



Limonta Sport S.p.A.
Corso XXV Aprile, 167/B
22036 - Erba (CO)

Whistleblowing Regulation
- version December 2023 -

Limonta Sport S.p.A.

Whistleblowing

Regulation for the handling of reports of unlawful conduct and related forms of protection

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1. PURPOSE

This internal regulation (the "**Regulation**") defines the operating methods and responsibilities related to the generation, sending and examination of reports of alleged wrongdoing and possible violations of the Organisation, Management and Control Model of Limonta Sport S.p.A. ("**Limonta Sport**" or the "**Company**"), in accordance with the provisions of Legislative Decree No. 24 of 10 March 2023 (the "Whistleblowing Decree"), issued in implementation of EU Directive 2019/1937 of the European Parliament and the Council.

2. SCOPE OF APPLICATION

The Regulation allows persons who come into contact with the Company to report unlawful or allegedly unlawful conduct of which they have become aware in the context of their work:

- national or European Union regulations;
- provisions of Legislative Decree 231/2001;
- the Organisation, Management and Control Model and the Limonta Sport Code of Ethics.

The procedure cannot be used to file complaints or warranty claims.

3. DEFINITIONS

For the purposes of this document, the following terms shall have the meanings conventionally assigned to them in this paragraph 3:

Reporting Channel: each channel identified in the Rules through which Reports pursuant to paragraph 5 may be channelled.

Facilitator: a natural person assisting the Whistleblower in the reporting process, operating within the same work context and whose assistance must be kept confidential.

Manager: the Body in charge of managing and examining Reports concerning Breaches other than breaches of the obligations under Legislative Decree 231/2001 and the Company's Organisation, Management and Control Model, for which the SB is always responsible. It should be noted that the Manager has been appointed as data processor, pursuant to Article 28 EU Regulation 2016/679 ("**GDPR**").

SB: the Company's Supervisory Body pursuant to Legislative Decree No. 231/2001, which has the task of receiving, analysing and verifying the validity of Reports concerning Breaches of the obligations set forth in Legislative Decree No. 231/2001 and in the Company's Organisational, Management and Control Model (also with the possible support of other internal or external functions of the Company that may be the primary recipients of the Report itself). It should be noted that the members of the SB have been appointed as authorised processors, pursuant to Article 29 GDPR.

Retaliation: any conduct, act or omission, even if only attempted or threatened, committed by reason of the Whistleblowing and which causes or may cause the Whistleblower, directly or indirectly, unjust damage.

Whistleblower: anyone, whether an employee of the Company or a Third Party, who decides to make a Report concerning a Breach of which he/she has become aware in the context of his/her work.

Reported: the subject to whom the Reporting Party attributes the commission of the Breach that is the subject of the Report.

Reporting: communication, oral or written, even in anonymous form, by the Reporting Party concerning any Breach of which the Reporting Party has become aware by reason of the duties performed. As provided for in Article 1 of Legislative Decree 24/2023, the Reporting Officer's disputes, claims or requests linked to an interest of an exclusively personal nature of the Reporting Officer, pertaining

solely to his/her individual employment relationship or inherent to his/her relationship with hierarchically superior figures, must not be the subject of a Report.

Third party(ies): subject(s) in relations of interest with the Company (e.g. business partners, customers, suppliers, consultants, collaborators, etc.).

Violations: pursuant to Articles 1 and 2 of Legislative Decree 24/2023, conduct, acts or omissions that harm the public interest or the integrity of the public administration or the private entity and that consist of: **i)** administrative, accounting, civil or criminal offences, **ii)** unlawful conduct relevant pursuant to Legislative Decree no. 231/2001 (including violations of the Organisation, Management and Control Model and of the Company's Code of Ethics), **iii)** offences falling within the scope of application of European Union acts and of the national provisions implementing them; **iv)** acts or omissions affecting the financial interests of the European Union; **v)** acts or omissions concerning the internal market (e.g. violations concerning competition and State aid); **vi) acts** or conduct that frustrate the object or purpose of the provisions of European Union acts.

4. REFERENCE LEGISLATION

- Directive (EU) 2019/1937 of the European Parliament and of the Council;
- Legislative Decree No. 24/2023, which implemented Directive (EU) 2019/1937;
- Legislative Decree No. 231/2001;
- Law No. 179/2017 *as amended* on the subject of whistleblowing;
- Code of Ethics of the Company;
- Organisation, Management and Control Model of the Company.

5. OPERATING MODES

5.1 Signalling channels e

Pursuant to Legislative Decree No. 24 of 10 March 2023, the Company has set up internal Reporting Channels that guarantee the confidentiality of the identity of the Whistleblower, the Facilitator, the person involved and the person mentioned in the Report, as well as the content of the Report itself and of the relevant documentation. These Reporting Channels, which are alternative to each other and have the same purpose and effectiveness, are managed by specially appointed persons external to the Company (which does not have access to them), who meet professional, autonomous, independent and impartial requirements.

a) Reporting to the Manager in oral form

The Company allows the Reporting Party to make its Reports orally. Oral Reports are made through telephone lines to the address of the Reporting Manager (Tel. 0341.287976 - 0341.288467) or, at the request of the Reporting Party, through a face-to-face meeting set within a reasonable time.

The Report, if made through a meeting, telephone line or other non-recorded voice messaging system, shall be documented in writing by means of a detailed record of the conversation by the personnel in charge, with subsequent verification, correction and confirmation by the Reporting Party, with its own signature.

b) Reporting to the Manager in writing

The Report in written form may be made by means of the Form specially prepared and annexed to the Rules, which must be sent, also anonymously, by e-mail to segnalazioni@limontasport.com, to which only the Manager may have access, using a two-step identity verification system, or by ordinary mail to the Manager's registered office, always indicating the words "confidential documentation", to the following address:

Reporting manager Limonta Sport
c/o Campa Avvocati STA S.r.l.
Via G. Anghileri no. 2
23900 - Lecco (LC)

c) Reporting to the SB of Breaches relevant to Legislative Decree 231/2001

The possibility of making Reports, concerning unlawful conduct relevant pursuant to Legislative Decree no. 231/2001 (including violations of the Organisation, Management and Control Model and of the Company's Code of Ethics), also directly to the SB, by means of the methods and communication channels provided for by the Organisation, Management and Control Model and, in particular, by e-mail to odv_limontasport@stasis.it, shall remain unaffected.

The SB is also required, in the case of non-anonymous Reports, to ensure the confidentiality of the identity of the Whistleblower in the management of the Report. The original paper documents are kept in the special SB archive, accessible only to the members of the SB.

5.2. Content of the Report

Reports must relate to Breaches relevant for the purposes of this Regulation, as defined in Section 3, and must: **i)** be circumstantiated and based on precise and concordant elements, **ii)** describe facts that are ascertainable and known directly to the person making the report (i.e. not *de relato* or by mere *hearsay*), and **iii)** contain all the information necessary to unequivocally identify the perpetrators of the unlawful conduct.

Reports cannot therefore relate to generic suspicions, lacking factual and/or documentary evidence, or to news merely reported by third parties, if the reporting party has not taken note of the reported conduct even personally.

The Whistleblower, therefore, is required to indicate all the elements that may be useful to ascertain the justification of the facts reported, in order to allow the appropriate verifications in connection with the Report.

In particular, the Report must indicate:

- the particulars of the person making the Report, with an indication of his or her job title or position (if the reporting person does not wish to remain anonymous);
- the clear and complete description of the facts that are the subject of the Report and the manner in which they became known;
- the date and place where the event occurred;
- the name and/or role (qualification, professional position or department in which the activity is carried out) of the Person(s) who has/have engaged in the reported conduct;
- the possible presence of other stakeholders;
- the nature of the damage (e.g. corruption, environmental damage, etc.);
- the names and roles of any other persons who may report on the facts that are the subject of the Report;

- any documents that may confirm the accuracy of the reported facts;
- the possible presence of witnesses;
- any other information that may provide useful feedback on the existence of the reported facts.

Anonymous Reports shall only be accepted if they are duly substantiated and capable of bringing to light specific facts and situations that can be verified. They will only be taken into consideration if they are duly substantiated and do not appear irrelevant or groundless.

5.3 Receipt of Reports

Upon receipt of the Report, the Manager shall promptly fill in the **REGISTER OF REPORTS**, in which the following must be reported:

- the progressive identification number allowing its unique identification;
- the date of receipt;
- the Signalling Channel used;
- the classification of the Report, based on the preliminary assessment of its content (Relevant and Pertinent, Deficient, Non-Relevant);
- findings and conclusions.

Alerts must first be classified by the Manager using the following criteria:

- **Relevant and Relevant:** Reports that meet the requirements laid down in the Regulation, such as to allow the initiation of follow-up investigations, as well as falling within its scope. In particular, Relevant Reports are those that are circumstantiated and based on precise factual elements that cannot be interpreted in different ways, as well as concordant and converging in the same direction. Reports shall be deemed Relevant when they concern actions or omissions, committed or attempted: **i)** in violation of national or European Union regulations, as provided for in Article 1 of Legislative Decree no. 24/2023; **ii)** relevant pursuant to Legislative Decree no. 231/2001 (please refer to the Catalogue of predicate offences set out in the aforementioned Decree); **iii)** in violation of the Code of Ethics, the Organisation, Management and Control Model or a procedure, operational instruction, policy or regulation referred to therein;
- **Deficient:** Reports whose content is insufficient to initiate follow-up investigations, since they do not meet the requirements laid down in the Regulation. The Manager, in such cases, may ask the Reporting Party, at its own discretion, for further information necessary to start the investigations on the reported facts, possibly reclassifying the Report as Relevant, if elements are acquired to meet the requirements of the Regulation;
- **Non Relevant:** Reports that do not pertain to the scope of application of the whistleblowing regulations (Law No. 179/2017 and Legislative Decree No. 24/2023), as they relate to: **i)** Reported persons not having relations with the Company; **ii)** facts, actions or omissions that do not concern Violations relevant under the Regulations; **iii)** disputes, claims or requests related to an interest of a merely personal nature of the Reporting Party.

If the Manager receives a Report, through the Reporting Channels referred to in paragraphs 5.1 a) and 5.1 b), concerning unlawful conduct within the meaning of Legislative Decree No. 231/2001, a violation of the Organisation, Management and Control Model and/or of the Company's Code of Ethics, he/she shall forward it to the Supervisory Board, which shall follow it up in accordance with the provisions of the Rules.

If the Report is submitted to a person other than the Manager and the SB, it must be forwarded by that person, within 7 (seven) days of its receipt, to the competent body (Manager or SB), which will inform the Reporting Party of its receipt.

5.4 Withdrawal from the Handling of Reports for Potential Conflict of Interest

In the event that the Whistleblower coincides with the Manager, or if he/she has an interest connected to the Whistleblowing such as to compromise his/her impartiality and independence of judgement, he/she shall promptly inform the Board of Directors of the Company and shall abstain from the Whistleblowing process.

Similarly, if the Whistleblower coincides with a member of the Supervisory Board, or if the latter has an interest connected to the Whistleblowing such as to compromise its impartiality and independence of judgement, he/she shall promptly inform the SB as a collegial body, abstaining from the Whistleblowing management process. If the SB is single-member, the Report shall be sent to the Manager and the Board of Auditors (if they are not involved in the Report).

The Manager and the Supervisory Board, in the event of Reports concerning the members of the Board of Directors, shall immediately notify the Board of Auditors.

5.5 Activities to verify the validity of the Report

Within the framework of the management of the Reporting Channels, the Manager and/or the SB, who are entrusted with the management of the Reports, within their respective competences, perform the following activities:

- a) issue the Reporting Officer with an acknowledgement of receipt of the Report within 7 (seven) days from the date of receipt;
- b) maintain interlocutions with the reporting party and may request additions from the latter, if necessary;
- c) diligently follow up the Reports received;
- d) provide acknowledgement of the Report within 3 (three) months from the date of the acknowledgement of receipt or, in the absence of such notice, within 3 (three) months from the expiry of the period of 7 (seven) days from receipt of the Report.

Verification of the justification of the circumstances represented in the Report is entrusted to the Manager or to the Supervisory Board, for unlawful conduct relevant pursuant to Legislative Decree No. 231/2001 (including violations of the Organisation, Management and Control Model and of the Company's Code of Ethics), who shall do so in compliance with the principles of impartiality and confidentiality, carrying out any activity deemed appropriate, including the personal hearing of the Reporting Party and of any other persons who may report the facts.

The Manager and the SB, in carrying out the activities of ascertaining the merits of the Report, may avail themselves of the support of external consultants and/or of the cooperation of corporate structures and functions when, due to the nature and complexity of the verifications, their involvement is necessary. During the investigation of the Report, the right to confidentiality of the identity of the Reporting Party is guaranteed, unless this is not possible due to the intrinsic features of the investigations to be carried out. The same duties of conduct, aimed at guaranteeing the confidentiality of the Whistleblower, are also incumbent on the person, consultancy or internal, who provides his/her activity in support of the Manager and/or the SB.

At the end of the investigative activity, the Manager and/or the SB, if they do not consider that there are grounds for dismissing the Report as unfounded, shall prepare a report for the Board of Directors, setting out the context, the reference regulatory and procedural framework, the verification activities carried out, the relevant results, the documents or other elements proving the unlawful conduct or the breach committed, for the possible adoption of disciplinary measures against the Reported person by the Company.

Should the Manager and/or the SB, in the aforesaid report, indicate profiles for improvement, corrective actions and/or risk mitigation, these may be communicated, always in compliance with the principle of protecting the confidentiality of the Whistleblower, to the competent corporate departments, so that the necessary corrective and risk mitigation actions may be assessed and implemented, or all the improvement actions to protect the Company may be adopted.

Should the Manager and/or the SB, at the end of their investigative activity, ascertain that the Report is unfounded, they shall notify the Company, in order to assess the possible imposition of disciplinary sanctions against the Whistleblower, when his criminal liability for the offences of defamation or slander or, in any case, for the same offences committed with the report to the judicial or accounting authorities or his civil liability for the same offences, in cases of wilful misconduct or gross negligence, has been established, even by a first degree judgement.

5.6 Confidentiality and Prohibition of Retaliation

It is the duty of the Manager and of the SB, to the extent of their competence, to guarantee the confidentiality of the identity of the reporter and of any other information from which such identity may be inferred, directly or indirectly, from the moment the Report is taken in charge, even in the event that the Report should subsequently turn out to be erroneous or unfounded.

All the Reports received, irrespective of the Reporting Channel used, are filed and kept by the Manager and/or the SB, in order to protect the confidentiality of the Reporting party. The Report and the annexed documentation may not be viewed or copied by unqualified requesters.

The identity of the Whistleblower must be protected at every stage following the Whistleblowing, except when the Whistleblower's criminal liability for offences of defamation or slander or, in any case, for the same offences committed with the report to the judicial or accounting Authorities or his civil liability is established, even by a judgment of first instance, for the same reason, in cases of wilful misconduct or gross negligence, as well as in cases where anonymity is not enforceable by law (summary witness information taken by the Judicial Police, administrative authorities or inspections by supervisory authorities, etc.).

As regards, in particular, the scope of the disciplinary proceedings against the accused, the identity of the Whistleblower may be disclosed to the head of the corporate function in charge of disciplinary proceedings (Employer and/or HR Management) and/or to the accused only in cases where

- there is the express consent of the reporter; or
- the accusation of the disciplinary charge is based solely on the Whistleblowing and the knowledge of the identity of the Whistleblower is absolutely indispensable for the defence of the accused, as requested by the latter and motivated in writing. In such a circumstance, it is up to the holder of the disciplinary power (Employer and/or HR Management) to assess the request of the accused and whether the condition of absolute indispensability of the knowledge of the name of the Whistleblower for the purposes of the defence is met. If such a need is deemed to exist, the holder of the disciplinary power must make a reasoned request to

the Manager and/or the Supervisory Board, containing a clear and precise statement of the reasons why knowledge of the identity of the Whistleblower is indispensable.

The same duties of conduct, aimed at the confidentiality of the Whistleblower, incumbent on the holder of the disciplinary power as on the Manager and the SB.

In the event of transmission of the Report to other corporate structures/organisations for the performance of investigative activities, only the content of the Report should be forwarded, excluding - as far as possible - all references from which it is possible to trace, even indirectly, the identity of the Reporting Party.

The Company, pursuant to Law No. 179/2017 and Legislative Decree No. 24/2023, prohibits any act of retaliation or discrimination against the Whistleblower for reasons related, directly or indirectly, to the Whistleblowing and intends to prosecute within the terms of the law and with the disciplinary sanctions provided for in its Organisation, Management and Control Model:

- anyone who violates the measures to protect the whistleblower by adopting discriminatory conduct;
- anyone who, in bad faith, wilfully or with gross negligence, makes Reports that later prove to be unfounded.

The adoption of discriminatory measures against persons making Reports under the Regulation may be reported to the National Anti-Corruption Authority (ANAC), pursuant to the provisions of Legislative Decree no. 24/2023, to the National Labour Inspectorate, for the measures falling within its competence, as well as to the trade union organisation indicated by the Reporting Party.

5.7 Manner of filing and storing documentation

The Manager shall keep the **REGISTER OF REPORTS** and all the documentation received, in compliance with the confidentiality obligations set out in Legislative Decree 24/2023 and EU Reg. no. 679/2016, for the time necessary to process the Report and in any case no longer than 5 (five) years from the date of communication of the final outcome of the Reporting procedure.

Likewise, the SB keeps, in its Reports Register, the documentation relating to Reports relevant under Legislative Decree No. 231/2001, received from the Reporting Parties or the Manager.

5.8 External signalling.

The Whistleblower may make a Report of Violations to the ANAC (National Anti-Corruption Authority), through the appropriate channels set up by that Authority, only if the following conditions are met:

- the internal reporting channel is not activated in its own work context, or this channel, even if mandatory, is not active or, even if activated, does not comply with the requirements of Article 4 of Legislative Decree No. 24/2023;
- the Complainant has already made an internal Report and it has not been followed up;
- the reporting person has reasonable grounds to believe that, if he/she were to make an internal Report, the Report would not be effectively followed up or that the Report might lead to the risk of retaliation;
- the Complainant has grounds to believe that the breach may constitute an imminent or obvious danger to the public interest.

Annex - Form for sending Reports and contextual information pursuant to Art. 13 of the GDPR (EU Reg. No. 2016/679).



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Reporting Form
- version December 2023 -

Reporting Form
Limonta Sport S.p.A.

This form must be used when sending Reports of unlawful conduct, relevant under the Limonta Sport S.p.A. Whistleblowing Regulation.

AUTHOR OF THE REPORTED CONDUCT

DESCRIZIONE CIRCOSTANZIATA E DETTAGLIATA DEI FATTI E DEL COMPORTAMENTO SEGNALATO:

DATA OF THE REPORTER (IN CASE OF A NON-ANONYMOUS REPORT)

Nome: _____

Cognome: _____

Telefono: _____

E-Mail: _____

Date

Signature



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Privacy policy
- version December 2023 -

**Privacy Policy pursuant to Art. 13 EU Reg. 2016/679 ("GDPR")
for the management of reports under Legislative Decree No. 24/2023**

Limonta S.p.A., with reference to the analysis and management of reports under Legislative Decree no. 24/2023, invites you to carefully read this information notice.

The Data Controller

The Data Controller, according to art. 4 GDPR, is Limonta Sport S.p.a. ("**Limonta Sport**"), in the person of its legal representative *pro tempore*, with registered office in Erba (CO), Corso XXV Aprile 167/B, VAT number IT00354970139, contactable by phone on 035.4812111 or by e-mail at privacy@limontasport.com.

Type of data processed

Personal data, in the case of non-anonymous reports: any information relating to an identified or identifiable natural person ('data subject'), meaning a natural person who can be identified, directly or indirectly, with particular reference to an identifier such as name, surname, gender, date and place of birth, nationality, tax code, postal and/or e-mail addresses, fixed or mobile telephone number, employment position.

The data provided by the whistleblower in order to represent alleged unlawful conduct or conduct not in accordance with the principles of ethics and integrity of which he/she has become aware.

Purpose of processing, legal basis and data retention period

Purpose A): purposes connected with compliance with the obligations deriving from Legislative Decree no. 231/2001 and Legislative Decree no. 24/2023 (analysis and management of Reports)

LEGAL BASIS: Legal obligation, *pursuant to* Art. 6(1)(c). The processing is necessary to comply with a legal obligation to which the Data Controller is subject.

DATA STORAGE PERIOD: Your data will be kept for the time necessary for the management of the Report and in any case no longer than 5 (five) years from the date of communication of the final outcome of the procedure.

NATURE OF PROVISION: The provision of personal data, in the case of non-anonymous reporting, is necessary. Reports may still be made anonymously.

Purpose B): disclosure of the identity of the Whistleblower and/or of any other information from which such identity may be inferred, directly or indirectly, to persons other than those competent to receive or follow up the Reports, as provided for in Article 12 of Legislative Decree no. 24/2023.

LEGAL BASIS: Consent, *pursuant to* Art. 6(1)(a) GDPR.

DATA STORAGE PERIOD: Your data will be kept for the time necessary for the management of the Report and in any case no longer than 5 (five) years from the date of communication of the final outcome of the procedure.

NATURE OF SUBMISSION: The provision of data for reporting the identity of the reporting person is optional.

Treatment modes

Your data will be subject to traditional manual and electronic processing. Please note that no automated decision-making processes are carried out. Data that are clearly not useful for the processing of a specific Report will not be collected or, if accidentally collected, will be deleted immediately.

Place of data storage

The data collected for the purposes described in this notice may be transferred to the United States (email client), based on an adequacy decision of the European Commission, ex art. 45 GDPR.

Persons who have access to the data.



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Your personal data will be processed by: internal subjects of Limonta Sport, in their capacity as Data Processors (art. 29 GDPR), who act under the authority of the Data Controller on the basis of specific instructions received; autonomous Data Controllers; third parties who carry out activities on behalf of the Data Controller and who are therefore classified as Data Processors (art. 28 GDPR), who will process the data, for the purposes indicated above, in compliance with the provisions of the GDPR and the instructions received. The data will be communicated to recipients belonging to the following categories: Email Client; Manager of the reporting channel; Supervisory Body; Competent Authorities in compliance with the obligations under Art. 12 Legislative Decree no. 24/2023.

Rights of the data subject

The data subject may exercise the following rights, provided for in Art. 15 ff. GDPR, by contacting the Controller at the e-mail address privacy@limontasport.com: right of access to personal data (art.15), right of rectification (art.16), if the data are incorrect or incomplete, right of deletion (art. 17), right to restriction of processing (art.18). The Data Controller shall inform each of the recipients to whom the personal data have been transmitted of any rectification, erasure or restriction of processing carried out (Art. 19). The Data Controller shall inform the data subject of these recipients if the data subject so requests. In the cases provided for, the data subject has the right to the portability of his data (Art. 20), which in this case will be provided in a structured, commonly used and machine-readable format. In cases where the legal basis is consent, he/she has the right to revoke the consent given without affecting the lawfulness of the processing based on the consent before revocation. If the data subject believes that Limonta Sport is processing personal data incorrectly, he or she may contact the Data Controller at privacy@limontasport.com and may lodge a complaint with the Garante per la protezione dei dati personali, using the form and procedure indicated on the Authority's website.

In case of non-anonymous reporting

Pursuant to and in accordance with Articles 13 and 6 of the GDPR, I, the undersigned _____, declare that I have read the above information on the processing of personal data

Date _____ Signature _____

With regard to the processing for Purposes B) - disclosure of the identity of the Whistleblower and/or of any other information from which such identity may be inferred, directly or indirectly, to persons other than those competent to receive or follow up the Reports, as provided for in Article 12 of Legislative Decree no. 24/2023.

Either I give consent Or deny consent

Date _____ Firma _____