



WHISTLEBLOWING POLICY

REGISTRATION OF CHANGES

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1 PURPOSE OF THE DOCUMENT

The Jakala Group is committed to promoting a corporate culture characterized by correct behavior and a good system of Corporate Governance and for this reason it recognizes the importance of having a policy that governs the Reporting of Illegitimate Behaviors by Employees and Third Parties (the "Whistleblowing Policy"), where "Report" means any information regarding possible Illegitimate Behavior transmitted by an Employee or a Third Party to the functions appointed to receive it.

Therefore, this document is intended to define adequate communication channels for the receipt, analysis and management of reports of illegitimate behavior within the Group. The aim is to promote a corporate environment in which Employees and Third Parties feel at ease in submitting a Report of Illegitimate Behavior within the Group, since it is believed that they contribute significantly to a continuous improvement. This Policy must be read in conjunction with the "Group Code of Ethics" as implemented in each Group company.

"Illegitimate Behavior" means any action or omission, which occurred in the performance of the work activity or which has an impact on it, which causes or may cause damage or prejudice to the Group and / or its employees and that:

- is unlawful, incorrect or immoral;
- violates the laws and regulations;
- or does not comply with internal regulations.

This Policy applies to the topics covered in the "Group Code of Ethics" such as, for example:

- corruption;
- money laundry;
- violations of the legislation on financial sanctions;
- unethical or unprofessional business conduct;
- violation of anti-trust legislation;
- insider trading and / or market manipulation;
- harassment;
- sexually inappropriate behavior;
- bullying;
- fraud;
- abuse of customer and company information and data;
- violations of local laws and regulations;
- non-compliance with Group regulations and procedures;
- violations of the Code of Ethics;
- other illegal or incorrect practices or behaviors.

2 REPORTING ILLEGITIMATE BEHAVIOR

In the event that an Employee or a Third Party believes that Illegitimate Behavior has occurred or may occur, they are required to report it to the Group's Chief Audit & Risk Officer.

For Jakala S.p.A. S.B. - a company governed by Italian law - if the Report concerns violations of the Organizational Model adopted pursuant to Legislative Decree 231/2001 or an alleged crime among those provided by the above mentioned Decree, the Report can also be sent directly to the Supervisory Body.

In this case, the Chief Audit & Risk Officer will check anyhow that the Supervisory Body is adequately informed of said Reports.

If the Report concerns the following subjects (Chief Audit & Risk Officer and Supervisory Body), the Employee or the Third Party is required to contact directly the Chief Executive Officer or the Chairman of the Internal Risk and Sustainability Control Committee of Jakala S.p.a. S.B.

Employees or Third Parties can send Reports, either by indicating their identity (Signed Reports) or anonymously, using the whistleblowing channels made available by the Company.

The whistleblowing channels guarantee the confidentiality of the identity of the reporter, unless the whistleblower authorizes the disclosure.

The Report must contain sufficient and detailed information to allow analysis and investigations to be started.

The dedicated whistleblowing channels, set up to transmit Reports, even if anonymous, and in any case able to guarantee the anonymity of the whistleblower, are one or more of the following:

- dedicated e-mail address whistleblowing_jakala@legalmail.it;
- organismodivigilanza@jakala.com
- Pistochini Avvocati – Studio Legale, Corso di Porta Vittoria n.10, 20122 Milan - Avv. Lazzeri
- meeting in person.

The Group prefers Signed Reports as:

- it is more difficult to investigate if it is not possible to find further information from the whistleblower;
- it is more difficult to protect the whistleblower;
- it is more difficult to give the reporter answers on the results of the survey.

If the Report is sent to a Function other than the Chief Audit & Risk Officer, the same must forward it - with the utmost urgency and confidentiality - to the Chief Audit & Risk Officer, independently from the whistleblowing channel used and / or the type of Report received (anonymous or signed).

In the event that an Employee or a Third party has doubts regarding the classification of a conduct as legitimate or not, they can informally talk about it with their Manager, who will deal confidentially with it.

Once the Report has been received, the Manager will promptly inform the Chief Audit & Risk Officer, by applying the necessary confidentiality measures

The Chief Audit & Risk Officer, or the person appointed by him, will carry out a preliminary assessment of the Report received and, should he deem that there is sufficient evidence of Illegitimate Behavior, such as to allow the initiation of an investigation, will appoint a person / function to carry out the investigation according to the subject indicated (hereinafter "Appointed to carry out the investigation").



Serious reports, even if anonymous, must be handled and communicated promptly and confidentially, respecting the specific Group process that guarantees the involvement of the Chief Executive Officer in the analysis and definition phases of the action plan, results of the investigation, recommendations and monitoring (Annex 1).

A Report is classified as "Serious" if:

- A. the person accused of alleged Illegitimate Behavior belongs to the Top Management (for example, a senior manager or higher level, a Chief Executive Officer of a Group Company, a Manager of a foreign branch, a person with Representation within the Company), or
- B. the report deals with a process deemed sensitive, or
- C. has potential heavy economic and / or financial consequences on the company.

Consequently, the Chief Audit & Risk Officer will inform the Chief Executive Officer of serious Reports as to ensure that the names of the people involved do not appear in the escalation process and to guarantee complete confidentiality.

All Reports, both oral and written, are handled by the Group with the utmost care. The Internal Audit function must send the whistleblower the confirmation of receipt of the Report not later than seven days from receipt.

In the event that there is not sufficient evidence of the Illegitimate Behavior, the reporting party will be informed.

Reports will be accepted in English or in the local language.

It should be noted that in each country the local Supervisory Authorities could put in place dedicated channels to whistleblowing reports. The whistleblower can also contact the Supervisory Authority, especially if he believes that a Report has not been / will be taken into due account within the Group.

However, Employees and Third Parties are invited to use the Group's internal reporting channels as a priority.

Jakala ensures confidentiality, privacy protection and data protection and guarantees the protection of the whistleblower from any direct or indirect retaliation (which, if ascertained, will determine a disciplinary procedure against the person responsible) connected to the Report.

If an Employee or a Third Party is deemed to make a Report in Bad Faith, this behavior will be seriously considered and may give rise to a disciplinary measure and / or legal action against him.

3 INVESTIGATION

Conduct of the Investigation

The person / function in charge of carrying out the investigation:



It must ensure that the investigation is carried out fairly and impartially

This means that, where required by local legislation, each person involved in the investigation can be informed about the statements made and the evidence acquired against him and that he is put in a position to be able to counter them;



He may decide to appoint the Internal Audit function or any other function of the control activity

All Reports will be classified as "confidential" that is to say with a maximum level of confidentiality, in accordance with internal provisions;



Technical consultants' support

He can benefit of the support of technical consultants (such as, for example, external law firms or internal group experts) on matters that do not fall within his specific competence and can also request the support of all Employees;



Accuracy of the survey

He ensures that the investigation is accurate, that it has a reasonable duration and that it respects the anonymity of the whistleblower and of the people involved, including the possibly reported subject (physical or legal person mentioned in the Report or notified as a person who has made or is associated with the irregularity).

The Group Companies, where permitted by local legislation, must keep both the reported subject and the whistleblower informed about the developments of the investigation.

RESULT OF THE INVESTIGATION

1. At the end of the investigation, the person / function in charge of carrying it out submits a report to the Chief Audit & Risk Officer and, if the latter deems it appropriate, said report will follow the Serious reports' Reporting process.

2. This report must:

- summarize the investigation process and the evidence collected;
- show the conclusions;
- provide recommendations and suggest actions to be taken to remedy the violations found and ensure that these do not occur in the future.

5. The whistleblower must be informed of the follow-up of the Report within three months from receipt confirmation.

Each Company must send Jakala S.p.A. S.B. a half-yearly report containing cases, parameters and trends in the Reports received in the reference period, accompanied by anonymous data.

In addition, the Chief Audit & Risk Officer periodically monitors the main trends, indicators and actions aimed at increasing knowledge of the process and the culture of Reporting Illegitimate Behavior.

3. The Chief Audit & Risk Officer can provide recommendations, including the need or not to impose disciplinary measures.

In any case, the final decision on the adoption of these measures is up to the Chief People Officer.

4. An Employee who has committed or has been involved in an Illegitimate Behavior will not be immune from any disciplinary measures for the sole fact of having reported an Illegitimate Behavior or that of others, pursuant to this policy; however, this circumstance can be taken into consideration in the evaluation of the disciplinary measure to be adopted.

4 PROTECTIVE MEASURES

Protection of the whistleblower and the reported person

The Group guarantees the anonymity of the whistleblower, except in cases where:

- **the whistleblower gives his consent to the disclosure;**
- **its disclosure is required by local legislation (for example, if it is necessary to involve the police or the Authorities, or if it is indispensable for the defense of the reported person); or**
- **Its disclosure is necessary to prevent or reduce serious threats to the health or safety of people.**

JAKALA

Jakala protects the whistleblower against any form of retaliation, discrimination or penalization following a Report in good faith.

Any act of retaliation or discrimination against the whistleblower is prohibited and, if ascertained, may lead to disciplinary proceedings against the person responsible.

An Employee who reports Illegitimate Behavior has the right to request to be transferred to another department by the Company.

The Group guarantees such requests when they are feasible and justified.

Jakala ensures the confidentiality of the personal information of the whistleblower, the witness and the reported person (natural or legal persons involved in the Report or notification as a person whom the irregularity is attributed or associated to).

Unauthorized disclosure of the identity of the whistleblower or of information on the basis of which it can be inferred is considered as a violation of this Policy and penalties will be imposed on anyone who violates the whistleblower's protective measures.

Any action aimed at unlawfully disclosing the identity of the whistleblower is considered as a violation of this Policy and is subject to disciplinary measures and could be sanctioned by the Authorities.

The documentation concerning the Reports is confidential.

This documentation is stored safely and in compliance with the current regulations within the Group on the classification and processing of confidential information and in accordance with local legislation and regulations.

This documentation will be filed by the Chief Audit & Risk Officer and by the other functions involved in the investigation and must be accessible only to authorized Employees according to their role.

Records will be kept only when local legislation or internal group company rules require the conservation of such information.

In accordance with local or internal regulations, the whistleblower, the reported person and any witness have the right to have confirmation of the existence of a personal proceeding against them and can consequently request changes, additions, updates or cancellation when personal data are no longer necessary in relation to the purpose they were collected for or otherwise processed.

**DATA PROTECTION
AND DOCUMENT
CONSERVATION**

5 TRAINING AND COMMUNICATION

Training is a fundamental element for the implementation and application of this Policy and, to this end, the Group undertakes to provide and update mandatory training on whistleblowing to all Employees, so as to highlight the specific procedures to follow and the possible consequences in the event of illegitimate behavior.

The Group is committed to promoting periodic communication and the implementation and application of this Policy within the whole Group, including Third Parties (for example on the occasion of the formalization of business relationships and the signing of agreements with Third Parties, a Whistleblowing clause should also be included).

6 HEAD OF THE INTERNAL SYSTEM FOR REPORTING VIOLATIONS

Responsibility for reporting violations for the entire Group lies with the Chief Audit & Risk Officer

He prepares the Annual Report on the correct functioning of the internal system for reporting violations containing aggregate information on the results of activities and controls relating to compliance with the principles of confidentiality and prohibition of retaliation.

The Annual Report on Whistleblowing must be approved by the Corporate Bodies and made available to the staff of each Company.

All information, of any kind, contained in this document, and in any other attached document, belongs to the company, is secret and strictly confidential, economically relevant and is part of Jakala's know-how, as provided by articles 98 and followings of the Italian Code of Industrial Property. Moreover, such information is protected by registered patents or patents pending registration, or is protected by trademarks, by copyright or by other rights owned by Jakala S.p.A. S.B. (or by other companies of Group). Therefore, such confidential information shall be exclusively used for purposes within the negotiation and the cooperation between Jakala S.p.A. S.B. (or by other companies of the Group) and the recipient. Following the receipt and acknowledgement of the present document, the recipient accepts therefore not to use, disclose, publish or in any way communicate such confidential information to third parties, totally or partially, for its own account or on behalf of other parties.



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