regulation 2016/679 (GDPR) and all other applicable laws and regulations.

When the report is not made anonymously, the Whistleblower's personal data will be processed alongside the data of the concerned person(s) and/or possible third parties, and so will all additional information collected during the preliminary investigation required to assess and verify the validity of the report.

Coesia S.p.A. is the holder of the data and will, in all cases, act as autonomous data controller.

If the exercise of the rights recognized by Section III of GDPR may entail an actual and concrete prejudice to the confidentiality of the Whistleblower's identity, and the possibility to effectively verify the validity of the report, or gather the necessary evidence, may be compromised, it is possible to limit or delay such exercise, in accordance with the applicable law dispositions. In no case whatsoever the concerned person or third parties may exercise the right of access to obtain information on the identity of the Whistleblower.

Coesia S.p.A. reserves the right to assess, on a case-by-case basis, the specific circumstances and conditions that make it appropriate to duly inform the person concerned on the conclusion of the verification procedure, to avoid abuse and ensure protection of the person's rights.