



## GROUP WHISTLEBLOWING POLICY – GROUP REPORTING PROCEDURE

### 1. OBJECTIVE

This Policy (hereinafter the “**Policy**”) establishes the procedures for reporting an unlawful act or omission that constitutes, or may constitute a violation of – or an inducement to violate – laws and regulations, the values and principles established in the Ethical Code of Pirelli & C. S.p.A. and its subsidiaries (hereinafter “**Pirelli**” or the “**Group**”), internal control principles, company policies/procedures, and/or that could – in the course of relations with one or more of the Group companies – cause any type of harm (e.g. economic, environmental, to safety of workers or of third parties, or merely reputational) to the Group companies and their customers, shareholders, partners, third parties and, more generally, the community (hereinafter a “**Report**”).

This Policy constitutes the reference document for all Group companies, without prejudice to any specific local laws on the same subject that are found to be in conflict with it.

The principles of this Policy do not affect – and do not in any way limit – the obligations to submit reports to the competent judicial, supervisory or regulatory authorities in the countries where Pirelli companies operate, or the obligations to submit reports to any control bodies established at each Group company.

### 2. ADDRESSEES

The addressees of this Policy (“**Addressees**” and/or “**Whistleblowers**”) are:

- a) the members of the company boards, Group employees;
- b) the customers, suppliers, partners, consultants, shareholders and, more generally, the stakeholders of the Group (the “**Third Parties**”).

### 3. REPORTS

Addressees who discover or otherwise become aware of possible unlawful conduct or irregularities committed by parties who have relations with one or more Group companies in the course of their working activities or that have an impact on said working activities, must activate this Policy by immediately reporting the actions, events and circumstances that they believe, in good faith and on the basis of reasonable grounds, have caused said violations and/or actions contrary to the Group’s principles.

The term “**Report**” means a communication of possible unlawful actions or omissions that constitute, or may constitute, a violation or inducement to violate laws and/or regulations, values and/or principles established in the Pirelli Ethical Code, the internal control principles and in company policies and/or procedures.

Reports may also be made anonymously. However, Pirelli recommends that the Reports include the Whistleblower's name, so that the persons responsible can operate more effectively, while in any case applying the necessary protections.

Even if anonymous, the Report must be detailed and documented, so as to provide useful and appropriate information to effectively verify the validity of the events reported. Where this information is known to the Whistleblower, it is particularly important for the Report to include:

- a detailed description of the events that occurred and how the Whistleblower became aware of them;
- the date and place of the event;
- the names and job positions of the persons involved, or information that enables their identification;
- the names of any other parties who can attest to the actions set out in the Report;
- reference to any documents that could confirm that the reported actions did occur.

The Group *Internal Audit Department* located at the Milan *headquarters* ("***Internal Audit Department***") is responsible for receiving and examining the Report.

The Report must be sent via the following means, in English or the local language:

- by *email*, to the email address: [ethics@pirelli.com](mailto:ethics@pirelli.com) – accessible only to the Internal Audit Department;
- by post to: Pirelli & C. S.p.A. – Viale Piero e Alberto Pirelli, no. 25 – Milan, for the attention of the *Internal Audit Director*.

Addressees who, for any reason, receive information about an alleged violation must: (i) keep the information received confidential, (ii) encourage the Whistleblower to follow the Whistleblowing procedures set forth under point 3 of the Policy, and (iii) if the Report is received in writing, forward it immediately and exclusively to the email address: [ethics@pirelli.com](mailto:ethics@pirelli.com) or, if the Report is in hard-copy format, to Pirelli & C. S.p.A. – Viale Piero e Alberto Pirelli, no. 25 – Milan, for the attention of the *Internal Audit Director*, in all cases refraining from carrying out any independent analysis and/or investigation.

If it is possible to identify the sender, the *Internal Audit Department* will send a notification from the email address [ethics@pirelli.com](mailto:ethics@pirelli.com) stating that the Report has been received and recorded.

During the checks on the validity of the Report received, the sender may be contacted to request any additional information that may be required.

#### **4. CONFIDENTIALITY AND NO RETALIATION**

Pirelli encourages Addressees to promptly report possible unlawful conduct or irregularities, and in doing so Pirelli guarantees the confidentiality of the Report and the information it contains, as well as the anonymity of the Whistleblower or sender, even if the Report is subsequently proven to be incorrect or unfounded.

Any kind of threat, retaliation, penalty or discrimination against the Whistleblower or the Reported Party – or anyone who has participated in the investigation into the validity of the Report – will not be tolerated.

Pirelli reserves the right to take the appropriate actions against anyone who retaliates or threatens to retaliate against Whistleblowers who have submitted Reports in accordance with this Policy, without prejudice to the right of the affected parties to seek legal protection if the Whistleblower is found to be criminally or civilly liable for falsehoods in their statements or reports.

It is understood that the Group may take appropriate disciplinary and/or legal measures to protect its rights, assets and reputation against anyone who, in bad faith, has made false, unfounded or opportunistic Reports and/or has made Reports for the sole purpose of defaming, slandering, or causing damage to the Reported Party or to other parties mentioned in the Report.

## 5. CHECKS ON THE VALIDITY OF THE REPORT

The *Internal Audit Department* is responsible for checking the validity of the Report on behalf of the entire Group, without prejudice to any specific local laws on the subject. As such it will perform a prompt and thorough investigation, in observance of the principles of impartiality, fairness and confidentiality towards all parties involved.

During the course of these checks, the *Internal Audit Department* may request assistance from the company functions competent in each instance. Where appropriate, it may also request the assistance of external consultants specialising in the area of the Report, provided their involvement is conducive to verifying the Report and ensuring its confidentiality.

Once the checking phase has been completed, the *Internal Audit Department* will prepare a summary report on the investigations carried out and the evidence that they have considered. Based on the results, it will then share the report with the company functions competent in each instance, so that they can draw up intervention plans and decide what action to take to protect the Group. Furthermore, it will report the results of the investigations and checks carried out for each Report, to the company structures affected by its content.

However, if the investigations conclude that there is insufficient evidence or that the events referred to in the Report are unproven, the *Internal Audit Department* will file the Report together with the reasons why this action was taken.

The *Internal Audit Department* periodically reports on the types of reports received and on the results of its investigative activities to the Audit, Risks, Sustainability and Corporate Governance Committee of Pirelli & C. S.p.A.

## 6. PROCESSING OF PERSONAL DATA

Pirelli & C. S.p.A. hereby states that the personal data of Whistleblowers and of any other parties involved that is obtained while handling the Reports (including any sensitive data, such as racial and ethnic background, religious and philosophical beliefs, political opinions, membership in political parties or trade unions, and personal data indicative of a person's health and sexual orientation) will be processed in full compliance with the provisions of current legislation regarding the protection of personal data, and in any case in line with the provisions of the Group *Global Personal Data Protection Policy* (<http://corporate.pirelli.com/corporate/en->

[www/governance/principles/global-personal-data-protection-policy](http://www.governance/principles/global-personal-data-protection-policy)). Only the data strictly necessary for verifying the validity of the Report and for handling it will be processed. The *Internal Audit Department*, in its capacity as Data Controller (without prejudice to any specific local legislation on the subject) will process the personal data for the sole purpose of performing the procedures set out in this Policy. Therefore, to ensure proper management of the Reports received and to comply in full with legal or regulatory obligations, it will process the personal data with full respect for the privacy, rights, basic liberties and dignity of the persons involved.

Processing operations will be assigned to employees duly named as data processors, who will be supervised by the *Internal Audit Department* and specifically trained to manage whistleblowing procedures, especially with regards to security measures and protecting the privacy of the parties involved and the confidentiality of the information in the Reports.

The *Internal Audit Department* may disclose the personal data contained in the Reports to company boards and to the internal functions competent in each instance, as well as to the judicial authorities, in order to start the procedures necessary for guaranteeing proper legal and/or disciplinary action against the Reported Party/Parties, provided that the information collected and the checks carried out show that the contents of the Report are true. In these cases, the personal data may also be disclosed to specialist external parties, as described in point 5.

All necessary measures will be taken to protect the data from accidental or unlawful destruction, loss or unauthorised disclosure during the activities to verify the validity of the Report. Furthermore, the documents regarding the Report shall be preserved in both hard copy and digital format for a period of time no longer than necessary for the proper completion of the procedures established in this Policy.

November 2017

**EXECUTIVE VICE CHAIRMAN and CEO**  
**Marco Tronchetti Provera**