

# WHISTLEBLOWING POLICY

## 1. PURPOSE

The purpose of this procedure is to regulate the violation reporting process, consistent with the provisions of Law No. 179 of 2017 setting forth *“Provisions for the protection of persons reporting crimes or irregularities of which they became aware in the course of a public or private work relationship.”*

More specifically, this procedure governs all phases of the abovementioned process: from the filing of a violation report to the reception of the report by the recipient and the analysis and processing of the report, while guaranteeing the confidentiality of the whistleblower and shielding him/her from potential retaliatory and/or discriminatory actions resulting from the filing of the violation report.

## 2. SCOPE OF IMPLEMENTATION

This procedure is aimed at providing all the information needed by the interested parties to report, even anonymously, behaviors carried out in violation of the Organizational Model and/or the Code of Ethics, events giving rise to one of the crimes subject of Legislative Decree No. 231/01 and any other conduct that is not compliant with existing laws and Company procedures.

For the companies of the Edison Group governed by Italian law, this procedure does not change the periodic information flows provided to the Oversight Board, as established for Edison Group companies, consistent with the requirements set forth in the general section of the Organizational Models adopted by each Group company.

Specifically, this procedure is aimed at:

- helping determine **who** can file violation reports (Section 3);
- specifying **what** can be the subject of a violation report (Section 4);
- explaining the **modalities** for filing violation reports (Section 5);
- identifying the **recipients** of violation reports (Section 6)

- establishing **management and verification modalities** for violation reports (Section 7);
- defining the **measures adopted to protect whistleblowers**, while complying with existing laws (Sections 8 and 9).

### 3. PARTIES WHO MAY FILE VIOLATION REPORTS

The following parties may file violation reports:

- members of the corporate governance bodies (Shareholders' Meeting, Board of Directors, Board of Statutory Auditors, etc.);
- Company employees and other Company associates;
- external parties (such as, for example, suppliers, customers and/or business partners and stakeholders).

### 4. CONTENT OF VIOLATION REPORTS

The parties identified in Section 3 may report the following:

- patent or suspected violations of the provisions of the Organizational Model and the Code of Ethics adopted by Edison and its subsidiaries;
- facts and/or behaviors that give rise or could potentially give rise to one of the crimes subject of Legislative Decree No. 231/2001, as set forth in the general section of the Organizational Models adopted by the companies of the Edison Group;
- Other behaviors that are not in compliance with existing laws and/or corporate procedures applicable to the Company and which could cause it to incur an economic and/or reputational damage.

**Violation reports with content different from the one stated above are not admissible.**

Violation reports must be filed in good faith, **must have merit and, thus, must be based on precise and concurring elements.** To that effect, the whistleblower shall:

- describe precisely the event subject of the violation report;

- identify the person(s) thought to be responsible for the violation(s) and any other parties who are involved and/or could provide information about the event;
- describe the time and place circumstances regarding the occurrence of the event subject of the violation report;
- annex all available documents in support of the violation report;
- provide all useful elements for retracing the event and verifying the credibility of the violation report.

## 5. MODALITIES FOR FILING VIOLATION REPORTS

Violation reports must be filed in writing using one of the following optional channels:

- via email to the address *violazioni\_231\_etica@edison.it*, with unrestricted text;
- by regular mail to the following address: Edison S.p.A., Internal Audit – Modello di Organizzazione e Gestione, Foro Buonaparte n. 31, 20121 - MILANO;
- through the whistleblowing IT platform, by accessing the “Whistleblowing” internet page in the section Governance – Internal Control and Risk Management System of the Company website or by accessing directly <https://segnalazioni.edison.it>.

Please also note that, consistent with the requirements of the abovementioned law No.179 of 2017:

- **all of the reporting channels listed above protect the whistleblower’s confidentiality**, making sure that those who wish to reveal their identity receive adequate protection and are shielded from any retaliatory and/or discriminatory actions, as explained in greater detail in Sections 8 and 9 below;
- on the whistleblowing IT platform, whistleblowers also have the option of filing violation reports **anonymously**, i.e., with the whistleblower not having to reveal his/her identity and the recipient of the report not being able to discover it. In this regard, it is worth mentioning that access to the

whistleblowing platform through the Edison website is subject to the “no log” policy, which means that when the whistleblowing platform is accessed from a computer connected to the Edison company network, that computer will never be traced by the Company’s IT systems, providing further protection for the whistleblower. In addition, the platform access internet page contains additional practical information on how to properly use and operate the platform;

- even **violation reports filed using channels different from the IT platform may be submitted anonymously**, provided they are sufficiently detailed and structured so as to allow the requisite verifications.

## 6. RECIPIENTS OF VIOLATION REPORTS

The recipients of the violation reports subject of this procedure are the Manager of the Internal Auditing Department (Operational Compliance Officer) of Edison S.p.A. and the Manager of the Corporate Compliance & Ethics Function, part of the same Department (the report “Recipients”).

The Recipients of violation reports shall manage them in compliance with the confidentiality principles detailed in Sections 8 and 9 and verify their credibility in accordance with the modalities detailed in the section that follows.

## 7. MANAGEMENT AND VERIFICATION MODALITIES FOR VIOLATION REPORTS

Report Recipients shall receive the violation reports, review them and take all of the actions deemed necessary to verify whether they are credible (or not credible).

First of all, the report Recipients shall enter all violation reports they receive, irrespective of the channel used, into a special **Violation Report Register**, established in digital format and accessible exclusively by the report Recipients.

When violation reports are filed using the IT platform, the system automatically generates a numeric code associated with each violation (“ticket”). A whistleblower

who chooses to use the IT platform can use his/her “ticket” at any time to verify through the platform any updates in the status of a violation report and/or add to it additional information and even exchange messages with the report Recipients (also anonymously when the IT platform is used in anonymous mode).

A whistleblower who initially used the IT platform choosing to remain anonymous can disclose his/her identity in subsequent phases, if he/she later changes his/her mind, by revealing it to the report Recipients in a chat message.

Report Recipients shall review the reported facts and any submitted documents and, should they deem it necessary and/or appropriate for the purpose of ascertaining the reliability of the violation report, may do following:

- for violation reports filed through the whistleblowing IT platform, ask the whistleblower to provide additional information through chat messages;
- contact the whistleblower (if he/she is not anonymous) and invite him/her to a personal and confidential meeting to obtain clarifications and/or additions to the information and documents already supplied;
- interview any other parties who may have information about the reported events;
- carry out any other activity deemed appropriate for the purpose of verifying the violation report.

In the performance of verification activities, the report Recipients may involve other Company functions and/or appoint external consultants, if necessary. The members of the work group involved in reviewing a violation report are bound by the same confidentiality obligations and the same responsibilities applicable to the Recipients of the violation report. All these parties are also obligated to abstain from handling the violation report in the event of a potential conflict of interest.

The Recipients of violation reports are required to draft and retain minutes of any meetings concerning verification activities carried out independently and/or with the support of the relevant Company functions.

If a violation report is relevant for the purposes of Legislative Decree No. 231/2001, by giving rise to a violation of the Model or the Code of Ethics or one of the criminal

facts listed in Decree 231, the report Recipients must **immediately communicate this information to the Oversight Board** of Edison S.p.A. or any other affected Group company. The Oversight Board (OB), having been informed of the violation report, while respecting the principles of confidentiality and/or anonymity for the whistleblower, shall participate in the verification and management of the violation report in accordance with the modalities specified more in detail in the Regulations of the OB of Edison S.p.A. and in those of the affected subsidiaries.

More specifically, at the end of the verification process, the Recipients of a violation report must prepare a report detailing the work performed and, in the case of **unfounded violation reports**, this information shall be promptly communicated to the whistleblower and the OB (if involved earlier), while at the same time closing the report and placing in the *Violation Report Register* an entry listing the rationale for closing the report.

In the case of **patently unfounded violation reports**, filed for the sole purpose of discrediting one or more persons or company functions or the Company and/or are otherwise vexatious with regard to other Company employees, the report Recipients—acting in concert with the Human Resource Department of Edison S.p.A. and, if required, the Board of Directors (or the Shareholders' Meeting) of Edison S.p.A. or the affected company—shall activate the process for punishing the author of the abovementioned unfounded violation reports in a manner consistent with existing labor laws and the applicable National Collective Bargaining Agreement and adopt all measures deemed appropriate on each occasion including, if applicable, the possibility of filing a complaint with the relevant judicial authorities. No action or penalty shall be applied against anyone who reports in good faith facts that are later found to be untrue.

Conversely, if following the performance of verifications the violation report **is found to have merit** (or appears to be so), the report Recipients shall promptly communicate this information to the following parties:

- the Oversight Board if the event is relevant for 231 purposes;
- otherwise, the Audit and Ethics Committee;

recommending, in concert with the General Counsel of Edison S.p.A. (Strategic Compliance Officer) an action plan and/or an activity that, in some cases, can

include informing the judicial authorities of unlawful criminal, civil and/or administrative facts and the potential adoption of penalties for the reported violator and/or any parties found to be authors of unlawful conduct and/or the reported violations.

The report Recipients, in concert with the Oversight Board if the event is relevant for 231 purposes and with the support of the Audit and Ethics Committee, shall promote the adoption of all actions that may be necessary to update the Organizational Model and Company practices in response to reported violations. In this case as well, the report Recipients shall record in the abovementioned *Violation Report Register* the outcome of the review process, as well as any penalties imposed on the party responsible for the violation and the activation of judicial proceedings against said party, if applicable.

Violation reports and other reports delivered to the report Recipients can be accessed only by the Recipient and shall be kept on file for the length of time strictly necessary for handling the violation report. The report Recipients shall therefore be responsible, during all phases of the process described above, for the custody of the documents they received and for storing them using modalities that guarantee their integrity and completeness.

More specifically, the **processing of the data of the whistleblower and the party responsible for the violations must be carried out consistent with existing personal data protections laws**. The abovementioned data shall be kept on file only for the time strictly necessary to handle the violation report.

## 8. SAFEGUARDING THE CONFIDENTIALITY OF WHISTLEBLOWERS

The Recipients of violation reports (and any other parties involved in the process) shall guarantee maximum confidentiality for the whistleblower, protecting his/her identity.

Indeed, except for situations in which the right to confidentiality cannot be claimed (e.g., criminal, tax related and/or administrative investigations, inspections by the oversight authorities) **the whistleblower's identity cannot be disclosed to anyone without the consent of the interested party.**

Therefore, except for the situations mentioned above, all parties who receive violation reports or are involved in managing them—chief among them the report Recipients—are required to safeguard the whistleblower's confidentiality and ensure that the information they received, directly and indirectly, regarding the reported events are treated with the utmost confidentiality.

The violation of the confidentiality obligation will result in the imposition of penalties, in addition to any other liabilities imposed under existing laws.

## 9. PROTECTION OF THE WHISTLEBLOWER FROM RETALIATORY AND/OR DISCRIMINATORY ACTIONS

The Company does not tolerate threats, retaliatory acts and/or discrimination against anyone who reports in good faith behaviors that are unlawful and/or not compliant with Legislative Decree No. 231/2001 or other existing regulations.

Retaliatory and/or discriminatory measures shall be understood to mean, for example, unjustified disciplinary actions, arbitrary changes of job description or work location, work place harassment and/or any other form of “mobbing” directly and/or indirectly related to a violation report that affects the whistleblower's working conditions.

A whistleblower who believes that he/she is being targeted with a retaliatory and/or discriminatory act due to the reporting of a violation can inform his/her direct superior or the Human Resources & Organization Manager or the Compliance Officer asking them to consider:

- the need/possibility to reinstate the previous situation and/or remedy the negative effect of the discrimination;
- whether there are grounds for instituting disciplinary proceedings against the author of the retaliation and/or discrimination.

Whistleblower may also inform the labor union to which they belongs or the union present at the Company.

## 10. RESPONSIBILITIES OF THE WHISTLEBLOWER

Whistleblowers, including those who choose to remain anonymous, are responsible for filing violation reports in good faith and consistent with the avowed spirit of this procedure. Violation reports that are patently unfounded, opportunistic and/or filed for the sole purpose of damaging the party subject of the violation report or parties otherwise affected by the violation report shall be dismissed and, as mentioned above, could be the target of penalties and/or lawsuits before the relevant court of venue.

## 11. RIGHTS OF THE REPORTED VIOLATOR

During the activities carried out to verify and ascertain unlawful conduct and reportable violations, the parties subject of violation reports could be involved in these activities but, under no circumstances shall penalty imposing proceedings be initiated against them absent concrete evidence supporting the content of the report. As stated above, actions could be taken based on verified and ascertained evidence based on the violation report in question.

## 12. UPDATING THE PROCEDURE AND PERIODIC REPORTING

This procedure for the reporting of unlawful conduct and the corresponding whistleblowing platform shall be revised periodically, at least biannually, based on the operational experience acquired.

A statistical overview of submitted violation reports shall be made available for reporting purposes as part of the Consolidated Non-financial Statement.

## 13. PUBLICATION OF THE PROCEDURE AND TRAINING

This procedure and all of its parts shall be communicated, explained and disseminated among all Department Managers, employees (external associates and/or staff) and the Oversight Boards of Edison S.p.A. and its subsidiaries, as well as all third parties responsible for complying with its provisions.

This procedure shall be disseminated and implemented within the Company's organization by means of an organizational directive and through its publication on the Company intranet.

In addition, please note that, specifically regarding the whistleblowing platform, Edison created a specific page, both on the Company intranet and the Company website.

Employee training is provided through computerized modalities and/or classroom training, depending on the specific requirements on each occasion.