



Whistleblower Policy

September 2022

1. Introduction

Panattoni Italy Development S.r.l. (the '**Company**') is committed to conducting business ethically and in compliance with all applicable laws. This Whistleblower Policy ('**Policy**') aims to encourage persons, who have serious concerns about any aspect of the Company's work, to come forward and voice their concerns without fear of unfair treatment. This Policy describes what matters are reportable, how you can report your concerns, the available protections, how your matter will be investigated and what support you can receive.

The rules and principles contained in this Policy do not prejudice or limit in any way the obligations and rights to report to the competent Authorities (Judicial, Supervisory or regulatory), but aim to strike a fair balance between the legitimate interests of the Company in preventing misconduct and the fundamental rights of its employees and in general of the recipients of the Policy, in particular with regard to the processing of personal data concerning them.

2. To whom does the Policy apply?

This Policy applies to all of the Company's shareholders, members of corporate and advisory bodies and employees, to third parties, such as former employees, self-employed persons, subcontractors or suppliers, interns, job applicants, volunteers, confidential advisors, trade union representatives who are in a work-related relationship with the Company and those who assist a reporting person. In this Policy all of the aforementioned persons are referred to as 'the **Authorised Persons**'.

3. What should be reported?

The Authorised Persons who based on reasonable grounds suspects a possible wrongdoing or a (likely to occur) breach of European Union ('**EU**') law can make a Whistleblower report ('**Report**') (hereafter also "**Whistleblower**").

What are wrongdoings?

In addition to what is already provided for by existing national legislation, examples of wrongdoings include the following, all insofar the public interest is involved:

- i. a breach (or impending breach) of a statutory requirement;
- ii. a risk (or impending risk) to public health;
- iii. a risk (or impending risk) to human safety;
- iv. a risk (or impending risk) of environmental damage;
- v. a risk (or impending risk) to the proper functioning of the Company due to an improper way of taking action or failure to act;
- vi. a waste (or impending waste) of government funds;
- vii. a violation of the Company regulations.

What is a breach of EU law?

A breach of EU law is an act or omission that is unlawful or undermines the purpose and/or application of the rules in the EU, all insofar this is within the following scope:

- i. public procurement;
- ii. financial services, products and markets and prevention of money laundering and terrorist financing;
- iii. product safety and compliance;
- iv. transport safety;
- v. protection of the environment;
- vi. radiation protection and nuclear safety;
- vii. food and feed safety, animal health and welfare;
- viii. public health;
- ix. consumer protection;
- x. protection of privacy and personal data and security of network and information systems;
- xi. breaches affecting the financial interests of the Union as referred to in article 325 Treaty on the Functioning of the European Union ('TFEU') and as further specified in relevant Union measures;
- xii. breaches relating to the internal market, as referred to in article 26(2) TFEU, including breaches of Union competition and State aid rules, as well as breaches relating to the internal market in relation to acts which breach the rules of corporate tax or to arrangements the purpose of which is to obtain a tax advantage that defeats the object or purpose of the applicable corporate tax law.

4. How do I make a Report?

When can I make a Report?

Before making your Report, you should satisfy yourself that you have reasonable grounds to suspect a wrongdoing or a breach of EU law. Reasonable grounds are based on objective reasonableness of the reasons for the suspicion. In practice, a mere allegation with no supporting information is unlikely to reach that standard. However, you do not need to prove your allegations. The Report can still qualify for protection under this Policy if the Report turns out to be incorrect. Please consider that sanctions are provided for those who report in bad faith¹ reports that turn out to be unfounded.

How can I make a Report?

¹ Please consider that reporting in bad faith shall mean any Report made with malice or gross negligence, or which proves to be false, unfounded, defamatory or otherwise made with the sole purpose of harming the Company, the Reported Person or other persons concerned by the Report.

The Authorised Persons who has concerns of wrongdoing or a breach of EU law must report this information via <https://panattoni.whiblo.pl/>. You have the option to raise your concern in person or anonymously. Your complaint shall be handled by Panattoni's Head of Legal, Catherine Delsemme (5 rue de Strasbourg, L-2561 Luxembourg, Grand Duchy of Luxembourg, cdelsemme@panattoni.com, phone: +352 262 129 1012).

Can I make an external Report?

With regard to a wrongdoing, a report to Panattoni (“**Internal Report**”) should be made first, unless it cannot be expected that the Report will be properly addressed (for example if the person receiving the Report is involved in the wrongdoing).

With regard to a breach of EU-law we encourage to report to Panattoni first. This will allow the Company to remedy the breach, if any, and take appropriate measures to prevent the continuation of any breach. However, the Authorised Persons can also make an external Report directly to one of the authorities mentioned in Annex I.

Can I make a Report anonymously?

You can choose to make the Report anonymously and if so you will still be protected under this Policy. In case the Authorised Persons wishes to report anonymously, he/she can contact Panattoni's Head of Legal, Catherine Delsemme, 5 rue de Strasbourg, L-2561 Luxembourg, Grand Duchy of Luxembourg, cdelsemme@panattoni.com, phone: +3522621291012. Any Report received will be processed confidentially and anonymously. Any Report received will be processed confidentially and anonymously.

In the case of an e-mail, the word ‘Whistleblowing’ should be included in the subject line to ensure priority and confidentiality.

Can I make the Report public?

If appropriate steps are not taken within three months of an internal and external Report, the Authorised Persons has the option of making a public disclosure to the appropriate authority. If there is a threat or harm to the public interest, or if external reporting is not realistically possible, then such public disclosure can even be made immediately.

What should I include in the Report?

Is asked to the Whistleblower to provide as much detailed information as possible so that your Report can be investigated. Useful details include:

- date, time and location;
- names of person(s) involved and their roles;
- his relationship with the person(s) involved;
- the general nature of his concern;
- how the Whistleblower became aware of the issue;
- possible witnesses;

- other information that the Whistleblower has to support his Report.

5. What protection will I have?

This policy provides for the prohibition of direct or indirect retaliation or discrimination against the Whistleblower for reasons directly or indirectly linked to the Report. The Whistleblower will not be treated unfairly in connection with a Report in good faith.

If the Whistleblower is being treated unfairly, you should report it to Panattoni's Head of Legal, Catherine Delsemme, 5 rue de Strasbourg, L-2561 Luxembourg, Grand Duchy of Luxembourg, cdelsemme@panattoni.com, phone: +3522621291012 and we will take appropriate steps.

What happens if I make a false or misleading Report?

As mentioned above:

- If the Whistleblower makes a Report in good faith, but it is not confirmed by the investigation process, no action will be taken against the Whistleblower;
- If the Whistleblower makes a Report in bad faith or did not properly report the concerns in line with this Policy, the Company must take measures against you.

Confidentiality

We will ensure that no person involved in dealing with a Report shall disclose the identity of the Whistleblower and each such person shall deal confidentially with the information concerning the Report. It will only be shared when:

- the Whistleblower provides consent;
- there is a necessary and proportionate obligation imposed by applicable laws in the context of investigations by national authorities or judicial proceedings, including with a view to safeguarding the rights of defence of the persons concerned;
- the Company is otherwise permitted, or otherwise required, by law.

6. How will my matter be investigated?

What happens after making the Report?

The Company takes all the Reports seriously. The Reports will all be assessed carefully to determine whether an investigation is required or not. Enquiries will be made to decide whether an investigation is appropriate and if so what form it should take. No one is judged to be guilty before the investigation process is complete.

Once the concern has been raised, the Whistleblower will receive acknowledgement of receipt of their Report within seven days after submitting it.

What does the investigation process look like?

While the particular circumstances of each Report may require different investigation steps, all investigations will:

- follow a fair process;
- be conducted as quickly and efficiently as the circumstances permit;
- determine whether there is enough evidence to substantiate the matters reported;
- be independent of the person(s) concerned with the allegations.

Feedback on your Report should be given within a reasonable timeframe, given the need to promptly address the problem that is the subject of the Report. Such timeframe should not exceed three months, but could be extended to six months where necessary due to the specific circumstances of the case, in particular the nature and complexity of the subject of the Report.

What happens after an investigation?

Once an investigation has been completed, the Company will notify the Whistleblower of the results of the investigation as well as any corrective steps that are being taken. Please be aware that the Company may be unable to disclose particular details of the outcome of the investigation due to privacy restrictions or other lawful grounds.

7. What support do I have?

Advisor

The Authorised Persons may consult an advisor in confidence regarding concerns about wrongdoing or a breach of EU law. The Company provides the opportunity to contact an adviser via Panattoni's Head of Legal, Catherine Delsemme, 5 rue de Strasbourg, L-2561 Luxembourg, Grand Duchy of Luxembourg, cdelsemme@panattoni.com, phone: +352 262 129 1012. The Partner may request the advisor to provide information, advice and support.

National Body for Whistleblowers

The Authorised Persons who suspects a possible wrongdoing or a breach of EU law within the Company can get free confidential advice from the local Whistleblowers Authority. In Annex II, you will find an overview of these authorities.

8. Miscellaneous

This Policy will be published on the website of the Company and will be reviewed annually.



If you have questions about this Policy, please contact Panattoni's Head of Legal, Catherine Delsemme, 5 rue de Strasbourg, L-2561 Luxembourg, Grand Duchy of Luxembourg, cdelsemme@panattoni.com, phone: +352 262 129 1012.

Notes:

1. The Data Controller of your personal data is PG Europe Sarl based in Luxembourg, at 5 rue de Strasbourg, Luxembourg, L2561.
2. The Data Controller can be contacted via email address: cdelsemme@panattoni.com.
3. Your data will be processed for the following purposes:
 - i. registration and handling of the notification, including for the purpose of investigation - the legal basis for the processing is the legitimate interest of the Data Controller in protecting the legal and economic interests of the Data Controller, in particular in detecting and responding to irregular activities of third parties (Article 6(1)(f) GDPR), and in the case of information provided by the whistleblower which includes special categories of personal data concerning the whistleblower, the basis for the processing is the explicit consent of the whistleblower, consisting in the inclusion of such data in the content of the notification (Article 9(1)(2)(a) GDPR);
 - ii. to inform about the processing of the notification, if a relevant request has been submitted - the legal basis for the processing is the Data Controller 's legitimate interest in connection with the submitted request to inform about the status of the case;
 - iii. to establish or pursue possible claims or to defend against such claims by the Data Controller - the legal basis of the processing is the Data Controller 's legitimate interest in defending its business interests (Article 6(1)(f) GDPR).
4. Your personal data may be transferred to entities processing personal data on behalf of the Data Controller, in particular to IT service providers and entities processing your application.
5. Your personal data will not be used to make automated decisions.
6. Your personal data will be processed for the period necessary to complete the investigation. The period for processing personal data can be extended each time by the statute of limitations for claims, if the processing of personal data is necessary for the establishment and investigation of possible claims or defense against such claims by the Data Controller.
7. You have the right to access your data and the right to request their rectification, erasure or restriction of processing.
8. To the extent in which the premise of the processing of your data is legitimate interest, you have the right to object to the processing of personal data due to your specific situation.
9. You have the right to withdraw consent at any time. Withdrawal of consent does not affect the legality of processing carried out before its withdrawal.
10. You also have the right to lodge a complaint to the supervisory authority responsible for personal data protection in the Member State of your habitual residence, place of work or place of alleged infringement.
11. Providing data is voluntary, however, even if the notification is anonymous, the Data Controller will take steps to clarify the information provided.

Annex I:

The following authorities are allowed to deal with breaches of EU-law.

Italy

- the Italian Competition and Markets Authority;
- the Italian Data Protection Authority;
- the Italian Central Bank;
- the Italian Labour Inspectorate;
- the Italian Anti-Corruption Authority;
- the Italian Agency for Non-Profit Social Utility Organisations;
- the Italian Digital Agency;
- the Italian Supervisory Authority for Children and Adolescents;
- the Italian Taxpayer Guarantee Authorities for Taxation and Bureaucracy;
- the Italian Communications Guarantee Authority;
- the Italian Authority for the Supervision of Public Works, Services and Supply Contracts;
- the Italian Electricity and Gas Authority;
- the Italian Strike Guarantee Commission;
- the Italian Pension Fund Supervisory Commission;
- the Italian Commission for Companies and the Stock Exchange;
- the Italian Commission for Assessment, Transparency and Integrity of Public Administrations;
- the Italian Institute for the Supervision of Private and Collective Interest Insurance.

Annex II:

The relevant Whistleblower Authorities are:

Italy

- the Italian Labour Inspectorate;
- the Italian Anti-Corruption Authority;
- the Italian Central Bank;
- the Italian Competition and Markets Authority;
- the Italian Data Protection Authority;
- the Italian Communications Guarantee Authority.