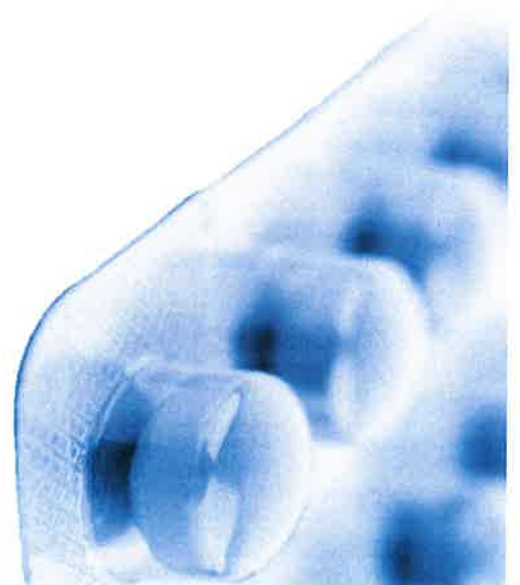





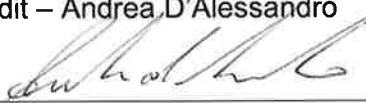
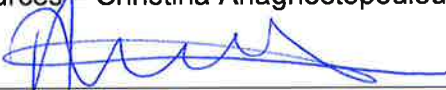

# **GLOBAL SPEAK UP WHISTLEBLOWING POLICY**

**Management of Reporting**





# Zambon Company S.p.A.

<b>Policy</b>	P-WB-01		
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<b>Verified by</b>	Global Human Resources – Christina Anagnostopoulou 		21.12.2023
<b>Approved by</b>	Margherita Zambon – Board Member 		21.12.2023

Title: Whistleblowing Policy – Management of Reports

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## 1. INTRODUCTION

Zambon Group (hereinafter also “Zambon”) considers **compliance with the principles enshrined in the Code of Ethics as a responsibility shared by everyone**: by those who work in the Group, on behalf of the Group and, more generally, by all those who collaborate or come into contact with the Group.

Zambon requires **compliance** with both internal regulation (including, but not limited to Policies, Procedures) and external regulation of each country where Zambon operates through a Subsidiary, a Third Party or a Business Partner. For this reason, Zambon **supports** and **promotes** the safeguarding of **principles, rights** and **duties** outlined in its **Code of Ethics**, encouraging anyone who identifies any inappropriate, incorrect or suspected conduct that could breach or breaches internal or external regulations to report it..

*Zambon calls for the utmost collaboration in reporting any misconduct or unacceptable behaviour to promptly prevent its spread and to adopt the necessary measures against responsible parties.*

## 2. GENERAL PRINCIPLES

Following are the general principles in reporting management:

- ✓ **Autonomy and professionalism of the responsible reporting persons;**
- ✓ **Confidentiality of the information acquired as part of the reporting management process;**
- ✓ **Protection of the Whistleblower, the Person Concerned and any other parties** involved from any retaliatory and/or defamatory acts;

- ✓ **Impartiality and independence of judgement** on the part of the responsible reporting persons;
- ✓ **Commitment to collaborate with the competent authorities** in the event of legal implications arising from the reporting.

### 3. PURPOSE AND SCOPE

The purpose of the **Global Policy** is not limited to the **prevention** of any **non-compliance** or **irregularities** within the organization **according to existing rules and regulations**, but also extends to the **promotion** of a corporate culture of **fighting against illegality**, through the **active and responsible participation** of all employees and, more generally, of all persons who collaborate with Zambon Group.

#### WHOM DOES THIS POLICY APPLY TO?

This Global Policy applies to all companies belonging to Zambon Group.

This Policy applies also to alleged Non-Compliance Events in which contingent workers, contractors or other non-Zambon collaborators are acting on behalf of the Company. Matters involving these individuals shall be escalated and investigated according to these guidelines. Certain aspects of remediation, however, shall not apply, since non-employees cannot be "disciplined" by the Company.

#### IN WHICH MANNER?

Each Affiliate/Subsidiary is required to adopt this Policy in accordance with local rules **through the emission of a local SOP based on principles and reference rules contained in the Global Policy**.

#### WHERE CAN I FIND THIS POLICY?

This Policy can be consulted on the Zambon Website and Intranet through the link to the **Corporate reporting** platform as described hereafter.

### 4. MATERIAL SCOPE

#### WHICH FACTS CAN BE REPORTED?

Any Non Compliance Event in a written or oral communication of information on behaviors (of any nature, including omissions) and/or information that may constitute the details of a crime or in any case inappropriate or incorrect conduct or alleged violation of the principles expressed in the Zambon Code Ethics, in the Organisation, Management and Control Model pursuant to Legislative Decree 231/2001 (for Italian Companies), in the policies and procedures, by laws and regulations applicable to Zambon companies.

A potential violation of law, Company policy or procedures, and/or the Company's Code of Ethics, claims or disputes principally pertaining to performance management, recognition and rewards or compensation and benefits, are not typically considered to be Non-Compliance Events governed by this Policy, unless related to allegations of discrimination, harassment or retaliation.

### WHICH FACTS CANNOT BE REPORTED?

Zambon Group will also consider reports concerning **facts or information that have been found directly by the whistleblower**, with the **exclusion of**:

- **disputes**, claims or requests related to a **personal interest** of the whistleblower which relate exclusively to their individual employment relationships;

### WHEN IS THE REPORT EFFECTIVE?

In order to ensure a complete and accurate assessment of the report, it is important that information provided by the reporting person are:

- **consistent and resistant to objections** (reliable and convincing);
- **unambiguous, non-generic and not susceptible to different equally plausible interpretation**;
- **not in conflict with each other and/or with other certain data or elements**.

## 5. REPORTING PERSONS or WHISTLEBLOWERS

Reporting persons may include the following:

- **shareholders and persons belonging to the administrative, management, supervisory body or with representation functions**, including non-executive members at Zambon ;
- **persons having self-employed status** working at Zambon ;
- **workers or collaborators**, who work at Zambon **and provide goods and services or carry out works for Zambon**;
- employees of Zambon;
- **freelancers and consultants** who work at Zambon,;
- **volunteers and trainees**, paid and unpaid, who work at Zambon;
- **candidates** during the selection phase if information on breaches has been acquired during the recruitment process or in other pre-contractual negotiations, **new hires** in the probationary period, **former employees** if the information on breaches was acquired during the relationship itself.

## 6. REPORTING CHANNELS

If there is the **certainty** or **reasonable suspicion**, based on **precise** and **consistent factual elements** - i.e., susceptible to no other interpretation and converging in the same direction - that one of the above-mentioned conducts has occurred, it is possible to **report** it in an **anonymous** or **identified** manner, using the following channels.

- **LOCAL REPORTING CHANNEL**: each **Affiliate/Subsidiary** of Zambon has implemented a **reporting channel according to local rules and regulations in a manner that it considers more appropriate according to its size and organization model**. The reporting channel will guarantee, also through the use of encryption tools, the confidentiality of the identity of the Reporting person, of the person concerned and of the person in any case mentioned in the report, as well as the content of the report and related documentation.

**OR, IF ALLOWED BY LOCAL LEGISLATION,**

- **THE CORPORATE REPORTING PLATFORM** implemented by the Headquarters. In this case, Zambon Headquarters will manage the reporting as hereafter described.

### **CORPORATE REPORTING PLATFORM**

 **online platform** of Zambon that can be accessed at the following link:  
[zambongroup - Home \(integrityline.com\)](http://zambongroup - Home (integrityline.com))

Below are the detailed **operational instructions for sending a report**, by means of Zambon Corporate Reporting platform.



#### **❖ ZAMBON CORPORATE REPORTING PLATFORM**

It is possible to make a report using the **Zambon Corporate Reporting Platform** by accessing the link: [zambongroup - Home \(integrityline.com\)](http://zambongroup - Home (integrityline.com)).

After accessing the platform, the Whistleblower shall:

- **click on the box “send a report”**
- **select the option Zambon Head Quarters**
- **indicate whether or not employed by Zambon**, with the **option to specify which company** of the Group the Whistleblower is employed by and in which **company/country the event covered by the report** took place
- **describe the event related to the report**
- **upload any attachments** (e.g., pictures, videos, audio recording and documents), if available.

Once the questionnaire is filled in, the **Whistleblower may choose whether to send the report anonymously** or alternatively may provide:

- **name**
- **telephone number**
- **e-mail.**

In any case, before sending the questionnaire, the Whistleblower will create a password following the instructions inside the platform.

When sending the report, the Whistleblower can also choose whether to remain available for further information/clarifications by opening a **"Secure Inbox" e-mail**.

It is possible to open the **"Secure Inbox"** both sending the report anonymously and entering the contact details.

To create the **"Secure Inbox"**, the Whistleblower shall **utilize the password** already generated, and then a **report number will be assigned**.

To **access the “Secure Inbox”**, the Whistleblower shall:

- **access the reporting system** (via link [zambongroup - Home \(integrityline.com\)](http://zambongroup - Home (integrityline.com)))

- click on “Secure Inbox”
- once the window “access to reporting” is opened, add the number of report assigned and the password chosen.

After accessing the report, the Whistleblower shall express the preference to communicate anonymously.

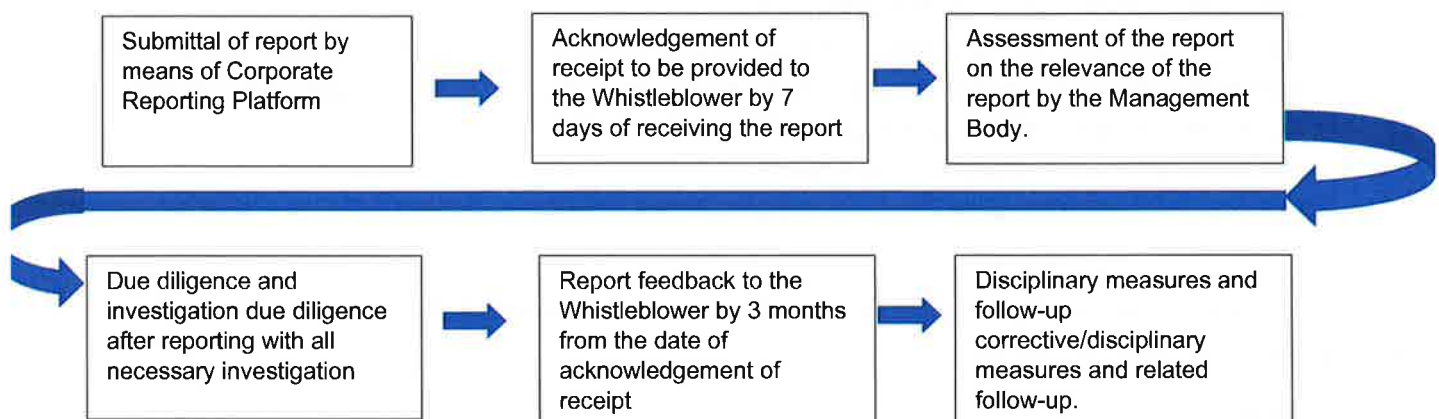
The Whistleblower shall use the “Secure Inbox” to:

- send further information on the event reported
- reply to potential questions.

If the Whistleblower agrees, the report may be recorded and/or included in minutes, which must then be reviewed by the Whistleblower in order to confirm the accuracy of what was reported.

## 7. REPORTING PROCESS THROUGH THE CORPORATE REPORTING PLATFORM

The reporting process is graphically shown below, from the submittal of report to the feedback to the Whistleblower.



## 8. WHO MANAGES THE REPORTS

Zambon Group has entrusted the **Corporate Compliance Function** with the management of reports - received from company personnel and/or from third parties - of violations as identified by the present Policy.

The Corporate Compliance Function avails itself, in compliance with the law, of persons both internal and external to the organization for the management of reports.



## 9. ASSESSMENT OF REPORTS

The **Corporate Compliance Function takes charge of the reports** carry out a preliminary assessment of the relevance of the report. The preliminary assessment may involve the possible need to request **clarifications or additional information from the Whistleblower**, through the reserved personal area.

The report is always analyzed in full compliance with the applicable legal principles and regulations, including those relating to the processing of personal data.

**Within 7 days of receipt** of the report, the Whistleblower is given confirmation of its receipt.

In the event of a judgment of **non-relevance or inability to proceed with** the report (for cases that are not sufficiently fact-based, manifestly unfounded or relating to irrelevant behaviour or facts in relation to this Policy), the report will be **archived** by the Corporate Compliance Function and this will be communicated to the Reporting Person.

Starting from the outcome of the preliminary assessment, the report is entered in a special **Register of Reports**. All phases of the management of the report, as well as all the actions taken, will be reported in this Register, accessible only by the Corporate Compliance Function.

Once the preliminary check has been carried out, the Corporate Compliance Function **files the Report** if it believes it is:

- relating to a simple complaint of a personal nature
- manifestly unfounded
- excessively generic: in this case, before proceeding with filing, the Corporate Compliance Function will contact the Whistleblower (through the appropriate channel) in order to collect other useful elements or will proceed to independently check the facts described therein and/or involving External Persons. In this case, archiving will proceed only if there are no additional elements or if those provided subsequently are in any case insufficient.

In all the cases described above, the Whistleblower is informed by the Corporate Compliance Function, in writing, of the **filing of the Report** and of the **reasons** for which it was filed.

But in the event that the Corporate Compliance Function **receives/collects further elements to support** the Report or in the event that the facts described in the Report are found to be sufficient and well-founded since its acceptance, it **proceeds to start the investigation**.








## 10. DUE DILIGENCE AND INVESTIGATION OF THE REPORT

In the event that the Corporate Compliance Function deems the facts described in the Report to be well founded and relevant following the preliminary analysis, it proceeds to analyse it, starting the related **internal investigation/preliminary phase**.

The activities carried out during this phase are launched **in compliance with the timing** established and with the principles of **independence, professionalism and confidentiality of the investigation activities**.

To this end, the Corporate Compliance Function (where it deems it useful or necessary) can **involve the company Functions** involved in the checks and/or make use of the **collaboration of any responsible External Persons**.

More specifically, in this phase the Corporate Compliance Function, or together with the other corporate functions, where appropriate, will:

-  **conclude the investigation activities** at any time, if, during those activities, it is **proven that the report is groundless**
-  **check the possible legal implications** for Zambon
-  **request the termination of the ongoing behaviour reported**, in case of perseverance, by **requesting precautionary measures**
-  **ensure that the investigation is conducted in a fair and impartial manner** and that the **confidentiality of the identity of the Whistleblower and of all the parties involved, including the Person Concerned, is protected**
-  **ensure that appropriate measures are taken for the collection, processing and storage of information** of a **personal nature**, in compliance with the **Privacy legislation**
-  define the **ways** in which to **inform the Person Concerned** about the **allegations** and any **disciplinary proceedings** against this person, in order to **guarantee the right to be defended**
-  **guarantee** that all the **activities** envisaged during the **preliminary phase** are carried out with the **utmost accuracy and speed**.

## 11. OUTCOME OF THE INVESTIGATION AND CLOSURE OF REPORT

At the end of the preliminary investigation, the Corporate Compliance Function draws up a **report** on the activities carried out and on the final assessment of the whistleblowing report.

It will also report the **outcome of the investigation** and the possible **imposition of sanctions** against the **Person Concerned** in the **Register of Reports**, as well as the possible **opening of legal proceedings** against the Person Concerned.

In the event of **unfounded reports**, it proceeds with the simultaneous **filing** of the **report**, while recording the reasons in the Register of Reports.

Where possible, the **Whistleblower** will be **promptly notified** of the **filing** of the report.

If the **reports** prove to be **unfounded, vexatious** or in **bad faith**, the Corporate Compliance Function **will evaluate the necessary measures** deemed, from time to time, more appropriate against the author of the unfounded reports, with the possibility, if the conditions are met, to denounce such person to the competent Judicial Authority.

On the other hand, no action or sanction is envisaged against those who report in good faith facts that are found to be unfounded by subsequent checks.



At the end of the investigation phase and in any case within **three months from the date of the acknowledgment of receipt or, in the absence of such notice, within three months from the expiry of the term of seven days from the submission**, the Corporate Compliance Function informs the Whistleblower of the findings in the investigation activity.

## **12. MEASURES FOR THE PROTECTION OF THE WHISTLEBLOWER, THE PERSON CONCERNED AND OTHER PERSONS**

### **Measure for protection of the whistleblower**

In compliance with the legislation relating to the **protective measures to be adopted to ensure the protection of the Whistleblower**, Zambon guarantees, throughout the process of managing the reports, **confidentiality** and **privacy** regarding the **identity of the Whistleblower** and the **information** contained in the reports.

Without prejudice to the further responsibilities established by law, Zambon provides for **disciplinary responsibilities** towards anyone who breaches the **confidentiality obligations**.

Starting from the moment in which the **report is taken in charge**, the Corporate Compliance Function is responsible for **guaranteeing the confidentiality of the Reporting Person**, as well as for **protecting** any other **information** that may **reveal**, directly or indirectly, the **identity of the person** who has made the report. **Responsibility** remains the same even in the event that the **report** subsequently proves to be **unfounded** or **irrelevant**.

**It is mandatory for all persons involved in the management of reports to protect their confidentiality.**

Zambon also undertakes to **protect the Whistleblower** and the **persons** involved in the whistleblowing management process, **from any form of retaliation, discrimination and/or penalization** for facts that are connected, directly or indirectly, to the whistleblowing.

### **Disclosure of the identity of the whistleblower**

The **disclosure** of the **identity** of the **Whistleblower**, as well as of the **information** contained in the reports, is allowed in exceptional cases, such as, by way of example:

- investigations by competent authorities
- legal proceedings
- matters of public order.

In the aforementioned cases, before the **disclosure** takes place, the **Whistleblower** is **notified** thereof, provided that this does not affect any investigations and/or legal proceedings.

### **Liability limitations**

The Decree provides for the **exclusion of the punishment of the Whistleblower who reveals** or disseminates **information on breaches** covered by the obligation of secrecy or relating to the protection of copyright, or the protection of personal data or reveals or disseminates information on breaches that offend the reputation of the person involved or concerned, when, at the time of

disclosure or dissemination, there were **reasonable grounds to believe that the disclosure or dissemination of the same information was necessary to reveal the breach and the report, the public disclosure, or the complaint to the judicial or accounting authorities was carried out in the required manner.**

**When the above hypotheses occur, any further liability, even of a civil or administrative nature, is also excluded.**

Furthermore, unless the fact constitutes a crime, the liability, **even of a civil or administrative nature, for the acquisition of information on the violations or for accessing them is excluded.**

In any case, it should be noted that **criminal liability and any other liability, even of a civil or administrative nature, is not excluded for behaviour, acts or omissions not connected to the report, the report to the judicial or accounting authority or the public disclosure or that are not strictly necessary to disclose the violation.**

### **Measure for the protection of the person concerned**

In order to avoid the creation of prejudicial situations in the work-related context, **Zambon** adopts **the same protective measures to safeguard the confidentiality** of the Whistleblower, also as regards the alleged perpetrator of the behaviour or violation (so-called **Person Concerned**), **without prejudice to the exception in which the Group may be required by law to disclose the identity of the Person Concerned** (for example if requested by the Judicial Authority).

Furthermore, **Zambon guarantees the Person Concerned:**

- **the right to be informed within a reasonable time** about the **allegations** brought against and any disciplinary **sanctions** adopted
- **the right of defence**, by explaining one's version of the facts and any evidence useful to dispute the allegations made against.

**In compliance with the provisions of the law or following specific requests received from public persons** (e.g., administrative authorities), **the personal data of the Person Concerned may be submitted** to these persons.

### **Measure for the protection of other persons**

The **measures for the protection** described above **also apply to any third parties involved** in the report, as specified below:

- **persons who have provided support** to the Whistleblower in the report (so-called "**facilitators**")
- **persons in the same work-related context** as the Whistleblower, the person who has filed a complaint to the judicial or accounting authority or the person who has made a public disclosure and who are linked to them by a **stable emotional or kinship bond within the fourth degree**
- **work colleagues** of the Whistleblower or of the person who has filed a complaint with the judicial or accounting authority or made a public disclosure, **who work in the same work-related context** and who have a regular and current relationship with said person
- **entities owned** by the Whistleblower or the person who issued a complaint to the judicial or accounting authority or which has made a public disclosure or for which the same persons

work, as well as **entities that operate in the same work-related context** as the aforementioned people.

### 13. PRIVACY POLICY AND PERSONAL DATA PROTECTION

#### Duty of confidentiality

Reports cannot be used **beyond what is necessary to adequately follow up on them.**

**The identity of the Whistleblower and any other information** from which it can be inferred, directly or indirectly, this identity **cannot be disclosed, without the express consent of the Whistleblower**, to anyone beyond the authorised staff members competent to receive or follow up on the reports, expressly authorized to process such data in compliance with current legislation on the protection of personal data pursuant to Headquarters' Regulation (EU) 2016/679 (so-called "GDPR").

In the context of the **criminal proceeding**, the identity of the Whistleblower is covered by secrecy in the manner and within the limits established by law.

As part of the **proceeding before the Court of Auditors**, the identity of the Whistleblower cannot be disclosed until the end of the preliminary investigation phase.

As part of the **disciplinary procedure**, the **identity of the Whistleblower cannot be disclosed, where the contestation of the disciplinary charge is based on separate and additional assessments with respect to the report**, even if deriving from it.

If the **dispute is based**, in whole or in part, **on the report, and the knowledge of the identity of the Reporting person is indispensable for the defence of the accused, the report will be usable for the purposes of the disciplinary procedure only in the presence of the express consent** of the Reporting Person to reveal the identity. In this case, notice is given to the Reporting Person by written communication of the reasons for the disclosure of the confidential data.

The **Whistleblower is also notified about the disclosure** of confidential data in the hypothesis of internal and external reporting procedures when the disclosure of the Whistleblower's identity and information is also **essential for the purpose of defending the person involved.**

#### Personal data processing

**Any processing of personal data**, including communication between the competent authorities, shall be carried out **in accordance with the GDPR.**

**Personal data which are manifestly not relevant for the handling** of a specific report shall not be collected or, if accidentally collected, shall be **deleted without undue delay.**

**The processing of personal data** relating to the receipt and management of reports **is carried out by** the subjects identified for the management of the reporting channel, as **data controllers**, in compliance with the regulatory principles, providing suitable information to the reporting persons and to the persons involved, as well as by adopting appropriate measures to protect the rights and freedoms of the data subjects.

**Private sector parties who share resources for receiving and managing reports, determine in a transparent way, through an internal agreement, their respective responsibilities regarding compliance with the obligations on the personal data protection.**

#### 14. RECORD KEEPING OF DOCUMENTATION

The reports and related documentation **are kept for the time necessary to handle** the report and in any case **no later than five years from the date of communication of the final outcome of the reporting procedure**, in compliance with the confidentiality obligations and in compliance with the regulations on the processing of personal data, by the Corporate Compliance Function.

**If a recorded voice messaging system is used for reporting, subject to consent of the Reporting Person, the report is documented by the staff member responsible for handling the report by recording it on a suitable device** for storage and listening or by full transcript. In the event of a transcript, the Reporting Person can check, amend or confirm the content of the transcript by signing it.

**If an unrecorded telephone line** or another unrecorded voice messaging system **is used for reporting, the report is documented in writing** by means of detailed minutes of the conversation written by the staff member responsible for handling the report. The Reporting Person can check, amend and confirm the content of the transcript by signing it.

**When**, at the request of the Reporting Person, **the report is made orally** during a meeting with the staff member responsible for handling the report, **it is documented by the staff member, with prior consent** of the Reporting Person, **by recording it on a suitable device** for storage and listening or by minutes. In case of minutes, the Reporting Person can check, amend and confirm the minutes of the meeting by signing it.