


PROCEDURE

WHISTLEBLOWING

December 14, 2023	01	Issued for approval	Sandro Barazza		
Date	Review	Description of the Review	Preparation	Checked	Approved

	PROCEDURE WHISTLEBLOWING		
		Rev. 01	Date December 14, 2023
		Pg. 2 of 10	

Index

1. GENERALITY..... 3

1.1. Purpose and scope3

1.2. References3

1.3. Definitions and abbreviations4

1.4. Liability.....4

2. MODES OF OPERATION..... 4

2.1. Subject of reports.....4

2.1.1. Actions facts and conduct that can be reported.....5

2.1.2. Reports with content excluded from whistleblowing regulations6

2.1.3. Actions, facts and conduct that cannot be reported6

2.1.4. Non-significant reports.....6

2.2. Content of the Report7

2.3. Recipient and Method of Reporting.....7

2.4. Protection of the reporter, affected persons, and other parties.....8

2.5. Prohibition of retaliation or discrimination against the reporter9


2.6. Responsibilities of the reporter9

2.7. Penalty system9

2.8. Processing of personal data9

2.9. The external reporting channel.....9

3. DOCUMENTATION STORAGE..... 10

	PROCEDURE WHISTLEBLOWING	
	Rev. 01	Date December 14, 2023
	Pg. 3 of 10	

1. GENERALITY.

1.1. Purpose and scope

This procedure defines:

- Eurotech's whistleblowing policy in order to spread a culture of ethics, legality and transparency within the organization;
- The operating procedures related to the management of any reported cases.

Specifically, with this procedure Eurotech:


- it is proposed to provide all persons who may make reports under Legislative Decree No.24/2023 on "Implementation of EU Directive" 2019/1937 of the European Parliament and the Council of October 23, 2019 on the protection of persons who report breaches of Union law and on provisions concerning the protection of persons who report breaches of national laws¹ appropriate tools for reporting breaches under the aforementioned Legislative Decree No.24/2023 and detailed in the continuation of the document;
- intends to establish rules relating to the management of the forwarding, receipt, analysis and processing of any reports sent, including anonymously, guaranteeing those protected by Legislative Decree No. 24/2023 (see paras. 2.4 and 2.5) confidentiality, as well as protection against acts of retaliation.

This procedure applies to Eurotech and is addressed to those who may make reports under Legislative Decree No. 24/2023, i.e., those who have a working relationship "in the strict sense" with Eurotech, but also, by way of example, consultants, collaborators, volunteers, trainees, shareholders of Eurotech and persons with administrative, management, control, supervisory or representative functions and those who handle reports.

1.2. References

- Directive (EU) 1937/2019, concerning "The Protection of Persons Reporting Breaches of Union Law."
- Regulation (EU) 679/2016, on "The protection of individuals with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC" (GDPR);
- Legislative Decree No. 24/2023, on "Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23, 2019 on the protection of persons who report breaches of Union law and on provisions concerning the protection of persons who report breaches of national laws."
- Legislative Decree No. 231/2001, containing "Regulations on the administrative liability of legal persons, companies and associations, including those without legal personality, pursuant to Article 11 of Law No. 300 of September 29, 2000."
- Guidelines on the protection of persons reporting violations of Union law and protection of persons reporting violations of national regulatory provisions. Procedures for the submission and management of external reports - Approved by ANAC with Resolution 311 of July 12, 2023;
- Guidelines for the Construction of Organization, Management and Control Models, pursuant to Legislative Decree

¹ The Decree brings together in a single regulatory text the entire discipline of reporting channels and the protections accorded to whistleblowers in both the public and private sectors. The result is an organic and uniform discipline aimed at greater protection of the whistleblower, in this way, the latter is more incentivized to make reports of wrongdoing within the limits and in the manner indicated in the decree. The objective pursued by the legislature with the regulations under consideration is, therefore, to encourage reports, public disclosures or whistleblowings, in order to bring to light, and thus prevent and counteract, unlawful acts of various kinds.

	PROCEDURE WHISTLEBLOWING	
	Rev. 01	Date December 14, 2023
	Pg. 4 of 10	

No. 231 of June 8, 2001, issued by Confindustria and updated to June 2021;

- Organization, Management and Control Model of Eurotech S.p.A;
- Eurotech S.p.A. Code of Ethics.

1.3. Definitions and abbreviations

Eurotech: Eurotech S.p.A.

ANAC: National Anticorruption Authority.

Whistleblower or Whistleblower: a person who makes a report, public disclosure or whistleblowing of information on violations of national regulatory provisions (including unlawful conduct relevant under Legislative Decree 231/2001 or violations of the Organization, Management and Control Model) or of the European Union that affect the integrity of the entity acquired in the context of his or her own work context.

Reporting: written or oral communication of information about violations.

Facilitator: an individual who assists a reporting person in the reporting process, operating within the same work context and whose assistance must be kept confidential.

Work Context: work or professional activities, present or past, through which, regardless of the nature of such activities, a person acquires information about violations and in the context of which he or she could risk retaliation in the event of a public report or disclosure or a report to the judicial or accounting authorities. This is the case even when pre-contractual situations, probationary periods or situations following the dissolution of the legal relationship if information about violations was acquired during the course of the relationship.

Person Involved or Reported: the natural or legal person mentioned in the internal or external report or public disclosure as the person to whom the violation is attributed or as a person otherwise implicated in the reported or publicly disclosed violation.

Retaliation: any conduct, act or omission, even if only attempted or threatened, carried out by reason of the report, report to the judicial or accounting authority, or public disclosure, and which causes or may cause the reporting person or the person who made the report, directly or indirectly, unjust harm.


Reporting Manager: a person entrusted with the management of the reporting channel and who follows up on the reports received. Eurotech, has assigned the management of reports to a **Committee consisting of two internal persons (a Compliance Officer and a Human Resources Officer) and an external person (a member of the Supervisory Board)**. The persons assigned to handle the reports are specially trained and guarantee the requirement of autonomy (ex art. 4, Legislative Decree no.24/2023).

1.4. Responsibility

It is the responsibility of all involved to correctly apply what is stated in this document.

2. MODES OF OPERATION

2.1. Subject of reports

	PROCEDURE WHISTLEBLOWING	
	Rev. 01	Date December 14, 2023
	Pg. 5 of 10	

Information on violations of specific national² and European Union regulations³ that harm the public interest or the integrity of Eurotech shall form the subject of Reporting.

Information on violations must concern conduct, acts or omissions of which the reporter has become aware in the Work Context, where Work Context must be considered not only those who have an employment relationship "in the strict sense" with Eurotech, but also, by way of example, consultants, collaborators, volunteers, trainees, shareholders of Eurotech and to persons with administrative, management, control, supervisory or representative functions. This is also the case when it comes to pre-contractual situations, probationary periods or situations after the dissolution of the legal relationship if information about violations was acquired during the course of the relationship.

Therefore, what is relevant is the existence of a qualified relationship between the reporter and Eurotech, a relationship that relates to present or even past work or professional activities.

The reports include both what was learned by virtue of the specific role performed and those news items acquired during and/or as a result of the performance of work duties, albeit in a casual manner.

The Whistleblower Manager will evaluate all reports received, taking the consequent actions, in accordance with regulations and company Policies and Procedures, listening to the whistleblower and the reported person. Any consequent decision will be motivated; any disciplinary measures will be applied in accordance with the provisions of Eurotech's Organization, Management and Control Model and in compliance with the provisions of Article 7 of Law 300/1970 and the applicable CCNLs.


2.1.1. Actions facts and conduct that can be reported

With the intention of facilitating the reporter in identifying the facts that may be subject to reporting, the following is a list by way of **example only and not exhaustive** of **conduct/behavior** that **may be considered relevant**:

- giving a sum of money or granting other benefits to a public official or public service appointee as a quid pro quo for the performance of his or her duties (e.g., facilitation of a practice) or for performing an act contrary to his or her official duties (e.g., failure to issue a report of wrongdoing);
- conduct aimed at obstructing the activities of the Public Administration (e.g., failure to deliver documentation, submission of false or misleading information);
- promise or giving of money, goods, services or other benefit aimed at bribing suppliers, including freelancers, clients, etc;
- Acceptance of money, goods, services or other benefit from suppliers/others in exchange for favors or disloyal behavior;
- Illicit agreements with suppliers, consultants, customers, competitors (e.g., issuance of fictitious invoices, price agreements etc.);

² National regulations include: illegal conduct relevant under Legislative Decree No. 231 of June 8, 2001(predicate offenses by way of example: Undue receipt of disbursements, fraud to the detriment of the state, a public entity or the European Union for the purpose of obtaining public disbursements, computer fraud to the detriment of the state or a public entity and fraud in public supplies), or violations of the organization and management models provided therein.

³ European Union legislation includes: offenses within the scope of European Union acts relating to the following areas: public procurement; services, products, and financial markets and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; environmental protection; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and protection of personal data and security of networks and information systems; the acts or omissions that harm the financial interests of the Union.

	PROCEDURE WHISTLEBLOWING	
	Rev. 01	Date December 14, 2023
	Pg. 6 of 10	

- Falsification of expense reports (e.g., "inflated" reimbursements or for false travel);
- Theft of money, valuables, supplies or other property belonging to the Company or customers;
- Unauthorized disclosure of confidential information;
- computer fraud;
- Violation of data protection regulations;
- Violation of the Laws and internal rules on Workplace Health and Safety;
- Violations of laws related to environmental protection.

2.1.2. Reports with content excluded from whistleblowing regulations

Reports whose contents differ from those provided for in the regulations⁴ do not fall within the scope of Legislative Decree 24/2023 and therefore do not guarantee the protection of the reporter described in paragraph 2.4 below. However, Eurotech will consider and implement all necessary actions to protect the whistleblower even where they concern other reports, such as but not limited to:

- **Discriminatory acts:** conduct that directly or indirectly makes a distinction, exclusion, restriction or preference because of religion, belief, disability, age or sexual orientation;
- **Harassment:** unwanted behavior with sexual connotations or any other type of discrimination based on sex that offends the dignity of men and women in the work environment, including physical, verbal or nonverbal attitudes;
- **bullying:** aggressive and persecutory behavior put in place in the workplace in order to target and marginalize the person who is the victim;
- **Misconduct in the workplace.**

2.1.3. Actions, facts, and conduct that cannot be reported

The Whistleblowing tool must not be used to offend or harm the personal and/or professional honor and/or decorum of the person or persons to whom the reported facts are referred or to knowingly spread unfounded accusations.

In particular, therefore, it is prohibited to make harmful or offensive reports and those that knowingly contain incorrect, patently baseless or misleading information and/or acquired only on the basis of poorly reliable indiscretions or rumors (so-called rumors).

In these cases, the whistleblower will not be applied the protection referred to in paragraph 2.4 and will be subject to the disciplinary sanctions provided for in Eurotech's Organization, Management and Control Model and in compliance with the provisions of Article 7 of Law 300/1970 and the applicable CCNLs.

Not only also reportable is the information on violations already totally in the public domain.


2.1.4. Irrelevant reports

Reports must be relevant to the scope of this Procedure.

In particular, reports that:

- refer to Reported Persons or companies other than Eurotech, which are not part of the scope defined by this Procedure;
- refer to facts, actions or conduct that are not subject to reporting under the Procedure;
- pertain exclusively to aspects of private life, with no direct or indirect connection to the business/professional activity of the Reported Person;
- are incomplete and/or unsubstantiated and substantiated in accordance with Section 2.2 below.

⁴ See, in this regard, footnotes 2 and 3.

	PROCEDURE WHISTLEBLOWING	
	Rev. 01	Date December 14, 2023
	Pg. 7 of 10	

2.2. Content of the Report

It is necessary that the Report be as circumstantial as possible in order to allow the fact-finding by the Reporting Manager.

In particular, it is necessary for them to be clear:

- The time and place where the event that is the subject of the Report occurred;
- description of the fact;
- the generalities or other elements that would make it possible to identify the person(s) to whom the reported facts can be attributed.

It is also useful to attach documents that may provide evidence of the facts being reported, as well as an indication of other individuals with potential knowledge of the facts.

2.3. Recipient and Method of Reporting

Recipient of the reports is the Reporting Manager who will handle them with a view to implementing the purposes of the regulations in force, and thus to safeguard the integrity of Eurotech and protect the reporter. In particular, in accordance with the provisions of Article 4 of Legislative Decree No. 24/2023, reports can be forwarded through the **channel** below, which guarantees the confidentiality of the identity of the reporter in the management activities of the report.

All violations should be reported to the Reporting Manager **through the following channel**:

Online reporting tool: <https://whistleblowersoftware.com/secure/eurotechspa>

which allows reports to be made in both **written** and **oral form**.

Upon the request of the reporter, the Reporting Manager must ensure a face-to-face meeting with the reporter in 10 working days.

Any party, other than the Reporting Manager, who receives a report in error is required to send it to the Reporting Manager within the period of 7 days of receipt and must simultaneously inform the reporting party of the submission.

In order to ensure the utmost confidentiality of reporters, documents received through these dedicated channels will be visible only to the Reporting Manager.

All reports and information on resulting actions, investigations and resolutions must be recorded and retained in accordance with legal requirements.

To this end, in the case of reporting misconduct, the process includes:


A) SENDING THE REPORT

Anyone within his or her Work Context who has reasonable suspicion of the occurrence or possibility of the occurrence of misconduct under this Procedure may send a report through the channel indicated above.

B) RECEIPT OF THE REPORT

The Reporting Manager:

- issues an acknowledgement of receipt to the reporter **within 7 days** from the date of receipt;

	PROCEDURE	
	Rev. 01	Date December 14, 2023
	Pg. 8 of 10	

WHISTLEBLOWING

- is in charge of conducting, within reasonable timeframes and data confidentiality, **an assessment of the existence of the essential requirements of the report in order to evaluate its admissibility and to be able to grant the reporter the protections provided;**
- where it considers that the report concerns facts and conduct that cannot be reported or reports that are not relevant (see paras. 2.1.3 and 2.1.4) or that the reported fact has already been investigated, it proceeds with dismissal.

In case the report is overly general, the Reporting Manager contacts the reporter in order to gather other useful elements. In the event that no further elements are provided or those provided are insufficient, the report will be dismissed.

C) MANAGEMENT OF THE INVESTIGATION PHASE

If the report is found to be well-founded, the Reporting Manager will directly carry out the activities aimed at ascertaining the facts that are the subject of the report.

The Reporting Manager may also make use of the support and cooperation of corporate functions/structures when, due to the nature and complexity of the verifications, their involvement is necessary, as well as external consultants always respecting the confidentiality and protection of the personal data of the reporter and the persons involved.

D) OUTCOME OF THE INVESTIGATION

At the end of the audits, the Reporting Manager will prepare a summary report giving evidence of the investigative process of the investigation and the evidence collected, the conclusions of the investigation, and the recommendations and/or actions to be put in place to deal with the misconduct and to ensure that no further, similar occurrences occur in the future.

Upon completion of the investigation, the Reporting Manager shall provide feedback to the reporter, giving an account of the measures taken or to be taken to follow up on the report and the reasons for the choice made; **feedback to the reporter must in any case be given within three months from the date of sending the acknowledgement of receipt** even if the investigation is still ongoing.

The feedback may, for example, consist of notice of the dismissal of the proceedings for lack of sufficient evidence or other reasons, the initiation of an internal investigation and, if appropriate, its findings, and the steps taken to address the issue raised, referral to a competent authority for further investigation, to the extent that such information does not prejudice the internal inquiry or investigation or harm the rights of the person involved.


2.4. Protection of the reporter, those involved, and others

It is the duty of the Reporting Manager to guarantee the **confidentiality of the reporter** from the moment the report is taken in charge, even in cases where the report subsequently turns out to be erroneous or unfounded. Legislative Decree No. 24/2023, with a view to extending the system of protections as far as possible, has recognized that **confidentiality must also be guaranteed to the Persons reported or otherwise involved and other persons other than the reporter, the facilitator, the person involved and the persons mentioned in the report.**

Confidentiality of the reporter may not be guaranteed instead when:

- there is the express consent of the reporter to the disclosure of his or her identity;
- the criminal liability of the reporter for offenses of slander or libel or otherwise for crimes committed with the report has been established by a judgment of first instance, or his civil liability for the same title in cases of willful misconduct or gross negligence.

Reports from which the identity of the reporter cannot be derived are considered anonymous. The Reporting Manager is required to record anonymous reports received and keep the relevant documentation no later than five years from the date of receipt of such reports, thus making it possible to trace them, in case the reporter, or the whistleblower, informs

	PROCEDURE	
	Rev. 01	Date December 14, 2023
	Pg. 9 of 10	

ANAC that he or she has suffered retaliatory measures because of those anonymous reports or reports.

2.5. Prohibition of retaliation or discrimination against the reporter

No form of retaliation or discriminatory measure related, directly or indirectly, to reporting **is permitted or tolerated against the reporter**.

Discriminatory measures are defined as unjustified disciplinary actions, harassment in the workplace and any other form of retaliation that results in intolerable working conditions.

If a person believes that he or she has been the victim of a form of retaliation or discriminatory measure, he or she may communicate this exclusively to ANAC, which is entrusted with the task of ascertaining whether they are consequent to the report, complaint, public disclosure made.

The ANAC, only at the outcome of the sanctioning procedure, if the retaliatory nature of the measure taken is established, informs the Labor Inspectorate, for measures within its competence.

2.6. Responsibility of the reporter

The procedure is without prejudice to the **liability, including disciplinary liability, of the reporter in the event of libelous or defamatory reporting**.

Any forms of abuse of the procedure, such as reports that are manifestly opportunistic and/or made for the sole purpose of harming the reported person or others, and any other hypothesis of misuse or intentional instrumentalization of the institution covered by the Procedure, are also a source of disciplinary liability.

2.7. Penalty system

All recipients are required to fully comply with this procedure and to refrain from conduct likely to constitute any offenses. Failure by recipients to comply with the commitments set forth in this procedure constitutes a serious breach and may result in the application of the disciplinary sanctions provided for in the CCNL.

2.8. Processing of personal data

Personal data of whistleblowers, whistleblowers, and all individuals involved in the report are processed in accordance with the current legislation on personal data protection (**Regulation (EU) 2016/679, so-called GDPR**)⁵

2.9. The external reporting channel

As required by Legislative Decree No. 24/2023, a reporting channel external to Eurotech is activated at the National Anticorruption Authority (ANAC).

Access to this channel is allowed only when one of the following certain conditions is met:

- 1) the internal channel despite being mandatory, has not been activated by Eurotech or, even if activated, does not comply with the provisions of the decree with reference to the subjects and methods of submission of

⁵ Please refer to the privacy policy for the handling of reports.

internal reports, which must be able to guarantee the confidentiality of the identity of the reporter and other protected subjects;

- 2) the reporter has already made an internal report and it has not been followed up by the Reporting Manager: the report has not been dealt with within a reasonable time, or action has not been taken to address the violation;
- 3) the whistleblower has reasonable grounds to believe on the basis of factual circumstances and information actually obtainable and, therefore, not on mere inferences, that if he or she made an internal report it would not be effectively followed up (e.g., the person ultimately responsible in the Work Context is involved in the violation there is a risk that the violation or related evidence might be concealed or destroyed, the effectiveness of investigations carried out by the competent authorities might otherwise be compromised) or that the report might result in the risk of retaliation (e.g., also as a consequence of violating the obligation to keep the reporter's identity confidential).
- 4) the reporter has good reason to believe that the violation may pose an imminent or obvious danger to the public interest (e.g., where the violation requires urgent action, to safeguard the health and safety of people or to protect the environment).

ANAC has set up the following alternative reporting channels:

- > computing platform
- > oral reports
- > Direct meetings set within a reasonable time.

For operating procedures on making an external channel report, please refer to the ANAC website:

<https://whistleblowing.anticorruzione.it>

3. STORAGE OF DOCUMENTATION

The Reporting Manager is required to document, through the appropriate channels, the Reports received in order to ensure full **traceability** of the actions taken to fulfill its institutional functions.

All **documents collected and/or processed** in the context of the Procedure will be **retained in a manner that** allows for the identification of the individuals concerned for as long as necessary for the processing of the specific report and in any case **no longer than five years** from the date of the communication of the final outcome of the reporting process.