

CAP ARREGHINI S.p.A.

WHISTLEBLOWING POLICY

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1. Purpose and objectives

CAP ARREGHINI S.p.A. (hereinafter also referred to as the “Company”) has implemented a “Whistleblowing” system (hereinafter also referred to as “Reports”) as provided for by Legislative Decree 24/2023, through which Italy has *“implemented Directive (EU) 1937/2019 on the protection of persons who report breaches of Union law and laying down provisions on the protection of persons who report breaches of national legal provisions”*. Legislative Decree 24/2023, in line with the European Directive, aims to strengthen the legal protection of persons who report breaches of national or European regulatory provisions that harm the interests and/or integrity of the private (or public) organisation to which they belong, and of which they have become aware in the course of their work.

The Company had already established a reporting system, governed by the Organisation, Management and Control pursuant to Legislative Decree 231/2001, in accordance with the provisions of Law 179/2017, containing “Provisions for the protection of persons reporting offences or irregularities of which they have become aware in the context of a public or private employment relationship”.

The whistleblowing system has also been adopted with the aim of identifying and combating possible breaches of the Code of Ethics, the Organisation, Management and Control Model pursuant to Legislative Decree 231/2001 and the Policies and Procedures adopted by the Company, as well as other unlawful or irregular conduct (as further specified in paragraph 5) that may undermine the integrity of the Organisation.

This Policy, therefore, in regulating the system for handling reports, aims to foster a culture of ethics, legality and transparency within the organisation and in dealings with it.

2. Regulatory and documentary references

- Directive (EU) 1937/2019 on *“the protection of persons reporting breaches of Union law”*;
- Regulation (EU) 2016/679 on the *“Protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation)”*;
- Legislative Decree 231/2001, concerning *“The regulation of the administrative liability of legal persons, companies and associations, including those without legal personality”*;
- Legislative Decree 24/2023, *“Implementation of Directive (EU) 1937/2019 on the protection of persons who report breaches of Union law and laying down provisions on the protection of persons who report breaches of national law”*;
- *Guidelines on the protection of persons reporting breaches of and the protection of persons reporting breaches of national legislation. Procedures for the submission and handling of external reports. Approved by*

Resolution No. 311 of 12 July 2023, as amended and supplemented by Resolution No. 479 of 26 November 2025

- ANAC Guidelines 1/2025 on reporting procedures
- New Whistleblowing Regulations – Operational Guide for private organisations drawn up by Confindustria
- Organisation, Management and Control Model pursuant to Legislative Decree 231/2001;
- Code of Ethics;
- Company Policies and Procedures.

3. Dissemination, communication and awareness-raising initiatives

The Policy is **disseminated** in accordance with the provisions of the legislation, through a variety of channels, including noticeboards in the workplace and publication on *the website*.

The Company also undertakes **communication** and **training** initiatives for staff on the Policy, including through activities to promote a culture of *whistleblowing*.

4. Whistleblowers, other relevant parties and the scope of protection

A '**Whistleblower**' is defined as the natural person who makes a report or public disclosure (*see below*) regarding breaches of which they have become aware within their working environment and/or in the course of work or professional activities carried out on behalf of the Company (*pursuant to Article 2, paragraph 1, letter g) and letter*

i) D of Legislative Decree 24/2023).

In particular:

- employees;
- self-employed persons, contractors, freelancers and consultants;
- volunteers and trainees, whether paid or unpaid;
- shareholders and persons holding positions of administration, management, control, supervision or representation (including de facto positions).

The safeguards for the **Whistleblower** (so-called '*protective measures*'), referred to in the following paragraphs, also extend to the following categories of persons:

- facilitators (persons who assist the whistleblower in the reporting process);
- people belonging to the same workplace as the whistleblower and linked to them by a stable emotional or family relationship;
- the whistleblower's work colleagues with whom they have a regular and ongoing relationship;
- entities owned by the whistleblower or for which the protected persons work.

As provided for in Article 3(4) of Legislative Decree 24/2023, the protection of the whistleblower is also guaranteed in the following cases:

- a) where the legal (i.e. employment) relationship has not yet commenced, if the information forming the subject of the report was obtained during the selection process or at other pre-contractual stages;
- b) during the probationary period;
- c) following the termination of the legal relationship (i.e. the employment relationship), if the information forming the subject of the report was obtained during the course of that relationship.

5. Subject matter of the report

Reports may concern breaches of national or European regulations and any conduct, acts or omissions that harm the public interest and/or the integrity of the Company, including:

- administrative, accounting, civil or criminal offences;
- unlawful conduct as defined under Legislative Decree 231/2001;
- breaches of the Organisation, Management and Control Model adopted pursuant to Legislative Decree 231/2001;
- offences falling within the scope of European Union legislation relating, without limitation, to the following sectors: public procurement; services, products and financial markets; and the prevention of money laundering and terrorist financing; product safety and compliance; environmental protection;
- other acts or omissions that harm the financial interests of the European Union and/or concern the internal market.

Unlawful conduct (or suspected unlawful conduct) that does not comply with the Policies and Procedures adopted by the Company is also subject to reporting. The unlawful conduct reported must relate to situations of which the Whistleblower has become directly aware by virtue of their employment relationship and, therefore, includes information obtained by virtue of the position held, as well as information acquired during and/or as a result of the performance of their duties, even if by chance.

Only reports concerning facts directly observed by the Whistleblower will be considered; reports based on assumptions or rumours will not be taken into account.

Furthermore, the reporting system may not be used by the Whistleblower for purely personal purposes, for claims or complaints, which, if anything, fall within the broader framework of the employment or collaboration relationship or of relations with a line manager or colleagues, for which reference should be made to the relevant company procedures.

The (external) Reporting Officer, in their capacity as the person designated to receive and examine reports – as further specified in paragraph 5 – will assess all reports received and take the necessary action at their reasonable discretion and under their responsibility

within the scope of their remit, consulting, where appropriate, the person making the report and the person responsible for the alleged breach. Reasons will be given for any resulting decision.

Any disciplinary measures will be imposed by the relevant company bodies, in accordance with the provisions of the applicable National Collective Labour Agreement.

5.1 Actions, incidents and conduct that may be reported

With a view to assisting the Whistleblower in identifying **incidents that may be the subject of a report**, the following is a list of relevant breaches and/or conduct, provided by way of example only and is neither exhaustive nor binding:

- ✓ breach of the Organisation, Management and Control Model, the Code of Ethics, the Policies and Procedures adopted by the Company;
- ✓ the giving of a sum of money or the granting of other benefits to a public official or public service employee in return for the performance of their duties (e.g. expediting an administrative procedure) or for the commission of an act contrary to their official duties (e.g. failing to issue a notice of violation for tax irregularities);
- ✓ conduct aimed at obstructing the activities of the public administration (e.g. failure to submit documentation, or the provision of false or misleading information);
- ✓ promising or offering money, goods, services or other benefits with the aim of bribing suppliers or customers;
- ✓ accepting money, goods, services or other benefits from suppliers or other parties in exchange for favours or unethical conduct;
- ✓ unlawful agreements with suppliers, consultants, customers or competitors (e.g. issuing fictitious invoices, price-fixing agreements, etc.);
- ✓ falsification, alteration, destruction or concealment of documents;
- ✓ irregularities in accounting, administrative or tax compliance, or in the preparation of the Company's annual financial statements;
- ✓ falsification of expense claims (e.g. 'inflated' reimbursements or claims for false business trips);
- ✓ theft of money, valuables, supplies or other assets belonging to the Company or to clients;
- ✓ unauthorised disclosure of confidential information;
- ✓ computer fraud;
- ✓ conduct aimed at undermining gender equality with regard to rights, treatment, responsibilities, opportunities and economic and social outcomes;
- ✓ offences falling within the scope of European Union or national legislation, or of national legislation implementing European Union legislation on public procurement; services, products and financial markets; and the prevention of money laundering and terrorist financing; product safety and compliance; environmental protection;
- ✓ other matters provided for by legislation.

5.2 Actions, events and conduct that may not be reported

The *whistleblowing* system must not be used to offend or damage the honour and/or personal and/or professional reputation of the person or persons to whom the reported facts relate, or to knowingly spread unfounded allegations.

In particular, by way of example and without limitation, the following **is** therefore **prohibited**:

- (i) the use of abusive language;
- (ii) submitting reports for purely defamatory or slanderous purposes;
- (iii) submitting reports of a discriminatory nature, insofar as they relate to the sexual, religious or political orientation or the racial or ethnic origin of the person reported;
- (iv) submitting Reports made with the sole aim of harming the Subject of the Report;
- (v) any other conduct not covered by the regulations.

5.3 Irrelevant Reports

Reports must be relevant to the scope of this Policy. In particular, reports are considered **irrelevant** if they:

- (i) relate to Reported Persons or companies that do not fall within the scope defined by this Policy;
- (ii) relate to facts, actions or conduct that are not subject to reporting under this Policy;
- (iii) relate exclusively to aspects of the Reported Person's private life, without any direct or indirect connection to the work or professional activities carried out within the Company or in dealings with it;
- (iv) relate to a dispute, claim or request linked to a personal interest of the Reporting Person;
- (v) are incomplete and/or lack sufficient detail and cannot be verified in accordance with the provisions of the following paragraph;
- (vi) any other matter not provided for by the relevant legislation.

6. Content of the report

Reports must be detailed, verifiable and complete with all information necessary to ascertain the facts and identify the individuals responsible for the breaches.

The Whistleblower is responsible for the content of the report. In particular, **the report must contain**, at a minimum:

- ✓ the personal details of the person making the report, including their professional title or position . However, the option to submit an anonymous report remains (*see below*);

- ✓ a clear and complete description of the unlawful conduct that is the subject of the Report and the manner in which it came to light;
- ✓ the date and place where the incident occurred;
- ✓ the name and role (title, professional position or department in which they carry out their duties) enabling the identification of the person(s) to whom responsibility for the reported facts is attributed;
- ✓ appropriate supporting documentation, namely any documents intended to verify the validity of the facts reported;
- ✓ any other information useful for verifying the reported facts.

A report from which the identity of the whistleblower cannot be ascertained is considered anonymous.

Anonymous reports are permitted, although not recommended, as they limit the possibility of communicating with the whistleblower and of adequately verifying the validity of the facts.

In any case, where anonymous reports are detailed and capable of bringing to light facts and situations relating to specific contexts, they are treated in the same way as 'ordinary' reports.

Please note that the confidentiality of the Whistleblower's personal data is always guaranteed, as is their protection against any form of retaliation or discrimination.

7. The Internal Reporting Manager

With a view to effectively achieving the objectives of the current regulations, and thus safeguarding the integrity of the Company and protecting the Whistleblower, the **Person Responsible for Managing Reports** is an individual external to the Company (namely the Chair of the Supervisory Body – appointed pursuant to Article 6 of Legislative Decree 231/2001);

The aforementioned individual (hereinafter referred to as the "Head of Whistleblowing Management"), for the purposes of managing whistleblowing reports, has received specific training and meets the requirement of independence (*pursuant to* Article 4 of Legislative Decree 24/2023).

8. The internal reporting channel

In accordance with the provisions of Legislative Decree 24/2023, reports may be submitted via any of **the channels** listed below, which guarantee the confidentiality of the reporter's identity throughout the reporting process.

➤ METHODS OF REPORTING – WRITTEN FORM

- A paper report placed in three sealed envelopes: the first containing the reporter's personal details together with a photocopy of their identity document; the second containing the report itself, so as to separate the reporter's personal details from the report. Both must then be placed in a third sealed envelope bearing the words 'confidential' on the outside, addressed to the person responsible for handling the report (e.g. 'confidential to the Chair of the Supervisory Board'). The report must be sent to Ms Chiara Maltese, Via Brusafiera 12, 33170

Pordenone (PN). Upon receipt of the report, it will be registered confidentially by the report handler, including via a separate register.

➤ **METHODS OF REPORTING – ORAL REPORTS**

- by requesting a face-to-face meeting, at the Whistleblower's request, with the Contact Person, to be sent to the email address maltese@brusafiera12.it
- or by telephone on 0434 247417.

The Company has therefore established multiple internal reporting channels in accordance with Article 4 of the aforementioned Decree, in addition to the existing reporting systems.

Should you consider it necessary to report incidents involving the types of conduct defined under Legislative Decree 24/2023 (as specified in more detail above), the Company recommends that you do so using the methods set out above (in writing or orally).

9. The external reporting channel

In the cases provided for by the legislation, the Whistleblower may also make a so-called 'external' report.

In such cases, the recipient of the report will be the National Anti-Corruption Authority (ANAC), which operates and manages an external reporting channel.

The legislation provides for the possibility of an external report where:

- ✓ an internal report has already been made and no action has been taken on it;
- ✓ there are reasonable grounds to believe that, if an internal report were made, would not be effectively followed up, or that the report itself could give rise to retaliation or discrimination;
- ✓ there are reasonable grounds to believe that the breach may constitute an imminent or obvious threat to the public interest.

The guidelines on the procedures for submitting and handling external reports are available on *the ANAC website*.

10. Public disclosures

The Whistleblower, pursuant to Article 15 of Legislative Decree 24/2023, is protected even when making a so-called '**public** disclosure' of information on breaches via the press or electronic media or, in any case, via means of dissemination capable of reaching a large number of people (*pursuant* to Article 2, paragraph 1, letter f), Legislative Decree 24/2023).

Protection for a Whistleblower who makes a public disclosure is guaranteed only if, at the time of disclosure, one of the following conditions is met:

- ✓ the whistleblower has previously made an internal and external report or has made an external report directly, in accordance with the conditions and procedures laid down by the legislation, but has not received a response within the prescribed time limits;
- ✓ the whistleblower has reasonable grounds to believe that the breach may constitute an to the public interest;
- ✓ the Whistleblower has reasonable grounds to believe that the external report may entail a risk of retaliation or may not be effectively followed up due to the specific circumstances of the particular case, such as where evidence may be concealed or destroyed, or where there is a well-founded fear that the recipient of the report may be colluding with the perpetrator of the breach or involved in the breach itself.

11. Reporting of Unlawful Conduct

All reports and information relating to subsequent actions, investigations and resolutions must be recorded and retained in accordance with legal requirements.

To this end, in the case of a report of unlawful conduct, ***the procedure*** provides for:

I. SUBMITTING A REPORT

- Anyone who has reasonable grounds to suspect that unlawful conduct has occurred or is likely to occur may submit a report via the channels mentioned above.

II. RECEIPT OF THE REPORT

- The person responsible for handling the Report shall send an acknowledgement of receipt to the Whistleblower within seven days of receipt, and shall ensure a reasonable timeframe for providing feedback on the outcome of the internal investigation, not exceeding three months from the date the acknowledgement of receipt was sent.
- The person responsible for handling the report maintains communication with the whistleblower.
- The person responsible for managing reports shall ensure that reports received are dealt with appropriately. In particular, appropriate handling entails, first and foremost, whilst respecting reasonable timeframes and data confidentiality, an assessment of whether the report meets the essential requirements in order to determine its admissibility and thus be able to grant the whistleblower the protections provided for.
- At this stage, the person responsible for managing reports may dismiss reports that are manifestly unfounded due to the absence of factual elements sufficient to justify an investigation; reports whose content is so general as to prevent a clear understanding of the facts; reports of offences accompanied by inappropriate or irrelevant documentation; and reports that are irrelevant or prohibited under this Policy.

- Where the details of the report are not sufficiently substantiated, the person handling the report may request further information from the whistleblower via the dedicated channel, or even in person, should the whistleblower have requested a face-to-face meeting.

III. PRELIMINARY INVESTIGATION STAGE

- Once the admissibility of the report has been assessed, the person responsible for managing the reporting channel will initiate an internal investigation into the facts or conduct reported in order to assess whether they are substantiated.

IV. OUTCOME OF THE INTERNAL INVESTIGATION

- Upon completion of the investigation, the Head of the Whistleblowing Unit provides a response setting out the measures planned, adopted or to be adopted in response to the report, and the reasons for the decisions taken. In any event, the Head of the Whistleblowing Unit shall notify the complainant of the outcome of the report within the aforementioned three-month period from the date of the acknowledgement of receipt or, in the absence of such an acknowledgement, within three months of the expiry of the seven-day period following the submission of the report.

12. Protection of the confidentiality of the Whistleblower, the persons reported or involved, and other parties

In the case of an internal or external report, it is the responsibility of those in charge of managing the report to ensure the **confidentiality of the whistleblower** from the moment the report is taken on, even in cases where the report should subsequently prove to be incorrect or unfounded. Legislative Decree 24/2023, with a view to extending the system of safeguards as far as possible, has recognised that confidentiality must also be guaranteed to the persons reported or otherwise involved, and to other parties other than the whistleblower.

As laid down in the aforementioned Decree, the duty of confidentiality extends not only to the name of the Whistleblower and the persons referred to above, but also to any other information or detail, including any attached documentation, from which their identity may be deduced directly or indirectly.

Confidentiality must also be safeguarded in judicial and disciplinary proceedings. In particular, in the context of disciplinary proceedings initiated by the Company against the alleged perpetrator of the breach, the identity of the Whistleblower may not be disclosed where the disciplinary charge is based on separate and additional findings from those in the report, even if they arise from it. In the event that the Whistleblower's identity is essential to the defence of the person against whom the disciplinary charge has been brought, it may only be disclosed with the Whistleblower's express consent.

The confidentiality of the Whistleblower may, however, be waived where:

- ✓ the Whistleblower has given their express consent to the disclosure of their identity;

- ✓ the Whistleblower's criminal liability has been established by a first-instance judgment for offences of slander or defamation or, in any event, for offences committed in connection with the Report, or where the Whistleblower's civil liability has been established on the same grounds in cases of wilful misconduct or gross negligence;
- ✓ anonymity is not enforceable by law and the Whistleblower's identity is requested by the in connection with investigations (criminal, tax or administrative investigations, inspections by supervisory bodies).

13. Processing of the Whistleblower's personal data

The Company is the data controller pursuant to **Regulation (EU) 2016/679 (the so-called GDPR)** and provides a specific privacy notice in this regard. The personal data of Whistleblowers, those reported and all parties involved in the report are processed for the sole purpose of fulfilling the legal obligations set out in paragraph 2 and, in all cases, in compliance with the provisions of Regulation (EU) 2016/679 and Legislative Decree 51/2018. Processing is carried out using manual, IT and telecommunications tools, in a manner that ensures the security and confidentiality of the data in full compliance with the provisions of the law and regulations. The management of reports is carried out directly by the Data Controller's organisation, through appropriately designated and trained individuals, who act in the capacity of Authorised Persons.

The identity of the whistleblower may not be disclosed to anyone other than those competent and authorised to receive or follow up on reports (those responsible for managing the report) without their express consent. Pursuant to Articles 6 and 7 of the GDPR, in order to use the identity of the whistleblower and any other information from which that identity may be inferred, directly or indirectly, for the reasons expressly provided for in Article 12 of Legislative Decree 24/2023, the data controller, through specifically authorised persons such as those responsible for managing the report, is obliged to request the Whistleblower's consent to the processing of personal data for that specific purpose.

14. Prohibition of retaliation or discrimination against the Whistleblower

No **form of retaliation** or **discriminatory measure** linked, directly or indirectly, to the report is permitted or tolerated against the Whistleblower.

Discriminatory measures include, for example, unjustified disciplinary action and any other form of retaliation that results in intolerable working conditions.

Should a Recipient believe they have been the victim of conduct prohibited by this Policy, they may inform those responsible for managing reports. Should it be established that a Recipient has been the victim of prohibited conduct, appropriate corrective measures will be taken to rectify the situation and/or to remedy the adverse effects of the discrimination or retaliation, and disciplinary proceedings will be initiated against the perpetrator of the discrimination.

15. Responsibility of the Whistleblower

This Policy is without prejudice to the **Reporter's liability**, including disciplinary liability, in the event of a malicious or defamatory report, or a report made with intent or gross negligence concerning facts that are untrue.

Pursuant to Article 21(1)(c) of Legislative Decree 24/2023, ANAC may impose a financial penalty of between 500 and 2,500 euros on the Whistleblower where their civil liability is established, on the grounds of wilful misconduct or gross negligence, for the offences of slander and defamation.

Any forms of abuse of this Policy are also grounds for disciplinary liability, such as reports that are manifestly opportunistic and/or made for the sole purpose of harming the person reported and/or other parties, and any other instance of misuse or intentional exploitation of the mechanism covered by this Policy.

16. Traceability and archiving

The Company takes precautions to preserve information and documentation relating to the identity of the whistleblower and the contents of the report in accordance with Article 14 of Legislative Decree 24/2023. Internal reports and the related documentation are retained for the time necessary to process the report and, in any event, for no longer than five years from the date of notification of the final outcome of the reporting procedure, in compliance with the confidentiality obligations set out in Article 12 of the aforementioned Decree.

In the case of an oral report, retention must be ensured in accordance with Article 14 of Legislative Decree 24/2023; in particular:

- where, at the Whistleblower's request, the report is made orally during a **meeting**, it shall, subject to the Whistleblower's consent, be documented by means of a recording on a device suitable for storage and playback or by means of minutes. The Whistleblower must verify and confirm the minutes by signing them.

This Policy, drawn up in accordance with the requirements set out in current legislation and the values of the Code of Ethics, forms an integral part of the Organisation, Management and Control Model adopted by the Company.