WHISTLEBLOWING POLICY

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1. PREAMBLE

Nordmeccanica S.p.A. *("Nordmeccanica*" or the "*Company*") considers the principles of transparency, correctness and loyalty to be fundamental values, which inspire its organisation and activity and must be shared by its collaborators and partners.

In order to concretely implement and preserve such values, the Company has drawn up this policy, which complies with the provisions of Legislative Decree 24/2023 *"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 EU law and on provisions concerning the protection of persons who report breaches of national laws".*

Nordmeccanica encourages its employees and all stakeholders to report alleged breaches, irregularities and omissions, pursuant to the applicable regulations and as further specified and implemented in the present policy.

2. PURPOSE OF THE WB POLICY

The WB Policy is intended to implement the Whistleblowing regulations within the Company, providing clear indications as to who can submit a report, its content, relevant handling and possible outcomes.

The purpose of the WB Policy is to prevent the occurrence of breaches, omissions or irregularities within the company, as well as to contribute to the creation of a corporate culture based on trust, transparency and communication, and is intended to remove all those factors that may hinder or discourage the reporting of misconduct and conduct that is not compliant with Nordmeccanica's values.

3. DEFINITIONS

For the purposes of the present policy *("WB Policy")* the following definitions with initial capital letters shall have the following meanings:

• *ANAC*: Autorità Nazionale Anticorruzione (National Anti-Corruption Authority)

• *External Channel*: reporting channel that is outside the Company and addressed to ANAC;

• *Internal Channel*: reporting channel within the Company and managed by the same;

• *WB Decree*: Legislative Decree of March 10, 2023 n. 24 for the implementation of directive (EU) 2019/1937 of the European Parliament and of the Council, on the protection of persons who report breaches of EU law and on provisions concerning the protection of persons who report breaches of national laws;

• *Public Disclosure*: communication aimed at making information about breaches available in the public domain, through the press or electronic media or otherwise through means of dissemination capable of reaching a large number of people;

• *Directive (EU) 2019/1937*: Directive of the European Parliament and of the Council of October 23, 2019, on the protection of persons who report breaches of EU law and on provisions concerning the protection of persons who report breaches of national laws;

• *Designated Officer:* person appointed by the Company for the purpose of receiving and handling Reports;

• *Reporting Person:* natural or legal person who reports or discloses information on breaches that are relevant under the WB Decree, acquired in the context of his or her work-related activities;

• *Report*: oral or written communication, according to the modalities provided for in the WB Policy, of information on breaches that are relevant under the WB Decree.

4. WHO MAY SUBMIT A REPORT?

Persons eligible to submit a Report are:

- employees, collaborators, volunteers or paid or unpaid trainees;
- self-employed persons;
- freelance professionals and consultants;
- workers or collaborators of a supplier;
- shareholders or persons with administrative, management, supervisory or representative functions also exercised de facto;
- candidates;
- workers on probation;
- former workers (if information on breaches was acquired in the course of the employment relationship);

all this with reference to breaches of which they became aware within the work-related context.

The Reporting Person may report either anonymously or by disclosing his or her identity. It should be noted that, in any case, the utmost confidentiality and privacy will be guaranteed with regard to the Report and the Reporting Person.

5. SUBJECT AND CONTENT OF THE REPORT

5.1. What may be reported

Conduct, acts or omissions affecting the integrity of the Company of which the Reporting Person has become aware within his or her work-related context and which consist in:

- administrative, accounting, civil or criminal offences not covered by numbers 3, 4, 5 and 6 [Art.2 WB Decree];
- breaches falling within the scope of the EU or national acts set out in the Annex to the WB Decree, i.e. national acts constituting implementation of the EU acts mentioned in the Annex to Directive (EU) 2019/1937, concerning the following areas: public procurement, financial services, products and markets, and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; protection of the environment; radiation protection and national safety; food and feed safety, animal health and welfare; public health; consumer protection; protection of privacy and personal data and security of networks and information systems;
- acts and omissions affecting the financial interests of the EU protected under Art. 325 TFEU;
- acts or omissions relating to the internal market, as referred to in Article 26(2) TFEU, including violations of EU competition and State aid rules, as well as corporate taxes;
- acts or conduct that defeat the object or purpose of the provisions of EU acts in the areas indicated under numbers 3, 4 and 5.

5.2. What may not be reported

The following may not be a subject of the Report and is not governed by the present WB Policy:

• disputes, claims or requests relating to an interest of a personal nature of the Reporting Person, or of the person lodging a complaint with the judicial or accounting authorities, that relate exclusively to their individual employment relationships, or inherent to their employment relationships with hierarchically higher-ranking figures;

• reports of breaches where already mandatorily governed by the European Union or national acts mentioned in Part II of the annex to the WB Decree or by national acts constituting implementation of the European Union acts mentioned in Part II of the annex to Directive (EU) 2019/1937, although not indicated in Part II of the annex to the WB Decree;

• reports of breaches related to national security, as well as procurement involving defence or national security aspects, unless these aspects are covered by the relevant secondary legislation of the European Union.

Such occurrences and reports may be addressed to the direct supervisor, who will inform the competent department.

5.3. Content of the Report

The Reports shall:

• be made in good faith;

• be circumstantiated and based on specific and consistent facts, and relate to events that can be ascertained and are known directly to the Reporting Person;

• clearly indicate the following: (i) time and place of the event that is the subject of the Report (ii) description of the subject of the Report (iii) elements that allow a clear identification of the person considered the perpetrator of the alleged breach; if possible, persons capable of reporting the facts and documentation supporting the Report should be indicated;

Reports that are plainly unfounded or abusive, opportunist and/or made for the sole purpose of harming the person concerned by the Report or persons otherwise involved in the Report, will not be taken into account and will be liable to penalties and/or action before the competent Judicial Authority.

6. HOW TO REPORT

6.1. Internal Channel

Reports may be made, in identified or anonymous form, through the following internal channels:

6.1.1. Digital Platform

To facilitate a more effective handling of Reports, it is strongly recommended to use the portal, which is accessible via the following link: https://nordmeccanica.whistleblowingbox.eu/

The platform meets the following technical compliance requirements:

- Server location in the European Union;
- Data security encryption via SSL certificates;
- GDPR compliant;
- ISO/IEC 27001 certified;
- Subject to regular penetration testing.

In order to communicate the modalities and channel designated for reporting, Nordmeccanica has:

- published on its website two specific documents ("*Note legali ed informativa privacy*"/"Legal Notice and Privacy Policy" and "*Guida operativa segnalazioni*"/"Practical Guide to Reporting");
- published on its website a special link to the reporting platform;
- displayed special infographic at the company reception halls;
- disseminated to employees a company statement relating to the implementation of the WB decree;
- added a disclaimer to outgoing e-mails with a link to the reporting platform.

6.1.2. Physical meeting, upon request by the Reporting Person

If requested by the Reporting Person, Reports may be made by means of a face-to-face meeting with the Designated Officer, scheduled within a

reasonable timeframe. Should a collaborator receive a Report from other parties, he/she is bound to transmit it immediately, and in any case within seven days, and exclusively according to the modalities described in the WB Policy, giving simultaneous notice of the transmission to the Reporting Person, not retaining a copy of the Report and refraining from taking any autonomous investigative/ in-depth examination initiative.

Failure to communicate a Report received constitutes a breach of the WB Policy and is liable to disciplinary action.

6.2. External Channel

On a residual basis, the Reporting Person may report externally to ANAC only if, at the time of submitting the Report, one of the following conditions is met:

- the mandatory activation of the internal reporting channel is not provided for within his work-related context, or this channel, although mandatory, is not active or, although activated, is not compliant with the provisions of the WB Decree;
- the Reporting Person has already reported internally through the internal Reporting channel provided for by the WB Policy and the Report has not been followed up;
- the Reporting Person has reasonable grounds to believe that, if he/she were to report internally, the Report would not be efficiently followed up, or that the same Report might pose the risk of retaliation;
- the Reporting Person has reasonable grounds to believe that the breach may constitute an imminent or manifest danger to the public interest;

Information on External Reports is available on the ANAC website.

6.3. Public Disclosure

Furthermore, the Reporting Person may make a Public Disclosure directly if:

- he/she has first reported internally and externally, or directly externally, but no feedback was provided within the timeframe referred to in the WB Decree and in the WB Policy;
- he/she has reasonable grounds to believe that the breach may constitute an imminent or manifest danger to the public interest;
- he/she has reasonable grounds to believe that there is a risk of retaliation or there is a low prospect of the breach being effectively addressed, due to the particular circumstances of the case, such as those where evidence may be concealed or destroyed or where there is reason to fear that the recipient of the Report may be in collusion with the perpetrator of the breach or involved in the breach.

7. HANDLING OF REPORTS

7.1. Receipt and handling

Regardless of the Internal Channel used, Reports are taken over by the Designated Officer, who first assesses their relevance and admissibility for the purposes of the WB Decree.

The Designated Officer handles communication with the Reporting Person:

- by acknowledgement of receipt of the Report to the Reporting Person within seven days of that receipt;
- by maintaining communication with the Reporting Person and, where necessary, asking for further information from the Reporting Person;
- by providing feedback to the Reporting Person within three months from the acknowledgement of receipt (such feedback may also be interlocutory);
- by providing diligent follow-up to the Reports received.

The following are identified as Designated Officer of the channel:

- the consulting company Galli Data Service Srl (External Designated Officer), with the main task of activating/monitoring the platform and assessing the relevance of the Reports;
- the Head of the Safety & Environment area (Internal Designated Officer), with possible access to the platform and allocation of Reports.

The two Designated Officers of the channel will operate in synergy with each other, the former carrying out a mainly preliminary/preparatory activity, as well as intervening in the event of a conflict of interest of the Internal Designated Officer.

The Internal Designated Officer, except in the event of a conflict of interest of the same, shall intervene after the first eligibility assessment of the External Designated Officer, taking over the Report and providing for any

subsequent, derivative and consequent activity relating to handling of the same.

7.2. Preliminary investigation activity

The Internal Designated Officer shall examine the facts referred to in the Report, involving the company departments that are most relevant to the purpose of conducting the internal investigation, which shall be carried out using the means deemed most appropriate (e.g. summoning of the Reporting Person and informed persons, involvement of external consultants, involvement of internal functions, etc.), preferably while maintaining the anonymity of the Reporting Person, except in cases expressly provided for by law. The Designated Officers close the Reports that are not relevant pursuant to the WB Decree by forwarding them to the other competent corporate Departments/Functions.

7.3. Conflict of interests

The procedure ensures that handling of Reports is entrusted to persons who are not in a situation of conflict of interest, by denying access to the Report by the persons involved.

Should the Report concern the activities of the Internal Designated Officer, who would thus be in a conflict of interest, the latter shall refrain from any action and the External Designated Officer shall immediately inform the Company's Board of Directors of the Report.

These provisions will also apply if a conflict of interest occurs at a stage subsequent to the receipt of the Report.

7.4. Decisions on the Report

At the end of the preliminary investigation, the Internal Designated Officer, with the support of any additional stakeholders, reaches a decision that may primarily consist in:

- closure of the Report;

• recommendation of remedial action to the Head of the Department concerned;

• proposals of disciplinary measures to the Human Resources Office;

• prompt communication to the Board of Directors, which in turn will carry out all necessary activities aimed at establishing the facts that are the subject of the Report with a view to adopting measures and, if necessary, the appropriate complaint actions to the judicial authorities.

The Internal Designated Officer closes the following Reports:

• inadmissible;

• unfounded, abusive or submitted in bad faith;

• of such generic content that no verification can be made thereof;

• relating to facts already known and subject to appropriate assessment and disciplinary action under this procedure and under the relevant external regulations and provisions.

The Internal Designated Officer gives notice of the decisions taken:

• to the Reporting Person when not anonymous or when, although anonymous, the Report was made via the trusty.report portal;

• to the Head of the Department concerned;

• to the Human Resources Department in the case of penalties to be applied against the Company's employees;

• to the Board of Directors and Board of Auditors in the case of penalties to be applied against members of the Board of Directors or Board of Auditors;

• to the Head of the Department managing the relevant contractual relationship.

In the event of reports that are manifestly unfounded, abusive or submitted in bad faith, made for the sole purpose of discrediting one or more persons or corporate functions or the Company or otherwise

vexatious towards Company employees, the Designated Officer shall involve the Board of Directors and the Human Resources Department in order to take the necessary measures deemed most appropriate, from time to time, against the author of the unfounded reports, not excluding — if the conditions are met — the possible filing of a complaint to the competent Judicial Authority.

8. PROTECTION OF THE REPORTING PERSON AND OF THE PERSON CONCERNED BY THE REPORT

8.1. Confidentiality

The identity of the Reporting Person and any other information from which this identity may be deduced, whether directly or indirectly, may not be disclosed, without his/her express consent, to persons other than those who are competent to receive or follow up on Reports.

Reports may not be used for any purpose other than the necessary follow-up of the same.

This is without prejudice to disclosure to public bodies and public authorities (including administrative, judicial and public security authorities) if the conditions are met or if disclosure is necessary to comply with an order of the authority or with a legal obligation.

All those involved in the handling of the Report are bound to ensure its utmost confidentiality. Non-compliance with the duty of confidentiality may result in disciplinary liability against the infringer.

It is further specified that:

- within the scope of the criminal proceedings, the identity of the Reporting Person is covered by secrecy in the manner and within the limits provided for in Article 329 of the Code of Criminal Procedure;
- in proceedings before the Court of Auditors, the obligation of secrecy is provided for until the end of the investigation phase;
- the identity of the Reporting Person may not be disclosed, not even in the framework of the disciplinary proceedings arising from the Report, if the allegation of the disciplinary charge is based on separate and additional investigations with respect to the Report, although consequent to the latter. If the disciplinary charge is based, in whole or in part, on the Report and knowledge of the identity of the Reporting Person is essential

for the defence of the accused, the Report may only be used for the disciplinary proceedings, if the Reporting Person has consented to the disclosure of his/her identity. In the latter case, the Reporting Person shall be informed in writing of the reasons for the disclosure of the confidential data; a similar communication shall be provided to the Reporting Person if the disclosure of his/her identity and the information from which the same can be deduced, directly or indirectly, is also essential for the defence of any person involved.

8.2. Prohibition of retaliation and support and protection measures

Reporting Persons or Facilitators, persons within the same work-related context, co-workers, and even legal entities in cases where they are entities owned by the Reporting Person, the Public Discloser or entities in which he/she works or entities operating within the same work-related context, may not be subject to any retaliation. The same may report to ANAC any retaliation suffered as a result of the Report.

ANAC has drawn up a list of third-sector entities that provide Reporting Persons with support measures, consisting of information, assistance and consultancy, free of charge, on how to report and on protection from retaliation, as well as on the terms and conditions of access to legal aid.

9. PUBLICATION AND UPDATE OF THE WB POLICY

The present WB Policy is effective from the date of its adoption and is published on the company website, on the Nordmeccanica Infopoint portal, as well as being suitably disclosed and posted at the company headquarters.

The Board of Directors of the Company verifies that the management system for Reports complies with the provisions of the law and ensures that it is updated as appropriate.