

WHISTLEBLOWING POLICY

Ghella is committed to preventing and acting promptly on events that may undermine its values and vision. For this reason, Ghella has established a whistleblowing web portal to encourage and guide the reporting of any inappropriate / unlawful conduct or violation of the so-called “Compliance Program” of the company and to guarantee a fair, impartial, prompt, and confidential evaluation of potential claims by our employees, interns, subcontractors, suppliers and consultants. employed and self-employed workers, freelancers, consultants, and other categories such as volunteers and trainees, including unpaid ones, shareholders, and people with administrative, management, control, supervision, or representation functions. The company Compliance Program consists of the Code of Ethics, the Management System for the Prevention of Corruption adopted pursuant to ISO 37001:2016, the Anti-corruption Guidelines, the Human Rights Guidelines, the social responsibility management system pursuant to SA8000 standard, from the Organizational Model pursuant to Legislative Decree 231/01 (MOG 231), from Legislative Decree. n. 24/2023 (implementing Directive (EU) 2019/1937 on Whistleblowing) and any other policy in compliance with local legislation that may be adopted by Group companies located abroad.

What to Report

Whistleblowing reports should specifically concern alleged breaches to Compliance Program, to its internal procedures or illegal conduct pursuant to the legislation in force.

Behaviour acts or omissions which affect the public interest or the integrity of the private entity may be reported. Please refer to Annex 2 of this Policy for details of the types of violations that may be the subject of a report pursuant to Legislative Decree no. 24/2023.

In addition, you can report:

- information on conduct aimed at concealing the above violations;
- illicit activities not yet carried out but which the whistleblower reasonably considers may occur in the presence of precise and consistent concrete elements;
- well-founded suspicions of infringements committed or likely to be committed.

Commercial claims or reports of events/facts subject to ongoing judicial or administrative proceedings monitored by Ghella’s Legal Department are excluded from the scope of this policy.

Should the nature of the report fall outside the scope of this policy, a more relevant Ghella policy or process, where available, will be indicated by the recipient of the report.

How to make a Report

Reports must be made in writing and include a detailed description of the alleged breaches/violations, using the guided procedure available on the company web portal at the following link:

- **Ghella.com/whistleblowing**

Alternatively, printed reports can be sent to the following postal address:

- **Ghella Spa – Via Pietro Borsieri 2A - 00195 Rome (Italy).**

Reports, both sent via the web portal or by post, should be addressed to:

- **Supervisory Body (Organismo di Vigilanza)** for reports concerning the parent company Ghella S.p.A.;
- **General Counsel** of Ghella S.p.A., for reports concerning Ghella's foreign subsidiaries.

In addition to the web portal, reports of alleged violations of the MOG 231 can be sent to the Supervisory Body of Ghella S.p.A. using the standard e-mail address: **odvghella@ghella.com**.

Minor concerns may be resolved, without the need for a formal report, by talking directly to the person whose conduct is causing concern or with one's line manager or alternatively with Compliance Managers.

Please refer to Annex 1 for a list of the channels available for reporting and the Compliance Managers list.

The D.lgs. 24/2023 introduced the possibility of using an external signalling channel, managed by ANAC, at least one of the following conditions:

- The internal reporting channel is not active or does not comply with the provisions of the Decree;
- the reporting person has already issued an internal alert and has not been followed up;
- the reporting person has reasonable grounds to believe that, if he made an internal alert, it would not be effectively followed-up or that the same alert could lead to the risk of retaliation;
- the reporting person has reasonable grounds to believe that the infringement may constitute an imminent or manifest danger to the public interest.

Handling and analysis of reports

The **Supervisory Body (Organismo di Vigilanza- OdV)** or the **General Counsel** are formally responsible for receiving and handling Whistleblowing reports and have the duty to ensure appropriate follow-up.

In case of reports of corruption, the ODV or the General Counsel must inform the Corruption Prevention Compliance Function (FCPC), with which the report will be verified. FCPC must also be informed of the results of the report.

Such entities shall issue to the reporting person an acknowledgement of receipt of the alert within seven days of the date of receipt.

Each report will be considered carefully by the Supervisory Body or by the General Counsel who will conduct an accurate analysis, with the support of local Compliance Managers. This will be confidential and will be aimed to obtain information by the departments concerned and/or by other individuals involved.

The Supervisory Body or the General Counsel maintain discussions with the reporting person and, in the event that the report does not contain sufficient information, may request additional information from the whistleblower. In order to keep track of communications, ensure transparency and facilitate a formal assessment, written communication is to be preferred throughout the process.

The Supervisory Body or the General Counsel must diligently follow up on the reports received, through analysis and investigation activities, and must respond to the reporting party within 3 months from the date of the acknowledgment of receipt¹. It should be noted, however, that it may not be possible to provide detailed information regarding the actions taken by the Group as this may breach legal duties, including the right to privacy and data protection of the persons involved or confidential commercial information or commitments of confidentiality previously taken by the Group.

All reports must be recorded and all attached documents, including those produced or acquired during the analysis phase, will be appropriately filed.

In residual cases, the further reporting methods are public disclosure and reporting to the judicial or accounting authority. Appropriate counselling is advised before taking such step.

All recipients of reports mentioned in this policy have the duty to treat sensitive information such as personal data in line with the General Data Protection Regulation (GDPR) and Data Protection Laws.

Whistleblower protection and disciplinary measures

Reports and the information contained within them, as well as the identity of the individuals submitting the report (if this has been shared), will be treated confidentially. The identity of the whistleblower will not be revealed without their prior written consent, unless required otherwise by law.

It is also acceptable to report anonymously, with no disclosure of personal data. It should be noted, however, that this choice may make the resolution of the reported issue more complex, in cases when additional information may be needed from the whistleblower for a successful investigation.

Ghella is committed to fully protect whistleblowers from repercussions or any form of disadvantage or discrimination at the workplace linked to or resulting from submitting a report.

Whistleblowers reporting internally a concern in good faith will not be prosecuted and no action will be taken against them in cases when the information provided cannot be proven or becomes irrelevant or insufficient to address the report. If additional relevant information emerges after a report is made, the whistleblower is encouraged to report this to Ghella immediately, regardless of whether this information supports or invalidates the original report.

¹ In the absence of such notice, the three-month deadline is considered with reference to the expiry of the seven-day deadline from the submission of the report.

Ghella undertakes to protect the whistleblower's colleagues and family members from repercussions, discrimination and retaliation, as well as the facilitators, i.e. those who assist the whistleblower in the reporting process, operating within the same working context and whose assistance must be kept confidential.

The following are considered, by way of example, retaliation:

- a) dismissal, suspension or equivalent measures;
- b) demotion or failure to promote;
- c) change of functions, change of place of work, reduction of salary, modification of working hours;
- d) the suspension of training or any restriction of access to it;
- e) negative merit notes or negative references;
- f) the adoption of disciplinary measures or other sanctions, including pecuniary ones;
- g) coercion, intimidation, harassment or ostracism;
- h) discrimination or otherwise unfavorable treatment;
- i) failure to convert a fixed-term employment contract into a permanent employment contract, where the worker had a legitimate expectation of such conversion;
- j) failure to renew or early termination of a fixed-term employment contract;
- k) damage, including to the person's reputation, in particular on social media, or economic or financial prejudice, including loss of economic opportunities and loss of income;
- l) improper listing on the basis of a formal or informal sectoral or industry agreement, which may result in the person being unable to find employment in the sector or industry in the future;
- m) the early termination or cancellation of the contract for the supply of goods or services;
- n) the cancellation of a license or permit;
- o) the request to undergo psychiatric or medical tests.

Ghella will also take appropriate disciplinary measures in case of bad faith reports, violation of the internal procedure system or relevant applicable laws, and/or for carrying out threats or retaliation against individuals submitting reports.

Disciplinary measures will be proportionate to the extent and severity of the misconduct ascertained and may go as far as termination of employment.

This Policy is communicated to our employees as part of the mandatory induction process and it is available to all stakeholders via the Company's website and intranet.

It is reviewed annually during the Management System Reviews.

Annex 1: Available channels for submitting a report

Attachment 2: List of reports pursuant to Legislative Decree. 24/2023

Enrico Ghella
Chairman, July 2023

Annex 1

Available channels to submit an official report are:

Country	Receiver	Web Portal	Postal address
Italy	Supervisory Body (OdV) Ghella S.p.A.	Ghella.com/whistleblowing Or e-mail address: odvghella@ghella.com	Ghella S.p.A. via Pietro Borsieri 2/A, 00195 – Roma, Italia
Overseas	General Counsel Ghella S.p.A.	Ghella.com/whistleblowing	Ghella S.p.A. via Pietro Borsieri 2/A, 00195 – Roma, Italia

The following table contains the list of local Compliance Managers, divided by country, and their contact details. They can be contacted for minor concerns, requests for support or clarification:

Country	Regional Compliance Manager	E-mail address	Postal address
Europe, Middle East and Africa (EMEA)	Compliance Manager EMEA	complianceemea@ghella.com	Ghella S.p.A. via Pietro Borsieri 2/A, 00195 – Rome Italy
Asia and Pacific (APAC)	Compliance Manager APAC	complianceapac@ghella.com	Level 12, 2 Elizabeth Plaza North Sydney NSW 2060 - Australia
Latin America (LATAM)	Compliance Manager LATAM	compliancelatam@ghella.com	Manuela Saenz 323 8° Piso Of. 801 CP 1107 Buenos Aires Argentina
North America	Compliance Manager Ghella North America	compliancenorthamerica@ghella.com	6205 Blue Lagoon Drive, Suite 290 33126 - Miami, Florida U.S.A.