

TunnelPro pursues its business objectives in compliance with the principles and rules of behaviour declared in its Model 231 and is committed to preventing and promptly addressing any episodes that may undermine its values and corporate vision.

The Company considers the values of transparency, fairness and legality as an integral part of the corporate culture and policy and, consequently, actively works to ensure that they are respected. In this context, TunnelPro makes available to all those who, in any capacity, have relationships with the Company, suitable supports for sending reports regarding any violations.

To this end, TunnelPro has implemented a Whistleblowing web portal to encourage and guide the reporting of any inappropriate or illegal conduct, as well as any behavior that violates the company's "Compliance Program". This ensures a fair, impartial, timely, and confidential assessment of reports. These reports may come from: employees, contractors, subordinate workers, self-employed workers, freelancers, consultants, and other categories such as volunteers and trainees, including unpaid ones, shareholders, and persons with administrative, management, control, supervisory or representative functions. The company's Compliance Program consists of the Code of Ethics, the Anti-corruption Guidelines, The Human Rights Guidelines, the Organizational Model pursuant to Legislative Decree no. 24/2023 (implementing EU Directive 2019/1937 in regards to Whistleblowing), and other relevant Compliance Policies that may address local regulations that may apply to TunnelPro.

### **What to Report**

Reports must specifically concern suspected violations of the Compliance Program, internal company procedures or cases of unlawful conduct pursuant to applicable legislation. They must:

- Concern situations of which the whistleblower has become directly aware by virtue of the employment relationship with the companies. Therefore, they include all unlawful conduct or omissions of which one has become aware by virtue of the role held and during the performance of one's work activities, even casually (including violations relevant pursuant to Legislative Decree no. 231/2001).
- Be truthful, detailed and based on precise and consistent elements, regarding facts that can be verified and known directly by the whistleblower.
- Contain information, including well-founded suspicions, regarding actual or potential violations that have occurred or that very likely could occur in the organization where the whistleblower works or has worked, or in another organization with which the whistleblower is or has been in contact as part of his professional activity, as well as attempts to conceal such violations.

Especially, the report must be detailed that is carried out with a sufficient degree of detail to allow the ascertainment of the facts reported and must have as its object:

1. Violations of national law including:
    - a. Administrative, accounting, civil or criminal offences other than those specifically identified as violations of EU law.
    - b. Predicate crimes for the application of Legislative Decree no. 231/2001, as indicated in art. 2, para. 1, let. a), no. 1 and 2 Legislative Decree no. 24/2023.
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- c. Violations of the organization and management models provided for by Legislative Decree 231/2001 which are also not attributable to violations of EU law.
  - d. Conduct contrary to the provisions of the Organization, Management and Control Model pursuant to Legislative Decree 231/01, the Code of Ethics and Internal Regulatory Body (procedures, service orders, etc.).
2. Offenses that fall within the scope of application of European Union or national acts (indicated in annex 1 to Legislative Decree no. 24/2023 to which reference should be made for further details).
  3. Acts or omissions that harm the financial interest of the Union.
  4. Acts or omissions concerning the internal market.
  5. Acts or behaviour that frustrate the object or purpose of the provisions of the Union acts and, in any case, what is indicated by recent sector legislation. This Policy does not apply to commercial complaints or reports of circumstances/facts that are already the subject of ongoing judicial or administrative proceedings and monitored by the Legal Department.

In cases where the nature of the report makes it fall outside the scope of this policy, the recipient of the report will indicate the most appropriate company policy or process, if any.

### **How to make a report**

Reports must be submitted in written form and include a detailed description of the alleged violations. The company provides a web portal for this purpose at the following link: [Ghella.com/whistleblowing](https://ghella.com/whistleblowing) (in the section dedicated to Tunnel Pro).

The platform also allows for submitting a report via voice recording, with voice alteration to protect the anonymity of the reporting party. The company also provides regular mail channel for sending written reports, which should be sent to the registered office of TunnelPro S.p.A., via Carlo Poma 4, 00195 Rome (Italy), according with the requirements of the whistleblowing procedure. Reports sent through regular mail must be addressed to the attention of the Supervisory Body.

The whistleblower may request a direct meeting set within a reasonable time.

Reports of alleged violations of MOG 231 may also be sent to the Tunnel Pro Supervisory Body through the email address: [odvtp@tunnelpro.it](mailto:odvtp@tunnelpro.it)

In minor cases, issues can be resolved without the need for a formal report, by discussing them directly with the person involved, their Line Manager.

Legislative Decree. 24/2023 introduced the possibility of using the external reporting channel managed by [ANAC](https://www.anac.it), under at least one of the following conditions:

- The internal reporting channel is not active or does not comply with the provisions of the Decree.

- The whistleblower has already submitted an internal report that has not been followed up.
- The whistleblower has reasonable grounds to believe that submitting an internal report would not lead to effective follow-up or could expose them to the risk of retaliation.
- The whistleblower has reason to believe that the violation may constitute an imminent or obvious danger to the public interest.

### **Report Management and Analysis**

The Company has adopted the “Report Management Procedure - Whistleblowing” which regulates the process of receiving, analyzing and processing reports, sent or transmitted by anyone and entrusts their management to The Supervisory Body of TunnelPro S.p.A. Reports will be received and managed by the Supervisory Body (SB), who will ensure follow-up.

Each report will be carefully considered by the Supervisory Body, while respecting the confidentiality nature of the report. He will gather information from the relevant departments and/or other parties involved.

If the report lacks of sufficient information, the Supervisory Body may request further details from the whistleblower. To ensure documentation, transparency and facilitate a formal assessment of the report, written communication is preferred throughout the entire process.

The analysis and investigation phases will be carried out and finalized within ninety days of the date of the notice of receipt, unless the specific nature of the event reported requires more time. The Supervisory Body will keep the whistleblower informed of the progress of the investigation. In particular, he will notify the whistleblower when the report has been taken in charge and when the investigation has been concluded.

Where possible, TunnelPro will provide feedback to the whistleblower on the outcome of the investigation. However, it should be noted that provide detailed information about the actions undertaken by TunnelPro may not always be possible, as this could violate legal obligations, including the right to privacy and data protection of the individuals involved or disclose confidential business information or prior confidentiality agreements made by TunnelPro.

All reports must be recorded, and all supporting documents, including those produced or collected during the investigation phase, must be properly archived. In the rare cases where all available internal reporting channels fail to provide a reasonable or effective remedy for the report made, a complaint to the police or other competent public authority may be an option as a last resort. However, it is advisable to seek appropriate legal counsel before pursuing this course of action.

The Supervisory Body, the body expressly designated to receive reports, is required to process personal data (including special categories of personal data) of whistleblowers, the parties involved, and any third parties in accordance with Regulation (EU) 2016/679 -

General Data Protection Regulation (“GDPR”), with Legislative Decree 24/2023 and with applicable data protection laws. The data will be processed solely for the management of reports and the assessment of reported offences. The principles of lawfulness, correctness, transparency and data minimisation will be applied, ensuring that only the information strictly necessary for the intended purposes is collected.

Personal data will be retained for the period strictly necessary for manage the report and any subsequent investigations, with appropriate security measures in place to protect the confidentiality of the whistleblower and other parties involved.

### **Whistleblower protection and disciplinary measures**

The Reports and the information contained therein, as well as the identity of the whistleblower (if known), will be treated confidentially. The identity of the whistleblower shall not be revealed without the prior written consent of the Data Subject, except when disclosure is legally required.

Reports may be submitted anonymously, without disclosing any personal data. However, it is important to note that this choice might complicate to resolution of the reported issue, especially if additional information from the whistleblower is required to ensure a successful investigation.

The whistleblower may not be discriminated against as a result of the report in compliance with the provisions of Articles 16 and 17 of Legislative Decree 24/2023, if at the time of the report he or she has reasonable grounds to believe that the information on the reported violations is true and falls within the relevant ones. On the contrary, the benefit of the whistleblower's protection lapses when criminal liability for defamation or slander crimes or, in any case, for crimes committed with the filing of the report is ascertained, even with a first-instance sentence, or when civil liability of the whistleblower is ascertained in cases of fraud or gross negligence. TunnelPro reserves the right to act to protect its own interests, including in defense of the injured parties.

TunnelPro is committed to fully protecting whistleblowers from any repercussions or forms of workplace discrimination in the related to or resulting from filing a report. Any whistleblower who internally reports an incident in good faith will not face prosecution or adverse actions if the information provided cannot be proven or becomes irrelevant or insufficient for resolution of the report. If additional relevant information arises following the report, the whistleblower is encouraged to share it with TunnelPro immediately, regardless of whether it supports or invalidates the original report.

TunnelPro is committed to protecting the colleagues and family members of the whistleblower, as well as the facilitators – those who assist the whistleblower in the whistleblowing process – from any form of repercussions, discrimination and retaliation.

By way of example, the following are considered acts of retaliation:

- a) Dismissal, suspension, or equivalent provisions.
- b) Demotion in rank or non-promotion.

- c) The change of duties, workplace reassignment, salary reduction, or, modification of working hours.
- d) Suspension of training or any restriction of access to training opportunities.
- e) Negative performance evaluations or references.
- f) Adopting disciplinary measures or other sanctions, including financial penalties.
- g) Coercion, intimidation, harassment, or ostracism.
- h) Discrimination or other unfavorable treatment.
- i) Failure to convert a fixed-term employment contract into a permanent one, where the worker had a legitimate expectation of such conversion.
- j) Failure to renew or early termination of a fixed-term employment contract.
- k) Damages, including harm to the individual's reputation, on social media, or economic and financial prejudice, including loss of economic opportunities and income.
- l) Placement on improper list - based on a formal or informal sectoral or industrial agreements - that hinder future employment within the sector or industry.
- m) Early termination or cancellation of a contract for the supply of goods or services.
- n) Revocation of a license or permit.
- o) Requests for psychiatric or medical assessments.

TunnelPro will also adopt appropriate disciplinary provisions in case of reports made in bad faith and/or instances of threats or retaliation against individuals who submit reports.

Disciplinary measures will be proportionate to the extent and severity of the misconduct found and may include termination of the employment.

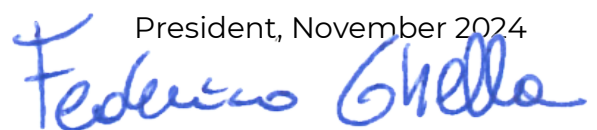
**This policy is communicated to all our employees as an essential part of the *Onboarding* process and is made available to all interested parties on the company's intranet and website.**

**This policy is reviewed annually during the Management System Review.**

Attachment 1: List of reports pursuant to Legislative Decree 24/2023

Federico Ghella

President, November 2024



## Attachment 1

### List of reports pursuant to Legislative Decree 24/2023

Pursuant to Legislative Decree 24/2023, Reports can concern **conduct, acts or omissions harm the public interest or the integrity of the Public Administration or the Private Entity** and consisting of:

- **Administrative, accounting, civil or criminal offences.**
- Unlawful conduct pursuant to Legislative Decree 8<sup>th</sup> June 2001, no. 231 on **Predicate offences, or violations of the Organizational and Management Models** provided for therein.
- **Offenses falling within the scope of the European Union or national acts** identified in the annex of Legislative Decree 24/2023 **or national acts that constitute implementation of acts of European Union** (explained in the annex to Directive 2019/1937), although not indicated in the annex to Legislative Decree 24/2023, relating to the following areas:
  - public contracts.
  - Financial services, products and markets and the prevention of money laundering and terrorist financing.
  - Product safety and conformity.
  - Transport safety.
  - Environmental protection.
  - Radiation protection and nuclear safety.
  - Food and feed safety and animal health and welfare.
  - Public health.
  - Consumer protection.
  - Protection of privacy and protection of personal data and security of networks and IT systems.
- **Acts or omissions affecting the financial interests of the Union** (as referred to in Article 325 TFEU) specified in the relevant secondary legislation of the European Union.
- **Acts or omissions concerning the internal market** (pursuant to Article 26 para. 2 TFEU) including violations of EU competition and state aid rules, as well as violations of the internal market related to acts that violate corporate tax regulations or mechanisms whose purpose is to obtain a tax advantage that defeats the object or purpose of the applicable corporate taxation law.
- **Acts or conduct that undermine the object or purpose of the provisions** of Union acts.