

coesia

**Global
Whistleblowing
Policy**

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Coesia Global Whistleblowing Policy

Scope: Coesia S.p.A. and its subsidiaries

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

Issued by: Coesia S.p.A. CEO

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1. Purpose

Coesia S.p.A. (hereafter also referred to as “Coesia” or “the Company”) and its subsidiaries, in accordance with its values and standards of conduct set forth in the Coesia Code of Ethics and in compliance with current regulations, shall adopt and comply with the procedures provided in this Policy to handle reports through adequate and dedicated channels.

In particular, the purpose of this Policy is to provide all individuals¹ acting in the name or on behalf of, or in the interest of Coesia, with an operational tool for reporting violations of the Group Code of Ethics, breaches of the Directive (EU) 2019/1937 (for companies based in the countries of the European Union), of the Legislative Decree 24/2023 and Legislative Decree 231/2001 (for Italian companies), of Coesia’s Policies, as well as of applicable national and international legislations in the countries of operation.

When required by specific applicable national law, Coesia’s subsidiaries shall adopt a Local Whistleblowing Channel to be outlined in a Local Corporate Whistleblowing Policy, and to be adopted in full and strict compliance with the present Coesia Global Whistleblowing Policy. Should one of the provisions of this Policy be in conflict with any national provision of Whistleblowing Law, the local Corporate Whistleblowing Policy shall refer to the national legal provisions in force which shall prevail.

Coesia reserves the rights to carry out appropriate audits and controls, with the assistance of internal auditor(s) or external independent expert(s), to verify the correct implementation of this Policy, which will be periodically reviewed and updated where and when necessary.

For any doubts concerning this Policy, please refer to paragraph 10 “Frequently Asked Questions (FAQ)”.

¹ **Internal Parties** (e.g.: all collaborators under any contractual agreement, including fixed-term contracts and contingent workers, volunteers and trainees) and **External Parties** (e.g.: individuals who have acquired information on breaches during the recruitment process or during their previous work-based relationship with the Company, clients, suppliers, partners and, in general, all stakeholders). For further details please refer to paragraph 10 FAQ.

2. General Principles

Coesia requests and guarantees that individuals involved in the execution of any activity described in this Policy shall operate in accordance with the following principles:

Confidentiality

The Whistleblower's identity shall not be disclosed without prior consent of the reporting party to anyone other than those involved in the management of the report.

Transparency

All individuals involved in the execution of this Policy shall guarantee complete transparency in carrying out their duties and ensure that the entire process is managed truthfully.

Impartiality, independence and professionalism

Any report must be handled in a way that will always ensure and maintain the necessary terms of objectivity, competence and professionalism.

Truthfulness and validity

All information and allegation must be reported in good faith and on reasonable grounds.

Prohibition of Retaliation to protect Whistleblowers and other parties involved

The Whistleblower and any other parties potentially involved are protected against any act of retaliation, subject to acting in good faith and on reasonable grounds.

3. Who can report

Anyone can submit a report. Coesia extends the possibility of reporting to all individuals who, in the context of their work-related activities, become aware of a possible violation.

4. What can and cannot be reported

Anyone who identifies any suspected violations of:

- the Coesia Code of Ethics;
- the Directive (UE) 2019/1937 on the protection of individuals who report breaches of Union law and its national traspositions (for companies based in the countries of the European Union);
- the Organization, Management and Control model - Legislative Decree 24/2023 and 231/2001 (for Italian companies);
- Coesia's Policies;
- National and International legislations² and regulations;

is **required to report them.**

Information acquired exclusively on the basis of unreliable speculations or gossip (i.e., "rumor mills")

cannot be reported.

² Regarding, but not limited to, the following areas: administrative, accounting, civil or criminal offenses; product compliance and safety; transport safety; environmental protection and public health (for further details please refer to paragraph 10 FAQ).

5. How to report

Coesia has set up a Group Channel for submitting reports:

WRITTEN FORM

Through the **reporting digital platform** accessible online via:



computer at
the following link
coesia.ethicspoint.com;



mobile at
coesia.navexone.eu

or by scanning the
QR code below:



ORAL FORM



toll-free numbers³ are
available on the portal
coesia.ethicspoint.com
(24h - 7 days a week)

(The above channels allow anonymous reporting in the whistleblower's native language)

After submitting the report, Whistleblowers will receive an access code called a 'report key' which, along with a password, can be used to check for any reply or questions on the platform.

³ The telephone hotlines are managed by Navex Staff who transcribe the report into the system.

The Whistleblower has the possibility, under certain circumstances and only where applicable, to use an External Reporting Channel or make a public disclosure⁴.

More information about “How to report” proactive proposals (new ideas and suggestions for improvement) or breaches of the Code of Ethics are described in the “Coesia Code of Ethics”.

⁴ In Countries whose legislation prescribes the use of the **External Reporting Channel** to a Public Authority, this can be activated under specific conditions, for instance when:

- 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 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 will result in a risk of retaliation;
- the reporting person has reasonable grounds to believe that the subject matter may constitute an imminent or manifest danger to the public interest (i.e. health and safety or environmental danger);
- it is required by law.

Public disclosure can only occur when:

- the reporting person has already made an internal or external report that was not followed up within the required time limits;
- the reporting person has reason to believe that the breach may constitute an imminent or manifest danger to the public interest;
- the reporting person has reasonable grounds to believe that there is a risk of retaliation or that the report cannot be effectively addressed due to specific circumstances, such as those where evidence may be concealed or destroyed or where the people who receive the report may be involved with the perpetrator or in the violation;
- it is required by law.

6. Principles for the protection of Whistleblowers and of reported parties

Coesia encourages open reporting using the Navex platform and adopts the following principles to protect Whistleblowers and any reported party:

a. Anonymity and Confidentiality

Whistleblowers can choose to report:

- **Openly:** Whistleblowers provide full details of their personal contact details;
- **Anonymously:** if Whistleblowers choose to provide their contact email to the NAVEX platform, which will not be forwarded to Coesia, they will receive a notification email every time a reply or question is posted in the system by the **Coesia Whistleblowing Management Team**. In case Whistleblowers choose not to enter their contact email, it is their responsibility to use the password and “report key” provided to access the system and check for any updates.

In any case, the identity of the Whistleblower and all other information which may, directly or indirectly, reveal his or her identity shall not be disclosed, without prior notice and written consent, to individuals other than those in charge of receiving and following up on reports.

b. Protection against retaliation

The Whistleblower, the External Parties, legal entities and other subjects connected with the Whistleblower are protected from any form of retaliation⁵ or discrimination in all forms.

c. Right to be informed

The Reported Parties are entitled to receive information regarding any possible accusations and disciplinary measures against them in order to exercise their right of defence.

⁵ Regarding but not limited to dismissal, suspension or equivalent measures, non-renewal or early termination of a term contract, early termination or cancellation of contracts for the supply of goods or services (for further details please refer to paragraph 10 FAQ).

d. The Reported Parties will not be subject to disciplinary sanctions in case the reported breach lacks objective evidence, in accordance with national law and/or contract procedures.

e. Management of Conflicts of Interest

This Policy guarantees that reports will be managed exclusively by people who are not in a position of conflict of interest.

In case the names of the **Coesia Whistleblowing Management Team** or of the **Local Contact Person(s)** (where applicable) are mentioned, **the report is directly forwarded to the Coesia President.**

7. Whistleblowing process management

The Coesia Ethics Committee is an independent and autonomous body chaired by the President of Coesia and composed of Isabella Seràgnoli, Iole Anna Savini, Giorgia Capuzzo, Paolo Fabiani and Paola Lanzarini. The Committee provides support and guidance to the **Coesia Whistleblowing Management Team** especially in the stages of admissibility, choosing to activate an assessment or an internal investigation, defining the involvement of a specific corporate function or external consultants, closure of the report.

The **Coesia Whistleblowing Management Team**, composed of Paolo Fabiani and Paola Lanzarini, shall conduct its activities impartially and is responsible for managing and coordinating the reporting process of potential violations, free of any conflict of interest in connection with the report or investigations.

The **Coesia Whistleblowing Management Team** receives all reports and is responsible for the following activities:

- **notifying** the Whistleblower and acknowledging receipt of the report **within 7 days** of receipt;
- maintaining communication with the Whistleblower and, where necessary, **ask for additional information**;
- **assessing admissibility of the report** with the support of the Group Ethics Committee (if necessary);
- **defining which is the internal function/Body or Committee to be involved** based on the subject of the report;
- **activating an assessment or an internal investigation**, in accordance with the Group Ethics Committee (if necessary), defining the involvement of other internal functions and/or external consultants;
- **providing 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 7-day period after the report was made);
- **supporting the Whistleblower in case of any doubt** concerning the reporting system;
- providing adequate measures to **raise awareness** of the reporting system among staff and External Parties⁶.

⁶ To ensure the communication of this Policy to **External Parties**, a special information notice is provided in the contractual documentation, to be accepted by acknowledgement upon signing the contract.

The **Coesia Whistleblowing Management Team** shall automatically include the **Local Contact Person(s)**, if the applicable national legislation requires to designate a local point of contact. Moreover, the local point of contact shall act as agent and representative of the **Coesia Whistleblowing Management Team**.

Guidelines on the Whistleblowing Process Management

a. Receiving Reports and Preliminary Assessment

To be admissible, the Report needs to be as thorough and circumstantiated as possible. In particular, it is advisable to include the following information:

- a detailed description of the facts;
- the location and, when possible, the date and time of the reported facts;
- personal details or other useful indications to identify the people concerned in the reported situation.

If the Report is received by someone outside the identified and authorized reporting channels, they must promptly forward it to the following email address **codethics@coesia.com**.

b. Assessment or internal investigation and closure of the case

The internal functions and/or the external consultants identified by the **Coesia Whistleblowing Management Team**, with the support of the Group Ethics Committee (if necessary), are in charge of conducting an assessment or an internal investigation or targeted inspections to identify, verify and assess all possible elements that might substantiate the reported events.

The closure of the case is determined by the **Coesia Whistleblowing Management Team**, when no further action is deemed necessary and there is no need to undertake further investigations.

If the violation is verified, an action plan will be suggested.

In case of conducts not compliant with relevant legislations or with this Policy, the Company may adopt disciplinary measures.

8. Record keeping and personal data collection

All reports shall be processed in compliance with personal Data Protection Regulations.

All documentation related to the report shall be stored throughout the entire report management process. Unless otherwise indicated by national law, all Whistleblowing documentation must be retained for 5 years, following the notice of the final outcome to the Whistleblower.

The personal data (including any special category such as race and ethnic origin, religious and philosophical beliefs, political opinions, political parties or trade unions membership, as well as sensitive data concerning health and sexual orientation, or relating to criminal convictions and offences) of Whistleblowers or of other persons involved, acquired in the management of Whistleblowing Reports, shall be processed in compliance with the provisions of the applicable data protection regulations.

Coesia has designed and implemented confidential channels to receive (both written and oral) reports and will handle them in a secure way, ensuring the anonymity of the Whistleblower and the confidentiality of their identity, as well as that of any External Parties involved (except for necessary and proportional requirements in connection with investigations by competent authorities or judicial proceedings).

Any processing of personal data will be limited to what is strictly necessary and required to ensure proper handling of the Report within the terms provided by applicable laws. All documents will be deleted after this term has passed.

9. Definitions

Coesia	Coesia S.p.A. and all the Coesia Group Companies.
Code of Ethics	The Group Code of Ethics published on the Coesia website.
External Channel	Channels managed by Public Authorities, through which the Whistleblowers can make the reports, in line with the conditions defined by national legislation.
External Parties	A third party who is in an external relationship with Coesia S.p.A. or its subsidiaries.
Group Ethics Committee	Independent and autonomous Committee headed by the President of Coesia and composed of Isabella Seràgnoli, Iole Anna Savini, Giorgia Capuzzo, Paolo Fabiani and Paola Lanzarini.
Coesia Whistleblowing Management Team	Two designated people who are members of the Group Ethics Committee and are responsible for managing and coordinating the reporting process of violations: Paolo Fabiani and Paola Lanzarini.
Internal Channel	All channels managed by the company, through which the Whistleblowers can make their reports, in line with the guidelines defined by this policy.
Internal Parties	Anyone who is in an internal business relationship with Coesia S.p.A. or its subsidiaries.
Local Contact Person(s)	The designated person(s) responsible for managing and coordinating the reporting process of violations for those Coesia Companies whose local legislation or best practice provides for their identification.

<p>Navex</p>	<p>The digital platform chosen by Coesia that fulfills international regulatory requirements and guarantees the highest standards of data security and protection: any processing of sensitive personal data will take place in full compliance with the regulations in force.</p>
<p>Public Disclosure</p>	<p>Making information about violations publicly available.</p>
<p>Reported person</p>	<p>A person or an organization referred to in the Whistleblower’s Report as a party responsible for the suspected violation or as a party involved.</p>
<p>Person connected to the Whistleblower</p>	<p>Any individual who may experience retaliation in a work-related context, including a co-worker or family member of the reporter.</p>
<p>Retaliation</p>	<p>Any kind of adverse conduct, action or omission, including threats, against a person who has submitted a report and that may cause him/her/them, direct or indirect, detriment, victimization or unfair damage.</p>
<p>Whistleblower</p>	<p>Any person reporting a suspected violation of the Coesia Code of Ethics or of its policies, or of any illegal practice. The report or disclosure is made in good faith and without direct financial benefit.</p>
<p>Whistleblowing Report</p>	<p>A communication, in written or oral form (or in-person when regulated by national law), regarding a suspected violation.</p>

10. Frequently Asked Questions (FAQ)

Why report?

Whistleblowing reports are important as they may allow Coesia to:

- help combat fraud and handle issues before they escalate by identifying and addressing violations or irregular conduct that may harm the interest and integrity of the Group or third parties;
- raise awareness on issues that are not in line with the Coesia Code of Ethics and the Group's internal policies;
- avoid reputational damage;
- promote an open culture.

Who can report?

Anyone can submit a report. For example, but not limited to:

- all Coesia Employees and its affiliates under any contractual agreement, including fixed-term contracts, and contingent workers, volunteers and trainees;
- officers, directors and managers, as well as members of the governing and supervisory bodies;
- self-employed collaborators, agency and temporary workers, freelancers, independent contractors and sub-contractors, agents and consultants;
- individuals whose work-based relationship is yet to begin and have acquired information on breaches during the recruitment process;
- former Employees or partners of Coesia and its Subsidiaries who have become aware of breaches during their previous work-based relationship with the Company;
- clients, suppliers, partners and, in general, all stakeholders;
- also specific stakeholders mentioned in international and national legislations (i.e. investigation agency personnel, public officers, etc.).

What can be reported?

Reports may concern violations in the following areas:

- **Group Code of Ethics;**
- the **Directive (UE) 2019/1937 on the protection of individuals who report breaches of Union law and its national traspositions** (for companies based in the countries of the European Union);
- the **Organization, Management and Control model** - the Legislative Decree 24/2023 and 231/2001 (for Italian companies);
- Company's **Policies;**
- **National and International legislations.**

What cannot be reported?

Information acquired exclusively on the basis of unreliable speculations or gossip (i.e., "rumor mill").

When to report?

The report should be made in a **timely manner**, as soon as the Whistleblower becomes aware of the suspected violation.

I received a report from a third party, what should I do?

If the Report is sent to a person other than the one identified and authorized by Coesia, the Report must be transmitted, **within seven days of its receipt**, to the Whistleblowing Management Team or to the Local Contact Person (where applicable).

Moreover, also the Whistleblower should be informed at the same time.

What protection measures are applied in terms of confidentiality and management of personal data?

Without prejudice to legal obligations, the identity of the Whistleblower and any other information from which that identity may be deduced, directly or indirectly, may not be disclosed, without his/her express consent. Confidentiality is also guaranteed to the persons involved and/or mentioned in the report and to the facilitators (i.e., those who assist the reporter in the reporting process).

In addition, personal data are processed in accordance with personal Data Protection Regulations.

What is considered retaliation?

Retaliation can be any form of detrimental conduct, for example, and not exhaustively, as listed below:

- dismissal, suspension or equivalent measures;
- demotion or non-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 actions or other sanctions, including fines;
- 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 license or permit.