

WHISTLEBLOWING POLICY

Version	Date	Notes
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INTRODUCTION

AAG STUCCHI promotes a corporate culture based on integrity, legality, fairness and responsibility. In implementation of Legislative Decree no. 24 of 10 March 2023, transposing Directive (EU) 2019/1937, this Whistleblowing Policy (hereinafter the "Policy") defines a structured and reliable system for reporting and handling wrongdoing.

AAG STUCCHI, attentive to ethical matters and the proper conduct of its business, has established a secure and confidential internal channel that enables anyone who may need it to submit reports concerning Violations of laws, regulations, internal rules or the Code of Ethics, while ensuring confidentiality and the protection of personal data and preventing any form of retaliation against Reporting Persons.

PURPOSE

The Policy governs the procedures for reporting, handling and protecting Reporting Persons, with the aim of:

- Encouraging the timely submission of reports and removing fears that could discourage them;
- Preventing and combating Violations of laws, regulations, internal rules and the Code of Ethics;
- Providing Recipients with secure and confidential channels;
- Ensuring protection for the Reporting Person acting in good faith;
- Defining responsibilities and measures in the event of abuse of the reporting channels;
- Ensuring the impartial, traceable and documented handling of reports;
- Protecting the reputation and integrity of the Company.

1. DEFINITIONS

The following definitions are provided for the purposes of understanding this document.

For the purposes of this Policy, a "Report" means a detailed communication, made in accordance with the procedures described in the following paragraphs, concerning a Violation.

"Violations" are actions or omissions committed in the performance of work activities, or otherwise connected thereto, by persons operating within or on behalf of the Company or in the context of relationships with the Company and its stakeholders.

The definition also includes conduct that has already occurred, conduct that may reasonably be deemed likely to have occurred or highly likely to occur, as well as attempts to conceal such conduct. Violations include conduct that violates or may violate, or that induces a Violation or undermines its purpose, the legal provisions applicable at local, national and European level, including acts of the European Union, the protection of the Union's financial interests and the proper functioning of the internal market.

Also included are Violations of the principles and values set out in the Code of Ethics, in company policies and procedures, as well as in the organisational and management models adopted by the Company. Violations also include conduct that has caused, or may cause, economic, environmental, health and safety or reputational damage to the Company, its employees or third parties, as well as the cases identified as relevant by the applicable whistleblowing legislation.

By way of example only, conduct such as corruption, money laundering, failure to comply with occupational health and safety measures, fraud against the State, Violations of environmental legislation and of the rules on the protection of personal data may constitute Violations.

Complaints or claims of an exclusively personal nature that are not connected to Violations of law or internal rules, such as, by way of example, interpersonal conflicts between the Reporting Person and their line manager, do not fall within the definition of Violation.

The "**Recipients**" of this Policy are natural persons who have acquired, directly or indirectly, information concerning Violations in the course of work or professional activities carried out in relation to the Company.

This definition includes, by way of example and not limitation, employees, including former employees and candidates in the recruitment process, as well as collaborators such as consultants, interns or equivalent persons, and members of the administrative, management or supervisory bodies.

Recipients also include employees, collaborators, members of the corporate bodies and shareholders of customers, suppliers and subcontractors, including the entire supply chain, as well as other business partners. The category also includes third parties affiliated with the persons indicated above, local communities and members of civil society organisations.

More generally, all stakeholders who, by reason of their relationship with the Company, have acquired information relevant for reporting Violations are Recipients of the Policy.

The "**Reporting Channel**" is the system put in place by the Company and accessible through the Company website, through which the Recipients referred to in the preceding point may submit reports of Violations in compliance with the confidentiality and security requirements laid down by the applicable legislation.

The "**Person Concerned**" is the natural or legal person mentioned in the report to whom the Violation is attributed or who is otherwise implicated in the facts that are the subject of the report.

"**Retaliation**" means any conduct, act or omission, even if only attempted or threatened, carried out by reason of the report and capable of causing, directly or indirectly, unfair harm to the Reporting Person.

The "**Facilitator**" is the person who operates in the same work context as the Reporting Person and assists them in the reporting process, whose identity and support activity must be kept confidential.

The "**Report Handlers**" are persons designated by the Company and entrusted with the management of the internal channel and of the reports, including the activities of receiving, analysing and processing them, in compliance with the general principles set out below.

2. GENERAL PRINCIPLES

AAG STUCCHI manages the whistleblowing process in accordance with the principles of confidentiality, proportionality, impartiality and good faith, requiring that such principles also be observed, within their respective areas of responsibility, by Reporting Persons and by all other persons involved in the process.

The Company guarantees the confidentiality of the identity of Reporting Persons, Reported Persons, Facilitators and any other person involved, as well as of the content of the Reports and of the information acquired in the course of their handling, in accordance with this Policy and the applicable legislation. Such information is accessible exclusively to authorised persons and may not be disclosed, except where the data subject has given express consent or where communication is necessary and proportionate for compliance with legal obligations or proceedings before the competent authorities, in compliance with the safeguards provided for by the legislation in force.

The activities of analysing, verifying and investigating Reports are carried out in compliance with the principle of proportionality, being appropriate, necessary and proportionate to the purposes pursued, without exceeding the purpose of the Report.

Reports are handled according to criteria of impartiality and objectivity, ensuring that their analysis and processing are carried out without influence arising from subjective assessments, personal interests or prejudices of the persons in charge.

The protections provided for by this Policy also apply to the Reporting Person where the Report proves to be unfounded, provided that it was made in good faith, that is, on the basis of reasonable grounds to believe, at the time of the Report, that the information concerning the alleged Violations was true and fell within the scope of this Policy. However, such protections may not be invoked to exclude or mitigate disciplinary liability arising from wilful misconduct or gross negligence, nor to justify Reports that are manifestly unfounded or made with malice or gross negligence. In such cases, any disciplinary liability of the Reporting Person shall remain unaffected.

3. REPORTING PROCESS

Below, the Company sets out how the reporting system works and the related organisational and procedural aspects.

3.1 Reporting channels

The Company makes available to Reporting Persons a web platform, managed by an external provider and accessible through a dedicated link(<https://private.mygovernance.it/mywhistleblowing/aag-stucchi/13141/report>), published on the Company's official website.

The Reporting Channel guarantees the confidentiality of the identity of the Reporting Person and of any persons mentioned in the Report, also through the use of encryption tools. The platform neither collects nor stores additional technical data, such as IP addresses or information on the device used, thereby ensuring the anonymity of the Reporting Person.

Reports may be made either in writing or orally. Regardless of the method used, technical and organisational measures suitable for ensuring the confidentiality of the identity of the Reporting Person and of the information contained in the Report are adopted, in compliance with the legislation in force.

At the time of submission, a unique identification code is assigned, allowing the Reporting Person to monitor the status of the Report and interact with the Report Handlers. It is the responsibility of the Reporting Person to keep it safe, as the system does not provide automatic notifications. In all cases, all data contained in the Report, including any personal data and attachments, is protected by encryption.

The Reporting Person is encouraged to use the internal channels, but may also submit Reports to the competent external authorities or proceed with public disclosure, within the limits and under the conditions provided for by the applicable legislation. Such methods do not prejudice the protections granted to the Reporting Person.

Anyone who receives, outside the dedicated channels, a Report falling within the scope of this Policy is required to ensure its confidentiality, refraining from disclosing the identity of the Reporting Person, the Person Concerned or other persons mentioned, as well as any information that may enable their identification, even indirectly. The recipient of the Report must direct the Reporting Person to use the official channels made available by the Company, proceed with the deletion of any related information in their possession, and refrain from any autonomous initiative to analyse or investigate the reported facts.

3.2 Content of reports

Reports must be as clear and detailed as possible, in order to enable an effective verification of the reported facts. The Reporting Person may indicate their personal details and contact information for any subsequent communications, without prejudice to the possibility of making anonymous Reports.

The Report should contain a description of the facts, indicating, where available, the time period and place of occurrence, the manner in which the Reporting Person became aware of them, the legal or internal provisions believed to have been violated, as well as the persons involved or any other element useful for their identification. Documents or other supporting elements may also be attached.

3.3 Report handlers

The management of the internal reporting channel, as well as the activities of receiving, analysing and investigating reports, is entrusted to a group of specifically designated persons, composed of the following individuals, who have received specific training:

- Privacy Consultant, in the person of Mattia Caravina, an external party meeting the requirements of autonomy and independence;
- ESG Manager, in the person of Sofia Gregis;
- Personnel Manager, in the person of Claudia Fumagalli;

The above persons operate jointly in the handling of reports, having access to the information and to the whistleblowing platform within the limits necessary for the performance of their respective investigation activities. In order to ensure compliance with the required standards of autonomy,

impartiality and independence, the Privacy Consultant ensures coordination of the process and compliance with the applicable legal principles, including the protection of confidentiality and the proper processing of personal data, while the internal functions take part in the verification and investigation activities, contributing the necessary technical and organisational expertise.

3.4 Management of conflicts of interest

In order to ensure impartiality and independence in the handling of reports, cases of conflict of interest are governed by this Policy. In particular, where one of the persons involved in handling the report is the same person as the Reporting Person or the reported person, or is directly or indirectly involved in the facts that are the subject of the report, or is in a situation, even a potential one, of conflict of interest such as to compromise the impartiality of judgment, that person must refrain from handling the specific report. In such cases, the investigation shall continue under the responsibility of the other persons entrusted with the management of the channel, while still ensuring autonomy, independence and confidentiality. If the conflict of interest concerns all the persons entrusted or if impartial handling of the report cannot be guaranteed, the Reporting Person may submit the Violation through the external channels provided for by the legislation in force.

3.5 Verification and handling of reports

The Report Handlers acknowledge receipt and take charge of the Report within seven days, unless it is not possible to contact the Reporting Person or doing so could compromise confidentiality. The Handlers carry out a preliminary plausibility assessment aimed at establishing the possible existence of a Violation. If admissible, an investigation is initiated; otherwise, the Report is archived in compliance with the applicable legislation, informing the Reporting Person where possible and, where appropriate, directing them to other channels or company procedures.

Reports are handled promptly, impartially and confidentially, ensuring the traceability of the process and the protection of the persons involved. The Handlers may make use of the support of other company functions or of independent third parties and, where necessary, assess the possible involvement of the competent authorities.

During the investigation, additional information may be requested from the Reporting Person or from other persons informed of the facts; in any event, the right of defence of the Reported Persons is guaranteed, in compliance with the presumption of innocence. The Reporting Person receives feedback on the outcome or status of the Report within three months from the acknowledgement of receipt; where the investigation cannot be concluded within that period for justified reasons, the Reporting Person is informed of the progress status, where technically possible.

3.6 Results of the checks and reporting

At the end of the verification phase, the Report Handlers prepare a report containing the results of the investigation and, where appropriate, recommendations for the actions to be taken or the reasons for archiving.

The outcomes are shared with the competent functions on a need-to-know basis, also in anonymised form, in order to assess any corrective or disciplinary measures.

The documentation relating to Reports is retained in compliance with the confidentiality requirements and the time limits laid down by the legislation in force. Reports and their outcomes are subject to periodic reporting to the competent bodies, guaranteeing the anonymity of the persons involved. As part of this activity, the effectiveness of this Policy is also assessed.

3.7 Prohibition of retaliation

The Company does not tolerate any form of retaliation, threat or discrimination, whether direct or indirect, against Reporting Persons, Facilitators, Persons Concerned and anyone cooperating in the checks, undertaking to prevent, eliminate or compensate their effects by adopting appropriate disciplinary or legal measures. In accordance with Legislative Decree 24/2023, sanctions are provided for organisations that carry out retaliatory acts or violate the protective measures for the Reporting Person. The protections for Reporting Persons acting in good faith and in compliance with this Policy remain unaffected, as does the Company's right to take action in relation to Reports made in bad faith or for defamatory purposes, within the limits of the applicable legislation.

4. REPORTING PROCEDURE

The Company makes available to all interested parties a detailed procedure for the proper submission of reports, available on the Company website (<https://www.aagstucchi.it/>). The platform used for handling reports also includes a dedicated section containing operating instructions and support materials accessible at the following link:

<https://www.aagstucchi.it/https://assistenza.mygovernance.it/portal/it/home>

5. DATA PROTECTION

Pursuant to Article 13 of Regulation (EU) 2016/679 ("GDPR"), the Company provides all interested parties with the privacy notice regarding the processing of personal data carried out in the context of the handling of Whistleblowing Reports, which can be consulted on the Company website (<https://www.aagstucchi.it/>).

SYSTEM FOR CONTROLLING AND MONITORING THE IMPLEMENTATION OF THE POLICY

The Company undertakes to ensure the effective implementation, periodic updating and dissemination of the Policy to all interested parties, ensuring adequate information and, where necessary, training.

All Recipients are required to:

- Know the contents of the Policy;
- Comply with its principles and provisions within the scope of their activities;
- Cooperate, where required, in the context of investigation activities and the handling of reports;

- Report any Violations or irregularities of which they become aware.

For clarifications or information regarding the application of this Policy, reference may be made to the data controller indicated in the privacy notice on the processing of personal data.

ACTIONS AND MEASURES IN THE EVENT OF VIOLATION

Violation of this Policy, as well as the adoption of conduct contrary to its principles (including acts of retaliation or obstruction of reporting), constitutes a serious breach of corporate obligations and may result in the adoption of disciplinary, contractual or legal measures, depending on the seriousness of the facts ascertained. In particular, the Company may adopt:

- Disciplinary measures against employees and executives, in accordance with the legislation in force and the applicable collective bargaining agreements;
- Contractual measures against suppliers, consultants or partners;
- Corrective or organisational actions aimed at preventing the recurrence of Violations;
- Any legal actions to protect its interests, including claims for compensation for damages suffered.

Reports made with malice or gross negligence and found to be unfounded may likewise give rise to disciplinary liability.

STATUS OF THE POLICY

This Policy forms an integral part of the Company's governance system, Code of Ethics and corporate policies and defines the minimum standards of conduct regarding the reporting of wrongdoing. This Policy enters into force on the date of its approval and replaces all previous versions. It remains valid for an indefinite period and is subject to periodic review, as well as updates in the event of regulatory, organisational or governance changes. The updated version of the Policy is made available through the Company's official communication channels. Should legal or regulatory provisions establish more stringent requirements than those set out in this Policy, such provisions shall prevail. The updating of this Policy is entrusted to the Company's Privacy Consultant and must take place, among others, in the following cases:

- Changes to the regulations referred to in the text;
- Organisational changes resulting in a change in the allocation of responsibilities;
- Use of new tools, including technological tools, that modify what is described.

This Policy, and its subsequent revisions, are approved by the Board of Directors of A.A.G. Stucchi S.r.l.