

Whistleblowing Policy
Information pursuant to Art. 5(1)(e)
Legislative Decree 10 March 2023 No. 24
BLM SPA – ADIGE SPA – ADIGE-SYS SPA – BGS SRL

1. About the document.

1.1 Versions.

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Written by:		Checked by:	Approved by:
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1.2 Distribution.

This document is published on the employee portal and the website.

1.3 Classification

This document is classified: "**for internal and external use**"

2. Contents.

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3. Introduction

The European Union, through Directive (EU) 2019/1937 (hereinafter the "Directive"), has established common minimum standards of protection for persons working in the private or public sector who report information, acquired in a work-related context, concerning breaches of Union law described in the Union legislation (*whistleblowing* protection), leaving the Member States free to expand the minimum protection provided by the Directive, through the adoption of national provisions implementing the Directive itself. The Directive was implemented in Italy by Legislative Decree No. 24 of 10 March 2023 relating to *"the protection of persons who report breaches of Union law and laying down provisions concerning the protection of persons who report breaches of national laws"* (the *Whistleblowing Decree* , hereinafter simple the "Decree").

This document, made available by the external entity to which the companies of the *BLM Group*, namely BLM SPA, ADIGE SPA, ADIGE-SYS SPA, BGS SRL (hereinafter "BLM GROUP"), have entrusted the management of the internal reporting channel, contains information on the internal reporting channel, procedures and prerequisites, on the channel and the external reporting procedures and requirements, by the prescription in Art. 5(1)(e) of the Decree and also taking into account the *guidelines* approved by the National Anti-Corruption Authority (hereinafter "ANAC") by Resolution No. 311 of 12 July 2023.

One of the objects of the present document is to provide the *whistleblower*, i.e. the person reporting the breaches, clear indications on the subjects legitimised to report according to Art. 3(3) of the Decree, in the matter of reports according to the combination of Art. 3(2)(a) and Art. 2(1)a), item 3), 4), 5) and 6) and (q) of the Decree, concerning the types of reports, on the form, transmission method and management of internal reports, as well as on the confidentiality obligations of the reporting person, the person concerned and the person referred to in the report, as well as on the content of the report and the related documentation, the personal data processing and the protection of the *whistleblower*.

4. Reporting persons

Reports may be made by the following persons:

- subordinate workers, including:
 - those working on a part-time, intermittent, fixed-term, temporary, apprenticeship, ancillary work basis;
 - occasional service providers;
- self-employed workers
 - under a contract for services or contract for intellectual services;
 - with collaborative relationships, such as agency, sales representation and other collaborative relationships resulting in the provision of continuous and coordinated service, mainly of a personal nature, even if not of a subordinate nature;
 - with a collaboration relationship which takes the form of exclusively personal, continuous service, the manner of which is organised by the principal;
- workers and collaborators of organisations which provide goods or services or work to BLM GROUP;
- self-employed professionals and consultants working for the BLM GROUP;
- volunteers and paid and unpaid trainees working at BLM GROUP;
- individual shareholders of BLM GROUP companies and persons with administrative, management, control, supervisory or representative functions, even if such functions are exercised on a *de facto* basis at BLM GROUP.

The protection of whistleblowers also applies if the report, the complaint to the judicial or accounting authorities or the public disclosure of information takes place in the following cases:

- before the legal relationship, among those listed above, has begun, if the information on breaches was acquired during the selection process or in other pre-contractual stages;
- during the probationary period;
- after the termination of the legal relationship if the information on breaches was acquired during the relationship.

The protections granted to whistleblowers under Articles 16 *et seq.* of the Decree and under Art. 10 below also apply:

- to facilitators, i.e. natural persons who assist a reporting person in the reporting process and who work within the same work-related context;
- persons in the same work-related context as the reporting person, the person who has filed a complaint with the judicial or accounting authorities or the person who made a public disclosure, and are linked to them by a stable emotional or kinship relationship up to the fourth degree;
- co-workers of the reporting person or of the person who has filed a complaint with the judicial or accounting authorities or made a public disclosure, who operate in the same work-related context as the reporting person and who have a regular and current relationship with that person;
- organisations owned by the reporting person or the person who filed a complaint with the judicial


or accounting authorities or made a public disclosure or for which the same personnel work, as well as entities operating in the same work-related context as the aforementioned persons.

5. Subject of the report

Only information, including reasonable suspicions, concerning committed breaches or breaches which, based on concrete evidence, might be committed may be reported concerning:

- a) unlawful conduct falling within the scope of application of the European Union or national provisions indicated in Annex 1 of the Decree or national provisions implementing the European Union provisions indicated in the Annex of the Directive relating to the following sectors: public procurement; financial services, products and markets and the prevention of money laundering and the financing of terrorism; product safety and compliance; transport safety; environmental protection, and including environmental offences, such as dumping, emission or other release of hazardous materials into the air, soil or water or the unlawful collection, transport, recovery or disposal of hazardous waste; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and personal data protection and the security of networks and information systems;
- b) acts or omissions which are detrimental to the financial interests of the European Union referred to in Art. 325 "Treaty on the Functioning of the European Union", as identified in the European Union's regulations, directives, decisions, recommendations and opinions, including fraud, corruption and any other legal activities related to European Union expenditure;
- c) acts or omissions relating to the internal market, as referred to in Art. 26(22) of the "Treaty on the Functioning of the European Union", including breaches of EU competition and State aid rules, as well as breaches relating to the internal market related to acts in breach of corporate tax rules or mechanisms whose purpose is to obtain a tax advantage which defeats the object or purpose of the applicable corporate tax law.

In addition to reporting actual unlawful conducts, acts or omissions in the terms defined above, acts and conduct that defeat the object or purpose of the provisions of Union acts in the areas mentioned above may also be reported.

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6. Reporting channels: internal, external, public disclosure

BLM GROUP has put in place an internal reporting channel which ensures the confidentiality of the identity of the reporting person, the person concerned and the person referred to in the report, as well as the content of the report and related documentation.

The reporting person must communicate the information on the breaches indicated in Art. 5 above through the internal reporting channel, in accordance with Art. 7 below.

Information on the breaches indicated in Art. 5 above may be reported by the reporting person through the external reporting channel activated by ANAC **only and exclusively if**:

- the internal reporting channel activated by BLM GROUP does not comply with the provisions of the Decree;
- the reporting person has already made an internal report and it was not followed up;
- the reporting person has reasonable grounds to believe that, if they were to make an internal disclosure, it would not be effectively followed up, or that the disclosure might give rise to the risk of retaliation;
- the reporting person has reasonable grounds to believe that the breach may constitute an imminent or obvious danger to the public interest.

A whistleblower who makes a *public disclosure*, i.e. makes information on breaches publicly available through the press or electronic media or otherwise through means of dissemination capable of reaching a large number of people, may benefit from the protection provided for by the Decree **only and exclusively if**:

- the reporting person has previously made an internal and an external disclosure, or has made an external disclosure directly in conformity with the Decree, and has not received a reply within the time limits established by the Decree on the measures envisaged or taken to follow up the reports;
- the reporting person has reasonable grounds to believe that the breach may constitute an imminent or obvious danger to the public interest;
- the reporting person has reasonable grounds to believe that the external disclosure may entail a risk of retaliation or may not be effectively followed up due to the specific circumstances of the case, such as where evidence may be concealed or destroyed, or where there is a reasonable fear that the recipient may be colluding with or involved in the perpetrator of the breach itself.

In any case, the possibility of complaints to the judicial authorities remains unaffected.

7. Content of reports and submission method

Whistleblowing reports can only be made **when the following concurrent conditions are met:**

- when information, including reasonable suspicions, is obtained concerning committed breaches described in Art. 5 above or committed which, based on concrete evidence, might be committed, or concerning conduct aimed at concealing such breaches

and

- the information was learnt, or suspicions arose, in the work-related context, i.e. in the work-related or professional context, present or past, carried out within the framework of the relationships listed in Art. 4 above.

Reports concerning the following will not be taken into consideration:

- disputes, claims or demands linked to an interest of a personal nature of the reporting person;
- the reporting person's working relationships with companies belonging to the BLM GROUP, or with hierarchic superiors;
- aspects of the reported person's private life, without any direct or indirect connection with the business and/or professional activity.

Moreover, reporting will be not allowed if:

- specious, defamatory, slanderous or aimed solely at harming the reported person;
- concerning breaches that the reporting person knows to be abusive.

7. 1 Content of the report

The report, under penalty of inadmissibility, must be as circumstantial as possible to allow the enforcement of the facts by persons competent to receive and manage reports and, in particular, must contain:

1. the reporting person's identification data;
2. the clear, complete and detailed description of the reported facts;
3. the time and place in which the reported fact occurred and, therefore, a description of the facts that are the subject of the report, specifying the details of the circumstantial information and, where possible, also how the facts that are the subject of the report came to light;

4. name or other details allowing the identification of the person(s) to whom the reported facts may be attributed;
5. indication of any other persons who may report on the facts being reported;
6. indication of any documents which may provide evidence of the facts being reported;
7. indication of the position of the whistleblower concerning the BLM GROUP companies (employee, consultant, collaborator, other external person, office holder, etc.);
8. other information that may provide useful feedback on the existence of the reported facts without prejudice to the right of the person entrusted with the management of the reporting channel to ask the reporting person for additional elements through the channel or in person, if the reporting person has requested a physical meeting.

7. 2 Reporting methods

Whistleblowing reports must be made through the **Whistleblower Software** platform, which allows the reporting person to:

- make a written report;
- make an oral report using the voice messaging function;
- request a physical meeting set within a reasonable time in the manner described above.

After making a report, the platform provides the reporting person with a unique alphanumeric code that the reporting person can use to monitor the progress of the report at any time.

The platform can be accessed from the BLM GROUP's **Whistleblowing** page or the **"Employee Portal" company Intranet**.

7. 3 Anonymous reports

Anonymous reports, i.e. reports from which the identity of the reporting person cannot be established, will not be taken into account.

In any case, the platform does not allow the report to be sent if the reporting person does not provide their identification data.

7. 4 Transmission of reports

Whistleblowing reports must be sent to the report manager, who has been identified as an autonomous external entity, namely the firm ERGON LEGAL Breveglieri Verzini Bosco, in the persons of Mr Luca Breveglieri and Mr Vincenzo Mauro Bosco, who are separately entrusted with the management of the reporting channel, through the use of the platform referred to in Art. 7.2 above.

Finally, it must be noted that the processing of reports and the respective deadlines are suspended during the following periods: from 23 December to 6 January and from 9 August to 31 August.

8. Report management

This procedure regulates the process of receiving, analysing and dealing with reports of breaches of which the reporting person has become aware in their work-related context.

In the scope of the internal reporting channel management, the report manager (hereinafter also referred to as the "manager" or "receiver") operates in the following ways:

8.1 Receipt of report

The receiver shall acknowledge receipt of the report to the reporting person within seven days of the date of receipt.

Acknowledgement of receipt will be sent to the e-mail address indicated by the reporting person and, if not indicated, the report status can still be monitored using the unique alphanumeric code made available to the platform by accessing the platform itself.

The platform management status can be monitored at all times by accessing the link: <https://whistleblowersoftware.com/secure/blmgroup> by clicking on the "Follow up on an existing report" button.

Please note that anonymous reports are not allowed on the platform.

Reports received by ordinary mail are not permitted and will be destroyed if they are received. Similarly, reports sent by e-mail or PEC are not permitted and will be destroyed if they are received.

Reports made orally via the platform will be stored in devices suited for storage and playback; they may be subject to full transcription if the manager deems it necessary for management purposes.

8.2 Relations with the reporting person and additions to the report

The receiver maintains contact with the reporting person and may request additions, if necessary.

The reporting person always has access to the messages exchanged with the manager using the unique alphanumeric code issued when the report was sent.

If the reporting person has left their e-mail address, they will be notified whenever there are updates on the status of the report.

8.3 Examination of the report

The receiver shall follow up the reports received, preliminarily assessing their admissibility also in light of the subjective and objective scope of the rules laid down by the Decree and by this document, and in any case the outcome of the assessment of the existence or otherwise of the essential requirements of the report according to the Decree and this document.

At the outcome of the preliminary assessment:

- if the report is inadmissible, it is closed with a brief statement of the reasons;
- if the prerequisites are met, the investigation is initiated.

By way of example, the following are considered inadmissible:

- a. reports that are manifestly abusive due to the absence of factual elements attributable to the breaches indicated in Art. 5 above and/or due to the absence of factual elements capable of justifying investigations;
- b. reports of a personal nature;
- c. reports characterised by the manifest absence of the legal prerequisites for submission, including the absence of the reporting prerequisites with particular reference to persons working in private sector organisations;
- d. reporting with generic content, such that the facts cannot be understood, or reporting of breaches accompanied by inappropriate or irrelevant documentation;
- e. the production of only documentation in the absence of a breach report;
- f. whistleblowing notifications from persons other than a natural person, including representatives of trade unions, since the institution of whistleblowing is aimed at protecting the natural person acting on their own behalf.

8.4 Preliminary investigation

The receiver guarantees the proper conduct of the investigation through:

1. *the collection of documents and information*

The manager may initiate an exchange with the reporting person, asking for clarifications, documents and further information, always through the internal reporting channel or even in person and, where necessary, and may also acquire provisions and documents from other BLM Group company administration offices, availing of their support, involving third parties in compliance with the provisions of Art. 8.4.3 below, through hearings and other requests, always ensuring that the confidentiality of the reporting person and the reported person is protected and not compromised.

In any case, the requested person is required to provide the utmost cooperation in the investigation conducted by the manager and shall respect the confidentiality of the reporting person and the reported person.

2. *the involvement of external parties (technicians/professionals)*


Should the report manager need to avail of the advice of third-party technicians or professionals during the investigation phase, the administrative body of the concerned BLM Group company shall be promptly informed indicating the type of professional service required. The manager shall submit the professional's offer for the requested service to the administrative body of the BLM Group company concerned for authorisation. The administrative body of the concerned BLM Group company, providing written reasons, may ask the manager to employ a different professional than the one indicated by the manager for the necessary investigations.

3. *the hearing of any other internal/external parties, where necessary*

The manager may hear other persons internal or external to the BLM GROUP if this is necessary to ascertain the admissibility and *prima facie* reasonable grounds of the report, guaranteeing the confidentiality of the procedure and in compliance with the principles set out below.

The preliminary investigation is conducted according to the following principles:

- the necessary measures are taken **to prevent the identification of the reporting person** and the involved persons;
- the assessments are conducted by people having **the necessary training** and activities are tracked and filed correctly;
- everyone involved in the assessment shall **maintain the confidentiality** of the received information unless otherwise provided for by law;

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- the assessments are performed ensuring that **appropriate measures** are taken for the collection, use, disclosure and storage of personal information and by ensuring that the needs of the investigation are balanced against the need to protect privacy;

- appropriate measures are ensured **to manage potential conflicts of interest** if the report concerns the receiver.

8.5 Report management (diligent follow-up)

The manager, in those cases in which the *prima facie* reasonable grounds of the report, shall inform the administrative body of the BLM GROUP companies on the performed activities, indicating the actions to be taken to protect the interests of BLM GROUP and of the individual BLM GROUP companies (e.g., any corrective actions, legal actions, reports to administrative authorities, adoption of disciplinary measures).

In any case, if the report is to be reported externally by the administrative body of the BLM GROUP companies or by another person appointed for that purpose, it shall be transmitted taking care to indicate that it is a whistleblowing report and that therefore all necessary precautions must be taken in terms of protection of confidentiality and processing of personal data.

8.6 Confirmation to the reporting person

Within three months from the date of the acknowledgement of receipt referred to in Art. 8.1 above or, in the absence of such an acknowledgement, within three months from the expiry of the seven days after the submission of the report, the receiver will provide acknowledgement of the report, which may consist of communicating:

- the closure, giving reasons for the decision, or
- the initiation of an internal investigation and any findings thereof;
- the measures taken to address the issue raised by the reporting person;
- the referral to a competent authority for further investigation;
- the performed activity and the outstanding activity (in the case of reports involving a more time-consuming assessment activity) and any measures taken.

9. Protection of the reporting person and their responsibility

Reporting persons may not suffer any form of retaliation. The law provides that whistleblowers may not be sanctioned, demoted, dismissed, transferred or subjected to any other organisational measure that has negative effects on their working conditions, either directly or indirectly, or discriminatory or retaliatory effects against them.

A person's motives for reporting disclosing or publicly disseminating are irrelevant to their protection.

In the context of judicial or administrative proceedings, or even extrajudicial proceedings concerning the establishment of prohibited conduct against reporting persons, it shall be assumed that the conduct occurred as a result of the reporting, public dissemination or disclosure to the judicial or accounting authorities. The burden of proof that such conduct towards reporting persons is motivated by reasons unrelated to the reporting, public dissemination or disclosure remains with the person who started it.

Moreover, the alleged discriminatory or retaliatory measures suffered must be reported to ANAC, which is entrusted with the task of ascertaining whether the retaliatory measure is consequent to the reporting of breaches and applying an administrative pecuniary sanction, in the absence of proof, by the companies belonging to BLM GROUP, that the measure taken is unrelated to the reporting.

9.1 Processing of personal data. Confidentiality

Any processing of personal data will be carried out according to Regulation (EU) 2016/679 and Legislative Decree No. 196 of 30 June 2003. Furthermore, failure to comply with confidentiality obligations may result in disciplinary liability, without prejudice to any further liability provided for by law.

The document concerning the processing of personal data following a whistleblowing report is available in the Whistleblowing section of the BLM GROUP website and on the reporting channel access page.

Internal reports and related documentation are kept for the time necessary to process the disclosure and in any case no longer than five years from the date of communication of the final outcome of the Whistleblowing Procedure, subject to confidentiality and personal data protection obligations.

9.2 Responsibilities of the reporting person

BLM GROUP guarantees the reported person the right to be informed (within a reasonable time frame) of any reports involving them, guaranteeing the right of defence where disciplinary measures are initiated against them.

This procedure is also without prejudice to the criminal and disciplinary liability of the reporting person in the event of a libellous or defamatory report under the Criminal Code and Art. 2043 of the Italian Civil Code.

Any form of abuse of the whistleblowing reporting procedure, such as reports that are manifestly abusive and/or made with the sole purpose of harming the reported person or other persons, and any other assumption of improper use or intentional exploitation of the procedure itself, shall also give rise to liability in disciplinary and other competent fora.



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10. Entry into force and amendments

This policy shall enter into force on 10 June 2024.

BLM GROUP shall provide the necessary advertising on the employee portal and its website. Any changes will also be managed and communicated through the aforementioned channels.

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Managing Director

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