



Diversity and Independence Statement

**Approved by the Board of Directors
of Pirelli & C. S.p.A. on 30 June 2026**

DIVERSITY AND INDEPENDENCE STATEMENT

Purpose

This Diversity and Independence Statement (the “**Statement**”), adopted by the Board of Directors of Pirelli & C. S.p.A. (“**Pirelli**” or the “**Company**”), sets out Pirelli’s commitment to promote diversity within the Pirelli Group¹ and, in particular, in the composition of the Pirelli Board of Directors and Board of Statutory Auditors.

This Statement is also adopted to comply with the provisions of art. 123-*bis*, paragraph 2, letter d-*bis*) of Legislative Decree No. 58 of 24 February 1998 (“**TUF**”), and article 2, principle VII of the Corporate Governance Code of listed companies approved by the Corporate Governance Committee of Borsa Italiana S.p.A. in January 2020 to which the company adheres (“**Corporate Governance Code**”).

Introduction

The Pirelli Group is characterised by a multinational context in which people express a huge wealth of diversity, the conscious management of which simultaneously results in a competitive advantage and opportunities for development and enrichment for the company, as well as shared social values. Pirelli views and welcomes diversity values as a factor in success and as an element that contributes to achieving the company’s strategic objectives.

In keeping with its mission, the Pirelli Group has always shown sensitivity to diversity issues, and has always responded promptly to new and growing demands from its *stakeholders*.

Diversity objectives

Pirelli complies with the regulations in force², and with the diversity principles and criteria of the Corporate Governance Code, in relation to the membership of its governing and supervisory bodies over aspects such as age, gender and professional training pathway, to comply with the priority objective of ensuring that the members of those bodies have adequate skills, expertise and professionalism.

Pirelli’s objective is to guarantee the inclusion of diverse professional profiles in the Board of Directors and Board of Statutory Auditors. This diversity also takes into account the importance of the balanced presence of independent members, as well as balanced gender representation, in addition to the benefits

¹ For the purposes of this Statement, this includes Pirelli and its subsidiaries.

² To this end, the Bylaws provide for a proportional representation voting system for the membership of the governing and supervisory bodies based on respect for diversity values. These values are further guaranteed in the event that the appointment of the Directors and Statutory Auditors is not, for any reason whatsoever, in accordance with the proportional representation voting system, but takes place via a decision made by the general meeting with a legal majority (see art. 10 of the Bylaws).

that can be derived from the presence of a variety of age groups. Plurality of perspectives and management, academic and professional experience are also vital here.³

Pirelli believes that these diversity features enable its governing bodies to complete their tasks in the most effective way possible, making use of the contribution of a plurality of qualified points of view in their decision-making.

Pirelli recommends adherence to these values, including in the renewal and integration of its governing bodies, in line with the stated diversity criteria⁴.

In particular, taking into account the applicable regulations in force at the time⁵, the Board of Directors recommends the consideration of the following diversity criteria:

- age and seniority in position, to enhance continuity in work management of activities and, at the same time, to ensure innovation;
- professional training profile, to create a diverse and complementary skills profile, taking into account the experience gained in Pirelli's field of business;
- nationality and ethnic origin, in line with the Company's presence in a variety of markets worldwide;
- gender representation and independence, so as to ensure balance between the genders and the adequate presence of non-executive and independent Directors in compliance with the provisions – above and beyond the legal and statutory regulations – set out in the Corporate Governance Code; in particular, at least half of the Board of Directors members shall be made up of independent directors.

With the advice of the Audit, Risks and Corporate Governance Committee, the Board of Directors is responsible for the qualitative and quantitative assessment of the membership of the Board itself and any updates or amendments to the *Statement*.

³ Checks on the functioning, size and membership (including in terms of *diversity*) of the Board of Directors and Board of Statutory Auditors are carried out annually via self-assessment. To conduct this self-assessment, the Board of Directors and the Board of Statutory Auditors check that professional and management skills, including internationally, are adequately represented, also taking into account the advantages that may arise from the presence of diverse genders, age ranges and seniority in position.

⁴ According to Pirelli's Bylaws, the allotment of the directors and statutory auditors to be elected is done on the basis of a criterion that ensures gender balance in compliance with legislation and/or the current regulations in force at the time.

⁵ In this respect, note that Articles 147-ter, paragraph 1-ter, 148, paragraph 1 and 148.1, paragraph 2, of the TUF require listed companies to provide in their Bylaws that, for at least six consecutive terms of office, two-fifths of the elected Directors and Standing Auditors must belong to the less represented gender.