



**Annex 1 to the MOG General part
WHISTLEBLOWING PROCEDURE**

Adopted by:

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1. FOREWORD

This procedure is intended to govern the management of the process of receiving, analysing and processing any notice (whistleblowing¹) relative to any possible act of corruption, fraud, scam, tort or any kind of improper conduct contrary to corporate procedures, to Cartiere Paolo Pigna S.p.A.'s Code of Ethics (hereinafter also referred to as "Pigna") or any applicable law or rule.

This procedure forms an integral part of Pigna's Organisation, Management and Control Model according to Lgs.D. 231/01 (hereinafter also referred to as "MOG") and it is approved as such by the Board of Directors. As a consequence, every single amendment and update of the procedure must be approved by Pigna's Board of Directors. Moreover, this procedure also applies to any company controlled by Pigna.

This procedure is referred to any unlawful act committed:

- by Pigna's directors and managers;
- by Pigna's employees;
- by any external party (collaborators, agents, representatives, consultants, suppliers, partners etc.) who act in a significant and/or continuous manner within the scope of sensitive activity areas on behalf or in the interest of Pigna.

It is also intended to govern how to serve a notice and how to protect whistleblowing and whistleblowed individuals, pending the determination of whether a notice is well-founded or not and the verification of any liability.

As a matter of fact, Pigna plans to make sure that the recipients of any notice will keep the identity of the whistleblowing and whistleblowed individuals strictly confidential, in strict observance of the principles of confidentiality and data protections as well as the rules in force for the workers' protection and privacy.

2. REFERENCES

- Pigna's Code of Ethics approved by the Board of Directors;
- Pigna's Organisation, Management and Control Model according to Lgs.D. 231/01 approved by the Board of Directors;
- Procedural system within Pigna;
- Associated regulatory provisions on privacy;
- Law 30 November 2017, no. 179 Provisions for protecting the authors of notices of crimes or irregularities of which they became aware within the scope of a public or private employment relationship

¹ Law 30 November 2017, no. 179 Provisions for protecting the authors of notices of crimes or irregularities of which they became aware within the scope of a public or private employment relationship" - Lgs.D. 8 June 2001 no. 231 - art. 6 subpara. 2 - provisions on *whistleblowing*.

3. WHISTLEBLOWING

3.1 WHAT'S WHISTLEBLOWING

Without prejudice to the freedom for each recipient of this procedure to report the event to the judicial authority, to the effects and purposes of this procedure, **whistleblowing** means disclosing any news concerning any act of corruption, extortion, undue inducement to give money or promise other benefits, acts of fraud in relationships with the Public Administration, frauds, torts or any other irregular conduct not compliant with what established by Pigna's Code of Ethics, Pigna's Organisation, Management and Control Model pursuant to Lgs.D. 231/01 (hereinafter also referred to as "MOG"), by Law no. 179 dated 30 November 2017 and the internal procedures.

In particular, the items of relevance for the purpose of whistleblowing are listed here below by way of example, but without being limited thereto:

- Notices of any alleged violation, application for or inducement to the violation of laws or rules, provisions of the Code of Ethics, internal procedures, with reference to the activities and services of interest for the Company (e.g. attempts at corruption, corruption, scam to the detriment of the PA, fraud, non-observance of contractual clauses, slander, threats, privacy violation, improper use of the corporate equipment).
- Notices of any alleged violation of the Organisation, Management and Control Model pursuant to Lgs.D. 231/01, even as a result of any conduct exposed to the risk of any crime and/or tort, established by this Model, even if we wish to remind that you can also serve a notice to the following e-mail box of the Supervisory Board (hereinafter also referred to as the OdV): OdV231pigna@gmail.com.
- Complaints any Third Party may file about any alleged statement, irregularity and reprehensible action.
- Claims about accounting, process controls, non-application of operating procedures, etc.

3.2 WHO MAY SERVE WHISTLEBLOWING NOTICES

Whoever fulfils a well-defined task or function may whistleblow by using the below mentioned mail and the disclosure form according to Annex 1, such as:

- The Company's personnel, i.e. all employees with and without time limit, managers and trainees.
- The directors and members of corporate bodies.
- Any non-employee third party, i.e. a category including collaborators, consultants, with any kind of contract or task-assignment, individuals acting on the Company's behalf, such as brokers and agents, third-party suppliers of products or services.

3.3 CONTENT OF WHISTLEBLOWING NOTICES

Notices must be detailed and based on accurate and consistent factual elements. The whistleblower must supply all the items to his/her knowledge, which may be of use to enable the people in charge to check as appropriate for verification and determination of whether the facts subject to reporting are well-founded or not, even if it is not absolutely necessary for the whistleblower to have sufficient

evidence to demonstrate the reported fact.

For this purpose, the items notices should preferably mention are supplied here below:

- the personal details of the whistleblower, with indication of the position or function fulfilled within the company;
- a clear and complete description of the facts subject to reporting;
- if known, the circumstances of time and place, under which the reported facts have been committed;
- if known, the general information or any other item allowing to identify the individual who is responsible for the reported facts (e.g. the title or sector, in which the activity is carried out), i.e. the individuals who have contributed to the commission of the offence;
- the indication of any other individual who may report on the facts subject to whistleblowing;
- any document that may confirm the reported facts are well-founded;
- any other information that may supply useful evidence for the existence of the reported facts.

3.4 SENDING OF WHISTLEBLOWING NOTICES

With reference to this obligation to inform the OdV, it is useful to underline that the obligation to inform the employer on any behaviour contrary to the Model falls within the widest obligation of diligence and loyalty of the worker pursuant to artt. 2104 and 2105 c.c., which establish that the employee shall:

- use the diligence required by the nature of the service due, the company's interest and the best interest of domestic production;
- observe the instructions the entrepreneur and his/her collaborators, on whom the employee is hierarchically depending, may supply for the execution of the work;
- neither do business on his/her own or on behalf of any third party, in competition with the entrepreneur, nor disclose any news concerning the company's organisation and production methods or make use thereof in such a way that he/she may cause prejudice to the company.

The directors, managers, employees, collaborators, consultants, workers, partners and third parties send whistleblowing notices by email or by ordinary post, according to the procedures described by the following paragraph as soon as they become aware of the events that have brought about them.

The said notices shall include items that are enough detailed to outline any fact and situation related to well-defined contexts, as specified above, to allow further investigations.

It is pointed out that the notices served through the following channels shall not have a merely denunciatory purpose (i.e. of filing an anonymous complaint, primarily for safeguarding one's own interests, but sometimes also for the most diverse defamatory reasons, out of spite, revenge, etc.); such a behaviour will be liable to disciplinary measures according to the Workers' Statute and the Category National Collective Labour Agreement.

The whistleblower will be safeguarded as better specified in the paragraph "PROTECTIONS".

If an employee or a director should receive a notice from other entities (e.g. employees / third parties), either orally or in writing, he/she is obliged to transmit the same notice, promptly and solely, always on the below mentioned terms, complete with the whole supporting documentation without retaining any copy and while abstaining from taking any autonomous initiative for analysis and/or closer examination.

The failure to serve a notice upon receipt represents a violation of this procedure, thus implying the enforcement of any disciplinary sanction by the Managing Director.

It is pointed out that - when the notice served to the body entitled to receive it relates to information and documents subject to corporate or professional secret - its disclosure represents a violation of the relative obligation of confidentiality if this occurs in a manner going beyond the purpose of eliminating the offence; in particular, outside the communication channel specifically arranged for the said purpose.

3.5 ADDRESSES DEDICATED TO WHISTLEBLOWING

The whistleblower shall send all notices, along with any evidentiary document, to the following addresses: e-mail box: OdV231pigna@gmail.com.

Each with regard to its own responsibility, Pigna and the OdV undertake to take all necessary measures to keep the notices to the OdV confidential (the aforesaid preferential communication channel represents the first and most important item) as well as to process common and sensitive data and information included in the aforesaid notices according to the Decree on Privacy and its subsequent amendments and supplements.

- The whistleblowers in good faith will be protected against any form of retaliation, discrimination or penalisation, also according to Law no. 179 dated 30 November 2017² and the confidentiality of their identity will be ensured, without prejudice to legal obligations and the protection of the rights of Pigna of the persons wrongly accused or in bad faith.
- Any denunciatory behaviour intended to slow down the OdV activity will be made known to the person in charge of the disciplinary proceedings for all necessary evaluations.
- The above mentioned notices shall be made available to the Supervisory Board, which will start a process intended to determine whether the notices are true and well-founded or not.

3.6 PROTECTIONS

By virtue of this Procedure according to Law no. 179 dated 30 November 2017, Pigna ensures the whistleblower's protection in the following fields:

- Privacy: the confidentiality of the personal data of the parties concerned is guaranteed, without prejudice to any legal provision.
- Personal protection:
 - Dismissal, deskilling as well as any other measure for the whistleblower's retaliation or discrimination are null and void;
 - a disciplinary sanction is imposed on those who violate the measure for the whistleblower's protection as well as on those who should maliciously or negligently serve a notice proving to be unfounded.
- Abuse: any situation in which the whistleblower should abuse this Procedure for personal advantage is forbidden.

² Provisions for protecting the authors of notices of crimes or irregularities of which they became aware within the scope of a public or private employment relationship - Lgs.D. 8 June 2001 no. 231 - art. 6 subpara. 2 - provisions on *whistleblowing*.

- Lawfulness: no disciplinary proceedings may be based on whistleblowing only, unless it represents a notice essentially served to safeguard one's own interest, but sometimes also for the most diverse defamatory reasons, out of spite and revenge, including the slowdown of the activity of the Company or of Control Bodies.

4. PROCESSING OF WHISTLEBLOWING NOTICES

4.1 RESPONSIBILITIES

Notices are received by Pigna's Supervisory Board to make sure that the notices concerning the entities under its control are properly processed.

The Board of Auditors will promptly monitor and manage all notices every six months, through periodic reports, even negative ones.

4.2 PRELIMINARY ANALYSIS

All notices are subject to a preliminary analysis the OdV will carry out to check the fulfilment of the requirements mentioned by the procedure, i.e. determine whether they are inherent or not to whistleblowing.

On carrying out the above mentioned analysis, the OdV will apply to the Human Resources Dept., if necessary; only if the said notices concern the Human Resources Dept., to carry out the above mentioned analysis, the OdV will rely upon the cooperation of the personnel and the departments, whose support will be deemed to be necessary. In this last case, the OdV will require the personnel involved to sign a confidentiality agreement.

If the OdV should consider the notice just as a personal complaint or find out that the reported fact has already been ascertained by Pigna or by the competent authority, it will dismiss the notice and inform the whistleblower.

Similarly, the OdV will contact the whistleblower - if known – if it should deem the notice to be too generic to require him/her to supply any information of use for the investigation.

Then, the OdV will dismiss the notice if no further information has been supplied or if the information supplied is any way deemed to be inadequate.

If the OdV should deem it necessary to provide for verification, it will conduct an in-depth investigation on the facts subject to whistleblowing to determine whether they are well-founded or not.

4.3 SPECIFIC CLOSER EXAMINATIONS

With reference to every single notice, if the items arising or, any way, inferable from any preliminary analysis should be either useful or enough to evaluate the soundness of the notice itself, the OdV will act as follows, without prejudice to the right to defend the whistleblowed party:

- a) Start a specific analysis by applying to any competent entity or even through any audit activity as well as by involving the corporate functions affected by the notice.

- b) Bring the preliminary investigation to an end at any time if the notice should be found out to be groundless during the preliminary investigation itself, without prejudice to the provisions pursuant to sub e).
- c) Make use of experts outside Pigna, if necessary.
- d) Agree upon any action plan with the management (e.g. the manager of the department affected by the notice) necessary to remove any weak point in the control system and to ensure the monitoring of implementation.
- e) Agree upon any action to be taken before the closure of the notice with the Board of Auditors affected by a special notice, i.e. concerning any complaint pursuant to art. 2408 c.c. (complaints by the shareholders) and/or any notice on the issues of interest to the board.
- f) Agree upon any action to be taken for protection of Pigna's interests with the Managing Director (and/or with other functions involved), such as legal actions, suspension/deletion of the relationship with the suppliers).
- g) Report the behaviour to the Human Resources Department to enable it to check whether it is suitable for starting the disciplinary proceedings against the whistleblower in case of a notice, in relation to which the whistleblower's bad faith and/or his merely defamatory intention have been ascertained and, if necessary, also confirmed by the groundlessness of the notice itself.
- h) Submit the outcome of the closer examinations of the notice to the Employer's attention for evaluation if it is referred to any employee and it should prove to be well-founded to enable him/her to take the most suitable disciplinary measures.

4.4 REPORTING

After completing any closer examination, the OdV will make the outcome of the verification known with reference to the notice served to the Managing Director to enable the company to impose any disciplinary sanction or take all proper measures.

4.5 PRESERVATION OF THE DOCUMENTATION

To ensure the management and traceability of the whistleblowing notices and the relative activities, the documentation will be kept by the Supervisory Board.

WHISTLEBLOWING FORM FOR DISCLOSURE TO THE SUPERVISORY BOARD of Cartiere Paolo Pigna S.p.A.

*This form may be used by anyone who may wish to report the adoption of a conduct or the attempt at adopting a conduct in violation of the principles of the Code of Ethics, Cartiere Paolo Pigna S.p.A.'s Organisation, Management and Control Model (General and Special Part), Cartiere Paolo Pigna S.p.A.'s procedures, instructions, forms or proxies, to Cartiere Paolo Pigna S.p.A.'s Supervisory Board in order to disclose the commission or the attempt at committing one of the predicate offences according to Lgs.D. no. 231 dated 8 June 2001 as well as in the **Whistleblowing** cases according to Law no. 179 dated 30 November 2017.*

Data of the perpetrator of the behaviour subject to whistleblowing

Name _____
Surname _____
Organisation Unit _____
Phone _____ (if known)
E-mail _____ (if known)

Detailed description of the behaviour that has brought about the whistleblowing notice, with indication of the event that has occurred, the place and time of occurrence and whatever may be of use for its description to the fullest.

Data of the whistleblower

Reg. number* _____
Organisation Unit _____
Name and Surname** _____ Company** _____
Phone _____
E_mail _____
*if employee - **for any non-employee third party

Information note pursuant to art. 13 EU Reg. 679/2016 – To the effects and purposes of (i) EU Regulation 679/2016 “on the protection of individuals with regard to the processing of personal data” (the “GDPR”) and (ii) Lgs.D. 196/2003, “Personal data protection code”, as amended by (iii) Lgs.D. 101/2018, including provisions for adapting the national regulation to the GDPR, Cartiere Paolo Pigna S.p.A., in its capacity of personal data controller ex art. 4 para. 1 no. 7 of the GDPR, is pleased to inform you that your personal data acquired through this whistleblowing notice will be processed for the sole purpose related to the observance of the obligations arising from Lgs.D. no. 231 dated 2001 and then kept on paper and electronically. However, the whistleblower is personally responsible for the defamatory content of the notices served; the Supervisory Board reserves the right not to consider the notices clearly served in “*bad faith*”. Please note that the data supplied by you must be relevant to the purposes of whistleblowing so that Cartiere Paolo Pigna S.p.A.'s Supervisory Board will be free to disregard the notices concerning any conduct or entity unrelated to the obligations deriving from Lgs.D. no. 231 dated 2001. Without prejudice to the fulfilment of the obligations according to Law, the personal data supplied by you will be subject neither to communication nor to circulation. Moreover, the data controller informs you that, in his/her capacity of party concerned, he/she may exercise the rights explicitly granted by articles 15-22 of EU Reg. 679/2016 at any time, in particular the right to access your own personal data, to request for their correction, update or deletion, if incomplete, incorrect or gathered in violation of the law, restriction or portability as well as to raise objection against their processing for lawful reasons by directly applying to Cartiere Paolo Pigna S.p.A., through e-mail box privacydpo@pigna.it or by ordinary post, in a closed envelope, to the following address via D. Pesenti n. 1.

On signing this document, I authorise data processing according to EU Reg. 679/2016.

Date _____

Signature _____