

DAVINES GROUP
Davines S.p.A. and subsidiaries

WHISTLEBLOWING PROCEDURE

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1. PURPOSE AND SCOPE OF APPLICATION

The purpose of this policy is to regulate the methods through which the **Davines Group** implements the legislation on Whistleblowing and to describe the process for handling reports submitted by anyone who becomes aware of acts and/or facts—even potentially—contrary to the law or internal company regulations, received through the internal channel established by Davines S.p.A. (hereinafter, “Davines” or the “Company”) for the Davines Group.

The term Whistleblowing refers to the voluntary disclosure by a reporting individual, known as the “Whistleblower” or “Reporter,” of an unlawful act that harms the public interest or the integrity of the organization, committed within the work environment and witnessed by the reporting individual.

Legislative Decree No. 24 of March 10, 2023 (hereinafter, the “Decree”), implementing EU Directive 2019/1937 (hereinafter, the “Directive”), aims to strengthen the protection of reporting persons and to extend confidentiality safeguards to additional individuals, other than the Reporter, who may nonetheless be subject to retaliation—direct or indirect—due to their role in the reporting process and/or their relationship with the Reporter. The Decree also provides for the possibility of submitting anonymous reports.

It should also be noted that the **internal channel established by Davines S.p.A.** is intended as the designated channel for **receiving and managing reports** of potentially unlawful conduct and compliance incidents, **including those originating from the Davines Group subsidiaries**, thanks to the implementation of a **shared platform at Group level**.

For this purpose, Davines S.p.A., including through this procedure, establishes a common framework for the submission and management of reports applicable also to reports originating from Davines Group subsidiaries, **insofar as the provisions of this procedure are compatible with the requirements of any national legislation implementing the Directive** and applicable to each Davines Group subsidiary (hereinafter, the “Reference Regulations”).

Under this procedure, any report will involve the processing of personal data regarding of the individuals involved, beginning with those who report unlawful acts. The processing of such data, related to the management of reports of alleged unlawful facts, will take place in accordance with the provisions of the above-mentioned Decree and Directive, subject to any specific provisions contained in the applicable Reference Regulations.

Personal data will be managed and stored for the time necessary to process the report and, in any case, no longer than five years from the date of communication of the final outcome of the reporting procedure, or for a different period provided for under the applicable Reference Regulations.

For further information on the processing of personal data, please refer to the dedicated **privacy notice** available within the **whistleblowing platform at the link davines.segnalazioni.net**, accessible from the header of the login page.

2. RECIPIENTS

The following individuals are entitled to the safeguards and protection granted under the applicable legislation with reference to Davines S.p.A. and each subsidiary:

- employees;
- self-employed workers carrying out their professional activity;
- suppliers, subcontractors, and their respective employees;
- freelancers and consultants;
- volunteers and interns, whether paid or unpaid;
- shareholders and individuals with administrative, management, supervisory, control, or representative functions, even when such functions are performed de facto;
- individuals who do not yet have a legal relationship with the entity (during pre-contractual negotiations), as well as those whose relationship has ended or who are in a probationary period.

Given the broad scope of the applicable legislation, the following individuals are also entitled to the safeguards and protection granted under the law:

- facilitators, meaning natural persons who assist (provide advice or support to) the Reporter in the reporting process and who operate within the same work environment;
- persons within the Reporter's work environment who have a close emotional or family relationship with the Reporter, up to the fourth degree of kinship;
- colleagues working in the same work environment who have an ongoing and regular professional relationship with the Reporter;
- entities owned exclusively or jointly (majority share) by the Reporter or by third parties together with the Reporter;
- entities where the Reporter works;
- entities operating within the same work environment as the Reporter.

3. SUBJECT OF THE REPORT

Reports may concern information on violations of specific national and European Union regulations. There is no exhaustive list of crimes or irregularities that may be the subject of whistleblowing; reports are considered relevant when they relate to behaviors, risks, or irregularities—whether committed or attempted—that harm the public interest or the integrity of the organization.

Accordingly, reportable violations include any behaviors, acts, or omissions that harm the public interest or the integrity of the organization, consisting of:

- administrative offenses;
- offenses relevant under Legislative Decree 231/2001;
- offenses falling within the scope of application of EU or national acts (not already mandatorily regulated);
- acts or omissions harming the financial interests of the European Union as per Article 325 TFEU (e.g., fraud and illegal activities);

- acts or omissions concerning the internal market as per Article 26(2) TFEU (e.g., fraud affecting the EU budget and corrupt activities);
- acts or behaviors that undermine the purpose or objectives of the provisions set out in EU acts in the areas referred to in items c), d), and e).

It should be noted that, under the Decree, the protection and safeguards provided by law do not apply to reports concerning:

- complaints, disputes, or claims related to a personal interest of the Reporter or concerning solely their own individual employment relationship;
- violations already mandatorily regulated by EU or national acts (for example: financial services, money laundering and terrorism, transport safety, environmental protection, consumer protection);
- violations concerning national security, as well as procurement related to defense or national security aspects, unless such aspects fall within the relevant EU secondary legislation.

Reporting individuals must ensure that the report is as detailed as possible and that the information relating to the reported person—considered the potential perpetrator of the violation—is sufficient to allow their identification and the attribution of the reported facts. Documents may be attached to the report to support the truthfulness and substantiation of the reported facts.

In the case of a generic report that does not contain sufficient information to initiate investigative activities, the person(s) responsible for managing the report must request the Reporter to provide further details. If the Reporter cannot be contacted or fails to provide additional details within fifteen working days of the request, the report must be closed.

4. REPORTING CHANNELS

The legislation provides that three reporting channels must be made available to the whistleblower:

- an internal channel, activated by Davines S.p.A. for the Davines Group;
- an external channel, set up by ANAC (National Anti-Corruption Authority);
- public disclosures, through the press or social media.

The legislation establishes that, as a priority, reporters should use the internal channel, and only when certain conditions are met may they submit an external report or make a public disclosure.

4.1 INTERNAL CHANNEL

Davines S.p.A. provides employees and external stakeholders of the Davines Group with a reporting channel accessible through a dedicated link available in a specific section located:

1. on the company portal The Villager;
2. on the Davines Group website (www.davinesgroup.com).

The channel is directly **accessible at the following link:** <https://davines.segnalazioni.net/>-, which provides access to the online platform “LEGALITY WHISTLEBLOWING – Segnalazione illeciti,” designed and developed by the provider DigitalPA (hereinafter, the “Platform”).

The dedicated reporting channel is available in both Italian and English.

The Platform operates as a Software-as-a-Service (SaaS), ensuring system independence, and is accessible exclusively via the HTTPS protocol through the internet. Data is encrypted both during transmission, through the HTTPS protocol, and during storage, through an advanced encryption system, thereby ensuring maximum protection of the reporter’s identity.

Once logged into the Platform, it is possible to choose between submitting a written or voice report and to consult the Reporter’s Manual, which contains detailed information on how to file a report and guidance on how to protect privacy and the security of shared information.

The Platform allows for the submission of a **“confidential” report** by entering personal data (email address and password) during registration or by providing personal data in the reporting form without completing registration; in this case, the reporter’s data remain separate from the report. The report will be sent to the ~~Responsible Officer~~Supervisor anonymously, and only if necessary will the officer be able to associate the report with the reporter’s data and view their identity, with simultaneous notification to the reporter.

The Platform also allows for the submission of an **“anonymous” report**: in this case, it is not possible to trace the reporter’s identity, as no personal data will be collected. To maintain anonymity, reporters are advised to remove any information that may reveal their identity from the report’s subject line and attachments.

At the end of the reporting procedure, the reporter receives a receipt number that identifies the report and must be used to later check the status of the report within the Platform.

Multiple reports concerning the same facts must not be submitted. Any additions or clarifications must be uploaded within the same report.

The Company takes every measure to prevent traceability of connections originating from the corporate network; however, to ensure maximum protection, reporters are advised to submit reports from a personal device using a private, non-corporate network.

4.1.1. MANAGEMENT COMMITTEE

The Management Committee (hereinafter, the “Committee”) is the body responsible for receiving and handling reports.

The Committee is composed of the following **internal functions of Davines S.p.A.**, which will act as ~~Supervisors of the r~~Reporting Officers-process (~~“OfficersSupervisors”~~):

- **Human Resources**
[Laura Gilieri – Chief HR Officer; Claudia De Filippo – Global Total Reward Manager; Giulia Borelli – HR Business Partner]
- **Legal Affairs**

[Elena Ramacciotti – Legal Affairs Manager]

The Committee may rely on certain collaborators when necessary. **For Italy, the Supervisory Body has been appointed;** for reports originating from Group subsidiaries, **ad hoc individuals have been identified, including local HR where present, to ensure the involvement of personnel within the subsidiary to which the report refers** (hereinafter, “Collaborators”). The Collaborators will be involved, on a case-by-case basis, at the initiative of the ~~Officers~~ Supervisors of the Davines Committee.

In compliance with confidentiality obligations and the principle of impartiality, the Committee will carry out all activities deemed appropriate for assessing the report, including interviewing individuals who may provide information regarding the reported facts.

4.1.2. INVESTIGATIVE PHASE AND INTERNAL INQUIRIES

Each ~~Officer-Supervisor~~ will receive a notification of the presence of a report submitted through the Platform. Based on their specific expertise, one of the ~~Officers-Supervisors~~ will take charge of the report and will send the reporter an acknowledgment of receipt within seven days from the date of submission. At the same time, a communication channel will be established between the reporter and the ~~Officer-Supervisor~~ for any requests and/or additional information needed, whether from the reporter or from the ~~Officer-Supervisor~~ handling the report. Through the Platform, the reporter may monitor the progress of the investigation in real time—either by using their login credentials in the case of a “confidential” report or by using the code provided at the end of the form submission in the case of an “anonymous” report.

When a report is submitted, the Committee meets to discuss and evaluate any reports received. During this meeting, the Committee—acting collectively and in compliance with the principles of impartiality and confidentiality—may decide, in order to diligently follow up on the reports, to involve Collaborators, who are also specifically trained and authorized, to verify:

- that the reporter qualifies as an individual entitled to submit a report;
- that the violation falls within the types of reportable violations;
- the validity of the report, closing it if unfounded or proceeding with internal investigations if deemed substantiated.

The Committee will provide feedback on the report within three months from the date of acknowledgment of receipt or, if no acknowledgment is issued, within three months from the expiration of the seven-day period following submission. Investigation deadlines may only be extended by means of a formal and justified resolution by the Committee.

As part of the internal investigation, and in order to verify the validity of the report and the truthfulness of the reported facts, the Committee may: analyze databases to identify any potential connections between the reported person and third parties; collect relevant company documents; analyze devices assigned to the reported person to verify the presence of evidence supporting the report (such as emails or messages), in accordance with the

Company Regulation on the use of IT devices; interview individuals who may provide information relevant to verifying the reported violations.

For verification purposes, the Committee may assign additional fact-finding tasks to specialized departments and/or third parties, ensuring that:

- a formal mandate is issued, defining the scope of activities and specifying the information expected from the investigation;
- any information that might directly or indirectly reveal the identity of the reporter is omitted;
- any information concerning the reported person is omitted unless strictly necessary for the proper performance of the assigned task;
- the appointed party is reminded of the confidentiality requirements regarding the data processed (in the case of external parties, such obligation must be formalized in the service contract issued on behalf of the Management Committee).

4.2 OTHER REPORTING CHANNELS

It is possible, under specific conditions outlined in the Decree, to use other reporting channels, namely:

- the external channel established by ANAC; and
- public disclosure.

4.2.1 EXTERNAL REPORTING

The Reporter may submit a report through the external channel activated by ANAC (National Anti-Corruption Authority) if, at the time of submission, one of the following conditions occurs:

- a) an internal reporting channel is not required ~~to be established~~ within the Reporter's work context, or, if required, it is not active or, even if active, ~~it~~ does not comply with the legal requirements;
- b) the Reporter has already submitted an internal report following the procedure established by their organization, but it was not followed up;
- c) the Reporter has reasonable grounds to believe that, if an internal report were submitted, it would not be effectively addressed or that submitting it could result in a risk of retaliation;
- d) the Reporter has reasonable grounds to believe that the violation may constitute an imminent or obvious danger to the public interest.

External reports may be submitted in writing through the digital platform provided by ANAC, or orally through telephone lines or voice messaging systems, or, upon the Reporter's request, through an in-person meeting scheduled within a reasonable period of time.

The procedures for handling external reports are established in the ANAC Regulation adopted by Resolution No. 301 of ~~12~~ July 12, 2023, available on the ANAC website in the [relevant section](#).

External reports submitted to an entity other than ANAC are forwarded to ANAC within seven days of receipt, while simultaneously notifying the Reporter of the transmission.

4.2.2 PUBLIC DISCLOSURE

The Reporter may make a public disclosure if one of the following conditions occurs:

- a) the Reporter has previously submitted an internal and external report, or has directly submitted an external report, and no response has been provided within the required time frame;
- b) the Reporter has reasonable grounds to believe that the violation may constitute an imminent or obvious danger to the public interest;
- c) the Reporter has reasonable grounds to believe that an external report may pose a risk of retaliation or may not be effectively followed up due to the specific circumstances of the case, such as situations where evidence may be concealed or destroyed, or where there is reasonable suspicion that the recipient of the report may be colluding with the perpetrator of the violation or otherwise involved in the misconduct.

5. DOCUMENT RETENTION

The data and any documentation attached to the report will be retained for the time necessary to manage and assess the report, and in any case no longer than five years from the date of communication of the final outcome of the reporting procedure, unless otherwise required by the Reference Regulations.

6. PROTECTION OF THE REPORTER

The identity of the Reporter and of any other individuals protected under whistleblowing legislation may not be disclosed to anyone other than the designated Officer, unless expressly authorized.

The measures adopted to safeguard the confidentiality of the Reporter do not only protect identifying data, but also any elements of the report that could allow—directly or indirectly—their identity to be inferred. Any disclosure of the Reporter's identity to persons other than those authorized to receive or handle reports will only occur with the Reporter's explicit consent.

The Company is committed to ensuring protection against any act of retaliation, discrimination, or penalization, whether direct or indirect, towards the Reporter for reasons linked directly or indirectly to the report. All personnel involved, in any capacity, in the various phases of report management are required to guarantee the highest level of confidentiality regarding both the content of the reports and the individuals involved.

Protection of the Reporter cannot be guaranteed if the report is ~~found~~determined to be unfounded and defamatory, thereby constituting intentional misconduct by the Reporter.

7. PROTECTION AGAINST DEFAMATORY REPORTS AND SAFEGUARDS FOR THE REPORTED PERSON

To safeguard the dignity, honor, and reputation of all individuals, the Company is committed to ensuring maximum protection against defamatory reports.

In this context, if, at the end of the verification phase, a report is ~~found-determined~~ to be unfounded and the Reporter is shown to have acted with intent and/or gross negligence, the Company will take appropriate measures to protect itself and its employees.

The Company adopts similar forms of protection to safeguard the privacy of the reported person, in line with applicable legal provisions, just as it does for the Reporter.

8. SANCTIONING MEASURES AND PROVISIONS

If, following the verification of reports conducted in accordance with this document, unlawful behavior attributable to an employee is identified, the Company will act promptly and decisively, adopting appropriate and proportionate sanctioning measures. These measures will take into account the seriousness and potential criminal relevance of such conduct, as well as the initiation of criminal proceedings where the behavior constitutes a criminal offense under applicable national legislation.

If the investigations reveal intentional or negligent misconduct by third parties who have had or currently have a relationship with the Company, the Company will act promptly by implementing all measures deemed necessary to protect its interests.