

## 1. Introduction to Whistleblowing

"Whistleblowing" is the act of reporting by a person who, in the course of their duties, becomes aware of misconduct, a risk, or a dangerous situation that may cause harm to the company/organization for which they work, as well as to clients, colleagues, citizens, and any other category of persons.

The Company, sensitive to ethical issues and the proper conduct of its business, has implemented internal reporting systems for violations to allow its personnel to report acts or facts that may constitute unlawful conduct according to national or European legislation or a violation of the Code of Ethics or the Organizational, Management, and Control Model pursuant to Legislative Decree 231/01.

## 2. Objectives

The main objective of this document is to ensure compliance within the COBO Group with the provisions of Legislative Decree 24/2023 on whistleblowing – applicable from 15 July 2023 to Group companies that have employed an annual average of more than 250 workers<sup>1</sup> – and, therefore, to ensure the protection of persons who report violations of national or European Union regulatory provisions detrimental to the public interest or the integrity of the administration or of the companies of the COBO Group, of which they have become aware in the context of work.

The purpose of Whistleblowing is to bring to light episodes of illegality or irregularities within the Company, clarifying and facilitating the reporting process by the Reporter and removing any factors that may hinder or discourage the use of the institution.

## 3. Recipients

This procedure is directed to:

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<sup>1</sup>This procedure applies to all Group Companies that, during the previous year, have employed an annual average of more than 50 workers or that, in the event of a lower annual average, have an Organizational Model pursuant to Legislative Decree 231/2001.

- all employees of the Company, as well as those who are bound to it based on an employment relationship governed by Legislative Decree 81/2015 (for example, temporary employment, apprenticeship, intermittent work, etc.);
- consultants and self-employed workers who, in general, perform their work at the Company;
- volunteers and interns, paid and unpaid, who provide their services at the Company;
- administrators, shareholders of the Company, and anyone who exercises administrative, managerial, control, supervisory, or representation functions, even de facto, of the Company;
- workers or collaborators of external companies that provide goods or services or carry out works in favor of the COBO Group companies.

#### 4. References and Definitions

Within the framework of this procedure, reference is made to the following documentation:

- The Organizational, Management, and Control Model of C.O.B.O. S.p.A.;
- The Code of Ethics;
- Legislative Decree 231/2001 – Discipline of administrative liability of legal entities, companies, and associations even without legal personality;
- Legislative Decree 179/2017 – Provisions for the protection of authors of reports of crimes or irregularities of which they become aware in the context of a public or private employment relationship;
- Legislative Decree 24/2023 – Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23, 2019, concerning the protection of persons who report violations of Union law and containing provisions on the protection of persons who report violations of national legislative provisions.

In addition, the following definitions are provided to clarify the meaning attributed to certain terms used:

- **Report:** communication of information relating to violations, even suspected violations, of both EU and national regulatory provisions (as well as of the principles

enshrined in the Code of Ethics, and in the Organization and Management Model pursuant to Legislative Decree 231/01), to be understood as conduct, acts or omissions that harm the public interest or the integrity of the public administration or the companies of the COBO Group, of which the Whistleblower has become aware in the context of work and which concern unlawful conduct referable to specific disciplines indicated in paragraph 5 below.

- **Reporter or Whistleblower:** anyone who directly or indirectly becomes aware of unlawful behavior, irregularity, or a violation of company procedures and makes the Report.
- **Reported:** the subject person to whom the behavior reported is attributed.
- **Involved person:** the natural or legal person mentioned in the Report to whom it is attributed or in which they are implicated.
- **Facilitator:** the person who assists the Reporter in the Reporting process, operating within the same work context, and whose assistance must be kept confidential.
- **Whistleblowing Manager:** autonomous, dedicated and trained collegial body which is responsible for managing the investigation of Reports received through the appropriate IT platform. This body, in the case of COBO S.p.A., coincides with the Supervisory Body appointed pursuant to Legislative Decree 231/2001.
- **COBO Group companies:** means COBO S.p.A. and all companies subject to the management and coordination of COBO S.p.A. that employ an average of more than 50 employees.

## 5. Subject and Content of the Report

Reports may concern conduct or behavior, as well as non-compliance, omissions, and irregular conduct, knowledge of which has been acquired in the work context or even just the suspicion that such has occurred - or is believed to potentially have occurred - in violation of national and/or European laws and regulations, or internal rules, directly or indirectly involving the Company.

These may include, by way of example:

1. relevant conduct under Legislative Decree 231/2001, as well as acts of unfair competition, offenses against corporate assets, fraud in trade, etc.
2. non-compliance with the Code of Ethics and, in any case, with the general principles of conduct that inspire the operations of the Company (e.g., harassment and inappropriate behavior towards company personnel and those who operate on its behalf);
3. violations of the Organizational, Management, and Control Model pursuant to Legislative Decree 231/2001 and the internal regulatory system of the Company.

The Report must be detailed and based on precise and consistent factual elements, and therefore must contain the following elements:

- the personal details of the Reporter, in case the reporting party does not opt for anonymous reporting;
- a clear and complete description of the facts subject to the Report;
- if known, the circumstances of time and place in which the reported acts were committed;
- if known, the personal details or other elements (such as position and department in which the activity is carried out) that allow the identification of the person(s) who committed the reported acts;
- indication of any other persons who can provide information on the facts subject to the Report;
- indication of any documents that can confirm the validity of such facts;
- any other information that may provide useful corroboration regarding the existence of the reported facts.

It follows that Reports based on mere rumors or unreliable information will not be considered. In this context, it is advisable that such Reports are as detailed as possible and provide the maximum number of elements, in order to enable the Company to perform the necessary checks.

Anonymous Reports are included within the scope of this document only if they meet the aforementioned requirements.

Reports that concern disputes, claims, or requests related to a personal interest of the Reporter which exclusively pertain to their individual employment relationships, including, for example, labor disputes or frictions between colleagues, are not permitted.

## 6. Reporting Channels

To facilitate Reports, the following channels have been defined:

- **through the My Whistleblowing add-on** to the My Governance software, which is an IT channel suitable for ensuring the confidentiality of the identity of the Reporter, in compliance with the regulations (hereinafter, the "**Software**"), by accessing the link <https://areariservata.mygovernance.it/#!/WB/cobo> (also accessible from the C.O.B.O. S.p.A. website at the link [www.cobogroup.net](http://www.cobogroup.net)). The use of the Platform is attached hereto and can be found using the indicated links.

- **by mail, marked "personal confidential", to the following address:**

Supervisory Body  
c/o Cobo S.p.A.  
via Tito Speri, n. 10  
25024 - Leno (BS)

It is essential that the elements indicated are directly known by the Reporter and are not reported or referred by other persons.

## 7. Reports management

Once a Report is received through the channels specified in this procedure, its management is structured into four phases:

- a. Logging and storage;*

- b. Preliminary investigation;*
- c. Investigation and communication of outcome;*
- d. Archiving.*

**a. Logging and storage**

If the Report is made through the Software, the Software itself will provide complete and confidential logging in accordance with the relevant regulations.

For each received Report, a notification of receipt of the Report is issued to the Reporter within seven days from the date of receipt<sup>2</sup>.

**b. Preliminary investigation**

The preliminary investigation aims to verify the validity of the received Report. To this end, the Whistleblowing Manager meets to evaluate the contents, conducting an initial screening, and:

- if it is immediately apparent that the Report is clearly unfounded, immediate archiving is carried out;
- if the Report is not well detailed, additional information is requested from the Reporter, where possible. If it is not possible to gather sufficient information to detail the Report and initiate an investigation, it is archived;
- if the Report appears detailed with precise and consistent factual elements, the phases of the investigation proceed.

**c. Investigation and communication of outcome**

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<sup>2</sup> The acknowledgment of receipt, in the case of an anonymous Report, can only be sent to those who have indicated a contact channel.

The investigation consists of activities aimed at verifying the content of the received Report and acquiring useful elements for the subsequent evaluation phase, ensuring maximum confidentiality regarding the identity of the Reporter and the subject of the Report.

The primary purpose of the investigation is to verify the truthfulness of the information submitted for investigation, providing an accurate description of the facts ascertained through objective audit procedures and investigative techniques.

The entity responsible for the investigation is the Whistleblowing Manager, which may, if necessary, utilize external professionals to conduct the investigative activities.

It is the responsibility of all parties to cooperate with the entity in charge of the investigation.

For each investigation, the entity responsible for the investigation prepares a final report containing at least:

- the facts ascertained;
- the evidence collected;
- the causes and deficiencies that allowed the reported situation to occur.

At the end of the investigations, if the Report is found to be unfounded, the Whistleblowing Manager proceeds with the archiving of the Report.

If the Report is found to be substantiated, the Whistleblowing Manager activates the relevant company departments (HR or possibly Legal & Compliance) to undertake the necessary and most appropriate mitigating and/or corrective actions. It transmits the outcome of the investigation to the HR function for the possible initiation of disciplinary proceedings aimed at imposing, if necessary, disciplinary sanctions in line with the applicable regulations and the relevant collective labor agreements.

Following the investigation, the Whistleblowing Manager, where possible, will inform the Reporter of the findings via email or through the verification code generated by the online platform within three months from the date of the notification of receipt or, in its absence, within three months from the expiry of the seven-day period following the submission of the Report.

These deadlines may be extended only if adequately justified circumstances arise.

#### ***d. Archiving***

To ensure traceability, confidentiality, preservation, and retrievability of data throughout the process, documents are stored and archived both in digital format via the Software and through network folders protected by passwords as well as in physical format, in a secure cabinet located in the office of the Finance Director. Access to this cabinet is limited to authorized and appropriately trained personnel.

All documentation will be kept, unless otherwise required by law, for a period not exceeding five years from the date of the final outcome communication of the reporting procedure.

In accordance with current legislation and company privacy procedures, the personal data of persons involved and/or mentioned in the Reports are protected.

### **8. Protection of the Reporter**

The entire process must guarantee the confidentiality of the identity of the Reporter from the moment the Report is received and at every subsequent stage.

To this end, in compliance with current regulations, the Company has established a series of mechanisms to protect the non-anonymous Reporter, which include:

- a. protection of the confidentiality of the Reporter; and*
- b. prohibition of discrimination against the Reporter.*

#### ***a. Protection of the confidentiality of the Reporter***

The use of the Software ensures the complete confidentiality of the Reporter, as only the Whistleblowing Manager has access to the Report.



To safeguard the confidentiality of the Reporter, an ID will be used in all official documents and communications during the investigative activities.

In the context of any disciplinary proceedings initiated against the reported party:

- if the allegations are based on separate and additional findings beyond the Report, even if resulting from the Report, the identity of the Reporter cannot be revealed;
- if the allegations are based wholly or partly on the Report, the identity of the Reporter may be revealed to the persons involved in the Report, provided two conditions are simultaneously met:
  - the consent of the Reporter;
  - the proven necessity for the Reported party to know the identity of the Reporter for a full exercise of the right to defense.

***b. Prohibition of discrimination against the Reporter***

The Reporter cannot be sanctioned, dismissed, or subjected to any discriminatory measure, direct or indirect, affecting working conditions for reasons directly or indirectly related to the Report.

Discriminatory measures include unjustified disciplinary actions, workplace harassment, any changes in job duties or workplace, and any other detrimental changes to working conditions that serve as retaliation against the Reporter. The Reporter who believes they have suffered discrimination due to making a Report should provide detailed information to the Whistleblowing Manager of the Company.

The Reporter who believes they have been discriminated against can take legal action against the discriminator and also against the Company if the Company has actively participated in the discrimination. It should be noted that, in such cases, the law provides for a reversal of the burden of proof, requiring the Company to prove that changes to the working conditions of the Reporter are not due to the Report.

***c. Limitations on protection***

The aforementioned protections apply only if the Reporter, at the time of the Report, had reasonable grounds to believe that the information being reported was true and fell within the scope defined by the Legislator.

Subject to the specific limitations of liability identified by the Legislator, the protection provided in the event of retaliation does not apply if, with a ruling, even if not final, it is determined that the Reporter is criminally liable for the offenses of slander or defamation, for having reported false information with intent or gross negligence, or if they are civilly liable for the same reason.

In case of suspected discrimination or retaliation against the Reporter, correlated to the Report, or of abuse of the reporting tool by the same, the Company will apply disciplinary sanctions.

**9. Reporting**

Without prejudice to the obligation of confidentiality of the identity of the Whistleblower and of any Reported Subjects, the Reporting Manager will prepare an annual report of the Reports received and managed, providing aggregate information. This report will be made available to the Board of Directors of COBO S.p.A. and to the administrative bodies of the COBO Group Companies.

**10. Procedure violation**

Failure to comply with this procedure may result in the application of the Disciplinary System for employees of the Company, in line with applicable regulations and relevant collective labor agreements.

**11. Procedure revisions**

Date	Responsible person	Summary description of changes
10/06/2024	Direction	Updating with respect to regulatory developments

**ANNEX 1 PLATFORM USAGE**

1. Access the link <https://areariservata.mygovernance.it/#!/WB/cobo> (also accessible from the C.O.B.O. S.p.A. website at <https://www.cobogroup.net/it/>) and fill out the form by entering your first name, family name, and a personal email address (please do not use your corporate email, as required by the Privacy Guarantor). Please note that this email address will not be visible to the Supervisory Body, as its sole function is to send notifications to the Reporter (via the platform) regarding changes to the Report.

## Fill out the form to receive your Unique Access Credentials

**First name**

**Family name**

**Email \***

The email address is required for registration purposes only. Your email address will not be visible to the Company. It will only be used to receive notifications of any new communications from the Reporting Managers.

I declare that I have read and accepted the [Privacy Policy](#) \*

**Send**

Are you already registered? [Click to log in](#)

Forgot your password? [Click to reset](#)

2. Follow the instructions received in the email containing the Unique Access Credentials.
3. Log into your account, using your credentials.

The image shows a login form for 'MY GOVERNANCE ZUCCHETTI'. At the top, there is a logo with the text 'MY GOVERNANCE' and 'WE DIGITIZE YOUR COMPANY', followed by 'ZUCCHETTI'. Below this, there are two input fields: 'Insert your email address' and 'Password'. A link for 'Password dimenticata? Forgot password? Clicca per resettare / Click here to reset' is located below the password field. A reCAPTCHA widget with the text 'I am not a robot' is positioned below the input fields. At the bottom of the form is a blue 'Log in' button.

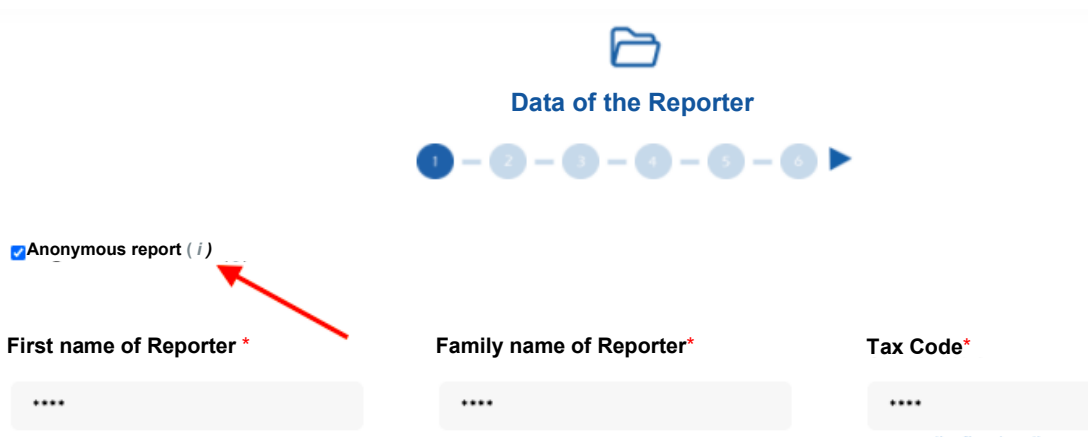
4. Proceed by clicking the "CREATE REPORT" button.


The image shows a dashboard for 'MY GOVERNANCE ZUCCHETTI'. On the left, there is a sidebar with a 'Create report' button (a blue button with a plus sign) highlighted by a red arrow. Below it is a 'Reports' dropdown menu with options: All, New, Under processing, Rejected, Closed, and Drafts. The main area of the dashboard features a table with three columns: 'Report code', 'Creation date', and 'Status'. The table is currently empty. In the top right corner, there is a language selector (Italian flag) and a user greeting 'Hello,'.

6. At this point, you can proceed with the Report, either:

(a) anonymously by using the appropriate option, or

(b) non-anonymously, but with the guarantees of confidentiality provided by law.



  
**Data of the Reporter**

1 — 2 — 3 — 4 — 5 — 6 ▶

**Anonymous report (i)**

**First name of Reporter \***      **Family name of Reporter\***      **Tax Code\***

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7. Once the reporting method is chosen, the Reporter will proceed by filling out the form. Fields marked with an asterisk (\*) are mandatory. Some fields are open-ended and must contain a minimum number of characters.

8. Upon receiving the Report, a notification of receipt of the Report will be issued to the Reporter, who has provided a contact channel, within seven days from the date of receipt.

9. The Reporter will be able to check the management status of the Report by accessing the platform.