# WHISTLEBLOWING GUIDELINES OF THE COGNE GROUP

APPROVED BY THE BOARD OF DIRECTORS ON JULY 17, 2025

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# 1. PURPOSE

The Whistleblowing Guidelines of the Cogne Group govern the process of receiving and handling reports (so-called Whistleblowing) and the related investigation procedures, in compliance with applicable laws and the Procedures for Ethical Management and Guidelines for Conduct of Walsin Lihwa Corporation and the Code of Business Conduct.

This document serves as a reference for all companies within the Cogne Group, except where local laws on the same subject conflict with it.

The principles of this procedure do not affect or limit in any way the obligation to report to judicial, supervisory, or regulatory authorities in the countries where the Cogne Group operates, nor the obligation to report to internal control bodies established within each company of the Group.

# 2. SCOPE OF APPLICATION

These Guidelines apply to Cogne Acciai Speciali S.p.A. and all directly controlled companies (hereinafter referred to as the Cogne Group), which must adopt them through a resolution of their Board of Directors. The adoption of the Guidelines and the communication to the Shareholders'Meeting are indicated in the Ethical Management Procedures and Conduct Guidelines of Walsin Lihwa Corporation.

# 3. RECIPIENTS

Recipients of the Guidelines include directors, managers, employees, collaborators, individuals acting on behalf of the company, or those exercising substantial control over the company and its affiliated enterprises and organizations (Cogne Group personnel), as well as the Group’s Business Partners.

# 4. BEHAVIORAL RULES

Recipients are required to comply with current laws and regulations, the behavioral rules outlined in the Code of Business Conduct, and the provisions of this document.

# 5. DEFINITIONS

**Whistleblowing:** Whistleblowing is the act by which a person confidentially and securely reports illegal behavior, irregularities, or violations (even suspected ones) of laws, regulations, corporate procedures, or ethical principles (e.g., human rights, abuse, harassment) that they have become aware of due to their work or collaboration with the Company.

**Whistleblower:** he person who reports or publicly discloses information regarding unlawful behavior, violations, irregularities, discriminatory acts, harassment, or abuse relevant to the Guidelines, which they witnessed or became aware of through their relationship with the Cogne Group.

**Reported Person:** The individual accused of misconduct or violations.

**Other Protected Persons:** 1) Individuals in the same work context as the Whistleblower and linked to them by a stable emotional or familial relationship up to the fourth degree; 2) Colleagues who work in the same context and have a regular and ongoing relationship with the Whistleblower; 3) Entities owned by the Whistleblower or for which they work, and those operating in the same work context.

**Good Faith:** Reporting in good faith means having a reasonable belief that a violation has occurred and that the information reported was true at the time of the report.

**Ethics Committee:** collegial body composed of the Internal Audit Director, the Human Resources & CAS Academy Director, the ICS, Risk Management & Compliance Director, and an external legal expert in the field. The Ethics Committee is responsible for managing reports, periodically assessing the adequacy of the process, and proposing any improvements to the Board of Directors, with support from relevant departments if necessary. It also promotes awareness and training initiatives. The Internal Audit Director and the external legal expert receive reports through the available channels.

**Facilitator:** A natural person who assists a Whistleblower in the reporting process, operating within the same working context, and whose assistance must remain confidential.

**Supervisory Body (OdV):** The Supervisory Body of Cogne Acciai Speciali S.p.A. and, where present, of the controlled Italian companies with an organizational, management, and control model pursuant to Legislative Decree 231/2001.

**Control Body:** The body responsible for control functions within Cogne Acciai Speciali S.p.A. and, where applicable, its Italian and foreign subsidiaries (e.g., Board of Statutory Auditors).

**Retaliation:** Any act, omission, or behavior (even attempted or threatened) carried out due to the report, judicial or accounting complaint, or public disclosure that causes or may cause the Whistleblower or complainant unfair harm directly or indirectly.

**Detailed Report:** A report in which the author provides sufficient detail regarding facts, events, or circumstances forming the basis of the alleged wrongdoing (e.g., type of violation, relevant timeframe, monetary impact, causes and purpose, companies, areas, persons, or entities involved, anomalies in the internal control system, etc.) to allow the competent corporate bodies to verify the credibility of the facts based on available investigative tools.

**Business Partner (Third Party):** Any person or organization providing services for or on behalf of the Cogne Group, including but not limited to distributors, resellers, agents, intermediaries, independent contractors, consultants, representatives, joint venture partners, accountants, lawyers, lobbyists, customs brokers, logistics companies, and supply chain partners.

# 6. REPORTING PROCEDURE

The Cogne Group fosters a culture of transparency and integrity by actively promoting a speak-up culture and the reporting of unlawful or irregular behavior. This principle is fully aligned with the OECD Anti-Corruption Manifesto, which recognizes whistleblower protection and the promotion of reporting as essential tools in the fight against corruption.
According to these Guidelines, anyone who becomes aware of misconduct is encouraged to file a report—even in their local language—through one of the designated reporting channels.

**Who can report?**

The following violations, if discovered in a work-related context, may be reported by:

- Shareholders and individuals performing administrative, management, supervisory, oversight, or representative functions, even if exercised de facto;

- Group employees (including subordinate or self-employed workers, collaborators, volunteers, and interns—whether paid or unpaid);

- Business Partners (Third Parties), such as suppliers, customers, business partners, agents, etc.

## 6.1 What can be reported?

The following violations, if discovered in a work-related context, may be reported:

- Violations of the Code of Business Conduct;
- Violations of human rights, including any acts of discrimination, harassment, or abuse;
- Violations of applicable legal and regulatory provisions;
- Violations of official measures issued by authorities;
- Violations of internal Guidelines and company procedures (including but not limited to: Anti-Corruption Guidelines, Sustainable Procurement, etc.);
- Actions or behaviors that may harm the health or safety of the community;
- Behaviors that may cause damage or harm, even reputational, to the Cogne Group.

Reports must be based on facts and not made in bad faith, with willful misconduct or gross negligence, nor driven by prejudice or ulterior motives. Any report based on knowingly false accusations or defamatory intent may result in disciplinary measures and legal consequences.

## 6.2 What cannot be reported?

By way of example, the following are not considered reportable events or facts:

- Complaints about individuals or service
- Personal opinions about colleagues or the company;
- Personal grievances relating to one's hierarchical superior.

## 6.3 Reporting Channels

Whistleblowers may file reports in good faith through the Whistleblowing Portal, which ensures anonymity and confidentiality using encryption tools. The Portal is accessible at: https://cogne.integrity.complylog.com/ in countries where it is active.

Alternatively, reports may be submitted through the following channels:

- In person ("one-to-one" meeting): Employees may request a one-to-one meeting with the Internal Audit, Human Resources & CAS Academy Director, or ICS, Risk Management & Compliance Director;

- By post, in a double sealed envelope, addressed to: "Ethics Committee c/o Cogne Acciai Speciali S.p.A." – Via Paravera 16 – 11100 Aosta, Italy;

- Other channels provided under applicable local regulations.

Whistleblowers are encouraged to disclose their name and/or contact information to facilitate proper follow-up. However, regardless of the chosen channel, the Cogne Group guarantees all whistleblowers the right to report anonymously, or to voluntarily disclose their identity when deemed necessary, while ensuring their confidentiality.

## 6.4 Information to include

The information provided in the report should be based on verified and truthful facts and submitted in good faith. Specifically, the main information to include is:

- Subject of the violation;
- Location of the violation;
- Name(s) of the reported individual(s), if known;
- Timeframe of the incident;
- Place of occurrence;
- Details of the incident;
- Circumstances surrounding the event;
- Estimated frequency of the behavior.

It is not necessary for the Whistleblower to be certain that a violation has occurred in order to report it. Whistleblowers may also confidentially discuss their concerns with the contacts listed above.

# 7. HANDLING OF REPORTS

The report management process is divided into the following phases:

- Receipt
- Preliminary assessment
- Investigation
- Closure
- Feedback
- Reporting

## 7.1 Receipt

Regardless of the communication channel used, the members of the Ethics Committee are the designated recipients of the reports and are responsible for acknowledging receipt of the report to the Whistleblower within seven days. If the report is made orally, it will be transcribed and submitted to the Whistleblower for review and confirmation.
Anyone who receives a report outside the dedicated channels must immediately forward it via one of the official channels, ensuring the highest confidentiality standards and using procedures that protect the Whistleblower and the identity and integrity of those reported, without compromising the effectiveness of any subsequent investigations.
All reports received through any reporting channel will be assigned a unique progressive case number in the Whistleblowing Portal and will be tracked and examined.

## 7.2 Preliminary Assessment

Internal Audit will conduct an initial assessment and classify the report based on the facts, events, or circumstances described.

Internal Audit will inform the Ethics Committee and prepare all necessary supporting information (with assistance from the relevant functions if needed) to initiate the investigation or close the report.

If deemed relevant, based on the subject matter or the Whistleblower's geographic location, Internal Audit may request the involvement of local competent functions (e.g. Sustainability & Corporate Affairs, Finance) or external parties to assist with the assessment and, if necessary, the investigation. This ensures consistency with applicable laws and regulations, alignment with local culture and practices, and formal authorization in accordance with relevant laws. In cases involving human rights violations, experts may be engaged where appropriate.

## 7.3 Investigation

The investigation phase aims to examine, evaluate, and analyze the report. Investigations are led by the Internal Audit function. Other internal departments or external consultants may be involved when necessary, provided that confidentiality requirements are met.

Due to the nature of the reports, it is not possible to define fixed timeframes for completing the investigation phase. However, it must be conducted as swiftly as possible without compromising quality or depth. Investigations must be fair, impartial, well-planned, and thorough. Upon completion, Internal Audit will draft a report for the Ethics Committee, if the latter has not fully participated in the investigation phase.

To carry out an effective investigation and ensure fair disciplinary actions, investigation team members must have unrestricted access to all relevant documents and company premises.
Investigators must maintain independence at all times, with full freedom to conduct the investigation and determine the facts without external interference or fear of retaliation.

## 7.4 Closure

The Ethics Committee, with support from relevant functions (if deemed necessary), must:

- Review the investigation report and its outcome;
- Decide whether the investigation is sufficient or if further analysis is required;
- Approve any necessary or appropriate actions to address the issues identified in the report.

## 7.5 Feedback

Within three months of the misconduct report, the Whistleblower will be informed by Internal Audit or the alternative recipient on the status of the verification and evaluation process. If this feedback does not mark the final closure of the case, a further update will be provided within an additional three months. In any case, the Whistleblower will receive confirmation of the final closure of the report.

All information related to the investigation and any related actions must be treated as confidential by the Whistleblower.

The Cogne Group is committed to treating all reports fairly and appropriately.

## 7.6 Reporting

At least once a year—or as needed—the Ethics Committee submits an anonymized report to the Board of Directors of Cogne Acciai Speciali S.p.A. covering all reports handled during the period. With the same frequency, anonymized information on reports originating from or impacting directly controlled entities is shared with the CEO/Managing Director, who may, in turn, inform the relevant Control Body, if necessary.

Furthermore, if a report relates to violations falling within the scope of Legislative Decree 231/01 or to breaches of the Organizational and Management Model adopted by Italian companies within the Cogne Group, the Ethics Committee promptly informs the Supervisory Body, guaranteeing anonymity and confidentiality, at the following stages:

- Upon completion of the preliminary assessment;
- Upon conclusion of the investigation;
- Upon final closure of the report.

The Supervisory Body may request further clarification or specific verifications from the Ethics Committee at any stage.

# 8. CONFIDENTIALITY

All Cogne Group personnel involved in any capacity in managing reports are required to maintain the confidentiality of the existence and content of the report, as well as the identity of the Whistleblowers and Reported Persons. Any communication regarding the existence and content of the report, or the identity of the parties involved, must strictly adhere to the "need-to-know" principle.

In all cases where the name or other personal data of the Whistleblower has been disclosed, the Ethics In compliance with applicable legal and regulatory provisions and the Code of Business Conduct, the Cogne Group prohibits and sanctions any form of retaliation or discrimination against anyone who has submitted a report (or contributed to verifying reported facts), as well as against Facilitators and Other Protected Parties, regardless of whether the report was ultimately substantiated.

Protection measures against retaliation and discrimination also apply to anonymous Whistleblowers if they are later identified.

# 9. PROTECTION OF THE WHISTLEBLOWER

IIn compliance with applicable legal and regulatory provisions and the Code of Business Conduct, the Cogne Group prohibits and sanctions any form of retaliation or discrimination against anyone who has submitted a report (or contributed to verifying reported facts), as well as against Facilitators and Other Protected Parties, regardless of whether the report was ultimately substantiated.
Protection measures against retaliation and discrimination also apply to anonymous Whistleblowers if they are later identified.

# 10. PROTECTION OF THE REPORTED PERSON

The Group ensures respect and dignity for all individuals. The Reported Person is granted the same confidentiality protections.

No disciplinary action can be taken without objective evidence and due process.

The Reported Person cannot request the identity of the Whistleblower, except as required by law.

# 11. CONSEQUENCES OF VIOLATING THE GUIDELINES

Failure to comply with the provisions of the Guidelines may constitute a breach of applicable legal and regulatory provisions and, in any case, is considered a serious violation of contractual obligations. This may result in disciplinary sanctions as set out in applicable collective labor agreements.

Depending on the severity and circumstances, consequences may include termination of employment or collaboration agreements, as well as legal actions.

The Cogne Group guarantees that no employee will be sanctioned, demoted, suspended, transferred, downgraded, dismissed, or otherwise discriminated against for refusing to engage in corrupt or unlawful conduct, even if such refusal results in negative consequences for the Group's business.

# 12. CONFLICT OF INTEREST MANAGEMENT

If a report concerns one or more members of the Ethics and Compliance Committee, directly or indirectly, those members will be excluded from handling the report.

In other situations where a Committee member faces a conflict of interest, they must declare it. The remaining members will assess whether the member in question should be allowed to participate in meetings concerning the specific conflict.

## 13. EXTERNAL REPORTING CHANNELS AND PUBLIC DISCLOSURE – VALID ONLY FOR ITALY

In any case, the Whistleblower may—besides reporting to the competent judicial authority—use external reporting channels and/or publicly disclose information about the violation, in accordance with current legislation.

In the event of a report to judicial authorities, an external report, and/or public disclosure made in compliance with the law, all protection measures provided in the procedure (e.g., protection against retaliation) are guaranteed to the Whistleblower, Facilitators, and Other Protected Parties.

Whistleblowers may use the external channel (ANAC – the Italian Anti-Corruption Authority) when the conditions established by Legislative Decree 24/2023 are met. Further information is available at: https://www.anticorruzione.it/-/whistleblowing.

## 14. REVIEW OF THE GUIDELINES

The Cogne Group commits to updating the content of these Guidelines whenever changes in the context, legal framework, environment, or organizational structure make such updates necessary or appropriate.

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