

COMPLIANCE WHISTLEBLOWING OPERATIONAL POLICY MICHELE BOTTIGLIERI ARMATORE S.P.A.

INTRODUCTION

On March 15, 2023, Legislative Decree no. 24/2023 came into force, "Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23, 2019, on the protection of persons reporting breaches of Union law and provisions concerning the protection of persons reporting breaches of national legislative provisions."

The transitional provisions of this decree, particularly Article 24, paragraph 2, stipulate that for private sector entities that have employed, in the last year, an average of up to two hundred forty-nine subordinate workers with permanent or fixed-term contracts, the obligation to establish an internal reporting channel under this decree takes effect from December 17, 2023.

Michele Bottiglieri Armatore S.p.A. adopts this Whistleblowing operational policy.

I

OBJECTIVES AND SCOPE OF APPLICATION

This Whistleblowing Policy of Michele Bottiglieri Armatore S.p.A. (hereinafter referred to as "the policy" and "the company" or "MBA," respectively) establishes a) the procedure for making a Report regarding Violations, b) guidelines for managing Reports, and c) standards of protection for Reporters.

The Policy also ensures principles of confidentiality, anonymity protection, and non-retaliation, in accordance with applicable regulations.

The provisions of this Policy do not prejudice or limit in any way the right or obligation to report to the relevant regulatory, supervisory, or judicial authorities where the companies operate and/or any supervisory body established within the companies.

This Policy is addressed to all Recipients defined in the following paragraph.

II

DEFINITIONS

"Reports" under this Policy refer to the communication, through the procedure outlined in the following paragraphs, of information about Violations.

"Violations" involve actions or omissions committed, during work-related activities or related, by any party within MBA, on its behalf, or in relation to MBA, that:

a) constitute or may constitute a violation:

- of applicable laws and regulations, at the national or international level;
- of MBA's Code of Ethics;
- of MBA's policies and/or procedures, internal control principles, and more generally within the Organizational Model 231/2001;

and/or

b) cause or may cause any type of harm (e.g., economic, environmental, safety, or reputational) to MBA, its employees, and third parties such as suppliers, customers, business partners;

and/or

c) are identified as relevant by applicable regulations governing Whistleblowing.

Inducements to violations or attempts to violate, even if not perfected, and conduct aimed at concealing violations also constitute Violations.

The "**Recipient**" of this Policy is anyone who has obtained information about Violations; for example, but not limited to:

- employees, collaborators, members of MBA's corporate bodies (even if no longer in service);
- employees, collaborators, members of the corporate bodies of clients, suppliers, subcontractors, and other business partners (even if no longer in service);
- any interested third party;

A "**Reporter**" is any Recipient who makes a Report.

The "**Reported Person**" is the author or alleged author of the Violation.

The "**Report Manager**" is the function or person(s) responsible for managing the received Report, according to the channels defined in this policy.

"**Facilitators**" are individuals who assist a Reporter in the Reporting procedure, connected to the Reporter by an employment relationship.

"**Related Persons**" are individuals who have a relationship with the Reporter.

III GENERAL PRINCIPLES

MBA commits to respect the following general principles in managing the Whistleblowing procedure and requires that Reporters and other involved parties adhere to them to the extent of their competence:

- **Confidentiality Principle:** MBA ensures the confidentiality of Reporters, Reports, and the information contained therein, as further specified below;
- **Proportionality Principle:** Investigations conducted by MBA are adequate, necessary, and proportionate to process the received Reports;
- **Impartiality Principle:** Analysis and treatment of Reports are carried out without subjectivity, independently of the opinions and interests of those responsible for their management;
- **Good Faith Principle:** Protections for the Reporter are applicable even in cases where the Report proves unfounded if it was made in good faith; no Reporter can take advantage of these protections to avoid a sanction.

IV MANAGEMENT OF REPORTS

A) REPORTING CHANNELS

A Reporter can submit a Report through the reporting channel of Michele Bottiglieri Armatore S.p.A. at <https://miboship.segnalazioni.net>.

The "Manager of the internal reporting channel pursuant to Legislative Decree 24/2023" is responsible for receiving, examining, managing, and processing the reports. This entity may coincide with the Supervisory Body appointed under Legislative Decree 231/2001.

The Report Manager is independent, has the necessary skills to perform the task, and manages Reports with due diligence; they may perform other tasks and duties in addition to Report Management, provided this does not create a conflict of interest.

The Report can be submitted, in various languages, not only through the platform <https://miboship.segnalazioni.net> but also via email to segnalazioni@miboship.it, orally, in writing to the address Michele Bottiglieri Armatore S.p.A., Piazza G. Bovio 22, 80133 Naples, Italy.

B) CONTENT OF REPORTS

Recipients who become aware of Violations can submit Reports anonymously, and MBA, through the reporting platform <https://miboship.segnalazioni.net>, ensures anonymous Reporters the continued protection of their anonymity and provides adequate means to monitor their Reports while respecting their anonymity.

The digital platform provides the appropriate tools to make the Report as precise and detailed as possible.

The Reporter is encouraged to provide as much information as possible regarding the perpetrators of the violations (indicating their role and position), the incriminated conduct, and violations of internal laws, the mode of commission of the acts, time and place of the violation, any accomplices in the violation, benefits and/or profits resulting from the violations, as well as any other information deemed useful for the correct processing of the Report.

The Report should provide possible evidence of the reported facts, such as testimonials and/or documents supporting the violation.

The documentation will be stored and processed according to applicable laws.

The designated internal reporting channel is designed and managed securely to prevent unauthorized access to information and ensure that the identity of the Reporter and other persons involved in the investigations remains confidential.

The internal reporting platform is designed to handle oral and in-person reports, as required by law.

VERIFICATION OF REPORTS

The Report Manager issues a notice of receipt of the Report to the Reporter within seven days of receiving the Report.

The Report Manager is then tasked with conducting a timely and thorough investigation, respecting the principles of impartiality, fairness, proportionality, and confidentiality towards the Reporter, the Reported Person, and all parties involved in the Report. During these investigations, the Report Manager may seek the support of the company functions competent at the time and/or external specialized consultants, ensuring the confidentiality of information and anonymizing as much personal data as possible.

During the investigation, the Report Manager may ask the Reporter to provide additional information in support; the Reporter has the right to complete or correct the information provided to the Report Manager, in accordance with the principle of good faith.

The Report Manager may also conduct interviews or request information from other individuals who may be aware of the reported events.

Reported Persons are guaranteed the right to defense and/or to be informed of the outcome of the investigation, within the limits provided by applicable regulations.

The Report Manager remains responsible for monitoring compliance with the principles outlined in this Policy, the formal correctness of the procedure, and the adequacy of subsequent actions.

The Report Manager provides feedback on the Report within three months from the date of the receipt notice.

At the end of the investigations, the Report Manager prepares a report summarizing the conducted investigations, the supporting elements collected, the results obtained, and suggests any actions to be taken.

The report, in any case, ensures the possible anonymity of the reporting individuals.

Unfounded reports will be archived with appropriate reasoning.

If not archived, the Manager shares the report with the Heads of the corporate functions to which the reported individuals report.

In agreement with the competent functions, an action plan and any other measures to be taken (including any disciplinary measures against employees) are developed.

In the event that the report has led to indications of criminal activity against the reported individuals, the Report Manager, in consultation with other relevant company functions and management, assesses how the information in the Report should be notified to the competent judicial authorities. Documentation related to each received Report, even in the case of archiving, is stored in compliance with confidentiality requirements as established by relevant regulations.

The report manager informs the Board of Directors (BOD) and the MBA Assembly annually of any reports received, through a specific Annual Report. This report, concerning the individual fiscal year (January 1 - December 31), must be submitted by the date of the annual approval of the financial statements.

As part of this activity, an assessment will also be made of whether the procedure described in this Policy is effective and achieves the defined objectives. If there are indications of changes in the operating environment or other elements that negatively impact the effectiveness of the Reporting process, the company's Board of Directors will consider any changes to the process itself.

PROHIBITION OF RETALIATION

Any form of threat, retaliation, or discrimination, attempted or actual, against Reporters, Related Persons, Reported Persons, and anyone who has collaborated in investigations to substantiate the validity of the Report will be reported and, to the extent possible, prosecuted by Michele Bottiglieri Armatore S.p.A.

MBA reserves the right to take appropriate action against anyone engaging in retaliation against the aforementioned individuals, subject to the right of the parties involved to legally defend themselves if criminal or civil liability related to the falsity of statements or reports is found.

MBA will take the most appropriate disciplinary and/or legal measures, within the limits allowed by applicable regulations, to protect its rights, property, and image against anyone who has made false, unfounded, or opportunistic Reports in bad faith and/or solely for the purpose of slandering, defaming, or causing harm to the Reported Person or other parties involved in the Report.

PROCESSING OF PERSONAL DATA

Personal data (including any data such as racial and ethnic origin, religious beliefs, political opinions, membership in political parties or unions, as well as personal data revealing health status and sexual orientation, and data related to any crimes or criminal convictions) of Reporters and other individuals involved, acquired in the course of managing Reports, will be processed to fulfill the obligations imposed by applicable "Whistleblowing" regulations, within the limits and with the guarantees provided by such regulations, in full compliance with applicable data protection laws and in any case in line with the provisions of the "Document on the Security of Personal Data" of Michele Bottiglieri Armatore S.p.A., currently in force and updated as of November 2023.

The processing of personal data will be carried out by the Report Manager, solely for the purpose of implementing the procedures established in this Policy.

The Reporter grants authorization for the processing of any personal data provided with the Report. The processing of personal data will be limited to what is strictly necessary and proportionate to ensure the proper management of the Report and in any case not beyond the term provided by applicable regulations.

Personal data contained in the Reports may be communicated by the Report Manager to the corporate bodies and internal functions, as necessary, as well as to the Judicial Authority and/or any other competent authority or duly authorized third parties, for the purpose of activating the necessary procedures to ensure, as a result of the Report, adequate judicial and/or disciplinary protection against the Reported Person(s), where the elements collected and investigations conducted reveal the validity of the initially reported circumstances.

The exercise of the rights of data subjects provided by applicable data protection laws may be limited where necessary to ensure full compliance with the applicable whistleblowing regulations and to protect the confidentiality of the Reports and those involved.

Michele Bottiglieri Armatore S.p.A.