

HYDRG HOLDING SPA	WHISTLEBLOWING REPORTING PROCEDURE
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## 1. INTRODUCTION

By means of Legislative Decree no. 24 of March 10, 2023, the Italian legislation enforced Directive (EU) 2019/1937 on the protection of persons who report breaches of Union law (so-called Whistleblowing Directive).

Leg. Decree 24/2023 aims to regulate the protection of persons who report breaches of national and European Union regulatory provisions that harm the public interest, or the integrity of a public administration or entity, they have become aware of in a public or private work context.

One of the main cornerstones of the *whistleblowing* discipline is the protection measures provided for the whistleblower for reports submitted in compliance with the discipline. They consist, on the one hand, in the prohibition of retaliation against whistleblowers for the employer, and on the other hand, in voiding any retaliatory acts suffered by the whistleblower.

Leg. Decree 24/2023 provides that protection from retaliation applies not only to whistleblowers but also to other individuals who, although they did not submit the report directly, are nevertheless deemed worthy of protection.

There are, however, certain conditions that must be met so that reporting persons may enjoy the protection measures: (i) The information on reported breaches must fall within the objective scope of Section 7.3; (ii) the Whistleblower should have "reasonable grounds" to believe that the information available to him/her at the time of reporting is true; (iii) the reporting should be filed as specified in Section 7.4. (there should be a consequential relationship between whistleblowing, disclosure and report made, and the retaliatory actions suffered).

Leg. Decree 24/2023 also includes provisions aimed at ensuring personal data privacy and confidentiality, as well as at regulating the methods for storing the documentation pertaining to the report.

## 2. PURPOSE AND SCOPE

The purpose of this Procedure (hereinafter also "**Procedure**") is to provide clear operational guidance on the scope, content, recipients, and method of transmission of reports concerning "breaches," as well as about the protective measures provided by applicable legislation. "Breaches" means all those behaviours, acts or omissions that may harm the public interest or the business integrity of the Company, and that *whistleblowers* have become aware of within the work context related to Hydro Holding S.p.A

*Hydro Group* is strongly committed to preventing the occurrence of wrongdoings in the performance of their activities, taking the necessary organizational and disciplinary measures to counter such occurrence. For this reason, they consider it essential that employees and third parties report alleged misconduct and behaviours that deviate from the principles of ethical integrity, of which they have become aware within the scope of their work relationship and role. This shall also be aimed at assuring compliance with the provisions of the Organization and Management Model pursuant to Leg. Decree 231/01 and the Code of Ethics.

The Procedure is therefore aimed at preventing factors that may hinder or discourage the use of *whistleblowing*, such as doubts and uncertainties about the procedure to follow and fears of retaliation or discrimination, as well as fears that the report may not be handled with due confidentiality.

The objectives of this Procedure are:

- identify the persons able to report;
- define the scope of the breaches that can be reported;
- identify the methods to submit reports;
- define the reporting handling process in its various stages, identifying roles, responsibilities, and operating procedures;
- outline the protective measures provided for the Whistleblower;
- inform about the administrative pecuniary penalties applied by ANAC to the Company and individuals in case of breach of the regulatory provisions;
- inform about applicable disciplinary sanctions.

This procedure shall take effect on the date of approval by the Board of Directors of Hydro Holding S.p.A. and shall apply to the said company.

It is also hereby acknowledged that Hydro Holding's Board of Directors also approved guidelines to be applied by foreign subsidiaries for handling *whistleblowing* reports that they may receive, without prejudice, in any event, to the preparation of a specific procedure in the case that applicable local laws require more stringent regulatory obligations on this matter.

In any event, the principles and rules provided for by applicable legislation, there including privacy regulations protecting the identity of the Whistleblower and the prohibition of retaliatory or discriminatory acts - whether direct or indirect - against the Whistleblower for reasons directly or indirectly related to the report made, shall be understood as mandatory.

### 3. REGULATORY SOURCES

The reference legislation for the Procedure is:

- **Directive (EU) 2019/1937:** European Union Directive concerning the protection of persons who report breaches of Union law of which they become aware in a public or private work context (so-called Whistleblowing Directive)
- **Legislative Decree No. 24 of March 10, 2023:** Legislative Decree that enforces Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23, 2019 on the protection of persons who report breaches of Union law and that lays down provisions regarding the protection of persons who report breaches of national laws.
- **Legislative Decree No. 231 of June 8, 2001:** Legislative Decree on "regulating the administrative liability of legal persons, companies and associations, including those without legal personality, pursuant to Art. 11 of Law September 29, 2000, no. 300" as amended and supplemented.
- **Organization Model:** Organization Management and Control Model pursuant to Leg. Decree 231/2001 adopted by Hydro Holding S.p.A.
- **Hydro Group's Code of Ethics:** Document that defines the set of values, principles and lines of conduct that should inspire the company activities, and that reflects their commitments

## **HYDRQ Holding Spa**

Via Provinciale Nord, 26/a - 40050 Castello d'Argile (BO)  
Tel.051976635 - Fax 051976572 - www.hydro-holding.com  
VAT ID No., Tax Code and registration No. in the Business Register of  
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and ethical responsibilities in the activities performed by all of their employees as well as internal and external collaborators.

### **4. DEFINITIONS**

**ANAC:** Autorità Nazionale Anticorruzione (National Anti-Corruption Authority). Its institutional mission is the prevention of corruption in all areas of administration activities.

**Reporting channel:** The Group APP *Hydro* shall be used to transmit reports, and is accessible from the website <https://www.hydro-holding.com/>, or directly from the browser by entering the following address: <https://hydroholding.whistlelink.com/>.

**Work-related context:** Present or past work or professional activities through which, regardless of the nature of those activities, a person acquires information about breaches and in the context of which he/she may risk retaliation in the event of reporting (whistleblowing).

**Facilitator:** Natural person who assists the Whistleblower in the reporting process, who operates within the same work context and whose assistance shall be kept confidential.

**Supervisory Board:** Board provided for in Art. 6 of Legislative Decree. 231/01, in charge of supervising the operations of and compliance with the Model and its updating for each Company within the scope envisaged. For the purposes of this Procedure, the Supervisory Board is also the person (autonomous and specifically trained), in charge of managing the reporting channel and verifying the applicability of the circumstances shown in the report.

**Person concerned:** a natural or legal person who is referred to in the internal or external report or public disclosure as a person to whom the breach is attributed or as a person involved in the reported or publicly disclosed breach.

**Retaliation:** any behaviour, act or omission, even if only attempted or threatened, prompted as a consequence of whistleblowing, reporting to the judicial or accounting authorities, or public disclosure, and which causes or may cause - directly or indirectly - unjustified damage to the reporting person or the person lodging a complaint.

**Reporting person / Whistleblower:** a natural person who reports or publicly discloses information on breaches acquired in the context of his or her work-related activities, as laid down in section 7.1.

**Report:** the written or oral communication of information about Breaches.

**Follow-up:** the action taken by the reporting channel manager to assess the existence of the reported facts, the outcome of the investigation and any measures taken.

**Company:** Hydro Holding S.p.A.

**Reported persons:** whoever is the person to whom the Whistleblower attributes the wrongdoing/irregularity represented in the report.

**Third Parties:** contractual parties of Hydro Holding S.p.A., both natural persons and legal persons with whom the Company enters into any form of contractually regulated cooperation and intended to cooperate with the Company [by way of example but not limited to: collaborators, suppliers; consultants (such as consulting firms, lawyers); other third parties who have contractual relationships with Hydro Holding S.p.A. (e.g., outsourcing companies, staffing companies, and contracted employees)].

**Stakeholders:** all legitimate stakeholders in the company's business.

**Acknowledgement:** communication to the Whistleblower of information regarding the action taken or intended to be taken on the report.

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**Breaches:** behaviours, acts or omissions that harm the public interest or integrity of the public administration or private entity and consisting of: 1) administrative, accounting, civil or criminal offences that do not fall under points (3), (4), (5) and (6); 2) relevant unlawful behaviours as provided for by Leg. Decree dated June 8, 2001 No. 231 or breaches of the organization and management models provided therein, which do not fall under points 3) 4) 5) and 6); 3) offences that fall within the scope of the European Union or national acts listed in the annex to Leg. Decree No. 24/2023 or national acts enforcing European Union acts as specified in the 'Annex to Directive (EU) 2019/1937, although not specified in the Annex to Leg. Decree No. 24/2023, related to the following areas: public procurement; financial services, products, and markets as well as the prevention of money laundering

and financing of terrorism; product safety and compliance; transport security; protection of the environment; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and personal data protection, as well as network and information system security; 4) acts or omissions affecting the financial interests of the Union referred to in Article 325 of the Treaty on the Functioning of the European Union, specified in the relevant secondary legislation of the European Union; 5) acts or omissions concerning the internal market, as provided for by Article 26, par. 2, of the Treaty on the Functioning of the European Union, including breaches of EU competition and state aid rules, as well as breaches affecting the internal market and connected with acts that violate corporate tax law and arrangements of which the purpose is to obtain a tax advantage, thereby defeating the object or purpose of the applicable corporate tax law; 6) acts or behaviours that defeat the object or purpose of the Provisions set forth in the Union acts in the areas indicated under points (3), (4) and (5).

## **5. RESPONSIBILITY**

Responsibility for monitoring, approving, and updating this document rests with the Board of Directors of Hydro Holding S.p.A.

Responsibility for execution rests with all persons performing the activities specified by this Procedure.

## **6. REFERENCE PRINCIPLES**

### **6.1. KNOWLEDGE AND AWARENESS**

The Procedure is a key element to ensure full awareness for effectively overseeing risks and their interrelationships, and to guide changes in strategy and in the organization-related context.

### **6.2. PRIVACY OF PERSONAL DATA**

Reports may not be used beyond what is necessary to adequately follow up on them.

All persons receiving, reviewing, and evaluating Reports and any other persons involved in the process of handling Reports shall be required to ensure the greatest confidentiality of the facts reported, the identity of the reported person, the Whistleblower, and the Facilitator who shall be suitably protected from retaliatory, discriminatory, or otherwise unfair conduct.

### **6.3. PROCESSING OF PERSONAL DATA**

Hydro Holding S.p.A., as Data Controller, is responsible for observing the pivotal principles dictated by EU Regulation 2016/679 (hereinafter also "GDPR") and Leg. Decree 196/2003, as amended by Leg. Decree 101/2018, in order to ensure that all personal data handling operations (collection, recording, organization, storage, consultation, processing, etc.) - carried out within the scope of their activities - are performed in compliance with applicable legislation. Therefore, this scope also includes activities related to the protection of persons who report breaches of national or European Union provisions that harm the public interest or the integrity of the private entity.

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In order to fully comply with the regulations governing the processing of personal data, receipt and handling of reports shall be carried out by using personal data only as strictly necessary for the purpose of reporting follow up.

In addition, personal data not manifestly useful for processing a specific report should not be collected or, if collected, should be promptly deleted.

Hydro Holding S.p.A., as Data Controller, shall be required to designate in writing the individuals authorised to access information of a personal nature contained in a specific Report, there including for the purpose of Follow-up. The identification of authorised personnel by the Data Controller shall comply with the principle of minimization of data processing: such personnel shall include a limited number of individuals who are strictly competent in relation to these activities. These individuals shall be formally appointed by means of a specific letter of instruction to be delivered to the individual concerned.

In carrying out personal data processing activities, the Data Controller may also identify specific external parties to entrust with specific tasks. In this event, the Data Controller shall:

- use only persons that provide appropriate guarantees to put in place suitable technical and organisational measures, so that the processing meets the regulatory requirements and ensures the protection of the rights of the data subject;
- regulate this relationship through a special legal act, which identifies this person as "External Data Processor". It is therefore necessary for the Data Controller to appoint the supplier/third party as external data processor.

Pursuant to the principle of transparency, information and communications related to the processing of personal data should be easily accessible and understandable, using simple and clear language. For this purpose, Data Controllers shall provide appropriate information pursuant to Art. 13-14 GDPR to the Whistleblowers and the Persons concerned, ensuring, in addition, within the scope of Art. 2-undecies (f) of Leg. Decree 196/2003, the exercise of the rights set forth in Art. 15- 22 GDPR.

Data shall be processed in such a way as to ensure the security of personal data, there including protection, through appropriate technical and organisational measures, from unauthorised or unlawful processing and accidental loss, destruction, and damage.

It is forbidden to carry out tracking activities of reporting channels.

Where possible, the activity of authorised personnel shall be tracked in compliance with the measures envisaged to ensure protection for the Whistleblower.

### **6.4. IMPARTIALITY, AUTONOMY AND INDEPENDENCE OF JUDGMENT**

All persons receiving, reviewing and evaluating reports shall meet the moral and professional requirements and ensure that the necessary conditions of independence and due objectivity, competence and diligence in the performance of their activities are preserved.

### **6.5. PROTECTION FRAMEWORK FOR WHISTLEBLOWERS**

Various protection measures are granted to Whistleblowers for reports made in compliance with the discipline, provided that:

- i. the person is included in the list of persons entitled to reporting;

- ii. the person reported, disclosed, or made a public disclosure based on a reasonable belief that the information on the reported, disclosed, complained breaches is true;
- iii. reports fall within the objective scope of the decree;
- iv. public reporting or disclosure was made in compliance with the regulations set forth in Leg. Decree 24/2023;
- v. there is a consequential relationship between whistleblowing, disclosure and report made and the retaliatory measures suffered.

This framework shall also apply in the event of reporting or complaint to the judicial or accounting authorities or public disclosure in anonymous form, if the Whistleblower is subsequently identified and retaliated against, as well as in cases of external reporting.

The personal and specific reasons that prompted the person to report, complain, or publicly disclose are irrelevant for the purposes of report processing and protection from retaliatory measures.

Protective measures also apply to:

- the Facilitator;
- persons in the same Work-related Context as the Whistleblower, the person who made a complaint, or the person who made a public disclosure and the persons related to them by a stable emotional bond or a fourth degree kinship relationship;
- colleagues of the Whistleblower or of the person who made a complaint or a public disclosure, who work in their same work-related context and who have a regular and current relationship with said person;
- entities owned - exclusively or in majority third-party ownership - by the reporting person, Whistleblower, or person making a public disclosure;
- entities where the reporting person, Whistleblower, or person making a public disclosure work;
- entities operating in the same Work-related Context as the reporting person, Whistleblower, or person making a public disclosure.

## **6.6. PROHIBITION OF DISCRIMINATION AGAINST WHISTLEBLOWERS**

No form of retaliation, including attempted or threatened retaliation, which causes or may cause the person/entity unfair harm for reasons directly or indirectly related to the report shall be permitted or tolerated against any employee who submits a Report under the Procedure <sup>1</sup>.

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<sup>1</sup> Retaliation means the offences listed in Art. 17, par. 4, of Leg. Decree 24/2023 and, in particular: *a.* dismissal, suspension or equivalent measures; *b.* demotion in rank or non-promotion; *c.* change of duties, change of workplace, reduction of salary, change of working hours; *d.* suspension of training or any restriction of access to training; *e.* negative merit notes or negative references; *f.* the adoption of disciplinary measures or other sanction, including fines; *g.* coercion, intimidation, harassment or ostracism; *h.* discrimination or otherwise unfavourable treatment; *i.* failure to convert a fixed-term employment contract to a permanent employment contract, where the employee had a legitimate expectation of such conversion; *l.* non-renewal or early termination of a fixed-term employment contract; *m.* damage, including to a person's reputation, particularly on social media, or economic or financial injury, there including losses

ANAC shall be responsible for the management of retaliation notices in the public and private sectors; where the retaliatory notice is mistakenly received by public or private entities instead of ANAC, those entities shall be required to ensure the privacy of the identity of the person who sent it, and to transmit such communication to ANAC, at the same time notifying the sender

The Whistleblower shall be required to provide ANAC with objective elements based on which the consequentiality between the report, whistleblowing, public disclosure and the alleged retaliation can be documented.

The declaration of nullity of retaliatory acts shall be the responsibility of the judicial authority, which shall take all measures, there including provisional measures, required for the defence of the subjective legal situation asserted. These measures shall include compensation for damages, reinstatement in the workplace, and an order to cease the retaliatory conduct.

Within the scope of judicial or administrative proceedings involving the assessment of any retaliation towards the Whistleblowers, it shall be assumed that such retaliation occurred as a consequence of reporting/whistleblowing; the burden of proving that such conduct or acts have been motivated by reasons unrelated to the reporting, public disclosure, or whistleblowing shall be on the person who carried them out.

This benefit shall not apply to Facilitators, persons in the same Work Context with a stable emotional bond or a fourth degree kinship with the reporting person, Whistleblower or the person making a public disclosure; colleagues who work in the same work context and who have a regular and current relationship with the reporting person, as well as legal entities in the event that such entities are owned by the Whistleblower, reporting person, public discloser, or entities in which he or she works, or entities that operate in the same work context: the burden of proof lies therefore on all the above listed legal or natural persons, in the event that they claim to have suffered retaliation or damage.

In the case of a compensation claim filed with the judicial authority by the Whistleblowers, if they prove that, in accordance with Leg. Decree 24/2023, they submitted a report, made a public disclosure, or complaint to the judicial or accounting authority and suffered damage, it shall be presumed, unless proven otherwise, that the damage is a result of such report, public disclosure, or complaint to the judicial or accounting authority.

Persons who have been dismissed because of the Reporting, Public Disclosure or complaint to the judicial or accounting authority shall be entitled to be reinstated in their workplace.

Whistleblowers who believe that they suffered discrimination or retaliation may, likewise, provide factual information that discrimination occurred to: a) their Manager; b) the Supervisory Board; c) the Public Prosecutor's Office if criminal facts occurred.

This is without prejudice to the Whistleblower's right to notify the incident to the competent labour organisations or Judicial Authority.

#### **6.7. PRIVACY OBLIGATIONS ON THE IDENTITY OF THE WHISTLEBLOWER, FACILITATOR, AND REMOVAL OF THE RIGHT OF ACCESS TO THE REPORT**

With the exception of those cases where liability for libel and slander can be identified under the provisions of the Criminal Code, or Art. 2043 of the Civil Code, and whenever anonymity is not enforceable by law (e.g., criminal, tax or administrative investigations, inspections by supervisory bodies), the identity of the *Whistleblower* shall be protected in every context following the Reporting/Whistleblowing.

Therefore, subject to the aforementioned assumptions, the identity of the Whistleblower and any other information from which his/her identity can be directly or indirectly inferred, may not be disclosed, without the



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expressed consent of the Whistleblower, to persons other than those responsible for receiving or following up Reports, expressly authorised to process such data.

Privacy and confidentiality shall also be assured in the case of internal or external Reports or, alternatively, voice messaging systems or, on request of the Whistleblower, through a face-to-face meeting with the person processing the report.

The Whistleblower's privacy shall be protected even when the report is sent to individuals (within Hydro Holding's organisation) other than the competent person authorised to process reports, whom, however, the same should be transmitted without delay.

The same privacy and confidentiality obligations shall apply also as regards the Facilitator assisting the Whistleblower, both in relation to his/her identity, as well the assistance activity performed.

All those who receive or are involved in Report processing shall be required to protect the confidentiality of such information.

Violation of the duty of confidentiality shall be a source of disciplinary liability, without prejudice to any other liability provided for by law.

As regards criminal proceedings, the identity of the Whistleblower shall be covered by secrecy pursuant to and with the limitations provided for by Article 329 of the Code of Criminal Procedure.

As part of the proceedings before the Court of Auditors, the Whistleblower's identity may not be disclosed until completion of the investigation (pre-trial) phase.

With regard to disciplinary proceedings, the Whistleblower's identity may not be disclosed, where allegation of the disciplinary charge is based on investigations that are separate and additional to the report, even if consequent to it. If the allegation is based, in whole or in part, on the Report and the knowledge of the identity of the Whistleblower is indispensable for the defence of the accused person, the Report may be used for the purposes of disciplinary proceedings only if the Whistleblower consented to the disclosure of his or her identity.

Notice shall be given to the Whistleblower by written communication of the reasons for disclosing any confidential data, if disclosure of the Whistleblower's identity and related information is essential for the defence of the person concerned.

With regard to proceedings started as a result of internal or external Reports, the identity of the Whistleblower may be disclosed where such disclosure is also indispensable for the defence of the person concerned, only if the Whistleblower has consented to the disclosure of his or her identity.

Notice shall be given to the Whistleblower by written communication of the reasons for disclosing any confidential data, if disclosure of the Whistleblower's identity and related information is essential for the defence of the person concerned.

In addition, the Report shall not be subject to access to administrative records and to the right of civic access in general.

With particular reference to *privacy*, it is hereby notified that personal data shall be processed solely for the purpose of whistleblowing report handling and verifying the information contained therein.

The same data shall also be processed with both paper and electronic/computer/telematic tools/means, in full compliance with applicable law, according to principles of lawfulness and fairness and in such a way as to protect the Whistleblower's privacy.

Any disclosure of the Whistleblower's identity to persons other than those authorised to receive or to follow up on Reports shall always be subject to the express consent of the Whistleblower.

## **6.8. CONDITIONS VOIDING PROTECTION FROM RETALIATION FOR THE WHISTLEBLOWER**

Whistleblowers may lose their protection rights in the following cases:

- if it is ascertained, also by virtue of judgement of first instance, that the Whistleblower has a criminal liability for the offences of defamation or slander, or if such offences were committed and reported to the judicial or accounting authorities;
- in the event of civil liability for the same reasons, due to wilful misconduct or gross negligence.

The *Whistleblower* shall also be subject to criminal, civil or administrative liability in the event of all those other possible behaviours, acts or omissions that are not related to the report or that are not strictly necessary to disclose the breach.

## **7. OPERATING PROCEDURES**

### **7.1. PERSONS ENTITLED TO REPORT**

The persons entitled to report breaches and benefit from protection measures are indicated in Art. 3 of Leg. Decree 24/2023, as summarised below, by way of example and not limited thereto:

- i. Public administration personnel, employees of public business entities, employees of
- ii. private law entities subject to public control, in-house companies, public law bodies or public service concessionaires;
- iii. employees of private sector entities;
- iv. self-employed workers and persons with a collaboration relationship;
- v. freelancers and consultants;
- vi. volunteers and trainees, remunerated and unremunerated;
- vii. *stakeholders* and persons with administrative, executive, control, supervisory or representative functions, including when such functions are exercised on a de facto basis with entities in the public or private sector.

Leg. Decree 24/2023 provides that protection from retaliation shall be granted to the *Whistleblowers* indicated above even in cases where information is reported:

- when the legal employment relationship has not yet begun, if information about breaches was acquired during the selection process or other pre-contractual stages;
- during the probation period;
- following the termination of the legal relationship if the information on breaches was acquired during the course of the relationship.

### **7.2. SCOPE AND CONTENT OF THE REPORT**

The report shall relate to one or more Breaches.

The *Whistleblower* shall be required to provide all useful elements to enable the competent departments to carry out due and appropriate verifications to substantiate the reported facts. To this end, the report should preferably contain the following:

- generalities of the reporting person with an indication of the position or function held within the Companies;
- clear and complete description of the facts being reported;
- if known, the circumstances of time and place under which the acts were committed;
- if known, the generalities or other elements (such as job title and the department in which he/she performs the activity) that make it possible to identify the person who put the facts being reported in place;
- indication of any other individuals who may report on the facts being reported;
- indication of any documents that can confirm the substantiation of these facts;
- any other information that may provide useful feedback about the existence of the reported facts.

Reports from which the identity of the Whistleblower cannot be determined shall be considered anonymous.

It should be noted that anonymous reports, i.e., without elements that may lead to identification to their author, even if delivered using the procedures specified below, shall be considered for further verification only if:

- they are suitable substantiated and capable of bringing out certain facts and situations;
- they do not appear *prima facie* irrelevant, groundless or unsubstantiated;
- they are related to particularly serious facts and provided with content that is adequately detailed, substantiated and related to specific contexts (e.g: mention of particular names or qualifications, mention of specific departments, proceedings or events).

When these conditions are met, anonymous reports shall then be processed according to the criteria established for ordinary reports.

The requirement of good faith and truthfulness of the reported facts or situations shall always apply, to protect the reported person.

**The following does not fall within the scope of reporting:**

- matters of a personal nature regarding the Whistleblower, claims or instances pertaining to the discipline of the employment relationship or relations with the supervisor or colleagues;
- reports of breaches if these are already mandatorily regulated by European Union or national acts, concerning: services, products and financial markets, prevention of money laundering and terrorist financing, transportation safety and environmental protection;
- reports of national security breaches, as well as procurement related to defence or national security matters, unless such aspects are covered by relevant secondary legislation of the European Union.

Reports that do not fall within the scope of the regulations shall not be taken into account

### 7.3. REPORTING PROCEDURES AND RELATED CHANNELS

Reports should be submitted through the *Whistlelink* reporting channel, that can be accessed from Hydro Holding's website and directly from the browser by entering the following address: <https://hydroholding.whistlelink.com/>.

The application allows reports to be submitted with the following methods:

- In writing, by filling out the relevant form, or by sending a text message;
- Orally, by recording a voice message. This form of reporting shall not contain voice morphing. It is recommended, therefore, that this method be used only in those cases where the Whistleblower does not request to remain anonymous (the privacy of the Whistleblower shall be however preserved).

The Whistleblower may also enter a request for a face-to-face meeting into the App, which will be scheduled within a reasonable time from the date of receipt of the request, using the procedures indicated by the Reporting Manager (referred to in Section 7.4) through the same App.

The App ensures - through the use of encryption tools - the identity privacy of the Whistleblower, the Person Concerned, and of the person mentioned in the report, as well as confidentiality of the report content and the related documentation. All reports received are encrypted with ISO 27001-certified standards featuring the highest security, and data are stored on secure servers outside the corporate network.

The APP also allows the Whistleblower to remain anonymous (subject to the provisions above with reference to oral reports).

The Whistleblower shall provide a Factual Report, indicating all the useful elements to enable the persons in charge to perform the due and appropriate investigations and verifications so as to confirm the merits of the reported facts.

Once the report entry process is completed, the APP assigns an identification number to the report. By accessing the "Follow My Case" section, entering the report number and the *password* generated when entering the report, it is possible to monitor the report handling progress, or to communicate directly with the report manager in the event of requests for further investigation or direct meeting.

### 7.4. REPORTING MANAGER

Hydro Holding S.p.A.'s Supervisory Board is the reporting channel manager and is responsible for verifying whether the circumstances represented in the report are true and applicable.

The Supervisory Board shall verify the reported facts in accordance with the principles of objectivity and confidentiality, including the possible hearing of the Whistleblower and any other persons who may report on the whistleblown facts. To this end, the Supervisory Board may rely on the support and cooperation of external consultants or of the competent corporate departments.

For the purposes of this Procedure, the Supervisory Board shall be responsible for the following tasks:

- i. Issue an acknowledgement of report receipt to the Whistleblower within seven days from the date of receipt of the said report;

- ii. keep contacts with the Whistleblower and request him or her additional information, if necessary;
- iii. diligently follow up on reports received;
- iv. provide a Response, as per Section 6.5 below, to the report within three months from the date of acknowledgement of receipt or, in the absence of such notice, within three months from the expiration of the seven-day term from report submission.

The Supervisory Board shall assure the privacy not only of the Whistleblower's identity, but also the confidentiality of any other information or element contained in the report that may, if disclosed, directly or indirectly, lead to assumptions about the Whistleblower's identity.

## **7.5. REPORTING INSTRUCTIONS AND RELATED FEEDBACK**

Before initiating the investigation, the Supervisory Board shall analyse the report received to ascertain, where possible, that the Whistleblower is among the persons referred to in Art. 3 of Leg. Decree 24/2023 and that the scope of the report is among those provided for in Art. 2 of Leg. Decree 24/2023.

Having ascertained the above conditions, the Supervisory Board shall conduct an internal investigation in order to reconstruct and verify the reported facts. To this end, the Board may also employ external consultants, at the Company's expense, or one or more corporate functions depending on the scope of the report, always preserving the strictest privacy and confidentiality in handling the identity of the Whistleblower, the Person concerned and the scope of the report.

The Supervisory Board shall define the investigation methods and, if deemed appropriate, may propose a direct meeting with the Whistleblower or persons they believe that may provide important information for proper Report handling.

After completing the investigation, the Supervisory Board, in team with the appointed external consultants, if any, shall prepare a final report in which the results of the investigation carried out will be indicated.

Regardless of the conclusion of the investigation, the Supervisory Board shall notify the Whistleblower, via the reporting channel referred to in paragraph 7.3 above, of the Follow-up provided or intended to be provided on the Report within a period of three months from the date of acknowledgement of receipt or, failing that, from the expiration of the seven-day term from the Report submission.

Upon completion of the investigation, if the report is found to be well-founded, the Supervisory Board shall inform the Whistleblower, via the reporting channel referred to in paragraph 7.3 above, of the conclusion of the investigation and will share the investigation results with the company management in order to adopt any consequent disciplinary/sanction measures and take possible improvement actions.

If the report is found to be unsubstantiated, the Whistleblower shall be informed via the reporting channel mentioned in Section 7.3. above, and the report shall be archived.

Archived reports may be reopened if new information, documents or facts are provided, which may help ascertain the grounds for whistleblowing, there including those documents or information gathered by the Supervisory Board as part of their supervisory and control activities on the effective implementation of the Organisation Model, or within the scope of reports made by other Whistleblowers.

The Supervisory Board shall also inform the relevant corporate bodies of the investigation completed and of the outcome of the verification activities carried out, always observing the privacy of the identity of the Whistleblower- if known- of the Person concerned and of the persons otherwise mentioned in the report.

All reports received via the IT *tool* mentioned in Section 7.3. above shall be automatically coded and recorded. Paper and/or computer documentation related to the report shall be filed in accordance with Section 7.6.

## **7.6. RETENTION OF REPORTS**

Internal and external reports, as well as the related documentation, shall be retained for the period of time strictly necessary to process the report and in any case no longer than 5 years from the date on which the final outcome of the reporting procedure is advised.

When, on request of the Whistleblower, the Report is made orally during a meeting, this shall - with the consent of the Whistleblower - be documented by the Supervisory Board either by recording on a suitable storage and playing device or by drawing up minutes.

In the event that meeting minutes are drawn up, the Whistleblower may verify, correct and confirm these minutes by signing them.

In order to ensure proper processing and traceability of reports and related inquiry activities, the Supervisory Board shall prepare and update a dedicated system for processing, monitoring and reporting whistleblowing, ensuring that all relevant supporting documentation is archived.

To this end, the Supervisory Board shall ensure that the original documentation pertaining to the reports, as well as the working papers related to the report investigations and audits, are kept in special paper/computer files with the highest standards of security/confidentiality consistent with regulatory provisions and in accordance with specific internal rules.

The personal data of the persons concerned and/or mentioned in the reports shall be protected under applicable law and pursuant to the company's privacy procedures.

## **8. SANCTION MEASURES**

### **8.1. ADMINISTRATIVE FINES APPLIED BY ANAC**

As stipulated in Art. 21 of Leg. Decree 24/2023, without prejudice to other liability profiles (civil, criminal, administrative and disciplinary ones), ANAC may apply the following administrative pecuniary sanctions to the liable party (Company or natural person):

- 10,000 to 50,000 EUR when it is ascertained that retaliation has been committed or when it is ascertained that the report has been obstructed or attempted to be obstructed or that the confidentiality obligation under Article 12 of Leg. Decree 24/2023 has been breached;
- 10,000 to 50,000 EUR when it is ascertained that no reporting channels have been set up, that procedures for submitting and processing reports have not been adopted, or that the procedures adopted do not comply with those referred to in Articles 4 and 5 of Leg. Decree 24/2023, as well as when it is ascertained that the reports received have not been verified and analysed;
- 500 to 2,500 EUR in the case referred to in Article 16, par. 3, Leg. Decree 24/2023, unless the Whistleblower has been convicted, even at first instance, of the crimes of libel or slander or otherwise of the same crimes committed by reporting to the judicial or accounting authority.

### **8.2. DISCIPLINARY MEASURES**

Appropriate disciplinary/sanction measures shall be taken against the person responsible for the reported wrongdoing, as provided for or referred to in Organisation Model 231, in the industry CCNL (National Collective Labour Agreement), and - where applicable - the Disciplinary Code of the company concerned.

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Disciplinary sanctions shall also be applied to the Whistleblower in the event of loss of protection from retaliation, referred to in Section 6.8. of the Procedure.

### **9. HYDRO HOLDING STAFF TRAINING AND INFORMATION**

In order to encourage the use of internal reporting systems and to foster spreading of a legality culture, Hydro Holding shall explain to their employees and collaborators the internal reporting procedure adopted, in a clear, accurate and comprehensive manner. Hydro Holding shall also ensure that information is provided to all employees and individuals who collaborate with the company in a timely manner, not only in relation to the reporting procedures adopted, but also as regards knowledge, understanding and dissemination of the objectives and aims underlying the reports.

Information regarding the reporting channel, procedures and requirements to meet for submitting reports/whistleblowing shall be available and displayed:

- in workplaces as well as all locations accessible to persons who, although not attending workplaces, have a legal relationship with Group Companies within the scope of this Procedure;
- on Hydro Holding S.p.A.'s website: <https://www.hydro-holding.com>.

Information on the conditions for submitting external reports and public disclosure, as well as on reporting retaliations to be communicated to ANAC pursuant to Section 6.6 shall be provided with the same methods.

### **10. ANNEXES**

ANNEX 1 - PRIVACY POLICY

ANNEX 2 - EXTERNAL REPORTING CHANNEL ANNEX 3- PUBLIC

DISCLOSURE

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### **ANNEX 1 - DISCLOSURE PURSUANT TO ART. 13 OF EU REGULATION 2016/679 GENERAL DATA PROTECTION REGULATION ("GDPR")**

Personal data within the scope of whistleblowing shall be processed in accordance with the Regulation (EU) 2016/679 on the Protection of Personal Data of Natural Persons (GDPR), as well as any other applicable laws and/or regulations to the extent compatible with the GDPR itself, and the specific notice published on Hydro Holding's website.

Any exchange and transmission of information involving the processing of personal data by EU institutions, bodies, or agencies shall also be in accordance with Regulation (EU) 2018/1725.

The protection of personal data should be ensured not only for the reporting person or Whistleblower, but also for other persons to whom privacy protection applies, such as the facilitator, the person concerned, and the person mentioned in the report as subjects "concerned" in data processing.

As part of report handling, the following shall be processed: personal data of the Whistleblower, where the report is in the name of a person, as well as personal data of the reported person, such as first name, last name, position held, etc., and personal data of any third parties, as well as any additional information collected within the scope of the investigation that is necessary and appropriate to ascertain and verify whether the report is substantiated or not.

Hydro Holding S.p.A. acts as the data controller of its employees' personal data within the scope of the employment relationship.

It is understood that any processing of personal data carried out by the various functions of the company concerned, the Control Bodies, the Supervisory Board and as part of the report handling process shall be the responsibility of the Data Processors and persons authorised to process personal data in their respective areas, in accordance with law provisions and in compliance with the provisions of this regulatory tool.

The report handling process is based on the principle of *"guarantee of confidentiality and anonymity"* and the *"principle of Whistleblower's privacy"*. Therefore the greatest confidentiality shall be assured during the internal process of ascertainment.

Data subjects will be able to exercise their rights under the GDPR, where required by applicable legislation, by sending a notice by e-mail to the addresses below:

odv@hydro-holding.com

The right to appeal to the data protection authority, which has jurisdiction over unlawful data processing, is also guaranteed. In the event of risk that the exercise of the rights granted to the data subject in Chapter III of the GDPR may result in actual and concrete prejudice to the privacy of the Whistleblower's identity, and that the ability to effectively verify the substantiation of the Report or to gather the necessary evidence may be compromised, we reserve the right to limit or delay the exercise of such rights, in accordance with the provisions of applicable legislation.

Under no circumstances will the reported person or the person mentioned in the report, with reference to their personal data processed within the scope of the report, public disclosure or complaint, be able to exercise the rights that Regulation (EU) 2016/679 normally grants to data subjects. Actual and concrete prejudice to the privacy protection of the Whistleblower's identity could result from the exercise of these rights. In such cases, therefore, the reported person or the person mentioned in the report shall also not be allowed, where they believe that the processing concerning them violates said rights, to contact the data controller and, failing a response from the latter, to file a complaint with the Data Protection Authority.



## **ANNEX 2 - EXTERNAL REPORTING CHANNEL**

The competent authority for external reporting, including from the private sector, is ANAC. It is possible to report to the Authority only where one of the following conditions is met:

- there is no provision within the Work Context for mandatory activation of an internal reporting channel or this channel, even if mandatory, is not active or, even if activated, does not comply with the provisions of this Annex;
- if the Whistleblower has already made an internal report which has not been followed up;
- when the Whistleblower has reasonable grounds to believe that, if he or she submitted an internal report, the report would not be effectively followed up or that the same report might result in retaliation;
- where the Whistleblower has reasonable grounds to believe that the breach may pose an imminent or obvious danger to the public interest.

The reporting channel established by ANAC, like the internal channels, shall be suitable to ensure, including through encryption tools, the identity privacy of the Whistleblower and the persons concerned in the report, as well as confidentiality of the report content and the related documentation.

Again, reports can be submitted either through a computer platform or orally, (through telephone lines or voice messaging systems) and, if requested by the Whistleblower, through a face-to-face meeting to be scheduled within a reasonable time.

If the external report was submitted to a non-competent entity, it shall be forwarded, within seven days after receipt, to ANAC, informing the Whistleblower of the transmission. ANAC shall be required to:

- provide any person concerned with information on the use of the external reporting channel and the internal reporting channel, as well as on the protection measures under Leg. Decree No. 24/23;
- serve a notice of receipt of the Report on the person concerned within seven days from the date of its receipt, unless explicitly requested otherwise by the Whistleblower, or unless ANAC believes that the notice would undermine the privacy protection for the Whistleblower's identity;
- keep contacts with the Whistleblower and request him or her additional information, if necessary;
- diligently follow up on the Reports received;
- carry out the preliminary investigation necessary to follow up on the Report, including through hearings and document acquisition;
- provide feedback on the Report within a period of three months or, if there are justified and substantiated reasons, within six months from the date of notice of receipt of the

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external report or, in the absence of such notice, from the expiration of the seven-day term after receipt;

- notify the Whistleblower of the final outcome.

ANAC may not follow up on Reports reporting minor breaches and proceed to their filing.

Confidentiality obligations shall be ensured even if the Report is received through channels other than those provided for this purpose, or through personnel other than those in charge, to whom, however, the Report shall be forwarded without delay.

For the purposes of Report handling, ANAC shall employ appropriately trained personnel to provide the persons concerned with information on the use of internal and external reporting systems and the protection measures they are entitled to.

### **ANNEX 3- PUBLIC DISCLOSURE**

It is possible for the Whistleblower to make a public disclosure by enjoying the the protection envisaged.

A Whistleblower who makes a public disclosure can enjoy the protection framework if one of the following conditions is met:

- the Whistleblower previously submitted an Internal and External Report, or directly made an External Report and no response has been given within the time terms established regarding the measures planned or taken to follow up the reports;
- the Whistleblower has reasonable grounds to believe, based on factual circumstances and thus, not on mere inferences, that the breach may constitute an imminent or obvious danger to the public interest;
- the Whistleblower has reasonable grounds to believe that the external report may lead to retaliation or may not be effectively followed up because of the specific circumstances of the particular case, such as those where evidence may be concealed or destroyed or where there is well-founded fear that the Whistleblower may be colluding with or involved in the reported breach.

Confidentiality/privacy protection shall not apply in the event that the Whistleblower has intentionally revealed his or her identity through, for example, web platforms or social media. The same shall apply in the event that the person directly contacts a journalist. In this case, the rules on journalists' professional secrecy, with reference to the source of the news, shall remain unaffected.

Where, on the other hand, the disclosing person does not reveal his or her identity (e.g., by using a pseudonym or nickname in the case of social media), such disclosures shall be tantamount to anonymous reporting.