



Group

HYPHEN- GROUP S.R.L.

WHISTLEBLOWING POLICY

Handling Reports of Unlawful Conduct or Irregularities



HYPHEN- GROUP Srl

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INTRODUCTION

The term "whistleblowing" refers to the action of an employee, at any level and responsibility, through which a violation or irregularity committed in the interest or to the advantage of the Company is reported to the authorized bodies.

This procedure applies to Hyphen-Group S.r.l. ("Company") and aims to regulate a system for reporting irregularities within the Company's activities. In particular, the procedure incorporates the provisions of Legislative Decree No. 24 of March 10, 2023 (the "Whistleblowing Decree"), which implements Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23, 2019, concerning the protection of persons who report breaches of Union law and laying down provisions on the protection of persons who report breaches of national legislative provisions, which governs the protection of persons who report violations of national or European Union legislative provisions that harm the public interest or the integrity of public administration or private entities, of which they become aware in a public or private work context.

The procedure also complies with the regulations on the protection of personal data and, in particular, with the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27, 2016, on the protection of individuals with regard to the processing of personal data.

PURPOSE OF THE POLICY



This policy aims to regulate the methods of reporting misconduct or suspected illegal acts, regulating all phases of the process: from making the report, to receiving them by the recipients, to the analysis, treatment, and decision on the report, guaranteeing the confidentiality of the reporter and the reported individual and their safety from possible retaliatory and/or discriminatory actions following the report.

This document also aims to:

- Provide clear and precise instructions regarding the communication channels to be used, the subject, and the methods of making reports;
- Ensure the confidentiality of the identity of the reporter and the reported individual, subject to the rules governing the initiation of any judicial proceedings by national authorities in relation to the facts subject to the report, or disciplinary proceedings initiated by the Company in cases of bad faith reports;
- Adequately protect the bona fide reporting party against any form of retaliation, discrimination directly or indirectly related to the report;

- Initiate necessary actions against anyone making false reports in bad faith.

This policy is published on the website <https://www.hyphen-group.com> and on the portal <https://marketing.chalco.net/MarketingPortal>.

SUBJECT OF THE REPORTS



Behaviors, acts, or omissions that harm public interest or the integrity of public administration or the private entity, of which the Reporter became aware in the work context of Hyphen-Group S.r.l., can be subject to reporting.

WHAT ARE THE MAIN CONDUCTS SUBJECT TO REPORTING? As an example:

- Administrative, accounting, civil, or criminal wrongdoings;
- Unlawful conduct under Legislative Decree no. 231/2001 or violation of the organizational and management models provided by the same decree;
- Wrongdoings falling within the scope of application of EU or national acts listed in the specific annex to the decree or in the annex to Directive (EU) 2019/1937, in sectors such as public procurement, services, products and financial markets, prevention of money laundering and terrorist financing, product safety and compliance, transportation safety, environmental protection, radiation protection and nuclear safety, safety of left-handed foods and animal health and welfare, public health, consumer protection, privacy protection and network and information system security;
- Acts or omissions that harm EU financial interests;
- Acts or omissions concerning the internal market;
- Acts or behaviors that undermine the purpose or objective of EU provisions in the sectors referred to by the decree.

WHAT CANNOT BE THE SUBJECT OF REPORTING? Cases in which the whistleblower has a personal interest and the report relates solely to their employment relationship are excluded from the scope of application.

REQUIREMENTS OF THE REPORT

The report must:

- be submitted in good faith;
- be precise and complete;
- contain all the information available to the Reporter in relation to the reported facts or circumstances;
- be communicated through the established channels.
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- be communicated through the established channels.

AUTHORIZED REPORTING PARTIED



Reporting can be made by the following individuals:

- Shareholders and individuals with administrative, management, supervisory, oversight, or representational functions, even if such functions are exercised in fact, at Hyphen-Group S.r.l.;
- Freelancers who carry out their work at Hyphen-Group S.r.l.;
- Workers or collaborators who provide goods or services or carry out works on behalf of third parties at Hyphen-Group S.r.l.;
- Employees of Hyphen-Group S.r.l.;
- Freelancers and consultants who provide their services at Hyphen-Group S.r.l.;
- Volunteers and interns, both paid and unpaid, who provide their services at Hyphen-Group S.r.l.;
- Candidates during the selection phase if the information about violations was acquired during the selection process or in other pre-contractual phases, newly hired employees during the probationary period, former employees if the information about violations was acquired during the employment relationship.

IS IDENTIFICATION A FUNDAMENTAL REQUIREMENT FOR REPORTING?

The name of the reporter and the subject of the report will be treated with utmost confidentiality. However, the possibility of making anonymous reports is guaranteed. Nevertheless, unlike identified reports, anonymous reports must be more detailed and thorough to initiate the investigation.

REPORTING CHANNELS

The Decree, in Article 4, provides that private sector entities, after consulting with representatives or trade unions, activate their own reporting channels, which ensure, also through the use of encryption tools, the confidentiality of the identity of the reporting person, the person involved, and the person mentioned in the report, as well as the content of the report and related documentation. If a reporting party has reasonable suspicion that an unlawful behavior has occurred or may occur, they may communicate it using the following channels.



Computer platform: Allows the submission of written reports electronically and ensures confidentiality, also through encryption tools. The Platform is active 7 days a week, 24 hours a day, accessible via a link as indicated on the portal <https://marketing.chalco.net>. The platform allows for the uploading of attachments, video files, and audio files. Additionally, a voice messaging system will be available on the computer platform for making oral reports.

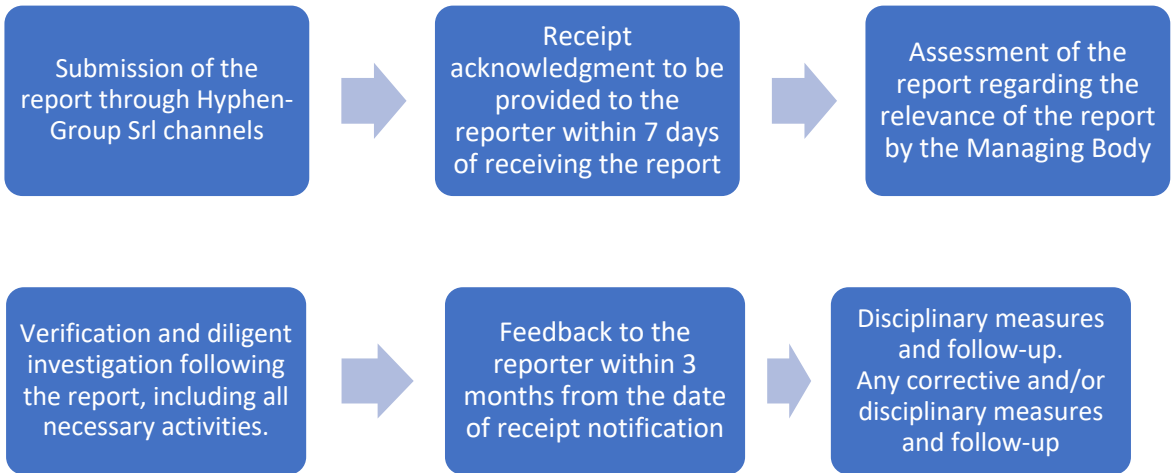


In-person meeting: Which will be organized within a reasonable timeframe, to be held with the designated personnel.



Regular mail: Reports can also be sent through regular mail service, by writing to the following address: Via Marconi 14, 37010, Affi (VR), specifying the addressee as the Managing Body. To ensure confidentiality, it is necessary for the report to be sent along with a photocopy of the identification document; the second with the report, in order to separate the identifying data of the reporting party from the report. Both must then be placed in a third sealed envelope labeled "confidential" to the manager of the report (Managing Body).

REPORTING PROCESS



THE MANAGER OF THE REPORTS



The company has identified a dedicated Office (Governing Body) as the Recipient and Manager of the reporting process, composed of personnel specifically trained for this purpose, namely: HR Manager, HR Assistant, and Legal Manager. The Governing Body is responsible for the preliminary checks of the admissibility of reports, as well as for monitoring the reports made. It promotes actions necessary for the widespread dissemination of this Policy and activities of information and training concerning the Policy and the underlying regulations, addressing the employee population of Hyphen-Group S.r.l. and, more generally, the recipients of the Policy.

If a member of the Committee is Involved in the Report, the Reporter may choose to address the Report only to the other members of the Committee, excluding the Person Involved in the Report.



In the event of a report being submitted to a different entity than the Managing Body, it must be forwarded to the Managing Body within 7 days, with simultaneous notification to the reporter.

REPORT EVALUATION

The Managing Body takes charge of the reports made through the channels provided by Hyphen-Group S.r.l in order to carry out a preliminary assessment regarding the relevance of the report to the scope of the Whistleblowing Decree.

The preliminary assessment may involve the possible need to request clarification or additional information from the reporter, through the reserved personal area or through specific channels. The report is always analyzed in full compliance with the principles of applicable law and regulations, including those regarding the processing of personal data. Within 7 days of receiving the report, the reporter is given confirmation of its receipt.

In case of a judgment of irrelevance or inadmissibility of the report, it will be archived and communicated to the reporter. Starting from the outcome of the preliminary assessment, the report is entered into a dedicated electronic Register of Reports. All phases of report management, as well as all actions taken, will be recorded in this Register.



WHEN CAN A REPORT BE ARCHIVED?

Example: It is considered unfounded due to the absence of factual elements related to the specified violations; when the reported misconduct is of a generic nature, making it difficult to understand the facts, or when the report of misconduct is accompanied by inappropriate documentation or documentation that fails to elucidate the content of the report itself; or when only documentation is provided without a report of misconduct.

INQUIRY AND INVESTIGATION

If the Governing Body deems the facts described in the report to be well-founded and relevant following the preliminary analysis, it proceeds to examine the report, initiating the corresponding internal investigation/inquiry phase.

The activities carried out during this phase are initiated in compliance with the timing prescribed by the relevant regulations and the principles of independence, professionalism, and confidentiality of verification activities.

To this end, the Governing Body (where deemed useful or necessary) may involve the company functions affected by the investigations and/or enlist the collaboration of any external parties appointed for this purpose.

In more detail, during this phase, the Governing Body will:



Conclude the investigation activities at any time if, during the course of the investigation, the unfounded nature of the report is demonstrated.



Ensure that the investigation is conducted fairly, impartially, and that the confidentiality of the Reporter's identity and all involved parties, including the Reported party, is protected.



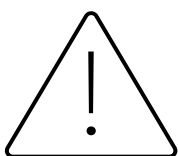
Ensure that appropriate measures are taken for the collection, processing, and storage of personal information, in compliance with current Privacy regulations.



Define the methods for informing the Reported party about the accusations against them and any disciplinary proceedings initiated against them, in order to ensure their right to defend themselves.



Ensure that all activities planned during the investigative phase are conducted with the utmost accuracy and promptness.



It is not the responsibility of the Governing Body to ascertain individual responsibilities of any nature or to conduct checks of legitimacy or merit on acts and measures adopted by the entity/administration subject to the report, under penalty of encroaching upon the competences of the individuals appointed for this purpose within each entity or administration, or of the judiciary.

The Governing Body drafts and keeps records of any meetings and investigations conducted.

OUTCOME OF THE INVESTIGATION AND CLOSURE OF THE REPORT

At the end of the investigative activity, the Oversight Body prepares a report on the activities carried out and the final evaluation regarding the report. Additionally, it will update the electronic Report Register with the outcome of the investigation and any disciplinary measures taken against the Reported, as well as any initiation of legal proceedings against them.



In the case of unfounded reports, the Oversight Body will proceed to archive the report, with corresponding annotation in the Report Register, and will notify the reporter accordingly.



In the case of reports that are clearly unfounded or made in bad faith, aimed solely at discrediting one or more individuals or the company, the Oversight Body involves the Board to take appropriate measures against the reporter, including the possibility of reporting them to the competent judicial authority. However, there are no sanctions or actions planned against those who report in good faith facts that are subsequently found to be unfounded after further investigation.

At the end of the investigation phase and in any case within three months from the date of receipt notification or, in the absence of such notification, within three months from the expiration of the seven-day period from the presentation, the Oversight Body informs the Reporter about the findings of the investigative activity.

PROTECTION OF THE WHISTLEBLOWER, REPORTED INDIVIDUAL AND OTHER PARTIES

Protection of the confidentiality of the report

In compliance with national and supranational regulations regarding protective measures to ensure the whistleblower's protection, Hyphen-Group S.r.l. guarantees confidentiality and privacy throughout the entire process of managing reports, concerning the whistleblower's identity and the information provided therein

The responsibility remains unchanged even if the report subsequently proves to be unfounded or irrelevant. Hyphen-Group S.r.l. also commits to protecting the whistleblower and the individuals involved in the reporting process from any form of retaliation, discrimination, and/or penalization related directly or indirectly to the report.

Disclosing the whistleblower's identity, as well as the information contained in the reports, is permitted only in exceptional cases, such as, for example:

- investigations by the competent national authorities;
- judicial proceedings;

- matters of public order. In the aforementioned cases, before disclosure occurs, the whistleblower is informed, unless doing so would prejudice any investigative activities and/or judicial proceedings.

Protection of the Reported Party

Hyphen- Group S.r.l., in order to prevent detrimental situations in the work environment, adopts the same protective measures to safeguard the confidentiality of the Reporter, even regarding the alleged perpetrator of the behavior or violation (the so-called Reported Party), except where the Company may be legally obligated to disclose the identity of the Reported Party (for example, if requested by the judicial authority). Furthermore, the Reported Party is ensured:

- the right to be informed within a reasonable timeframe about the accusations made against them and any disciplinary sanctions taken against them;
- the right to defend themselves by presenting their version of the events and any evidence useful for contesting the accusations made against them. In accordance with legal requirements or following specific requests from public entities (e.g., Administrative Authority), the personal data of the Reported Party may be disclosed to such entities.

Protection of other parties

The protective measures described above also apply to any third parties involved in the reporting, as specified below:

- Individuals who have provided support to the reporter in making the report (so-called "facilitators").
- Individuals within the same work context as the reporter, the person who has filed a report with the judicial or accounting authority, or the person who has made a public disclosure, and who are related to them by a stable emotional or familial bond up to the fourth degree.
- Colleagues of the reporter or the person who has filed a report with the judicial or accounting authority or made a public disclosure, who work in the same work context and have a habitual and current relationship with that person.
- Entities owned by the reporter or the person who has filed a report with the judicial or accounting authority or made a public disclosure, or for which they work, as well as entities operating in the same work context as those individuals.

PROTECTION OF CONFIDENTIALITY AND PERSONAL DATA PROTECTION

Confidentiality Obligation

Reports cannot be used beyond what is necessary to adequately follow up on them. The identity of the reporter and any other information from which it can be directly or indirectly inferred, cannot be disclosed without the express consent of the reporter, to persons other than those competent to receive or follow up on the reports, expressly authorized to process such data in compliance with the current legislation on the protection of personal data pursuant to Regulation (EU) 2016/679 (GDPR) and Legislative Decree 196/2003, as amended by Legislative Decree 101/2018.

In the context of disciplinary proceedings, the identity of the Reporter cannot be disclosed if the disciplinary charge is based on separate and additional findings from the report, even if subsequent to it. If the charge is partly or fully based on the report and the knowledge of the reporter's identity is essential for the defense of the accused, the report will be usable for disciplinary proceedings only with the express consent of the reporter to disclose their identity. In this case, notice shall be given to the reporter through written communication of the reasons for disclosing the reserved data.

Furthermore, the reporter shall be informed about the disclosure of reserved data in case of internal and external reporting procedures when the disclosure of the identity of the Reporter and the information is also necessary for the defense of the person involved.

Processing of Personal Data

Every processing of personal data, including communication between competent authorities, must be carried out in accordance with Regulation (EU) 2016/679 (GDPR). The communication of personal data by institutions, bodies, or agencies of the European Union is carried out in accordance with Regulation (EU) 2018/1725.

The management of reports and the related processing of data is carried out by Hyphen- Group S.r.l., as Data Controller, in compliance with the principles of necessity, proportionality, and lawfulness of processing as provided for by the GDPR. In accordance with the minimization principle set out in Article 5 of the GDPR, only personal data that are relevant and necessary for the purposes of this Policy may be processed.

Personal data that are manifestly not useful for processing a specific report are not collected or, if collected accidentally during the investigation phase, are immediately deleted.

Upon each Report, the Reported Party and other parties involved in the Report may not immediately receive specific privacy information regarding the processing of their data, where there is a risk that providing such information would compromise the ability to effectively verify the validity of the Report or collect necessary corroborating evidence.

Where possible, they should instead receive privacy information pursuant to Article 13 of the GDPR.

Private sector entities that share resources for receiving and managing reports transparently determine, through an internal agreement, their respective responsibilities regarding compliance with obligations relating to the protection of personal data.

DOCUMENT STORAGE

The reports and related documentation are stored for the time necessary for processing the report and in any case not exceeding five years from the date of communication of the final outcome of the reporting procedure, in compliance with confidentiality obligations and data protection regulations, by the management body.

When, at the request of the reporting person, the report is made orally during a meeting with the staff, it, with the prior consent of the reporting person, is documented by the staff through recording on a suitable device for storage and listening or through minutes. In the case of minutes, the reporting person may verify, rectify, and confirm the minutes of the meeting by signing them.

THE REPORT TO ANAC

The Reporting Party may resort to the external reporting channel of ANAC (National Anti-Corruption Authority) only and exclusively in the following cases:

The mandatory activation of the internal reporting channel is not provided for within their work context, or this channel, even if mandatory, is not active, or if activated, it does not comply with what is provided for in Article 4 of the Decree;

Lack of follow-up to a previously made internal report;

The Reporting Party has valid reasons to believe that, if they were to make an internal report, it would not be effectively followed up, or that the same report may result in the risk of retaliation;

The Reporting Party has valid reasons to believe that the violation may constitute an imminent or obvious danger to public interest. An external report to ANAC can be made by accessing the following link: Whistleblowing -www.anticorruzione.it