



WHISTLEBLOWING POLICY

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WHISTLEBLOWING POLICY

Approved by the SIT S.p.A. Board of Directors on November 9th, 2023

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1. Purpose and Scope of Application

The *Whistleblowing Policy* of the SIT group (hereinafter the "*Policy*") defines the procedures for making a report concerning violations. The *Policy* aims to provide clear operational guidelines regarding the subject, content, recipients, and methods of transmitting reports, as well as the forms of protection guaranteed to the involved parties, based on applicable regulations. SIT is committed to removing factors that may discourage or hinder the use of reporting, such as the fear of retaliation or discrimination.

The *Policy* applies to all Administrators, Managers, and employees of SIT S.p.A. (hereinafter "the Company") and its controlled companies, as well as to all other individuals (hereinafter also "Recipients") who collaborate with and act on behalf of the group of companies under the umbrella of SIT group ("the group"), in all countries where the group operates. If local regulations impose more stringent requirements, individual companies within the group may establish procedures and operational guidelines deviating partially from the principles outlined in this *Policy*, in accordance with applicable regulations.



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2. Terms and Definitions

Anonymous Report	Report without revealing the identity of the whistleblower.
Facilitator	Individual assisting a whistleblower in the reporting process, operating within the same work context, and whose assistance must be kept confidential.
Policy	The <i>Whistleblowing Policy</i> adopted by SIT S.p.A.
Recipients	All Administrators, Managers, and employees of SIT S.p.A. and its controlled companies, as well as all other individuals collaborating with and acting on behalf of the group of companies under SIT S.p.A. in all countries where the group operates. This includes, but is not limited to: <ul style="list-style-type: none">- Members of Administrative and Control Bodies, both internal and external;- Shareholders, investors, financiers;- Customers;- Suppliers, subcontractors, and business partners;- Professionals and external consultants;- Governments, public administrations, institutions, regulators;- Trade unions and industry associations;- Media, universities, and research centres.
Related Individuals	Individuals who have a personal or professional relationship with the Whistleblower, as defined in the relevant regulations.
Report	Communication, written or oral, made through the procedure described in the relevant <i>Policy</i> , of information about violations.
Reported Person	An individual or legal entity mentioned in the report as the subject to whom the violation is attributed or as a party otherwise implicated in the violation.
Reporting Handler	Functions responsible for managing the received report according to the channels defined in the <i>Policy</i> .
Retaliation	Any behaviour, act, or omission, even if only attempted or threatened, carried out because of the report and that causes or may cause unjust harm to the whistleblower, directly or indirectly.
SIT group Personnel	Employees of SIT and of SIT group Companies (at all organisational levels).
SIT group or the group	SIT and companies controlled by it under the terms of Article 2359 of the Civil Code.
SIT, the Company	SIT S.p.A., with registered office in Padua (PD), Viale dell'Industria n. 31/33, C.F. e P.IVA n. 04805520287.
Violations	Behaviours, acts, or omissions that constitute violations of laws and other applicable regulations at all levels (local, regional, national, international), which harm public interest or the integrity of public administration or any of the group's companies, and of which whistleblowers have become aware in a public or private work context.
Whistleblower	An individual who reports violations acquired within the scope of their work or collaboration with the SIT group.
Whistleblowing Regulations	The laws governing this matter and specified in the appendix to this <i>Policy</i> .
Whistleblowing/whistleblower	The term is a metaphor for the role of a referee or a police officer assumed by someone who calls attention to and requests action on unauthorized or illegal activities, to ensure they are stopped.
Work Context	Work or professional activities, current or past, through which, regardless of the nature of such activities, an individual acquires information about violations.



3. General Principles

SIT commits to uphold the following general principles in the management of the whistleblowing process and requires whistleblowers and other involved parties to adhere to them to the best of their abilities:

- **Confidentiality:** SIT ensures the confidentiality of whistleblowers, reports, and the information contained therein;
- **Proportionality:** Investigative activities conducted following the receipt of a report are appropriate, necessary, and proportionate to the intended purpose;
- **Impartiality:** Reports are analysed and managed objectively by those tasked with receiving them, regardless of their own opinions and interests;
- **Good Faith:** Protections for the Whistleblower apply even in cases where the report proves to be unfounded, provided that it was made in good faith. This means that the Whistleblower had reasonable grounds to believe that the information regarding the violations was truthful at the time of reporting.

4. Reports

4.1 What situations can be reported?

The following behaviours are reportable, presumed not on mere suspicion but **based on objective indications**, such as:

- I. Unlawful conduct relevant under Legislative Decree No. 231/2001 or violations of the organizational and management models provided therein;
- II. Violations of laws and other applicable regulations at all levels (local, regional, national, international) related to: public contracts; financial products and markets; prevention of money laundering and terrorism financing; product safety and compliance; transportation safety; environmental protection; radiological protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and personal data protection; and network and information system security;



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- III. Acts or omissions that harm the financial interests of the European Union or other countries;
- IV. Acts or omissions concerning the internal market, compromising the free movement of goods, persons, services, and capital, including violations of competition and state aid legislation, as well as violations of corporate tax laws or mechanisms aimed at obtaining a tax advantage that undermines the purpose or intent of applicable corporate tax laws;
- V. Acts or behaviours undermining the purpose or intent of applicable provisions in the above-mentioned sectors;
- VI. Violations causing or potentially causing any type of harm (e.g., economic, environmental, safety, or reputational) to SIT, its employees, and third parties such as suppliers, customers, business partners, or the external community;
- VII. Violations identified as relevant by locally applicable regulations governing Whistleblowing.

Additionally, ethical or compliance issues can be reported if they represent alleged violations, not on mere suspicion but based on objective indications, of:

- Values and principles established in the "*Code of Conduct*," "*Anti-Corruption Policy*," and the "*Ethical Code for Suppliers and Third-Party Intermediaries*";
- Group Policies and group Procedures (including, but not limited to, "*Diversity and Inclusion Policy*," "*Human Rights Policy*," "*Prevention and Management Plan for Harassment and Abuse*");
- Principles of internal control.

Reports may concern alleged violations in the areas below listed, in an illustrative and non-exhaustive manner:

- Administrative, accounting, or tax management;
- Corruption, fraud, embezzlement, money laundering, and self-laundering;
- Conflict of interest;
- Discrimination, harassment, bullying, and other labour law issues;
- Gifts and favors;
- Information Security;



- Privacy;
- Environment, Health, and Safety at Work.

4.2 Content and submission of reports

Recipients who become aware of violations are encouraged to promptly report the facts, events, and related circumstances. Reports must meet the following requirements:

- i. be made in good faith;
- ii. be detailed and based on precise and consistent factual elements;
- iii. concern verifiable facts known directly by the reporting party;
- iv. contain all necessary information to identify the perpetrators of the reported acts or conduct and any information useful to describe the subject of the report.

If possible and known to the Whistleblower, the report should include:

- whistleblower's name and contact details for further communication; however, reports can also be submitted anonymously, and SIT ensures anonymous Whistleblowers appropriate means to monitor their reports while respecting their anonymity;
- a detailed description of the events that occurred (including date and location) and how the Whistleblower became aware of them;
- the law, the internal regulation, etc., believed to have been violated;
- the name and role of the reported person(s) or information enabling their identification;
- the name and role of any other parties who can provide information on the reported events;
- Any documents or other evidence that can substantiate the reported events.

Manifestly unfounded, opportunistic, and/or reports made solely to harm the reported party, and any other instances of improper or instrumental use of the reporting mechanism, are prohibited, not considered, and may be subject to sanctions and/or legal actions if provided for by the regulations of the relevant state. In the case of false or defamatory reports, a malicious Whistleblower may be subject to criminal proceedings, and a disciplinary procedure may be initiated against them.



4.3 Who can make a report?

Reports mentioned in paragraph 4.1 concerning violations known within the scope of one's work context or collaboration with the SIT group can be made by all recipients of the *Policy* as defined earlier. Reports may involve facts or circumstances of which the reporting party became aware: when the employment or collaboration relationship had not yet begun, if information on violations was acquired during the selection process or other pre-contractual phases; during the probationary period; when the employment or collaboration relationship is ongoing; subsequently to the termination of the employment or collaboration relationship, if information on violations was acquired during the course of the relationship itself.

4.4 Guaranteed Protection Regime

Whistleblowers are provided with adequate protections, particularly concerning the confidentiality of their identity and the confidentiality of the information contained in the report, from the time of receipt and throughout all phases of report management, within the limits established by regulations.

If possible, the report should include the Whistleblower's name and contact details for further communication. However, reports can also be submitted anonymously, and SIT ensures anonymous Whistleblowers appropriate means to monitor their reports while respecting their anonymity.

The identity of the Whistleblower and any other information from which their identity can be directly or indirectly inferred cannot be disclosed, without the explicit consent of the Whistleblower, to individuals other than those competent to receive or follow up on the reports.

No form of retaliation (e.g., dismissal, suspension, failure to promote, demotion, etc.), discrimination, or penalty is permitted against the Whistleblower, or anyone involved in the investigation, for reasons directly or indirectly related to the report. It is further specified that even Whistleblowers who make anonymous reports are entitled to the aforementioned protections if they are subsequently identified and face retaliation.

The described protections are also extended to Facilitators as well as Related Individuals identified by applicable regulations. Finally, adequate forms of protection to ensure



confidentiality are provided, within the limits established by law, to individuals presumed responsible for the reported conduct or violations.

4.5 Whistleblowing Channels

A report can be submitted using multiple channels:

- Through the specially designed computer **tool** provided by the Company, accessible through the Company's intranet and on the corporate website within the section *Corporate Governance > Conduct codes and Policies > Whistleblowing Reporting System*;
- By regular mail to the address "**SIT S.p.A. Viale dell'Industria 31 – cap 35129 – Padova (PD)**", to the attention of the Human Resources Department, of the Governance, Risk & Sustainability Department, of the Legal Department, or the Internal Audit Manager. Anonymous reports can also be sent with the omission of the sender.

All listed channels are designed and managed securely to prevent unauthorized access to information and ensure the confidentiality of the Whistleblower's identity and other individuals involved in the investigations.

If an internal report concerns violations of the Organizational, Management, and Control Model adopted by one of the Italian companies (i.e., SIT S.p.A. e Metersit S.r.l.) of the SIT group under Legislative Decree No. 231/2001, Whistleblowers should preferably use the dedicated reporting channels activated by these companies:

- Reports sent via email to the email address of the Supervisory Body of the involved company: **odv@sitgroup.it** or **odv@etersit.com**;
- Reports sent by regular mail to the following address:

ODV – Sit S.p.A. or ODV – Metersit S.r.l.
Viale dell'Industria, 31/33 – 35129 Padova

For a detailed description of these two channels, please refer to the Organizational, Management, and Control Models adopted by the companies SIT S.p.A. and Metersit S.r.l. Anyone receiving a report falling under the scope of this *Policy* outside the dedicated channels, for any reason and by any means, must ensure the confidentiality of the received information. They are obligated not to disclose the identity of the Whistleblower, the Reported Person, or any other person mentioned in the report, or any information that



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would allow their identification, directly or indirectly. Additionally, this person must direct the Whistleblower to comply with the reporting procedure established by this *Policy* and/or submit the report using the dedicated channels established by the *Policy*. Finally, any information related to the report must be deleted once confirmation of receipt is received from the Reporting Handler.

Primarily, Whistleblowers are encouraged to use internal channels, and under certain conditions specified by applicable regulations, they can make an external report directly to the competent authorities according to the applicable local and/or international regulations.

4.6 Handling of Reports

The Company ensures that reports, regardless of the channel through which they are received, are managed with maximum confidentiality and privacy, data protection, and the absence of conflicts of interest. To this end, a dedicated internal procedure for managing reports has been established, aiming to verify the facts by involving the Human Resources Department, the Governance, Risk & Sustainability Department, the Legal Department, and the Internal Audit Manager. The Departments responsible for managing the reports are required to fulfil their function in good faith and professionalism, handling the reports with due diligence. They may perform other tasks and duties in addition to managing the report if this does not create a conflict of interest.

If a report is directed towards one of the Departments involved in the evaluation procedure, that Department will be immediately excluded from the process.

Once a report is received:

- a) The Whistleblower will be issued an acknowledgement receipt within **7 (seven) days** from the date of receipt;
- b) Communication will be maintained with the Whistleblower, who may be requested, if necessary, to provide additional information;
- c) Prompt follow-up will be given to the received reports, following the principles of confidentiality, timeliness, and impartiality, assessing the received report and initiating the necessary checks to ascertain whether, based on the information available, a violation has actually occurred;



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d) Feedback will be provided to the Whistleblower within **3 (three) months** from the date of the receipt acknowledgement or, in the absence of such acknowledgement, within 3 (three) months from the expiration of the 7 (seven) day period from the report submission. If it is possible to consider that the facts contained in the report constitute a crime, the Reporting Handler, in agreement with other competent corporate functions and group management, evaluates whether and when the information contained in the report should be reported to the competent judicial authorities, also based on applicable local regulations. Received reports, related verifications and analyses, and all reference documentation will be kept for the time necessary for handling the report and, in any case, not beyond the terms stipulated by the applicable regulations, starting from the date of communication of the final outcome of the reporting procedure, in compliance with confidentiality obligations. Reported Individuals are guaranteed the right to defence and/or to be informed of the outcome of the investigation, within the limits set by applicable local regulations.



5. Monitoring

The responsible Functions periodically report on the number and type of received reports and the outcomes of conducted activities to the competent bodies, as well as to local statutory oversight and control bodies (where present), ensuring the anonymity of the involved parties.

As part of this activity, an assessment will be made to determine whether the procedure described in this *Policy* is effective and achieves the defined objectives. If there are indications of changes in the operating environment or other elements that negatively impact the effectiveness of the reporting process, SIT will evaluate potential changes to the process itself.

6. Approval of the *Policy* and Subsequent Revisions

The *Policy* has been approved by the Board of Directors of SIT S.p.A. The Functions responsible for managing the reports, as defined above, are responsible for the periodic review and updating of the *Policy*, proposing any changes that also take into account the assessments of stakeholders. In the review process, the Ethics and Equal Opportunities Committee of SIT may also be involved.

Substantive changes to the document, if necessary, will be submitted for approval to the Board of Directors of SIT S.p.A. in agreement with the CEO & Chairman and the Corporate Sustainability Director.

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1.0	09/11/2023	First Version	09/11/2023



APPENDIX

Regulatory References

a) Whistleblowing Laws

The practice of reporting irregularities has been present since ancient times, but it is in recent decades that it has assumed a significant role in public discussions and legislations of many countries. Its growing importance is the result of a series of historical events that have highlighted the need to protect and support Whistleblowers in their crucial role as guarantors of transparency and accountability in institutions.

Legislation on Whistleblowing has evolved over time and is a dynamic process in which the European Parliament has also decided to intervene, aiming to create common general principles for all member states. For purposes directly related to this *Policy*, the following are mentioned as illustrative and not exhaustive references to the regulations and national and international conventions applicable in the main countries where the Company operates:

- Directive (EU) No. 2019/1937 on the protection of Whistleblowers in the European Union;
- Legislative Decree No. 24/2023, implementing the EU regulation on Whistleblowing;
- General Data Protection Regulation (EU) No. 2016/679, regarding the protection of personal data;
- Legislative Decree No. 196/03, as amended by Legislative Decree No. 101/20, concerning Privacy.

b) Internal Regulatory References

The *Policy* must be read and interpreted within the framework of the policies and procedures in force within the SIT group.

These policies are an integral part of the *Policy* and can be found on SIT's website (www.sitcorporate.it) and on the Company intranet ([We@SIT](#)).

Specifically, please refer to the following documentation:

- "*Code of Ethics*" of the SIT group;



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- *"Code of ethics for third-party suppliers and intermediaries";*
- group *"Code of basic working conditions";*
- group *"Code of non-discrimination and diversity";*
- group *"Human Rights Policy";*
- *"Procedures for the Selection and Hiring of Personnel"*
- Organization, Management and Control Models of SIT S.p.A. and Metersit S.r.l. according to Legislative Decree No. 231/2001 (the "**231 Model**") for the Italian companies of the group;
- *"Prevention and Management Plan for Harassment, Violence, and/or Discrimination in the Workplace".*