Whistleblowing Procedure

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1. Purpose and area of application

Legislative Decree no. 24 of 10 March 2023 implementing directive (EU) 2019/1937 of the European Parliament and the Council on the protection of persons who report breaches of Union law and containing provisions for the protection of persons who report breaches of national legislation (hereinafter the "Whistleblowing Decree") integrated the provisions governing reporting and amended Legislative Decree no.231/2001 by abrogating paragraphs 2ter and 2quater of art.6.

The provision therefore remains in effect (art. 6, paragraph 2 bis of Legislative Decree 231/01 as amended by art. 24 para.4 of Legislative Decree 24/23) stating that companies' organisational models under Legislative Decree 231 must provide for internal reporting channels (adopted under the new Whistleblowing Decree), prohibition of retaliation, and a disciplinary system adopted under art. 6, para. 2, letter e) of Legislative Decree 231/01.

IMS Technologies, in line with the provisions of its Code of Ethics, wishes to promote a corporate culture characterised by proper conduct and a good Corporate Governance system guaranteeing a working environment in which employees, external associates, directors, supervisory and control bodies, professionals and suppliers feel they can safely report any unlawful behaviour.

To this end, the Company, which has always been committed to conducting its business with honesty and integrity, acknowledges the importance of the reporting tool and, under art. 5 of the Whistleblowing Decree, adopts this procedure aimed at providing clear information on the channel, procedures and requirements for internal and external reporting.

The procedure is published on the web site www.imstechnologies.com.

Recipients of this procedure who have any doubts regarding its interpretation and application may contact the Group Head of HR, who will provide the necessary assistance in its interpretation.

2. Definitions

Work-related context: current or past work activities performed under a legal relationship with the Company, through which, irrespective of the nature of those activities, persons acquire information on breaches, and within which those persons could suffer retaliation if they reported such information to legal or accounting authorities.

Recipients: employees or members of company bodies of IMS Technologies, external associates who have a relationship of any kind with the Company, suppliers and their employees, and anyone else who has relations with IMS Technologies.

Facilitator: a natural person who assists a Reporting Person in the reporting process in a work-related context, and whose assistance should be kept confidential.

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

Reporting Person: a natural person who reports or publicly discloses information on breaches acquired in the context of his or her work-related activities.

Feedback: the provision to the Reporting Person of information on the action envisaged or taken as follow-up to the report.

Retaliation: any act or omission which occurs, or is merely attempted or threatened, prompted by reporting, notification of legal or accounting authorities, or public disclosure, and which directly or indirectly causes or may cause unjustified detriment to the reporting person.

Report: oral or written communication of information on breaches.

Internal reporting: oral or written communication of information on breaches provided through the internal reporting channel.

External reporting: oral or written communication of information on breaches provided through the external reporting channel.

Follow-up: any action taken by the recipient of a report to assess the accuracy of the allegations made in the report, the results of investigation, and any measures that may be adopted.

3. Responsibilities

Group Head of HR is identified as the "appointed person" in charge of the reporting channel.

The Group Head of HR is in charge of handling internal reports, performing the task in complete autonomy, with a budget set aside for the purpose.

This person is responsible for receiving reports, conducting a preliminary and in-depth examination thereof, reporting to the person concerned, following up on the report with the actions considered most appropriate, and protecting the confidentiality of the Reporting Person, the Person Concerned, the Facilitator and the documents concerning the report.

4. Guarantees

The Company guarantees the following through this procedure, the tools adopted and the internal control system:

- entrustment to a dedicated, independent person, or to an internal office with personnel specifically trained in management of the reporting channel;
- the confidentiality of the identity of the Reporting Person, the Person Concerned mentioned in the report in any way, the content of the report and the related documents;
- the confidentiality of information which could directly or indirectly reveal this identity;
- the possibility of remaining anonymous;
- internal written and oral reporting channels;
- prohibition of retaliation against the Reporting Person and the Facilitator;
- providing the Reporting Person with notification of receipt of the report within seven days of receiving it;

- providing feedback on the report within three months of the date of confirmation that it has been received, or, if no such confirmation is provided, within three months of the end of the seven-day period following presentation of the report;
- communication and information regarding internal and external reporting procedures and requirements;
- overseeing compliance with the measures adopted through this Procedure, as well as the risk of breaches of the prohibition of retaliation of any kind.

5. Reporting

5.1 Internal reporting channel

Reports may be made in written or oral form.

Reports in written form must be submitted through:

- the MyWhistleblowing app, on the web at www.imstechnologies.com
- ordinary post addressed to Group Head of HR, Sede di Calcinate (BG), via Cavalier Beretta, n.25 – 2405, marked with the word "RISERVATA" ("CONFIDENTIAL")
- text message to the number 0039.3498535177

Reports in oral form must be made through:

- telephone contact via the company's number 0039.3498535177
- voice message to the number 0039.3498535177
- oral interview, in response to a request submitted by the Reporting Person, with the Group Head of HR, also via telephone/messaging service.

If the report regards the Group Head of HR as a Person Concerned or involved in the incident in some way, so that the Reporting Person has reason to believe that there will be no appropriate follow-up if the incident is reported internally as described above, the Reporting Person may report the incident externally, to ANAC (see below, point 4.10).

If the report is made by the Group Head of HR as the Reporting Person, it may be made to members of the Supervisory Board, or it may be reported externally, to ANAC (see below, point 4.10).

5.2 Methods and content

The report, in whatever form it is submitted, must obligatorily be sufficiently supported with evidence, and include the information reported below, wherever possible, along with any pertinent documents:

- description of the breach (the incident, how the Reporting Person became aware of it, date, place)
- company structures/organisational units involved
- persons involved (the Person Concerned or other persons present at the time of the incident)

- any third parties who may be involved or could suffer damage as a result of the incident.

Anonymous reports will also be taken into consideration, provided they are sufficiently detailed and supported with evidence. Note, however, that anonymous submission of reports limits the possibility of effectively investigating and assessing the incident described in them, as it is not possible to exchange information easily with the Reporting Person. Moreover, the guarantee of anonymity is limited by law and when it conflicts with the right to defence of the persons involved.

N.B. *Reports must not be sent merely for the purposes of retaliation against the Company or its employees, external associates, consultants, customers, suppliers, etc., or merely for purposes of intimidation, or abuse of the reporting tool, through conduct which is defamatory or libellous against the Person Concerned and/or the Company or unfounded reports submitted with acts of fraud and/or gross negligence.*

5.3 Subject of reports

The following may be reported:

- unlawful conduct constituting one or more of the types of offence resulting in liability of the organisation under Legislative Decree 231/01;
- conduct which, while not constituting any type of offence, breaches the rules of ethics and conduct, procedures, protocols or provisions contained in the Company's Model or Code of Ethics;
- civil or penal administrative and accounting offences;
- illegal acts falling under the sphere of application of the following sectors: public contracts, services, financial products and markets, and prevention of money-laundering and financing of terrorism; product safety and compliance; safety in transportation; environmental protection; protection against radioactivity and nuclear security; safety of foods and animal feeds and animal welfare; public health; consumer protection; protection of private life, personal data protection, and security of information systems and networks;
- acts or omissions harming the financial interests of the European Union;
- acts or omissions pertaining to the domestic market and the market of the European Union, including breaches of regulations concerning competition and state aid, and violations regarding the domestic market connected with acts breaching regulations concerning corporate taxation or mechanisms aimed at obtaining tax benefits which thwart the purpose or the goals of the applicable corporate tax legislation;
- all other forms of conduct, acts or omissions harmful to the public interest or to the integrity of the Company.

5.4 Reception of reports and preliminary formalities

In the case of an oral report, if the report was submitted via a recorded telephone line or another recorded voice messaging system, the report will, with the consent of the Reporting

Person, be documented by the Group Head of HR by recording it on an appropriate medium for storage and playback, or through full transcription.

If the report was submitted via a telephone line that is not recorded or another voice messaging system that is not recorded, the report will be documented in writing with a detailed report on the conversation by the Group Head of HR.

If the Reporting Person requests a meeting, the Group Head of HR will perform the tasks required to ensure that the meeting takes place at an appropriate time (if possible, within 10 days of the request) and in a protected environment that will not endanger the confidentiality of the Reporting Person, while facilitating the conversation.

The statements made orally by the Reporting Person and/or the Facilitator during the meeting must be documented by recording them on a medium appropriate for storage and playback, or by drawing up a written report to be signed by the Reporting Person.

If a full transcription or detailed report is prepared, the Reporting Person may check, correct or confirm the content of the transcription by signing it.

When a written or oral report is received, the Group Head of HR begins a preliminary analysis:

- determining its significance, soundness and completeness, possibly with the aid of an external legal consultant committed to maintaining the confidentiality of the work performed;
- recording or filing the report, also ensuring the traceability and correct filing of the documentation in subsequent phases in the process.

Within seven days of receiving the report, the Group Head of HR will provide the Reporting Person with confirmation that the report has been received.

5.5 Follow-up on reports

The phase of in-depth investigation and analysis takes concrete form in the conducting of analyses, checks and assessments of the reports permitting identification, analysis and assessment of the elements confirming the substance of the incidents reported.

Following the preliminary analysis, the possible actions listed below will take place if:

1) the report is significant and complete, in which case it will be accepted, performing all the activities considered necessary, such as, for example: in-depth analysis, request for interviews, notification of the Supervisory Board, internal investigation;
2) the report is significant, but incomplete, in which case it will be accepted, performing all the activities considered necessary, such as, for example: acquisition of additional documentation, requests for interviews, internal investigation;
3) the report is insignificant, in which case the Reporting Person will be notified, and the report will be filed;
4) the report has been made in bad faith, in which case, in agreement with HR, the possibility of disciplinary sanctions against the Reporting Person and the Facilitator, if any, will be taken into consideration.

5.6 Internal investigation

Investigation must ensure that:

- reconstruction of the events is accurate and supported by documentary evidence;
- all rules and precautions protecting the confidentiality and/or anonymity of the Reporting Person are applied (storage of documentation, handling of verbal processes, acquisition of witnesses);
- every person involved in the investigation is informed of the statements made and the evidence acquired against him or her, and put in a condition to be able to reply to it;
- a detailed report is prepared on the results of the investigation;
- the investigation is thorough and of reasonable duration.

In this stage, the Group Head of HR may, if necessary, make use of the aid of external professionals in view of the complexity of the subject of the report, and/or work in collaboration with the Supervisory Board.

5.7 Closing the investigation

The investigation may conclude with:

- **a negative result**: in this case, the report is filed;
- **a positive result**: in this case, the result of the investigation conducted is sent to Management and/or to the supervisory and control bodies in order to allow the Company to adopt the necessary countermeasures and apply any appropriate disciplinary sanctions.

Upon conclusion of the investigation, a final report is prepared:

- summing up the investigation procedures and the evidence collected;
- stating the conclusions reached;
- providing recommendations and suggesting actions to be implemented to compensate for the breaches that have occurred and make sure that they are not repeated in the future.

All reports will be classified as "restricted", that is, strictly confidential.

5.8 Result of the report

The Group Head of HR will provide follow-up on the report within three months of the date on which reception of the report is confirmed, or, if no confirmation of reception was provided, within three months of the deadline of seven days after the presentation of the report.

5.9 Filing

Internal and external reports and the related documents are stored for the amount of time required to process the report, and in no case for more than five years from the date of notification of the final result of the reporting procedure, in compliance with the confidentiality obligations identified in article 12 of the Whistleblowing Decree and the principle identified in article 5, paragraph 1, letter e), of Regulation (EU) 2016/679.

5.10 External reporting

External reports may be presented to ANAC in written form, through the IT platform, or in oral form, through telephone lines or voice messaging systems made available for the purpose and published on the authority's internet site (www. https://www.anticorruzione.it/).

The Reporting Person may present an external report if one of the following conditions apply at the time of filing the report:

- use of the internal reporting channel is not obligatory in the workplace in question, or, even if it is obligatory, the channel is not active, or, even if it is active, it does not comply with the requirements of the Whistleblowing Decree;
- the Reporting Person has already made an internal report, but there has been no follow-up to it;
- the Reporting Person has good reason to believe that if an internal report were made, there would be no effective follow-up, or the report could produce a risk of retaliation;
- the Reporting Person has good reason to believe that the breach could constitute an imminent or clear threat to the public interest.

6. Protection of the Reporting Person

For all reports made in good faith, in compliance with the principles of the Whistleblowing Decree, the Code of Ethics, the Organisational Model and this procedure, independently of the communication channel employed, the Reporting Person will always be protected against acts of "retaliation", even merely attempted or threatened, resulting from the report, notification of legal or accounting authorities, or public disclosure of the incident.

A number of examples of behaviour constituting such retaliation, when performed as a result of the report, are provided below:

- dismissal, suspension, or equivalent measures;
- downgrading, or denial of promotion;
- changes in tasks or workplace,
- reduction of salary, changes to working hours;
- suspension of training, or any restriction of access to training;
- negative notes or references;
- adoption of disciplinary measures or other sanctions, including fines;
- coercion, intimidation, harassment or ostracism;
- discrimination or unfavourable treatment;
- failure to convert a temporary contract into a permanent contract, if the worker legitimately expected such conversion;
- failure to renew a temporary contract of employment, or cancellation thereof;
- damage, including damage to a person's reputation, particularly via social media, or economic or financial harm, such as loss of economic opportunities or of income;

- inclusion in illegitimate lists on the basis of an official or unofficial trade or industry agreement which could make it impossible for the person to find employment in the trade or industry in question in the future;
- advance conclusion or cancellation of a contract for the supply of goods or services;
- cancellation of a licence or permit;
- a request to undergo psychiatric or medical check-ups.