



WHISTLEBLOWING POLICY

ATTACHED TO THE ORGANIZATION, MANAGEMENT AND
CONTROL MODEL PURSUANT TO LEGISLATIVE DECREE
231/2001

of LIMOLANE HOLDING S.r.l.

INDEX

INTRODUCTION AND PURPOSE	3
RECIPIENTS AND COMPANY FUNCTIONS INVOLVED	3
GENERAL PRINCIPLES	5
PROCEDURE	5
1.1 THE REPORT	5
1.1.1 SUBJECT OF THE REPORT	5
1.1.2 HOW THE REPORT IS MADE	6
1.2 REPORTING CHANNELS.....	7
1.2.1 THE SUBJECTS RESPONSIBLE FOR RECEIVING AND MANAGING REPORTS	7
1.3 RESULTS OF THE INVESTIGATION.....	9
REPORTING.....	9
PROTECTION AND RESPONSIBILITY OF THE REPORTER.....	9
1.4 CONFIDENTIALITY AND PROHIBITION OF RETALIATION AND/OR DISCRIMINATORY ACTS	9
1.5 OTHER PROTECTED SUBJECTS	11
1.6 RESPONSIBILITY OF THE REPORTER.....	11
EXTERNAL REPORTING	12
ARCHIVING.....	12

1. INTRODUCTION and PURPOSE

LimoLane Holding S.r.l. (“**LimoLane**” or the “**Company**”) intends to promote a corporate culture characterized by virtuous conduct and a corporate governance system that prevents the commission of unlawful acts, while also ensuring a work environment in which employees can confidently report any unlawful conduct, fostering a virtuous path of transparency and compliance with appropriate ethical standards. For this reason, LimoLane recognizes the importance of adopting a specific procedure governing the reporting of wrongdoing and illegal conduct by employees (the “**Procedure**” or the “**Whistleblowing Policy**”).

The Whistleblowing Policy is an integral part of the Organization, Management, and Control Model pursuant to Legislative Decree 231/2001 (the “**Model 231**”) adopted by the Company and is attached thereto.

The purpose of this Procedure is to establish appropriate communication channels for receiving, analyzing, and processing reports of potential unlawful and/or improper conduct within LimoLane, pursuant to the latest provisions of Legislative Decree 24/2023.

The identity of those reporting must always be kept confidential, and they shall not incur any liability for having reported potential unlawful acts in good faith through the designated channels.

The Company prohibits and condemns any act of retaliation or discrimination, direct or indirect, against anyone who reports potential unlawful conduct in good faith, for reasons directly or indirectly related to the report. It provides for appropriate sanctions, within the disciplinary system, against anyone who violates the measures designed to protect the whistleblower. At the same time, the Company undertakes to adopt appropriate disciplinary measures against anyone who makes reports with intent or gross negligence that prove to be unfounded.

2. RECIPIENTS AND COMPANY FUNCTIONS INVOLVED

The Whistleblowing Policy applies to:

- all employees and collaborators of the Company;
- self-employed workers, freelancers, consultants, volunteers, and interns (including unpaid ones) who carry out their activities at the Company;
- shareholders and individuals with administrative, management, control, supervisory, or representation roles, including any non-executive members of the Company's governing bodies;
- in general, all those who, despite being external to the Company, work directly or indirectly on its behalf.

(together, the "**Recipients**").

The protections provided by this Procedure also apply to "Other Protected Persons," as defined below.

In line with the above, the Whistleblowing Policy is communicated to all Recipients through appropriate means of communication by the **Whistleblowing Officer** (as defined below) or the function/department requesting a service from a third party to whom this Procedure must be communicated. Specifically, the Whistleblowing Policy is displayed and made easily visible in the workplace, including via the company intranet, and is also accessible to individuals who, while not attending the workplace, have a legal relationship in one of the forms mentioned above. For this purpose, the Procedure is also published in a dedicated section of the LimoLane website.

To ensure the protection provided by this Procedure, the report must be a so-called protected report. A protected report is an internal or external disclosure of information, made in writing or in any format provided for by the Whistleblowing Policy ("**Protected Report**").

If an anonymous internal or external report is made according to the methods provided for in this Procedure and the whistleblower is subsequently identified and suffers retaliation, the whistleblower may still benefit from the protection provided by this Procedure and applicable law (specifically, Legislative Decree no. 24/2023).

A report is a protected report if the reporter:

- had reasonable grounds to believe that the information about the reported violations was true at the time of reporting; and
- reported internally (in accordance with Chapter 4 of this Procedure) or externally (in accordance with Chapter 7 of this Procedure), or made a public report.

The protections afforded by this Procedure and applicable law do not apply to a whistleblower who knowingly discloses information that he or she knows or reasonably should know is false.

If a whistleblower has made an internal or external report in good faith, and it transpires that the whistleblower was mistaken as to the scope of the report, or that any perceived threat to the public interest on which the report was based did not materialize, or that the person making the report did not fully comply with the procedural requirements established by this Procedure, that whistleblower will still be afforded the protections provided by this Procedure.

The Head of the Function is appointed as the whistleblower reporting officer (the "**Whistleblowing Officer**") and is therefore responsible for collecting reports, acknowledging their receipt, and following up on them, including through preliminary review. The Whistleblowing Officer also ensures the confidentiality of all information regarding the whistleblower, the individuals named in the report, and the subject of the report, in order to prevent potential retaliation of any kind. The Whistleblowing Officer is also responsible for keeping the whistleblower updated on the progress of an internal investigation

and providing feedback. The Whistleblowing Officer is also responsible for reporting to the Company's senior management and its Supervisory Board in accordance with the provisions of this Procedure.

For the purposes of his role, the Whistleblowing Officer reports directly to the Board of Directors (the "CdA"), ensuring the highest degree of independence—as a Whistleblowing Officer, he or she does not report to other corporate functions. The Whistleblowing Officer receives adequate training and updates regarding the management of reports, the conduct of internal investigations, and data confidentiality requirements.

The Whistleblowing Officer must have adequate financial and organizational resources to properly perform the activities set forth in this Procedure.

3. GENERAL PRINCIPLES

The following general principles, explained in more detail below, govern the management of whistleblowing reports by the Company:

- A. Prohibition of retaliatory or discriminatory actions against the whistleblower;
- B. Prohibition of making manifestly unfounded and/or defamatory reports;
- C. Duty of independence and professionalism in handling reports;
- D. Protection of the whistleblower's identity and confidentiality of information.

4. PROCEDURE

4.1 THE REPORT

4.1.1 SUBJECT OF THE REPORT

Recipients are encouraged to report by indicating information, including well-founded suspicions, about actual or potential breaches that have occurred or are very likely to occur, within the organization of the Company and concerning behavior that:

- are not in line with the Code of Ethics, the Model and the procedural documentation adopted by the Company;
- do not comply with the laws in force in the territory where the Company operates (at both national and EU level);
- could significantly harm the Company's interests.

The following are examples of potential facts or actions to be reported:

- a person has not fulfilled, is not fulfilling or is likely to fail to comply with a legal obligation to which

he is subject, for example in the field of public procurement, financial services, consumer protection, privacy and personal data protection; or

- the health or safety of an individual has been, is or may be endangered; or
- a corrupt practice has occurred or is likely to occur; or
- a crime has been committed, is in progress or could be committed; or
- a breach affecting the financial interests of the European Union, as referred to in Article 325 of the Treaty on the Functioning of the European Union (TFEU) and further specified in the relevant measures of the European Union, has occurred or is likely to occur; or
- there has been, or is likely to be, a breach of the internal market referred to in Article 26(2) of the Treaty on the Functioning of the European Union, including infringements of EU competition and State aid rules, as well as infringements of the internal market in connection with acts which infringe corporate tax rules or mechanisms whose purpose is to obtain a fiscal advantage that undermines the object or purpose of the applicable corporate tax law; or
- an issue that falls under one of the above points has been or is likely to be deliberately obscured.

Reports must be made in a disinterested manner and in good faith: the sending of reports made for the sole purpose of retaliation or intimidation or of unfounded reports made with intent or gross negligence shall be sanctioned. In particular, the sending of any communication which proves to be unfounded on the basis of objective elements and which appears, again on the basis of objective elements, to have been made solely for the purpose of causing unfair damage to the reported person shall be sanctioned.

The report must not relate to complaints of a personal nature (that is, they concern only the individual employment relationship of the informer or the employment relationship with hierarchically superior figures) and should not be used for purely personal purposes.

4.1.2 HOW THE REPORT IS MADE

The report should provide the elements necessary for the competent persons to carry out the necessary verifications in order to assess its validity.

For this purpose, the report, sufficiently substantiated, should be made, as far as possible, by providing the following information, together with any supporting documentation:

- a clear and complete description of the reported behaviour, even if not reported;
- the circumstances of time and place in which the reported facts were committed and the related conduct;
- the generalities or other elements (e.g. qualification covered, function/area of affiliation) that allow to identify the person who has put in place the reported facts;

- any third parties involved or potentially affected;
- indication of any other persons who may report on the reported facts;
- any other information that may provide useful evidence of the facts reported.

Any reports made omitting one or more of the above elements will be considered if they are sufficiently detailed to allow for effective verification, if necessary through consultation with the reporting party and/or third parties indicated in the report.

In particular, **anonymous reports**, i.e. without elements that allow their author to be identified, although permitted, limit the possibility for the Company to carry out an effective verification of what has been reported. They will therefore be taken into consideration only if adequately detailed and detailed, if necessary by requesting further information from the whistleblower, and concerning potential offenses or irregularities assessed as serious, they will be equated with ordinary reports and, as such, may be treated in accordance with internal regulations. Among the factors relevant to evaluating anonymous reporting, the credibility of the facts represented and the possibility of verifying the veracity of the violation from reliable sources will be considered.

4.2 REPORTING CHANNELS

The report can be sent via:

1) Legality Whistleblowing IT platform, accessible by typing the following URL:
<https://LimoLane.segnalazioni.net>.

Alternatively, at the whistleblower's request, the report can be made orally through an in-person meeting with the Whistleblowing Officer. This meeting can be requested via email and must be scheduled within 45 days of the request. The meeting will be kept strictly confidential.

4.2.1 THE SUBJECTS RESPONSIBLE FOR RECEIVING AND MANAGING REPORTS

The recipient of the reports in its capacity as Whistleblowing Officer is the OdV (supervisory body), which has the necessary report management skills and a particular position of autonomy, independence, and professionalism.

VERIFICATION OF THE CONTENT OF THE REPORTS

Any investigation pursuant to this Procedure will be conducted as quickly as possible.

Within 7 days of receiving the report, the OdV will provide the reporting party with feedback regarding its acceptance.

Within three months of the date of acknowledgement of receipt of the report (or, in the absence of such acknowledgement, within three months of the expiration of the seven-day period from the submission of the report), the reporting party must be provided with feedback regarding the progress of the investigation and its conclusion, ensuring that the content of this feedback does not prejudice any actions taken by the Company following the investigation and/or any ongoing investigations conducted by Public Authorities into the same matters.

The OdV will preliminarily verify the relevance and apparent validity of the report, possibly with the assistance of an external legal advisor, who is bound by a commitment to confidentiality regarding the activities performed.

The OdV then records the report using an identification code/name, ensuring traceability and proper archiving of the documentation even in subsequent phases.

The OdV classifies reports into:

- **Irrelevant reports:** in this case, the Supervisory Body will inform the reporting party, directing them, if appropriate, to other corporate functions (e.g., Human Resources) to address the issues raised, and will archive the report;
- **Reporting in bad faith:** the Supervisory Body will forward the report to the Human Resources Manager for consideration of possible disciplinary proceedings;
- **Detailed reports:** if the Supervisory Body believes there is sufficient evidence of potentially unlawful conduct to warrant an investigation, it will initiate the investigation phase.

The investigation phase involves conducting targeted checks on reports, which allow for the identification, analysis, and evaluation of evidence confirming the validity of the reported facts. To this end, the Supervisory Body may carry out any action deemed appropriate, including personally interviewing the whistleblower and any other individuals who may be able to provide information on the reported facts. The reported individual—or those implicated in the reported violation—may be interviewed, or, at their request, must be interviewed, including through the acquisition of written observations and documents.

During the investigation phase, the Supervisory Body may decide to avail itself, if necessary, of the assistance of external professionals, who are also bound by the same confidentiality obligations described below.

L'OdV:

- must ensure full compliance with the confidentiality requirements, as indicated in Chapter 6 below;
- must ensure that the investigation is conducted fairly and impartially; this means that each person involved in the investigation must be informed—once the investigation is completed—of the statements made and evidence obtained against them, and that cross-examination is guaranteed;
- may avail themselves of the support of technical consultants (such as, for example, external professionals or internal specialists within the Company) on matters that fall outside their specific expertise.

The information collected during the audit must be handled with the utmost confidentiality and kept within the scope of the parties involved in the audit activities.

4.3 RESULTS OF THE INVESTIGATION

The investigation phase may conclude with:

- **negative outcome:** in this case, the report is archived;
- **positive outcome:** in this case, the Supervisory Body sends the results of the investigations to the Board of Directors, allowing the Company to take the necessary countermeasures and impose any disciplinary sanctions.

Specifically, at the end of the investigations, a report must be issued to the Board of Directors (and the Board of Statutory Auditors if the investigation involves members of the Board of Directors) that:

- summarizes the investigation process;
- outlines the conclusions reached, providing any supporting documentation;
- provides recommendations and suggests actions to be taken regarding the violations found, both in terms of disciplinary action and *compliance*.

5. REPORTING

The OdV transmits updates on the reports received and the status of the investigation activity on an annual basis to the Board of Directors.

6. PROTECTION AND RESPONSIBILITY OF THE REPORTER

6.1 CONFIDENTIALITY AND PROHIBITION OF RETALIATION AND/OR DISCRIMINATORY ACTS

The Company guarantees the utmost **confidentiality** regarding the identity of the whistleblower, the reported party, and any other persons otherwise indicated in the report, as well as the content of the report and related documentation. To this end, it uses communication criteria and methods that protect the identity and integrity of the whistleblowers and the persons mentioned in the reports. This also ensures that the person making the report is not subject to any form of retaliation and/or discrimination. It also avoids disclosing the data to third parties outside the reporting process governed by this procedure.

Except in cases where the reporting party may be subject to criminal or civil liability and in cases where anonymity is not legally enforceable (for example, criminal, tax, or administrative investigations, inspections by supervisory bodies, etc.), the identity of the reporting party is protected in all contexts subsequent to the report.

Therefore, subject to the exceptions set out above, the identity of the whistleblower cannot be disclosed without his or her express consent to any person not mentioned in this procedure as part of the investigation process, and all those receiving or involved in managing the report are required to protect the confidentiality of this information.

Violation of the confidentiality obligation is grounds for disciplinary action, without prejudice to any

other forms of liability provided by law.

With regard to the disciplinary proceedings against the reported individual, the identity of the whistleblower may be disclosed only with the express consent of the whistleblower.

The same confidentiality requirements also apply to the persons involved/mentioned in the report.

Whoever reports in good faith will be protected against any form of retaliation, discrimination, or penalization, without prejudice to any other protection provided by law.

By way of example, the following are considered forms of retaliation:

- dismissal, suspension, or equivalent measures;
- demotion or failure to promote;
- change of duties, change of location, reduction in pay, modification of working hours;
- suspension of training or any restriction of access to training;
- negative marks or references;
- the adoption of disciplinary measures or other sanctions, including financial penalties;
- coercion, intimidation, harassment, or ostracism;
- discrimination or otherwise unfavorable treatment;
- failure to convert a fixed-term employment contract into a permanent employment contract, where the employee had a legitimate expectation of such conversion;
- failure to renew or early termination of a fixed-term employment contract;
- damage, including to the individual's reputation, particularly on social media, or economic or financial harm, including loss of economic opportunities and income;
- Improper listing based on a formal or informal sectoral or industry agreement, which may result in the individual being unable to find future employment in the sector or industry;
- Early termination or cancellation of a contract for the supply of goods or services;
- Cancellation of a license or permit;
- Requests to undergo psychiatric or medical examinations.

Reporters who believe they have suffered retaliation following a previous report are encouraged to submit a new report regarding the retaliation they suffered. They can also report any form of retaliation they believe they have suffered to the ANAC.

Acts committed in violation of the above prohibition are void. Whistleblowers who have been dismissed

as a result of whistleblowing have the right to reinstatement and/or to obtain any protections guaranteed by applicable local law.

The aforementioned protections apply to the whistleblower when:

- at the time of reporting, the reporting party had reasonable grounds to believe that the information on the reported violations was true and fell within the objective scope of this Procedure;
- the report was made in accordance with the provisions of this Procedure.

These protections also apply if the report occurs:

- before the employment relationship begins, if information about the violations was acquired during the selection process or other pre-contractual phases;
- during the probationary period;
- after the termination of the legal relationship, if information about the violations was acquired during the employment relationship itself..

6.2 OTHER PROTECTED SUBJECTS

In addition to the protection granted to the whistleblower, the above protection measures are also directed towards the subjects listed below (the “**Other Protected Subjects**”):

- facilitators (i.e., those who assist the whistleblower in the reporting process, operating in the same work environment and whose assistance must be kept confidential);
- people who work in the same work environment as the whistleblower and who have a stable emotional or family relationship with him or her within the fourth degree;
- colleagues of the whistleblower who work in the same work environment and who have a regular and ongoing relationship with him or her;
- entities owned by the whistleblower, as well as entities operating in the same work environment as the whistleblower..

6.3 RESPONSIBILITY OF THE REPORTER

As previously mentioned, disciplinary sanctions may be applied to whistleblowers who make reports with intent or gross negligence, in accordance with applicable local labor regulations.

Any forms of *whistleblowing* abuse, such as blatantly opportunistic, slanderous, or defamatory reports and/or reports made with the sole purpose of harming the reported party or others, as well as any other instance of improper use or intentional exploitation of *whistleblowing* channels, are also subject to disciplinary sanctions and/or liability pursuant to applicable law.

7. EXTERNAL REPORTING

In case the reporter has:

- already filed an internal report and it has not been followed up within the timeframe established by the Model; or
- reasonable grounds to believe that, if they were to file an internal report, it would not be effectively followed up or that the report itself could entail the risk of retaliation; or
- reasonable grounds to believe that the violation could represent an imminent or manifest danger to the public interest;

The reporting party may submit an external report ("**External Report**") to ANAC through the channels specifically established by the latter. Anyone submitting an External Report will be protected as provided for in this Procedure.

The report may be submitted in writing, through the IT platforms or other means implemented by ANAC, or verbally, via the telephone line and/or the recorded voice messaging system implemented by ANAC itself. ANAC must ensure the utmost confidentiality of the identity of the reporting party, the person involved, and anyone otherwise mentioned in the report, as well as the content of the report and related documentation.

8. ARCHIVING

The documentation used to carry out its activities (even for non-relevant reports) must be retained by the OdV in a dedicated archive.

Reports and related documentation will be retained for the time necessary to process the report and, subsequently, no longer than five years from the date of communication of the final outcome of the reporting procedure, in compliance with the confidentiality obligations required by applicable legislation.

If a recorded telephone line or other recorded voice messaging system is used for reporting, with the reporting party's consent, the OdV may retain the report in the following ways:

- a) by making a recording of the conversation in a durable and retrievable form; or
- b) by providing a complete and accurate transcript of the conversation—the reporter may verify, correct, or confirm the content of the transcript before signing.

When, at the whistleblower's request, a report is made orally in a face-to-face meeting, the report, with the whistleblower's consent, is documented by recording it on a suitable device for storage and listening or by taking minutes. If minutes are taken, the whistleblower may verify, correct, and confirm the minutes of the meeting before signing them.

In the report archive, personal data that are manifestly not relevant to the processing of a specific report will not be collected or, if accidentally collected, will be deleted without undue delay.

Personal data – including special categories of data and judicial data – communicated in the context of the report will be processed in accordance with the provisions of the European Regulation 2016/679 on the Protection of Personal Data (“GDPR”) and according to the relevant company policies.