



# Whistleblowing Regulation

*Approved by the ENAV CEO  
on 23 October 2023*

## Table of contents

<b>1</b>	<b>APPLICABLE REGULATIONS AND PROCEDURES</b> .....	<b>4</b>
<b>2</b>	<b>PURPOSE AND OBJECT</b> .....	<b>5</b>
2.1	Purpose .....	5
2.2	What is a Whistleblowing Report.....	5
2.3	Subject of the Whistleblowing Report.....	5
<b>3</b>	<b>SUBJECTS INVOLVED</b> .....	<b>7</b>
3.1	The Whistleblowers .....	8
3.2	The Reported Parties.....	8
3.3	Recipients .....	8
<b>4</b>	<b>MINIMUM CONTENT AND REPORTING CHANNELS</b> .....	<b>9</b>
4.1	Minimum contents.....	9
4.2	Reporting channels .....	10
<b>5</b>	<b>Whistleblowing reports management PROCESS</b> .....	<b>13</b>
5.1	Receipt and verification of the admissibility of the report .....	13
5.2	Whistleblowing investigation .....	14
5.3	Conclusion of the case and communication of the outcome .....	14
5.4	Traceability and archiving.....	15
<b>6</b>	<b>GENERAL PRINCIPLES AND PROTECTIONS</b> .....	<b>15</b>
6.1	Protection of whistleblowers and other persons concerned .....	15
6.2	Protection of the Reported Party .....	16
6.3	Sanctions .....	17
6.4	Confidentiality and privacy .....	17
6.5	Processing of personal data .....	18
6.6	Reporting.....	19

## DEFINITIONS

- a) **Code of Ethics:** the Group's code of ethics, together with any attachments, as supplemented or amended from time to time.
- b) **Whistleblowing Committee:** the *Whistleblowing* Committee is a collective body made up of the Internal Audit Manager, the Legal and Corporate Affairs Manager and the Compliance and Risk Management Manager.
- c) **Public Disclosure:** the act of placing information about violations in the public domain through print or electronic media or otherwise through means of distribution capable of reaching many people.
- d) **Italian Legislative Decree 231/2001 or the Decree:** Italian Legislative Decree No. 231 of 8 June 2001, which lays down "*Provisions on the administrative liability of legal persons, companies and associations, including those without legal personality*" and any subsequent amendments and additions.
- e) **Italian Legislative Decree 24/2023 or WB Decree:** Italian Legislative Decree No. 24 of 10 March 2023 on "*Provisions concerning the protection of persons who report breaches of national laws, implementing Directive (EU) No. 2019/1937*".
- f) **ENAV or the Company:** ENAV S.p.A.
- g) **ABCF:** Anti-Corruption Compliance Function, provided for in paragraph 5.3.2 of ISO 37001 and appointed by Senior Management, which has the responsibility and authority to supervise the MSPC, provide advice and guidance to staff on matters of corruption, and report on the performance of the MSPC to senior-level management.
- h) **ENAV Group or the Group:** the ENAV Group, consisting of ENAV and its subsidiaries in Italy and abroad.
- i) **Model 231:** the organisational, managerial, and auditing code of ethics adopted by ENAV and the companies in the Group, pursuant to Italian Legislative Decree 231/2001, together with any attachments, as supplemented or amended from time to time. Model 231 outlines all the measures put in place to limit the risks of criminal activity, including rules and procedures, audits on personnel and processes, training aimed at preventing criminal activity, and setting up an internal control environment.
- j) **Supervisory Body:** the supervisory body of ENAV and the companies in the Group, endowed with autonomous powers of intervention and control to ensure compliance with Italian Legislative Decree 231/2001 and established in accordance with the provisions of the Confindustria Guidelines for the preparation of the organisation, management, and control models.
- k) **Procedures:** the term procedures is to be understood in a broad sense to include all operational procedures, *policies*, regulations, guidelines and operating instructions in force within the Group.
- l) **Whistleblowing Contact Person:** the person in charge of paragraph 3.3.
- m) **Whistleblower Report:** a detailed report based on accurate and consistent factual information concerning:
  - the commission, attempted commission or reasonable danger of commission of one of the infringements and/or relevant offences under the WB Decree;
  - the commission, attempted commission or reasonable danger of commission of one of the infringements and/or relevant offences under Italian Legislative Decree 231/2001, such as, for example, fraud or corruption;

- the violation, attempted violation or reasonable danger of violation of: Code of Ethics, Model 231, Policy for the Prevention of Corruption, MSPC and/or ENAV and/or Group Procedures;
- any irregular or anomalous conduct or event, suggestive of "maladministration" and/or which may entail risks for ENAV and/or the Group or its member companies, of which the Whistleblowers become aware by reason of the functions performed.
- n) **Internal Whistleblowing Reports:** the Whistleblowing Reports made to the bodies, functions, internal managers of the ENAV Group identified in paragraph 3.3 of these regulations.
- o) **External Whistleblowing Reports:** the Whistleblowing Reports made to the National Anti-Corruption Authority (ANAC) through the channel indicated in paragraph 4.2. of this regulation.
- p) **Whistleblowing Reports in "bad faith":** Whistleblowing Reports made for the sole purpose of harming or, in any case, causing damage to ENAV, the Group or a Group company, the Reported Party or third parties.
- q) **Whistleblower:** the person who submits the Whistleblower Report.
- r) **Reported party:** those who are the subject of Whistleblowing Reports.
- s) **MSPC:** Management System for the Prevention of Corruption in accordance with ISO 37001.
- t) **TechnoSky:** Techno Sky S.r.l.

## 1 APPLICABLE REGULATIONS AND PROCEDURES

- EU Directive No. 2019/1937 - Directive on the protection of persons who report breaches of Union law.
- Italian Legislative Decree No. 24 of 10 March 2023 containing the provisions concerning the protection of persons who report breaches of national laws, implementing Directive (EU) No. 2019/1937.
- ANAC Guidelines on the protection of persons who report breaches of Union law and the protection of persons who report breaches of national laws, approved by Resolution No. 311 of 12 July 2023.
- ISO 37002:2021(E) - Guidelines for the establishment, implementation, management, evaluation, maintenance, and improvement of a robust and effective whistleblowing management system within an organisation.
- Italian Legislative Decree No. 165/2001 - General rules on labour law in public administration.
- Italian Legislative Decree No. 231/2001 – Administrative responsibilities of companies and other bodies.
- Italian Criminal Code.
- Italian Legislative Decree No. 196/2003, on provisions for the protection of personal data.
- EU Regulation No. 2016/679 - General Data Protection Regulation (GDPR).
- Code of Ethics.
- Model 231.
- Voluntary Corporate Governance Code for companies listed on the Italian Stock Exchange (Article 7)
- Corporate Governance Code (January 2020).
- Confindustria Guidelines for the preparation of the Organisation, Management, and Control Model pursuant to Italian Legislative Decree 231/2001 (June 2021).
- ANAC Resolution No. 6 of 28 April 2015
- UNI ISO 37001 – Management systems for the prevention of corruption.
- ISO/IEC 27001 – Standard on how to manage information security.
- ENAV's policies, procedures, guidelines, regulations and operating instructions.

## 2 PURPOSE AND OBJECT

### 2.1 PURPOSE

The purpose of the *Whistleblowing* system is to enable the ENAV Group to become aware of situations of risk or damage and to address the reported problem as promptly as possible. The *Whistleblowing* tool helps to identify and fight corruption or other forms of wrongdoing, to protect ENAV, the Group and the shareholders from economic and reputational damage, to spread a culture of ethics, legality and transparency within the Group and to strengthen the system of internal controls and risk management.

*Whistleblowing* is therefore a tool through which Whistleblowers can communicate to specific individuals or bodies (in particular: to the *Whistleblowing* Contact Person of the ENAV *Internal Audit* Body, to the ABCF and/or to the Surveillance Body of the Group companies that have implemented a management system compliant with Italian Legislative Decree 231/2001): unlawful or abnormal conduct or one of the relevant offences under the WB Decree or Italian Legislative Decree 231/01, of Model 231, of the MSPC, of the Code of Ethics and/or of the Procedures, in the event that it is committed by persons belonging to or connected to the ENAV Group (employees, but also suppliers, consultants, intermediaries and, more generally, those who have relations with the Group).

Consequently, this document at a glance:

- identifies the parties who can submit Whistleblowing Reports;
- outlines the conduct, events or actions that may be the subject of such Whistleblowing Reports;
- identifies and prescribes the general principles and rules that govern the Whistleblowing Reporting process, including the protection of the Whistleblower and the Reported Party.

The purposes pursued are, therefore, to encourage and facilitate Whistleblowing within the Group and within each corporate entity and to reduce the risks of crime and/or misconduct, building and strengthening relationships of trust with *stakeholders* and promoting and enhancing a corporate culture based on transparency, integrity, good *governance* and corporate *compliance*.

This document, prepared by the *Internal Audit* Body with responsibility for *Whistleblowing* within the Group, as per the organisational provisions in place and the organisational manual, envisages the contribution of the ABCF, as well as the Chairpersons of the Supervisory Body of each company in the Group.

Some Group companies are required, or may choose, to have dedicated and/or autonomous whistleblowing channels (or, similarly, dedicated and/or autonomous *Whistleblowing* contact persons), either internal or external, or using services provided by ENAV or by the Group. In such cases, said companies will nevertheless make this document and its rules their own.

### 2.2 WHAT IS A WHISTLEBLOWING REPORT

ENAV foresees the opportunity for the Company and its subsidiaries to file Whistleblowing Reports (as defined above) in order to effectively prevent and combat fraudulent, illegal or irregular conduct, violations, and to support the effective application and operation of the Code of Ethics, Model 231, the MSPC and other Procedures. Violations, attempted violations or circumstances involving a reasonable danger of violation may be reported, both when such violations are in the interest of or to the benefit of the Company or the Group and when they are against its interest or to its disadvantage.

### 2.3 SUBJECT OF THE WHISTLEBLOWING REPORT

By way of example and without limitation, the subject of the Whistleblowing Report may be: violations of national and international law (e.g. on fraud and corruption); unlawful conduct relevant under Italian Legislative Decree 231/2001, including offences against the Public Administration referred to in Italian

Criminal Code; violations of the MSPC, violations of the Code of Ethics, violations of internal rules (e.g. policies and procedures); situations of conflict of interest or where a person is found to be abusing the power entrusted to him/her in order to obtain private advantages; facts in which – regardless of criminal relevance – a *maladministration* is revealed due to the use for private purposes of the functions assigned, including the interference of administrative action *ab externo*.

In particular, the offences or irregularities reported may include, but are not limited to, the following types of conduct:

- gross negligence;
- harassment;
- discrimination;
- mismanagement;
- wastage;
- nepotism;
- demotion;
- repeated failure to respect procedural timeframes;
- non-transparent recruitment procedures;
- irregularities regarding administration or accounting and tax obligations;
- false declarations;
- violations of environmental and occupational safety regulations;
- theft of assets owned by the Group or third parties;
- embezzlement of money, assets, or supplies belonging to the Group;
- falsification or alteration of documents;
- destruction, concealment, or inappropriate use of documents, archives, furniture, installations, or equipment;
- acceptance of money, goods, services, or other benefits as incentives to favour particular suppliers or other companies;
- falsification of expenses claims (for example, "inflated" expenses or false travel expenses claims);
- falsification of work attendance;
- disclosure of information that by its nature, or expressly under law or company provisions, is confidential, whether information belonging to the Group or belonging to third parties (e.g. competitors);
- use of the resources and assets of companies in the Group for personal gain, without authorisation;
- irregularities involving money laundering;
- violations of the regulations governing the business activity being carried out, or of EU Regulation No. 596/2014 (*market abuse*), such as the unlawful disclosure of privileged information and the manipulation of the market, and other irregularities in services and investment activities;
- computer fraud;
- actions or omissions that result in damage or danger to human rights, the environment, public health, safety, or the public interest;
- other offences that may constitute a violation of the rules governing the specific activity of the ENAV Group's business sector;
- the existence of relations with persons (natural or legal persons) belonging to criminal organisations of any nature or participating in violation of the principles of legality contrary to the Code of Ethics;
- the violation of restrictive measures in economic and trade relations and/or sanctions adopted at national, EU and international level.

The Whistleblowing Reports can also be used to bring attention to any unlawful conduct or attempted unlawful conduct in the following regulatory areas, including, but not limited to:

- a) public procurement;
- b) financial services, products and markets;
- c) prevention of money laundering and the financing of terrorism;
- d) safety and compliance of products placed on the Internal Market;

- e) transport safety;
- f) protection of the environment;
- g) public health;
- h) consumer protection;
- i) protection of personal data;
- j) security of networks and IT systems;
- k) violations of European competition and state aid regulations;
- l) violations concerning the Internal Market and corporate taxation.

Without prejudice to the purposes of the *Whistleblowing* tool, Whistleblowing Reports must take proper account of the existing regulatory constraints on inside information, *price-sensitive* information and material information pursuant to the *Market Abuse Regulation* (Regulation (EU) No. 596/2014).

The Whistleblowing Reports may not contain mere suspicions, rumours, or grievances, nor personal demands, claims, grievances, or requests by the Whistleblower.

However, it is not necessary for the Whistleblower to be certain of the veracity of the facts reported and the identity of the perpetrator, although it is necessary that:

- the Whistleblowing Report is substantiated and based on precise and corroborating factual elements such as to suggest that there is a possibility that an event relevant for the purposes of the Whistleblowing Report may have occurred;
- the Whistleblower has reasonable grounds, in view of the circumstances and information available to them at the time they made the Whistleblowing Report, to believe that the facts reported are true or that they have direct or sufficient knowledge of such facts, based on their role in the company.

The Whistleblowing Report must be made in good faith and must not contain abusive language, personal insults, or moral judgements intended to offend or harm the reputation or personal or professional standing of the person or persons claimed to be responsible for the events being reported.

In particular, it is forbidden to make Whistleblowing Reports in "bad faith" and more specifically:

- to submit Whistleblowing Reports with purely defamatory or libellous intent;
- to submit Whistleblowing Reports that exclusively concern aspects of the Reported Party's private life, or that have no direct or indirect connection with the Reported Party's business role;
- to submit Whistleblowing Reports of a discriminatory nature with regard to the Reported Party's sexual, religious, or political orientation, or their racial or ethnic origin;
- to submit Whistleblowing Reports that are in violation of the law.

Whistleblowing Reports in "bad faith", which are abusive, offensive, defamatory, libellous, or discriminatory may give rise to civil and/or criminal action against the Whistleblower and lead to the imposition of sanctions, as indicated in paragraph 6.3 below.

Furthermore, the addressees of Whistleblowing Reports are not required to take into consideration anonymous Whistleblowing Reports that are not sufficiently substantiated, not adequately documented or not made in sufficient detail to bring the facts and situations to light by relating them to specific contexts.

### **3 SUBJECTS INVOLVED**

This document applies to ENAV and all other companies of the ENAV Group, unless otherwise specified.

The scope of the Whistleblowing Reports may concern unlawful cases or maladministration that may have occurred as part of the operational activities of the companies in the Group.

The main subjects involved in the implementation of this regulation are as follows.

### 3.1 THE WHISTLEBLOWERS

Whistleblowing Reports can be made either by internal staff belonging to one of the Group companies, or by external persons, as identified in the WB Decree.

In addition to the employees of the companies in the Group, internal parties include:

- members of the corporate bodies;
- parties whose employment relationship has not yet started, in cases where information regarding a violation has been acquired during the selection process or other stages of the pre-contractual negotiations;
- volunteer workers;
- trainees;

By way of example only, external parties may include:

- shareholders of ENAV Group companies;
- suppliers, consultants, agents, partners;
- any person working under the supervision and direction of contractors, subcontractors, and suppliers;
- former employees;
- clients or users of the ENAV Group's services.

Whistleblowers can also be persons who were, or will be, in one of the positions listed above.

### 3.2 THE REPORTED PARTIES

Whistleblowing Reports may concern members of corporate bodies or organisations, *management*, employees, external collaborators, non-subordinate collaborators of group companies, as well as business *partners*, suppliers, consultants, intermediaries and all those who have relations with the group, and relate to any type of unlawful or irregular conduct of which they have become aware by reason of their functions.

If the Reports concern one or more members of the *Whistleblowing Committee*, the latter will be excluded from the activities related to the evaluation and management of the specific report.

### 3.3 RECIPIENTS

Given the subject matter of the Whistleblowing Reports, they are sent to the recipients who are competent to receive them through the appropriate communication channels described in section 4.2 below.

- Whistleblowing Reports of all irregular or abnormal misconduct or events (relating to these Regulations) are collected by ENAV's *Internal Audit Body*. If the Whistleblowing Report concerns Internal Audit itself, it may be forwarded to the Supervisory Board or the ABCF.
- In accordance with the provisions of Model 231, the Supervisory Board of ENAV and, where present, of the other companies of the group, is the recipient of Whistleblowing Reports concerning (i) the commission, attempted commission or reasonable danger of commission of one of the offences (and/or administrative offences) relevant under Italian Legislative Decree 231/2001; and/or (ii) potential or actual breaches of Model 231, the Code of Ethics and/or 231 Group Procedures. If the Whistleblowing



Report concerns the Supervisory Board itself, it may be forwarded to *Internal Audit* or the Board of Auditors.

- In accordance with the provisions of the MSPC, the ABCF is the recipient of the Whistleblowing Reports of attempted, alleged and actual acts of corruption, or any breach or deficiency concerning the MSPC. If the Whistleblowing Report concerns the ABCF itself, it may be forwarded to the Supervisory Board or to the Whistleblowing Contact Person.

Recipients of Whistleblowing Reports coordinate with the "**Whistleblowing Contact Person**" who is part of the *Internal Audit* function for all group companies (or, where the Reported Party belongs to the *Internal Audit* function, a nominee of ENAV's Supervisory Board), and guarantees centralised activity (and the retention of all reports). The *Whistleblowing* Contact Person shall coordinate with the *Whistleblowing* Committee to ensure prior sharing and analysis of each Whistleblowing Report received.

In view of the foregoing, any report falling within the objective scope of these Regulations and received through channels other than the IT platform (ref. par. **4.2 REPORTING METHODS**), must be communicated by the recipient to the *Whistleblowing* Contact Person. The latter, in turn, if the recipient of reports whose case potentially involves corrupt episodes, shall inform both the ABCF and the competent Supervisory Board, or only the latter if the report is potentially associated with one of the other predicate offences pursuant to Italian Legislative Decree 231/01. This mutual information flow also extends to any additional information and documentation relevant to the facts reported that may be received as a result of the report itself.

In the case of subsidiaries, the management of Whistleblowing Reports through group functions takes place on the basis of appropriate intra-group agreements that provide for the involvement of the parent company as an "external party" and introduce the necessary precautions to ensure the separate collection and management of Whistleblowing reports relating to the individual subsidiary.

## 4 MINIMUM CONTENT AND REPORTING CHANNELS

### 4.1 MINIMUM CONTENTS

In order that the Whistleblowing Reports can be used as intended, it should contain all the elements necessary to ascertain the validity of the facts covered by the report and include, as a minimum, the following essential items:

- **subject:** a clear and complete description of the facts that are the subject of the Whistleblowing Reports, with an indication (if known) of the circumstances of time and place in which the reported facts were allegedly committed or omitted (by way of example only: contract, transaction, place);
- **Reported Party and other persons involved:** any element (such as the function/role of the company) enabling easy identification of the alleged perpetrator(s) of the reported behaviour and of other persons potentially aware of the reported facts;
- **company involved:** the ENAV Group company involved in the Whistleblowing Reports.

The Whistleblower may also include the following additional items:

- their personal details, should they not wish to avail themselves of the right to anonymity;
- details of any documentation that could confirm the validity of the facts being reported;
- details of any other parties who could have information concerning the facts of the Whistleblowing Reports;

- any other information that may facilitate the gathering of evidence to support the claims being made in the report.

## 4.2 REPORTING CHANNELS

Whistleblowing Reports can be submitted via the channels described below. The Whistleblower has the right to choose the most appropriate Whistleblowing Report channel according to the specific circumstances of the case.

Notwithstanding the above, the Whistleblowers should use internal Whistleblowing Report channels as opposed to external Whistleblowing channels, unless the Whistleblowers have legitimate reasons for making an External Report, i.e. (i) the Whistleblower has already made an Internal Report, and it has not been followed up; or (ii) the Whistleblower has reasonable grounds to believe that, if it were to make an Internal Report, the Report would not be effectively followed up or that the Report may give rise to the risk of retaliation; or (iii) the Whistleblower has reasonable grounds to believe that the violation reported may constitute an imminent or obvious danger to the public interest.

Furthermore, in order to make the Whistleblowers more aware of the serious nature of the Whistleblowing Reports, for those who intend to submit a Report ENAV has made a communication channel available, through which messages can be sent in an anonymous and confidential manner, and which can be used to start a dialogue, initiate meetings, and gather support. This will help the potential Whistleblower to recognise the offences being carried out, and remove any doubts they may have and provide any information they need to empower them to proceed independently with the presentation of the Report.

### **The Whistleblowing Channel – The preferred channel**

The ENAV Group has set up a *Whistleblowing* channel that guarantees the confidentiality of the Whistleblower's identity, also offering the possibility of making Whistleblowing Reports anonymously through computerised communication tools according to the methods described in detail below.

The application can be accessed by employees on the company intranet, and by external parties through a dedicated page on the ENAV website ([www.enav.it](http://www.enav.it)).

The Whistleblower can access the application using automatically-generated credentials, separate from those they have for any personal accounts they may have, thereby giving them the option of total anonymity. These credentials can also be used to receive messages and requests for clarification from the *Whistleblowing* Contact responsible for managing the Whistleblowing Reports within the Internal Audit Body.

To facilitate the investigation while guaranteeing confidentiality to the user, the application also makes it possible to set up a "dialogue", and for the Whistleblower to send and receive electronic documents, as attachments, to/from the *Whistleblowing* Contact.

The system ensures that the Whistleblower is automatically kept informed of the status of the processing of the Whistleblowing Reports, allows them to be contacted again for more details during the preliminary phase, and can be used to send further information to corroborate the events being reported.

The application is also used to notify the Whistleblower that the investigation has been completed.

The information collected is stored electronically on the platform, with defined access profiles, mandatory authentication, and automatic tracking of any transactions carried out. The platform also acts as the electronic register for the Whistleblowing Reports received, making all the essential data readily available.

If the Whistleblower uses the *Whistleblowing* portal, they will be able to assign their Whistleblowing Reports to a specific category, depending on the law or internal standard to which the possible case of fraud, the

unlawful act, or irregularity reported relates. The classification is chosen by the Whistleblower within the application using a drop-down menu, which identifies the type of violation being reported as:

- corruption or fraud;
- a violation of company procedures, the Code of Ethics, or Model 231;
- the commission, attempted commission, or risk of potential commission of a crime and/or an administrative offence, referred to in Italian Legislative Decree 231/2001;
- irregular conduct or suspicious activity that may involve risk to the company;
- adoption of discriminatory measures;
- conflicts of interest;
- maladministration;
- trade compliance (compliance with regulations/sanctions on trade issued or deriving from specific treaties)
- other (e.g. actions against human rights, the environment, health or the public interest, etc.).

### Other internal reporting channels

It is also possible to submit a Whistleblowing Report using:

- the email box enabled for the Whistleblowing [whistleblowing@pec.enav.it](mailto:whistleblowing@pec.enav.it);
- by email to the Supervisory Bodies of the Group: [organismodivigilanza@enav.it](mailto:organismodivigilanza@enav.it); [odv231@technosky.it](mailto:odv231@technosky.it); [odvidsairnav@enav.it](mailto:odvidsairnav@enav.it); [odv@d-flight.it](mailto:odv@d-flight.it)
- the email box of the Anti-Corruption Compliance Function (ABCF): [FCPC@enav.it](mailto:FCPC@enav.it);
- by post to the company address: Via Salaria No. 716, 00138 Rome. For the attention of the Internal Audit Body or the Supervisory Board of ENAV (or of the other companies in the Group, if they have one).

As an alternative to the above-mentioned reporting channels, the report may be made "verbally". In this case, the Reporting Party may request a direct meeting with the Internal Audit Manager whose contacts can be found in the dedicated whistleblowing section of the institutional website [www.enav.it](http://www.enav.it).

If the Internal Whistleblowing Report is made verbally, with the consent of the Whistleblower, it is documented by minutes. The Whistleblower may verify, rectify and confirm the transcribed minutes of the meeting by signing them.

### External Whistleblowing Reports Channel

The Whistleblower may also make External Whistleblowing Reports through the reporting channel activated and set up, through a special telematic platform, by the National Anti-Corruption Authority (ANAC)<sup>1</sup> and upon the occurrence of one of the following conditions:

- a) the Whistleblower has already made an Internal Whistleblowing Report and it has not been "*followed up on*"<sup>2</sup>;
- b) the Whistleblower has "*reasonable grounds*"<sup>3</sup> to believe that, if he/she were to make the Internal Whistleblowing Report, it would not be effectively followed up on, or that the Report might give rise

<sup>1</sup> <https://www.anticorruzione.it/-/whistleblowing>

<sup>2</sup> A "*failure to follow up*" has occurred if not even one of the activities referred to in the following paragraph has been undertaken (verification of admissibility, investigation, communication of results).

<sup>3</sup> Any conflicts of interest, destruction of evidence, or previous retaliation are considered "*well-founded reasons*".

to the risk of retaliation;

- c) the Whistleblower has "*reasonable grounds*" to believe that the breach may constitute an imminent or obvious danger to the public interest.

It is important to point out that the "*well-founded reasons*" referred to in the preceding points must be reasonably based on concrete circumstances of which evidence and actually acquireable information can be provided and, therefore, not on simple illusions.

More details on the methods of communication, reception and management of Whistleblowing Reports, submitted through the external reporting channel, are available in the special section on the ANAC *website*.

### Public disclosure

Italian Legislative Decree No. 24/2023 introduced a further reporting method consisting of public disclosure. Through it, information about violations is placed in the public domain through print or electronic media, or otherwise through means of distribution capable of reaching many people.

The circumstances following which the use of a public report is allowed are substantially the same as those for external reports and, in any case, are always conditional on the actual existence of concrete and documentable circumstances, as well as actually acquireable information.

### Report to the Judicial Authority

Finally, the decree, in accordance with the previous regulations, also grants the protected parties the possibility of contacting the judicial authorities to file a complaint of unlawful conduct of which they have become aware in their work context.

### Exemplary outline

Below is an example graphic diagram, taken from the current ANAC Guidelines, which relates the subject of the reports and the channels that can be used in the private sector:



## 5 WHISTLEBLOWING REPORTS MANAGEMENT PROCESS

ENAV guarantees the systematic, accurate, transparent, impartial, objective, and timely management of Whistleblowing Reports, and the documentability and traceability of the entire process.

The *Whistleblowing* management process is based on the principles of trust, impartiality and protection of the Whistleblower and consists of the following steps:

- a) receipt and verification of the admissibility of the report (so-called *triage*);
- b) management of the Whistleblowing Reports by carrying out an investigation;
- c) conclusion of the case and communication of the results.

ENAV's *Internal Audit* Body carries out the activities described below in relation to all types of Whistleblowing (with the exception of Whistleblowing Reports concerning the *Internal Audit* Body, which are referred to ENAV's Supervisory Board, which will also assume the role of Whistleblowing Contact Person).

With reference to the Whistleblowing Reports relevant for the purposes of Italian Legislative Decree 231, of the Group's Models 231 and the MSPC, the *Internal Audit* Body operates, where appropriate on the basis of suitable intra-group agreements.

In fact, for this type of report, the activities are carried out in close coordination with the Supervisory Bodies of the Group companies, the competent addressee for this type of Report. In addition, the Supervisory Board is informed of the outcomes of each individual phase of the management process, involving it in the performance of the related activities, where appropriate, and obtaining the latter's prior consent for the adoption of the required decisions.

Likewise, if the Whistleblowing Report is relevant to potential acts of corruption (committed, attempted or alleged) or to violations or deficiencies of the management system for the prevention of corruption, the *Internal Audit* Body will also provide adequate information to the ABCF, in addition to any information flows to the relevant Supervisory Bodies.

The DPO will also be involved where the Whistleblowing Report concerns aspects related to *data protection* or *cybersecurity*.

### 5.1 RECEIPT AND VERIFICATION OF THE ADMISSIBILITY OF THE REPORT

Upon receipt of the Whistleblowing Report, the *Internal Audit* Body:

- accepts the Whistleblowing Report and prepares a summary containing the details of the report and the data needed for its classification;
- sends the Whistleblower confirmation of receipt of the Whistleblowing Report within 7 working days;
- informs the *Whistleblowing* Committee and, in coordination with the latter, initiates the preliminary verification of the existence of the conditions necessary for the assessment and prioritisation of the Whistleblowing Report on the basis of what is reported in the Report and any initial information already available (for example, assessing (i) whether the Whistleblowing Report is intended to draw attention to behaviour that puts the Company and/or third parties at risk and not merely a personal complaint; (ii) the seriousness of the risk to the Company and/or third parties, including reputational, financial, environmental and human damage; (iii) if the Whistleblowing Report contains sufficient evidence or if, on the contrary, it is too generic and lacks the elements necessary for a subsequent investigation, etc.), proceeding, if not, to further investigations and asking for clarification from the Whistleblower, also taking into account the methodological criteria referred to in the Operational and Methodological Instructions for the management of *Whistleblowing* Reports.

## 5.2 WHISTLEBLOWING INVESTIGATION

Having verified the necessary prerequisites, the *Internal Audit Body*, taking into account the indications provided by the *Whistleblowing Committee*, carries out the thorough investigation of the report, promoting the related checks and assessments, in order to assess the relevance and validity of the Report.

The internal investigation is conducted in confidence and impartially, to preserve the confidentiality of the Whistleblower and/or Reported Party.

In order to carry out the aforementioned activities, the *Internal Audit Body* may (i) request further information or documentation from the Whistleblower; (ii) acquire information and documents from the competent corporate bodies; (iii) make use of the support of external professionals, the specialist skills of which will help to ensure impartiality and independence in the assessment being made.

Investigations must not interfere, directly or indirectly, with any judicial investigation. It is an essential requirement to cooperate with the prosecuting authority.

The *Internal Audit* function shall send the Whistleblower appropriate updates on the activities carried out, on their *status*, on the actions planned or taken by the Company to follow up the Whistleblowing Report, and on the possible outcome of the investigations within a reasonable timeframe to be defined by the *Internal Audit Body*, on a case-by-case basis, according to the characteristics of the Whistleblowing Report, the complexity of the investigations to be carried out and the time actually available. This period may not exceed three (3) months from the date of receipt of the Whistleblowing Reports or, if no notice has been sent to the Whistleblower, three (3) months from the expiry of the period of seven (7) days from the receipt of the Whistleblowing Report.

## 5.3 CONCLUSION OF THE CASE AND COMMUNICATION OF THE OUTCOME

Upon completion of the appropriate checks and investigation and taking into account the indications provided by the *Whistleblowing Committee*, the *Internal Audit Body* dismisses "bad faith", insufficiently detailed or unfounded Whistleblowing Reports, as well as those containing facts that have already been investigated in the past, unless the Report contains new information that would make further verification activities appropriate.

In relation to well-founded Whistleblowing Reports, at the end of the investigation, the *Internal Audit Body*, in coordination with the recipients of the Whistleblowing Reports as identified above and with the Whistleblowing Committee, formulates any recommendations it deems appropriate and proposes any protective measures deemed necessary and/or actions aimed at closing any organisational or control gaps, without prejudice to any disciplinary measures managed by the competent structures. The relevant corporate functions implement these recommendations and corrective actions, the monitoring of which is carried out by the *Internal Audit Body*, with the support, where appropriate, of the Group Companies' Supervisory Board, the ABCF and/or the DPO.

The results of its audits, all the observations, assessments and decisions of the *Internal Audit Body*, the Supervisory Board and the ABCF, the recommendations (if any) and proposals for disciplinary measures are in all cases formalised in writing in an appropriate report.

At the conclusion of the investigations and the above-mentioned activities, the *Internal Audit Body* shall inform the Whistleblower of the outcome or the status of the same.

The maximum term for the conclusion of the procedure is set at three (3) months from the date of receipt of the Whistleblowing Report, without prejudice to any extensions of the terms justified by the specific circumstances of the case or by the nature and complexity of the subject of the Whistleblowing Report (for example, in case of a lengthy investigation).

## 5.4 TRACEABILITY AND ARCHIVING

The documentation pertaining to each Whistleblowing Report received (i.e. all information and supporting documents) is kept by the Whistleblowing Contact Person, in compliance with confidentiality requirements, for as long as necessary for the performance of the Whistleblowing management activities received and, in any case, within the maximum time limits provided for by the currently applicable *whistleblowing* legislation.

For more information on the timeframe for retaining the documentation produced when receiving and handling whistleblowing reports, please refer to the information on the processing of personal data available on the *whistleblowing* portal.

## 6 GENERAL PRINCIPLES AND PROTECTIONS

The correct management of the *Whistleblowing* process supports the promotion of a culture of ethics, transparency and legality within the ENAV Group. This can only be achieved if Whistleblowers have the appropriate means of notification available to them, and are secure in the knowledge that they will not be subject to any retaliation by colleagues or superiors, and that their Whistleblowing Report will not be ignored.

In addition, the technological system and its management process fall within the scope of the guarantees provided by the information security protection system, ISO 27001 certified, and, in particular, in addition to the principles of i) segregation of duties, ii) transparency and traceability of operations, iii) management of line processes and controls at the various levels, the highest levels of information classification and related protection measures are guaranteed.

The principles and safeguards that the ENAV Group is committed to guarantee are detailed below.

### 6.1 PROTECTION OF WHISTLEBLOWERS AND OTHER PERSONS CONCERNED

The ENAV Group is committed to strengthen the relationship of trust between the Company and its *stakeholders*. For this reason, the ENAV Group protects the Whistleblower and the other persons concerned against any retaliatory, damaging, discriminatory or in any case unfair conduct, threatened or actual, direct or indirect, consequent to the Whistleblowing Report and implemented throughout the *Whistleblowing* process and after its conclusion. The Whistleblowing Report may not be prejudicial to the continuation of the employment relationship.

Therefore, the retaliatory or discriminatory dismissal, transfer, change of job of the whistleblower, as well as any other retaliatory or discriminatory measure taken against the whistleblower himself/herself, including but not limited to the following, shall be considered null and void:

- a) suspension or equivalent measures;
- b) demotion or failure to promote;
- c) a cut in pay;
- d) a change in working hours;
- e) a suspension of training;
- f) negative assessments or references;
- g) the imposition or administration of unjustified disciplinary measures;
- h) coercion, intimidation, harassment or ostracism;
- i) discrimination, unfair or disadvantageous treatment;
- j) the failure to convert a fixed-term employment contract into a permanent employment contract, where the employee had legitimate expectations of being offered permanent employment;
- k) non-renewal or early termination of a fixed-term employment contract;

- l) damages, including to the person's reputation, particularly on social media, or financial losses, including loss of financial opportunity and loss of income;
- m) the inclusion on any "Black list" on the basis of a formal or informal sectoral or industrial agreement, which may make it impossible for the person to find employment in the sector or industry in the future;
- n) the termination of the contract for goods or services;
- o) the cancellation of a licence or permit;
- p) being subject to psychiatric or medical examination.

The aforementioned measures are also recognised in respect of the following parties, in order to avoid any "cross" retaliation:

- (i) facilitators, i.e. those who assist the Whistleblower during the reporting process and whose assistance must be confidential;
- (ii) other persons connected with the Whistleblowers, including, but not limited to: persons in the same work environment as the whistleblower with whom they are linked by a stable emotional or kinship link up to the fourth degree, work colleagues of the whistleblower who work in the same work environment as the whistleblower and who have a habitual and current relationship with that person;
- (iii) legal entities linked to the whistleblower or to the entities referred to in (i) or (ii) above.

Furthermore, the aforementioned protective measures apply when:

- 1) at the time of the Whistleblowing Report or reporting to the judicial or accounting authorities or of the Public Disclosure, the Whistleblower has reasonable grounds to believe that the information on the reported breaches is true and falls within the objective scope of this regulation;
- 2) an External Whistleblowing Report has been made, where permitted by law;
- 3) the Whistleblowing Report was subject to Public Disclosure upon fulfilment of the following conditions:
  - a. the Whistleblower has previously made a Whistleblowing Report in accordance with the law and has not received any feedback;
  - b. the Whistleblower has reasonable grounds to believe that the breach may constitute an imminent and/or obvious danger to the public interest;
  - c. the Whistleblower has well-founded reasons to believe that the Whistleblowing Report may entail the risk of retaliation and/or may not be effectively followed up due to the specific circumstances of the case, such as where evidence may be concealed or destroyed, or where there is a well-founded fear that the recipient of the Whistleblowing Report may be colluding with or involved in the wrongdoing.

The adoption of discriminatory measures against the Whistleblower may be reported to the ANAC, for measures within its competence.

Even if the facts reported prove to be unfounded and/or inconsistent based on the assessments and investigations carried out, any Whistleblower who has made the Whistleblowing Report in good faith will not be prosecuted.

## **6.2 PROTECTION OF THE REPORTED PARTY**

In order to prevent any abuse of *Whistleblowing* and to prevent slander, defamation, discrimination, retaliation or other disadvantages and/or the disclosure of sensitive personal data of the Reported Party, which could



imply damage to his/her reputation, pending the ascertainment of his/her responsibility, such a person may not be disciplined in any way on the basis of what is stated in the Whistleblowing Report, without objective evidence and without the facts being investigated.

Without prejudice to the Whistleblower's identity confidentiality obligation, in the Internal and External Whistleblowing procedures, the Reported Party may be heard, or, at his/her request, is heard, also by means of a paper-based procedure through the acquisition of written comments and documents.

### 6.3 SANCTIONS

The following are liable to the imposition of sanctions:

- any Whistleblower who makes, with malicious intent or gross negligence, Whistleblowing Reports that prove to be groundless or to have been made in "bad faith";
- the corporate entity that has taken discriminatory or retaliatory measures against the Whistleblower or persons treated as such under the WB Decree;
- those who obstruct or attempt to obstruct the submission of a Whistleblowing Report;
- the person responsible for carrying out verification, in the event that the verification and analysis are not carried out;
- any party who does not adhere to the general principles of protection with particular reference to the confidentiality of the identity of the Whistleblower;
- following the outcome of the checks carried out by ENAV, any Reported Party found to have committed unlawful or irregular acts, or activities not in compliance with the Code of Ethics, Model 231, the MSPC or the system of corporate Procedures, also in accordance with the provisions of the corporate disciplinary system set out in the collective labour agreement.

Lastly, if the outcome of the investigations carried out as a result of the Whistleblowing Report reveals grounds for the commission of an offence, the Company may file a complaint with the Judicial Authority and take advantage of the other remedies and measures provided for by law (dismissal, contractual termination, penalties, etc.). Similarly, if the results of the investigation carried out reveal unlawful conduct on the part of a third party (e.g. a supplier), the company may proceed, without prejudice to any further powers provided for by law and by contract, to suspend/delete the third party from the company records.

### 6.4 CONFIDENTIALITY AND PRIVACY

In the event of named Whistleblowers (where the identity of the Whistleblower and any other useful information that may enable their identification to be known by the recipient of the Whistleblowing Report, but such information is not disclosed), the ENAV Group guarantees the confidentiality of the Whistleblowing Report, its contents and the Whistleblower's identity.

The identity of the Whistleblower, and of other persons, in various capacities, connected to the Whistleblowing Report, is protected at all stages of the *Whistleblowing* procedure. Therefore, the above information cannot be disclosed to persons not directly involved in the assessment or investigation process. All those who receive or are involved in the management of Whistleblowing Reports are required to protect their confidentiality.

This protection also applies to the Company's senior management, which is not allowed to initiate investigations or request information that would allow them to trace the identity of the Whistleblower. Accordingly, in the case of forwarding the Whistleblowing Report to other departments, bodies or third parties for the performance of an investigation, the *Internal Audit* Body, the Supervisory Board and the ABCF shall

forward only the content of the Whistleblowing Report, excluding all references from which it is possible to trace, even indirectly, the identity of the Whistleblower.

The identity of the Whistleblower may only be revealed when:

- disciplinary action has been taken based in whole or in part on the Whistleblowing Report, knowledge of the identity of the Whistleblower is indispensable for the defence of the Reported Party and there is the express consent of the Whistleblower to the disclosure of his/her identity. In the absence of such consent, the Internal Whistleblowing Report will not be used for the purposes of disciplinary proceedings;
- there is criminal liability for defamatory or libellous content; in this case ENAV reserves the right to carry out the necessary investigations against the Whistleblower and to take the measures deemed appropriate;
- anonymity is not enforceable by law and the identity of the Whistleblower is necessary for the purposes of carrying out investigations or is required by the judicial authorities in connection with investigations (criminal, tax or administrative investigations, inspections by supervisory boards).

In accordance with the WB Decree, Whistleblowing is exempt from access under Articles 22 et seq. of Italian Law No. 241 of 7 August 1990 and Articles 5 et seq. of Italian Legislative Decree No. 33 of 14 March 2013. For the limitations to the exercise, in the context of Whistleblowing, of the rights provided for by the GDPR, see Section 6.5.

## 6.5 PROCESSING OF PERSONAL DATA

The personal data of the Whistleblowers, the Reported Parties, and all other parties involved in the Whistleblowing process are processed in compliance with the current legislation on the protection of personal data. In particular, ENAV guarantees that the processing of personal data will be carried out in compliance with the parties' fundamental rights and freedoms, and with respect for the dignity/honour of the data subjects, with particular reference to privacy and data security. All information processed for the purposes of this document is also required to be in compliance with the provisions of the Security Management System. In particular, it should be noted in this context that:

- the privacy policy is available on the *Whistleblowing* portal, which is an integral and substantial part of this regulation, and which specifies the purposes and methods of the processing of personal data, the Data Controller, and the person in charge of processing personal data, the internal data processors, the categories, and the offices to which the reported data can be transmitted in the context of the management of the Whistleblowing Reporting process, the data retention times, as well as the rights of the Whistleblower in relation to their personal data;
- the Whistleblowing process provides for the processing of personal data only when strictly necessary and relevant to the purposes for which they have been collected. Whistleblowing Reports that have been deemed to be irrelevant pursuant to this procedure are archived and not processed further;
- appropriate technical and organisational measures are put in place to ensure the security of personal data, in accordance with the legislation in force, and in particular the encryption of transmissions and data residing on the Whistleblowing report information systems is guaranteed;
- all the persons involved in the management of Whistleblowing Reports have been designated in writing as authorised to process, in accordance with Article 2-*quaterdecies* of Italian Legislative Decree No. 196 of 30 June 2003 ("**Privacy Code**");

- in the context of a Whistleblowing Report, the Reported Party, the alleged perpetrator of the wrongdoing, with reference to his or her own personal data processed by ENAV or by another company of the Group, in accordance with the provisions of Article 2-*undecies* of the Privacy Code and in line with the provisions of the Policies of ENAV and the Companies of the Group on the protection of personal data, may be subject to limitations (e.g. delays) and/or preclusions (failure to accept the data controllers) in the exercise of the rights provided for by Articles 15 -22 of the GDPR, where their exercise may result in an actual and specific prejudice to the protection of the confidentiality of the Whistleblower and persons treated as such, and/or to the carrying out of investigations or the exercise of a right in court by the Company. This is without prejudice to the Reported Party's right to exercise his or her rights by requesting the intervention of the Italian Data Protection Authority, in the manner provided for in Article 160 of the Privacy Code.

## **6.6 REPORTING**

Periodically, and in any case on at least an annual basis, a report is drawn up by ENAV's *Internal Audit* Body, with the support, to the extent of its competence, of the Supervisory Board of the Group companies and of the ABCF, to the Control and Risk and Related Parties Committee, the Board of Directors and the Board of Statutory Auditors on the Whistleblowing Reports received and on the progress of the verification activities and any actions taken (corrective actions and disciplinary measures).

The Chief Executive Officer

Pasqualino Monti