

HANDLING OF WHISTLEBLOWING REPORTS

Rev. 00 of 06.10.2023



CONTENTS

0 SUMMARY OF CHANGES COMPARED TO THE PREVIOUS VERSION

1 PURPOSE AND AIM OF THE PROCEDURE

2 SCOPE OF APPLICATION

3 SUBJECT OF THE REPORT OR PUBLIC DISCLOSURE

4 CHARACTERISTICS OF REPORTS

5 HANDLING OF ANONYMOUS REPORTS

6 REPORTING MANAGEMENT PROCEDURE

7 EXAMINATION AND EVALUATION OF REPORTS

8 PROTECTIONS FOR THE REPORTER AND THE REPORTED PERSON

9 PRIVACY POLICY

0. SUMMARY OF CHANGES COMPARED TO THE PREVIOUS VERSION

Not applicable as it constitutes the first version.

1. PURPOSE AND AIM OF THE PROCEDURE

The purpose of this procedure is to establish clear and identified information channels to ensure the receipt, analysis and processing of reports - open, anonymous and confidential - relating to alleged unlawful conduct relevant under Legislative Decree no. 231/2001 and/or violations of the Model and/or the Code of Ethics and to define the activities necessary for their proper management by the Supervisory Board in accordance with the provisions of Legislative Decree no. 24/2023. Furthermore, this procedure is aimed at:

- (a) ensuring the confidentiality of the personal data of the reporter and of the alleged perpetrator of the violation, without prejudice to the rules governing investigations or proceedings instituted by the judicial authorities in relation to the facts that are the subject of the report, or in any event disciplinary proceedings in the event of reports made in bad faith;
- (b) adequately protecting the reporting person against retaliatory and/or discriminatory conduct, direct or indirect, for reasons linked 'directly or indirectly' to the reporting;
- (c) ensuring a specific, independent and autonomous channel for reporting.

2. SCOPE OF APPLICATION

These regulations apply to the Recipients of the Model and/or the Code of Ethics, in particular to:

- **Employees;**
- **Self-employed persons**, freelancers and consultants working for MBF S.p.a;
- Paid and unpaid **volunteers and trainees** working at MBF S.p.a;
- **Shareholders** (natural persons);
- For all of the above, the protection also applies during the probationary period and before or after the establishment of the employment or other legal relationship;
- **Persons with functions of administration, management, control, supervision or representation**, including where such functions are exercised on a de facto basis, in private sector entities.

Lgs. D. 24/2023 sets forth that protection is granted not only to the above-mentioned persons submitting reports, public disclosures or whistleblowings, but also to those persons who, however, could be the recipients of retaliation, undertaken even indirectly, by reason of their role in the reporting, public disclosure or whistleblowing process and/or of the particular relationship that binds them to the reporting individual or whistleblower.

Protected Persons other than whistleblowers, submitters of reports or public disclosures are:

- **Facilitator**, a natural person who assists the individual making the report in the reporting process, operating within the same work context and whose assistance must be kept confidential.
- **Persons in the same work context** as the individual making the report, whistleblower or person making a public disclosure and who are related to them by a stable emotional relationship or kinship up to the fourth degree.
- **Work colleagues** of the individual making the report, whistleblower or person making a public disclosure, who work in the same work environment as the individual making the report or whistleblower and who have a habitual and current relationship with that person.
- **Entities owned** - exclusively or in majority by third parties - by the individual making the report, whistleblower or public discloser.
- **Entities** where the individual making the report, whistleblower or person making a public disclosure works (art. 3, par. 5, lett. d)).
- **Entities operating in the same work environment** as the individual making the report, the whistleblower or person making a public disclosure.

3. SUBJECT OF THE REPORT OR PUBLIC DISCLOSURE

The subject of the report is the commission or attempted commission of one of the offences set forth by Legislative Decree 231/2001 and Law 146/06, or the violation or fraudulent evasion of the principles and prescriptions of the Organisation and Management Model and/or of the ethical values and rules of conduct of the Company's Code of Ethics, of which one has become aware by reason of the functions performed.

Reports may concern:

- Civil wrongs
- Administrative offences
- Illegal conduct relevant under Legislative Decree no. 231/2001, violations of the organisation and management models provided for in Legislative Decree no. 231/2001;
- Criminal offences;
- Accounting offences;
- Irregularities - are no longer included among breaches of national law, but may constitute "concrete elements" (symptomatic indices) - as referred to in art. 2, par. 1, lett. b) Legislative Decree 24/2023 - such as to lead the individual making the report to believe that one of the breaches provided for in the decree might be committed;
- Offences committed in breach of the EU legislation listed in Annex 1 to Legislative Decree No. 24/2023 and of all national provisions implementing it (even if these are not expressly listed in the aforementioned annex) (art. 2, par. 1, lett. a) no. 3);
- Acts or omissions detrimental to the financial interests of the European Union (art. 325 TFEU measures in the fields of prevention of and fight against fraud and any other illegal activities affecting the Union's financial interests) as identified in EU regulations,

Information on reportable violations does not include information that is clearly unsubstantiated, information that is already fully in the public domain, as well as information acquired only on the basis of indiscretions or rumours that are not very reliable (so-called rumours).

Information on violations must relate to conduct, acts or omissions of which the individual making the report or whistleblower has become aware within the work context.

4.CHARACTERISTICS OF REPORTS

Reports must:

- BE CLEAR;
- IDENTIFY THE CIRCUMSTANCES OF TIME AND PLACE IN WHICH THE REPORTED EVENT OCCURRED;
- DESCRIBE THE FACT;
- DESCRIBE THE GENERALITIES OR OTHER ELEMENTS THAT MAKE IT POSSIBLE TO IDENTIFY THE PERSON TO WHOM THE REPORTED FACTS CAN BE ATTRIBUTED.

It is also useful to attach documents that may provide evidence of the facts being reported, as well as an indication of other persons potentially aware of the facts.

5.HANDLING OF ANONYMOUS REPORTS

Anonymous reports received through internal channels are treated in the same way as ordinary reports. In cases of anonymous whistle-blowing, reporting to judicial authorities or public disclosure, if the reporting person is subsequently identified and retaliated against, retaliation protection measures apply.

6.REPORTING MANAGEMENT PROCEDURE

If a reporting person has a reasonable suspicion that one of the breaches indicated in the preceding paragraph has occurred or may occur, he/she has the option of making a report in the following ways:

- Open report, through the e-mail address odvmbf@gmail.com or by mail addressed to MBF S.p.a. Via Nuova Padovana 3/a - 37040 Veronella (Vr) to the attention of the Supervisory Board (specifying "confidential report" on the envelope).
- Anonymous report, by the special reporting box located inside the production department of MBF S.P.A., specifying 'confidential report' on the envelope.

Reports may be:

- in writing, also in computerised form (e-mail/website);
- in oral form, alternatively through telephone lines or face-to-face meetings (upon request forwarded to the SB).

The manager:

- issues the reporting person with an acknowledgement of receipt of the report within seven days of receiving it;
- maintains communication with the reporting person;
- properly follows up on reports received;
- provides feedback to the reporting person.

The site indicates:

- information about the internal and external channels used, and there must be a clear indication that reports must specify that you wish to keep your identity confidential and benefit from the safeguards provided in the event of any retaliation.

If the report is considered to be a 'whistleblowing report', it must be forwarded, within seven days of its receipt, to the competent person, with simultaneous notification of the transmission to the reporting person.

Although the Company, in accordance with the Code of Ethics, considers non-anonymous reports preferable, anonymous reports are, however, also admissible, as indicated above.

Anonymous reports are only accepted if they are adequately substantiated and capable of bringing to light specific facts and situations, and will therefore only be taken into consideration if they do not appear irrelevant or without grounds.

The requirements of good faith and truthfulness of the facts or situations reported remain unaffected, in all cases and for the protection of the reported person.

7.EXAMINATION AND EVALUATION OF REPORTS

The body in charge of receiving and analysing reports is the Supervisory Board, which does so in compliance with the principles of impartiality and confidentiality, carrying out any activity deemed appropriate.

The Supervisory Board directly carries out all the activities aimed at ascertaining the facts that are the subject of the report. It may also avail of the support and cooperation of internal structures and functions or external consultants when, due to the nature and complexity of the checks, their involvement is necessary.

In any case, the reporter's right to confidentiality is preserved throughout the handling of the report. In summary, the activities that the reporting management process is divided into are: receipt, investigation and assessment.

Reception: the Supervisory Board receives reports.

Investigation and ascertainment: the Supervisory Board assesses the reports received, making use, depending on their nature, of the internal structures of the Company to carry out in-depth investigations on the reported facts.

The SB may directly hear the author of the report, if known, or the persons mentioned in it.

At the outcome of the preliminary investigation, it takes the consequent decisions, stating the reasons, filing, where appropriate, the report or requesting the Company to proceed with the assessment for disciplinary and sanctioning purposes of what has been ascertained.

If the investigations carried out reveal a breach or if the SB has developed a well-founded suspicion that an offence has been committed, it shall promptly notify the Chairman and, at the first possible meeting, the Board of Directors of the report and its assessments.

Reports sent for the purpose of harming or otherwise prejudicing the reported person are a source of liability for the reporting person in disciplinary and other competent fora.

To this end, if in the course of the checks the report received proves to be intentionally defamatory or unfounded and made with wilful misconduct or gross negligence, in line with the above, the Company may apply appropriate disciplinary measures.

In order to ensure the reconstruction of the different stages of the process, the SB is required to document, by means of computerised and/or paper documents, the reports received, in order to ensure the complete traceability of the actions undertaken to perform its institutional functions.

In the event of reports made in obvious bad faith, the Supervisory Board reserves the right to file them, deleting the names and elements that might allow the identification of the persons reported.

Paper documents are filed in an identified place to which access is permitted to the Supervisory Board or to persons expressly authorised by the Supervisory Board.

8.PROTECTIONS FOR THE REPORTER AND THE REPORTED PERSON

MBF S.p.a., in compliance with the relevant legislation and in order to encourage the reporting of offences, ensures the confidentiality of the reporter's personal data and the confidentiality of the information received; it also guarantees that reporting will not in itself constitute a breach of the obligations arising from the employment relationship.

Protection of the reporting person

It is the duty of the Supervisory Board to ensure the confidentiality of the reporting person from the moment the report is filed, even in the event that the report subsequently proves to be erroneous or unfounded.

Failure to do so constitutes a breach of this procedure and exposes the Supervisory Board to liability.

In particular, the Company guarantees that the identity of the reporting person will not be disclosed without his or her express consent, and all those involved in the handling of the report will be required to protect its confidentiality, except in cases where:

- the report is made for the purpose of harming or otherwise prejudicing the reported person (so-called 'bad faith' reporting) and there is liability for slander or defamation under the law;
- confidentiality is not enforceable by law (e.g. criminal investigations, etc.).

As regards, in particular, the scope of the disciplinary proceedings, the identity of the whistleblower may not be disclosed where the allegation of the disciplinary charge is based on investigations that are separate from and additional to the report, even if consequent to it.

If the charge is based, in whole or in part, on the report and knowledge of the identity of the reporting person is indispensable for the accused's defence, the report will be usable for the purposes of disciplinary proceedings only if the reporting person has consented to the disclosure of his/her identity.

Any form of retaliation or discriminatory measures against the reporting person, whether direct or indirect, on working conditions for reasons directly or indirectly linked to making the report, is neither permitted nor tolerated.

Discriminatory measures include unjustified disciplinary actions, demotion without justification, harassment in the workplace and any other form of retaliation that results in uncomfortable or intolerable working conditions.

Per misure discriminatorie si intendono le azioni disciplinari ingiustificate, demansionamenti senza giustificato motivo, molestie sul luogo di lavoro ed ogni altra forma di ritorsione che determini condizioni di lavoro disagiati o intollerabili.

Protection of the Reported person

In compliance with the legislation in force, the Company has adopted the same forms of protection to guarantee the privacy of the Reporting Person also for the person allegedly responsible for the violation, without prejudice to any further form of liability provided for by the law imposing the obligation to disclose the name of the Reported Person (e.g. requests by the judicial authorities, etc.).

This document is without prejudice to the criminal and disciplinary liability of the reporting person in “bad faith”, and any form of abuse of this procedure, such as manifestly opportunistic Reports and/or made with the sole aim of harming the reported person or others, and any other hypothesis of improper use or intentional instrumentalisation of the institution covered by this procedure, shall also give rise to liability in disciplinary and other competent fora.

9.PRIVACY POLICY

MBF S.p.a., the data controller of personal data, pursuant to the G.D.P.R., hereby informs you that your personal data acquired by means of this notification will be processed exclusively for purposes related to compliance with the obligations deriving from Legislative Decree. 231/2001, and used, and subsequently stored, mainly in paper form.

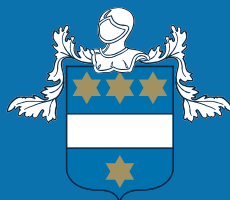
Acknowledging the legitimacy also of ‘anonymous’ reports, the provision of data appears to be optional, and a refusal to provide such data will not entail any consequences with regard to the validity of the work of the Supervisory Board.

The reporting person remains, in any case, personally liable for any defamatory content of his/her communications and MBF S.p.a., through its SB, reserves the right not to take into consideration reports produced in evident “bad faith”.

MBF S.p.a. would also like to note that the data provided must be relevant with respect to the purposes of the report, so that the Supervisory Board will be free not to follow up on reports concerning conduct or persons unconnected to the obligations arising from the legislative decree. 231/2001.

MBF S.p.A.

Via Nuova Padovana, 3/A - 37040 Veronella (VR) - Italia
Tel. +39 0442 450450 - Fax +39 0442 450451
sales@mbf.it - mbfspa@mbfspa.eu - www.mbf.it
Registro Imprese di Verona, P.Iva e C.F. 02754640239
R.E.A. N. 280086 - Capitale Sociale € 1.183.700,00 i.v.



MBF[®]