



# **WHISTLEBLOWING POLICY**

Approved by the Board of Directors of GVS S.p.A. on 3 July 2023

Table of Contents

1. Fundamental principles ..... 3

2. Whistleblowers ..... 3

3. Report subject and requirements ..... 3

4. Guarantee of confidentiality and prohibition of retaliation..... 4

5. Communication channels ..... 4

6. Reporting platform ..... 5

7. Management of reports ..... 5

8. Processing of personal data..... 6

9. Training and communication..... 6

## 1. Fundamental principles

GVS undertakes to carry out its activities on the basis of conduct in line with its Code of Ethics and in compliance with the applicable legal provisions. To make this commitment effective, it is necessary to protect those who report violations of laws, regulations or Company rules (Code of Ethics, Policies or internal procedures).

This Policy governs the process of receiving, analysing and processing reports sent or transmitted by anyone, including in confidential or anonymous form, in compliance with EU Directive no. 1937 of 23 October 2019, converted in Italy by Legislative Decree no. 24 of 10 March 2023.

This Policy applies to GVS S.p.A. and its subsidiaries, which are required to implement it, in compliance with the relevant local regulations.

## 2. Whistleblowers

GVS encourages its employees and third parties to transmit reports in a timely manner. The following individuals may submit a report (“Whistleblowers”):

- the members of the corporate bodies (Shareholders’ Meeting, Board of Directors, Board of Statutory Auditors, etc.);
- personnel (including current employees, former employees, temporary workers, apprentices, trainees or volunteers in connection with circumstances occurring during the employment relationship or selection process);
- the external parties who have dealings with the GVS Group (the so-called stakeholders, such as shareholders, customers, suppliers, contractors, subcontractors, as well as collaborators and employees of the parties mentioned).

## 3. Report subject and requirements

Subject. The presumed subject of the reports must be:

- violations or possible violations of Company rules (e.g. violations of the Code of Ethics, Model 231, internal Policies or procedures);
- violations or possible violations of laws or regulations, consisting of administrative, accounting, civil and criminal offences<sup>1</sup>;
- conduct aimed at concealing the aforementioned violations.

Therefore, any complaints or grievances that do not relate to any of the above violations (e.g. complaints about the quality of products or services offered by the Company) do not fall within the scope of this Policy.

Requirements. The reports that are entitled to the protection provided for in this Policy are those that:

---

<sup>1</sup> Including the following cases listed in the Italian Legislative Decree no. 24/23: A) violations pursuant to Italian Legislative Decree no. 231/2001; B) infringements falling within the scope of EU Regulations covering the following areas: i) public procurement; ii) financial services, products and markets and the prevention of money laundering and terrorist financing; iii) product safety and compliance; iv) transport safety; v) environmental protection; vi) protection from radiation and nuclear safety; vii) food and feed safety, animal health and welfare; viii) public health; ix) consumer protection; x) protection of privacy and personal data and security of networks and information systems; C) breaches affecting the financial interests of the Union; D) breaches relating to the European internal market.

- are submitted in good faith, based on concrete elements or at least a well-founded reason to believe that the reported information is true;
- relate to commercial, employment, collaboration or other dealings with GVS.

False reports, in bad faith to harm others. GVS does not tolerate false reports made in bad faith for the sole purpose of defaming, slandering or causing unjust damage to the persons mentioned in them. In such cases, GVS takes the appropriate disciplinary and legal measures against those who, in bad faith, have made false, unfounded or opportunistic reports.

## 4. Guarantee of confidentiality and prohibition of retaliation

Guarantee of confidentiality. GVS is committed to guarantee the confidentiality of the identity of the Whistleblowers, of persons connected to them (including family members and those assisting the Whistleblowers in the reporting process), and of the information reported, as well as the integrity of the persons involved, in compliance with the applicable privacy and whistleblowing regulations.

Prohibition of retaliation. GVS guarantees that the Whistleblower will not suffer any retaliation (e.g. dismissal, discrimination, harassment, demotion or non-promotion, change of job, workplace, salary or working hours) as a result of the report.

Exceptions. As required by law, there are certain situations that render the guarantee of confidentiality and the prohibition of retaliation null and void, obliging GVS to discipline the Whistleblower. These cases are:

- Establishment of criminal responsibility for the offences of slander or defamation related to reporting;
- Establishment of wilful misconduct or gross negligence in facts similar to the point above.

The identity of the Whistleblower may be disclosed by GVS at the express and formal request of the Legal Authorities.

Breaches of the obligation of confidentiality or prohibition of retaliation. GVS takes disciplinary measures against anyone who violates the obligation of confidentiality or the prohibition of retaliation against the Whistleblower.

## 5. Communication channels

GVS has set up the following channels to submit reports.

Main channel, recommended as it ensures full monitoring of the progress of handling of the report:

- IT platform: available in several languages, accessible at <https://report.whistleb.com/qvs>;

Secondary channels:

- voice messaging box, available in the IT platform, as described in Att. A;
- ordinary mail: GVS S.p.A., Via Roma 50, 40069 Zola Predosa, to the attention of “*Internal Audit Function*”.

Report received by a person other than the Internal Audit Function. If, by mistake or misunderstanding, the paper report is received by a person other than the Internal Audit Function, such as a GVS employee, the latter must immediately forward the report to the correct recipient, without sharing it with any other person.

[for Italian Companies] Whistleblowing and Legislative Decree no. 231/01. For the Group’s Italian Companies, governed by Legislative Decree no. 231/2001, this Policy integrates the information flows to the Italian supervisory body “*Organismo di Vigilanza*” for reporting purposes.

[for Italian Companies] Report to ANAC. With regard to Italian Companies, the Whistleblower may send the Report to the National Anti-Corruption Authority (ANAC) if:

- the reporting channels are not active;
- the report was unsuccessful;
- the Whistleblower has reasonable grounds to believe that the report will not be followed up or that the report may lead to retaliation;
- the Whistleblower has reasonable grounds to believe that the breach may constitute an imminent or obvious harm to public interest.

## 6. Reporting platform

The IT platform provided by GVS acts as the main reporting channel. It is possible to send written reports, voice messages or meeting requests.

The platform is encrypted, external to the corporate network and guarantees the confidentiality of the identity of the Whistleblowers, of persons connected to them and of others who may be named in the report, in accordance with the requirements of EU Directive 2019/1937. In addition, the Whistleblowers may also communicate anonymously.

Each report entered into the platform has a unique identification code that allows each Whistleblower to check its management status.

Dissemination of the platform. GVS ensures adequate dissemination of the URL address of the platform to interested persons, by including a link on its website.

## 7. Management of reports

Reports Team. GVS sets up a team to manage reports, composed of the Managers of the Legal, HR and Internal Audit corporate functions ("*Reports Team*" or "*Team*").

All reports will be given appropriate consideration by the Team, which informs the Whistleblower that the report has been received within seven days, by updating the status of the report in the IT platform.

Preliminary analysis. The Report is subjected to an initial analysis of the relevance and validity of the facts reported:

- In the case of clearly irrelevant or unfounded reports, a justified termination of the report will be made, with notification to the Whistleblower;
- Otherwise, the Reports Team continues the inquiry, possibly resorting to specific investigations, using the Internal Audit function or delegating the task to teams set up for this purpose.

Specific investigation. The Internal Audit function manages the inquiry and, if necessary: (i) initiates specific audits, (ii) involves the functions concerned, as well as the Legal function, (iii) calls on experts or consultants from outside the Company, if necessary, (iv) interviews those involved.

Requests for further information. If the report is not sufficiently substantiated, the Internal Audit function may ask the Whistleblower for further details, either through the contacts provided by the Whistleblower or, if these are not present, by updating the position on the platform (so that the Whistleblower is aware of the update).

Reports on Legislative Decree no. 231/01. If the report concerns potential significant violations pursuant to Italian Legislative Decree no. 231/01 ("*Model 231 violations*"), the *Reports Team* forwards it to the competent Italian supervisory body "Organismo di Vigilanza", which handles it in the same manner as set out in this Policy.

Conclusion. The Internal Audit function reports the results of its audits to the *Reports Team* (or to the “Organismo di Vigilanza” body, in the case of *Model 231 violations*).

The Reports Team (or the “Organismo di Vigilanza” body, in the case of *Model 231 violations*) concludes the process as follows:

- it decides to file the report, or
- it informs the Company of violations detected, for possible disciplinary or legal action.

In both cases, the Team informs the Whistleblower, updating the position of the report in the IT platform.

Management must be concluded within three (3) months of the report. If it is not, the Team proceeds to close as soon as possible and updates the Whistleblower, providing the reasons for continuing the investigation.

Reports Register and information flows. In order to ensure the traceability of reports and related activities, in compliance with privacy regulations, the Internal Audit function:

- Manages maintenance of the Reports Register in the Platform;
- Handles secure storage of all supporting documentation for as long as necessary for handling of the report, and in any case for a maximum period of five years from receipt of the report, in compliance with the applicable legislation;
- It periodically informs the Administrative and Control Bodies on the reports received during the reporting period, on the progress of management of open reports and on the filings made during the reporting period. This is without prejudice to anticipated disclosure in the presence of elements of particular materiality, relevance and urgency.

Report involving the Reports Team or the Administrative and Control Bodies.

If the report concerns a person in the *Reports Team*, it is handled exclusively by the other members of the Team.

If the report concerns a person belonging to Administrative and Control Bodies, the Team shall promptly inform the Board of Directors.

## 8. Processing of personal data

The personal data of Whistleblowers and of any other persons involved, acquired during the management of reports, are processed in accordance with the law and limited to those strictly necessary to verify the grounds of the report and for the management thereof, as per the Privacy Disclosure available on the platform and on the website.

## 9. Training and communication

Training and communication are key elements for effective implementation of the Whistleblowing system. Therefore, GVS undertakes to communicate the provisions included in the Policy to those concerned and to provide training programmes for employees.

## Attachment A – Voice report

Listed below are the telephone numbers, as well as the available languages, through which, depending on the selected country, it is possible to call and register a report.

**The GVS voice report channel code is: 686230** (the reporter shall have to enter the code at the beginning of the call).

### Telephone numbers:

- **Argentina:** 0800-4442915 (Spanish/English) (Toll-free)
- **Brazil:** 0-800-591-2078 (Portuguese/English) (Toll-free)
- **China:** 400-120-3520 (Chinese/English) (Toll-free)
- **Hong Kong:** 800-931177 (English) (Toll-free)
- **India:** 000800-1009230 (English), 000800-1004073 (Hindi) (Toll-free)
- **Italy:** 800-789930 (Italian/English) (Toll-free)
- **Japan:** +81-6-45808420 (English) (Local)
- **Malaysia:** 1800-818142 (English) (Toll-free)
- **Mexico:** 01800-2657602 (Spanish/English) (Toll-free)
- **Romania:** 0800-895317 (Romanian/English)(Toll-free)
- **South Korea:** 007-981 42074762 (Korean/English) (Toll-free)
- **Thailand:** 1800 014 165 (English), 1800 011 061 (Thai) (Toll-free)
- **Turkey:** +90(0)212-900 3454 (Turkish/English) (Local)
- **United Kingdom:** +44 (0)207-6601375 (English) (Local)
- **United States:** 1800-218-8954 (English), 1855-666-3210 (Spanish) (Toll-free)
- **Vietnam:** 1800-4840 (Vietnamese/English)(Toll-free)