



# PIRELLI & C.

Società per Azioni

Registered office at Milan - Viale Piero e Alberto Pirelli n. 25

Share capital 1,904,374,935.66 euros fully paid up

Milan-Monza-Brianza-Lodi Companies Register, Tax Code

and VAT number 00860340157

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## ABSTRACT OF THE NOTICE OF SHAREHOLDERS' MEETING

The persons entitled to vote at the general shareholders' meeting of Pirelli & C. Società per Azioni are called to an Ordinary Shareholders' Meeting in Milan, Via Agnello n. 18, at the offices of Studio Notarile Marchetti, at 10:30 a.m. on Wednesday, 18 May 2022, in a single call, to discuss and resolve on the following

### AGENDA

1. Financial statements as at 31 December 2021:
  - 1.1. approval of the financial statements as at 31 December 2021. Presentation of the consolidated financial statements as at 31 December 2021. Presentation of the Report on responsible management of the value chain related to 2021 financial year;
  - 1.2. proposal on the allocation of the result of the financial year and distribution of dividends;related and consequent resolutions.
2. Remuneration policy and compensation paid:
  - 2.1 approval of the remuneration policy for 2022 financial year pursuant to article 123-ter, paragraphs 3-bis and 3-ter of Legislative Decree 24 February 1998 n. 58;
  - 2.2 advisory vote on the report on compensation paid for 2021 financial year pursuant to article 123-ter, paragraph 6 of Legislative Decree 24 February 1998 n. 58;related and consequent resolutions.
3. Three-year monetary incentive plans for Pirelli Group Management:
  - 3.1 approval of the monetary incentive plan for the three-year period 2022-2024 for Pirelli Group Management;
  - 3.2 approval of the adjustment mechanisms of the quantification of the objectives included in the monetary incentive plans for the three-year periods 2020-2022 and 2021-2023 for Pirelli Group Management;

related and consequent resolutions and granting of powers.

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The Company, pursuant to Law Decree n. 18 of 17 March 2020, converted with amendments by Law n. 27 of 24 April 2020 and application of which has been extended most recently with Law Decree n. 228 of 30 December 2021 (the “**Decree**”), has made use of the option to have those entitled to vote at the Shareholders’ Meeting do so exclusively through the Appointed Representative in accordance with article 135-*undecies* of Legislative Decree n. 58 of 24 February 1998 (“**TUF**”), without the physical participation of the entitled persons.

Under the Decree, members of the corporate bodies and other persons authorised or entitled to attend the Shareholders’ Meeting may do so, in compliance with the provisions of the Bylaws, by using long distance communication devices, providing an exemption for the Chairman, Secretary and/or Notary to be in the same place.

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On 29 March 2022, the Annual Financial Report (the first item on the agenda), including the draft financial statements, the consolidated financial statements, the management report and the certification pursuant to article 154-*bis*, paragraph 5, of the TUF, the Report on Responsible Management of the Value Chain, the annual Report on Corporate Governance and Share Ownership and the Remuneration policy and compensation paid (the second item on the agenda), together with the reports of the Board of Statutory Auditors and the auditing company, are made available to the public at the Company’s registered office in Milan, Viale Piero e Alberto Pirelli n. 25, at Borsa Italiana S.p.A. and at the authorised storage mechanism eMarket Storage ([emarketstorage.com](https://emarketstorage.com)), as well as published on the Company’s website [www.pirelli.com](https://www.pirelli.com).

On the same date as publication of the notice of call and in the same way, reports by Directors and proposals for resolutions related to the items on the agenda are made available to the public, as well as the Information Documents - prepared pursuant to article 84-*bis* of the Issuers’ Regulation, adopted by CONSOB with resolution 11971/99 - regarding the third item on the agenda.

Documentation relating to the financial statements of subsidiaries and associate companies is available to the public at the registered office.

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Any further information regarding methods and terms for: (i) the exercise of the right to ask questions prior to the Shareholders’ Meeting; (ii) the exercise of the right to integrate the agenda or present further proposals for resolutions on matters already present on the agenda and the exercise of the additional rights of those entitled to vote; (iii) participating and voting at the Shareholders’ Meeting exclusively by proxy to the Appointed Representative Computershare S.p.A., including any indication relating to the record date (9 May 2022) and the proxy to the Appointed Representative, is analytically reported in the notice of call, the full text of which, along with the documentation on the Shareholders’ Meeting, is published, in accordance with the above-mentioned terms and procedures, also on the specific section dedicated to the Shareholders’ Meeting of the Company’s website [www.pirelli.com](https://www.pirelli.com), which can be referred to.

#### **INFORMATION ON SHARE CAPITAL AND SHARES WITH VOTING RIGHTS**

The share capital of Pirelli & C. S.p.A. amounts to euro 1,904,374,935.66 and is divided into a total of 1,000,000,000 ordinary shares (all with voting rights at Shareholders' Meetings) with no par value. To date, the Company does not hold treasury shares.

for The Board of Directors

The Executive Vice Chairman and CEO

(Mr. Marco Tronchetti Provera)