

WHISTLEBLOWING
POLICY

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— 1. Purpose

This procedure regulates the process for receiving and processing whistleblowing reports and the management of the relevant investigations, in compliance with applicable laws applicable to the whistleblower, the reported facts and personal data protection.

— 2. Scope of application

This procedure shall apply to all Prada Group companies, both in Italy and abroad, to the Prada Group Personnel, stakeholders and other third parties, witnessing an offense or a wrongdoing referable to the Prada Group personnel. The Prada Group Personnel shall mean any persons referable to it, such as directors, executives, other members of the corporate and supervisory bodies, Group management and employees, third parties who are not Group employees such as business partners, clients, suppliers, audit firms, consultants, subjects acting on behalf of the organization, associates, interns, etc.

The management of whistleblowing reports and the relevant personal data processing is carried out by Prada S.p.A. also in the interest of other Group Companies, in accordance with applicable law provisions, including personal data protection laws and regulations and in particular Regulation (EU) 2016/679 on the lawfulness of the processing related to personal data protection (GDPR).

— 3. Scope of reporting

The following can be reported through the Whistleblowing channel:

- **Violations of the Prada Group's Code of Ethics and its core values;**
- **Violations of laws and regulations;**

- **Violations of orders issued by Public Authorities;**
- **Violations of Model 231 and company procedures;**
- **Violations of human rights;**
- **Conduct that causes damage or harm, even if only in terms of image, to the Prada Group.**

Reports other than the cases described above, in particular those referring to claims, complaints or grievances of a commercial nature, will not be processed.

— 4. Operating methods

The process consists of the following steps:

- **Receipt of whistleblowing reports;**
- **Preliminary assessment;**
- **Investigation;**
- **Closing of reports.**

a. Receipt of whistleblowing reports

The Prada Group, in order to ensure the effectiveness of the reporting process and provide extensive and indiscriminate access to all those who want to make a whistleblowing report, has made available many alternate communication channels, such as:

- **a computer platform accessible from the www.pradagroup.com website and the company intranet;**
- **e-mail at the address: whistleblowing@pradagroup.com;**
- **ordinary mail, at the address: Prada S.p.A. via Antonio Fogazzaro 28, 20135 Milan (k.a. Internal Audit Department);**

The Internal Audit Department is responsible for monitoring the functionality of these communication channels and must be contacted in case of any malfunction.

Moreover, whistleblowing reports can be sent to the supervisory body of Prada S.p.A. (organismo.vigilanza@prada.com) which ensures that they are forwarded to the Ethics Committee. In the event that the whistleblower uses the computer platform or the dedicated e-mail address to send the whistleblowing report, Prada S.p.A. shall always inform the sender that the whistleblowing report has been acknowledged.

Although anonymous whistleblowing reports are accepted, the Prada Group suggests that whistleblowers prefer named reports, in order to streamline investigations and improve their effectiveness.

Finally, if through the above-mentioned channels the whistleblower requests an in-person meeting, the Ethics Committee will make itself available to meet with him/her to collect the report. Whistleblower's guarantees and protection are set out in section 7 below, to which reference is made.

Whistleblowing reports received from outside dedicated channels

The Prada Group personnel receiving a whistleblowing report from outside the dedicated channels shall forward the original and any annexes to the Internal Audit Director without delay, in accordance with the highest standards of confidentiality and with appropriate procedures to protect the whistleblower and the identity and integrity of reported parties, without prejudice to the effectiveness of the following investigations.

Content of whistleblowing reports

The whistleblower reports the information in his/her possession based on well-founded reasons and truthful news.

The following preliminary verification and assessment phases are facilitated by reports with a precise and detailed content, such as:

- **Description of reported facts, with indication of known circumstances (manner, time, place);**

- **Identification elements of the reported person(s) as far as known;**
- **Indication of any other persons who may report on the facts being reported;**
- **Indication, or if available, provision of any documents supporting the report, in addition to the identifying details of the whistleblower (e.g. personal and contact details), in cases of non-anonymous reports.**

In the event of unfounded reports, made in bad faith or with gross negligence, the Prada Group reserves the right to act in defense of its interests and to protect the harmed parties.

b. Preliminary Assessment

The Ethics Committee analyzes the whistleblowing reports received and:

- **starts the relevant investigation with the support, based on the nature of the report, of the Internal Audit Department, the Security Department, the Legal Department, the CSR Department or the HR Department, if the report has a precise, detailed and verifiable content and makes reference to significant facts;**
- **files the whistleblowing report, if its content is non-detailed and/or unverifiable and the Whistleblower is not reachable to provide the necessary information;**
- **if the whistleblowing report concerns facts that although concerning the Prada Group do not fall within the scope of application of this document (so-called "non-inherent reports", such as, including but not limited to, commercial complaints, commercial proposals, marketing activities), sends it to the competent function of the Company or the Group, for the management of the matter, which will be responsible for informing the Audit and Risk Committee of Prada S.p.A. of the results of the verification activity;**
- **refrains from dealing with the investigation if the reported facts are known to be under investigation by public authorities (e.g. judicial authorities and administrative bodies);**

- **files the report, if the report relates to facts that were previously known and fully ascertained, and without the new report adding or allowing for the addition of further elements or aspects to what was already known (so-called solved reports).**

Without prejudice to what is envisaged in the event that an investigation is started, the Department or function responsible for the investigation shall, at the first useful meeting of the Ethics Committee, report on the above-mentioned whistleblowing reports, giving reasons for the choices made.

c. Investigation

The objective of the investigation is to carry out in-depth analyses in order to assess the validity of reported facts.

To this end, the five departments (Audit, Security, Legal, CSR and HR) forming the Ethics Committee play an active role in the process, either singularly or collectively, supported by the competent company Functions and/or by external consultants depending on the subject of the report. The Department(s) involved in the investigation shall report to the Ethics Committee on its result and the latter may ask for the necessary additions.

d. Closing of reports

The Ethics Committee shall examine the results of the investigation and:

- **if the content of the report is confirmed, it requests the definition of any necessary measures to the competent functions and in compliance with the system of powers of attorney in force;**
- **if during the investigation (regardless of the outcome) areas of weakness and/or points for improvement of the internal control and risk management system emerge, it may request the implementation of the necessary improvement actions; the Internal Audit Department shall support the Management in charge for defining the action plans and shall monitor (as part of the follow-up process) their implementation within the agreed time frame.**

For reports falling within the scope of Law Decree 231/2001, the Internal Audit Director or a member of the Ethics Committee submits to the Supervisory Body the results of the investigation before its final closure in order to collect any additional needs for further assessment.

After hearing the opinion of the Supervisory Body for reports concerning 231/2001 matters, the Ethics Committee closes the report, classifying it as “Grounded” or “Ungrounded” and “With actions” or “Without actions” whether they are for improvements of the Internal Control System or of any other type (e.g. reporting to judicial authorities). Finally, the Ethics Committee activates the communication flows between the Management and Control Bodies and the other players of the internal control system, including in particular the Audit and Risk Committee, the Supervisory Body and the Executive in charge for drafting the Accounting Documents.

— 5. Record-keeping

The Ethics Committee, supported by the Internal Audit Department, guarantees that all original documents on reports, as well as paperwork on the investigation and on the audits referred to the report, are stored in appropriate computer repositories with the highest security and confidentiality standards in compliance with law provisions and according to specific internal rules, if existing.

The personal data of the persons involved in the report and in the following investigation, for any reason (whistleblower, reported person and third parties) are processed and stored in compliance with personal data protection laws.

In particular, if reported facts do not fall within the scope of Whistleblowing or cannot be ascertained, Personal Data will be deleted or made anonymous within 30 days after receipt of the report.

If the report is unfounded and no judicial or disciplinary action is finally launched, personal data shall be deleted or made anonymous within 30 days after the end of the investigation process. Anonymized reports will be archived for 5 years.

If the report is founded and/or if a judicial or disciplinary action is initiated, personal data will be kept for 10 years or for such longer period as may

be necessary to comply with legal provisions and/or for judicial protection purposes, subject to ordinary statutes of limitation.

— 6. Management of conflicts of interest

In the event that reported facts concern:

- **one or more members of the Ethics Committee, either directly or indirectly, or activities falling within the scope of their organizational responsibilities, these members will be excluded from the management of the whistleblowing report;**
- **one or more members of the Board of Directors of Prada S.p.A. or of the Group Companies (except for the Chairman), the duties of the Ethics Committee shall be performed by the Chairman of the Board of Directors of Prada S.p.A..**

In the event of further and different situations where a member of the Ethics Committee is in a conflict of interest, he/she is required to declare the conflict. The remaining members will assess the advisability of confirming or excluding the involvement of said member in the meetings of the Ethics Committee concerning the specific conflict issue. The members of the Ethics Committee always have access to the platform and to the e-mail box whistleblowing@pradagroup.com, therefore each of them has timely access to the reports received through this channel.

In the event of a member of the Ethics Committee having a conflict of interest, the other members of the Ethics Committee shall temporarily disable the Member from accessing the platform and the whistleblowing email box.

In the event of further and different situations in which a member of the Ethics Committee has a conflict of interest, it is his or her responsibility to declare the conflict. The advisability of involving or excluding that member from Ethics Committee meetings dealing with the specific conflict issue will be assessed by the remaining members.

— 7. Communication, training and information

The Ethics Committee is responsible for promoting over time the necessary information and training actions intended, when necessary, for the company staff on the management of reports and, specifically, on the usefulness of the process, the support tools and guarantees and protections of the Whistleblowers and Reported Parties.

— 8. Guarantees and protections

a. Guarantee of confidentiality

All Prada Group Personnel involved in various capacities in the management of reports are required to ensure confidentiality over the existence and content of the report, as well as the identity of the Whistleblowers (if known) and Reported Parties.

Any disclosure on the existence and content of the report, as well as the identity of the Whistleblowers (if known) and Reported parties, must strictly comply with the “need to know” criterion.

To this end, the Ethics Committee shall record in the appropriate Register of Authorized Persons the list of persons to whom it has been necessary to provide communications regarding each report and the information disclosed (e.g. existence and/or content of the report, identity of the Whistleblower and/or the Reported Party, outcome of the investigations carried out).

b. Protection of whistleblower

The Prada Group guarantees the confidentiality of the identity of the Whistleblower starting from the receipt of the report, in compliance with law provisions.

For reports sent through the computer platform referred to in 4.a above, the confidentiality of the Whistleblower’s identity (as well as the content of the report) is protected as follows:

- **the platform is issued by a specialized third party, independent form the Prada Group;**

- the platform adopts the “no-log” policy, i.e. it does not directly or indirectly detect information on connection methods (e.g. server, IP address, mac address), thus ensuring full anonymous access. Moreover, the company IT systems are not able to identify the access point to the platform (IP address), even if access is made from a computer connected to the company network or through a link available on the www.pradagroup.com website;
- the platform guarantees high security standards, using advanced encryption algorithms and other methods of protection from unauthorized access;
- the whistleblower may indicate his or her name in his or her report or decide to remain anonymous.

For reports transmitted via ordinary and electronic mail channels, the confidentiality of the whistleblower's identity (as well as the content of the report) is protected as follows:

- ordinary correspondence addressed to the Internal Audit Department is delivered unopened (as delivered by the postal service) to the Internal Audit Director;
- the whistleblowing@pradagroup.com email box may only be accessed by members of the Ethics Committee; the administrator of the corporate e-mail system may access the reference mailbox exclusively for technical needs, following a justified written request on a case-by-case basis to be sent to the Internal Audit Director, and access will be allowed only upon prior written authorization.

In all cases where the name of the Whistleblower has been disclosed, in the handling of the reports by the Ethics Committee, this name shall be separated from the content of the report and replaced with the alphanumeric code assigned to it when first recorded in the specific Register kept at the Internal Audit Department.

c. Protection of whistleblower from retaliation and discriminations

In compliance with the law and the Groups' Code of Ethics, Prada shall prohibit and sanction any form of retaliation or discrimination against whistleblowers (as well as anyone who cooperated to assess the reported facts), regardless of whether the report was found to be grounded or not.

If, in particular, the Whistleblower in good faith is an Employee, the Ethics Committee (through the competent company functions) will monitor the Employee's working life for 2 years from the date of the report, to prove the absence of discriminatory actions or other forms of retaliation following the report. If the whistleblower is an employee, he/she may not be dismissed, his/her role cannot be changed, he/she may not be suspended, transferred or subjected to any other organizational measure having direct or indirect negative effects on his/her working conditions.

d. Protection of reported parties

The Prada Group shall require everyone to cooperate in ensuring mutual respect in the company and shall prohibit attitudes that may harm the dignity, honor and reputation of individuals. The confidentiality guarantees established by this Procedure shall also protect the Reported Party.

The Reported Party shall not be subject to disciplinary sanctions in the absence of objective evidence of the reported breach, i.e. without having investigated the reported facts and challenged the relevant charges in accordance with law and/or contract procedures.

The Reported Party may not request to know the name of the whistleblower, except in cases expressly provided for by the law.

For the further protection of the whistleblower, the actions and powers allowed by law remain unaffected.

— 9. Disciplinary sanctions and other measures

For its Employees, the Prada Group shall provide and (if the conditions are met) adopt disciplinary sanctions:

- **against those responsible for any retaliation or disciplinary acts or in any case of illegitimate direct or indirect damage against the Whistleblower (or anyone who has cooperated to the assessment of facts being reported) for reasons directly or indirectly related to the report;**
- **against the Reported Party, for the assessed responsibilities;**
- **against anyone who violates the confidentiality obligations referred to in this Procedure;**
- **against Employees, as required by the law, who have submitted an unfounded report with willful misconduct or gross negligence.**

Disciplinary measures will be proportioned to the extent and seriousness of the unlawful conduct ascertained and, in the most serious cases, they may lead to the termination of the employment relationship.

Regarding Third Parties (e.g. partners, suppliers, consultants, agents) legal remedies and actions shall apply in addition to the contractual provisions concerning compliance with the Code of Ethics.

— 10. Personal data protection

Personal data contained in the Reports will be processed in compliance with the applicable data protection legislation in force, including Regulation (EU) no. 2016/679 ("GDPR"), as well as any other applicable laws and/or regulations, and in accordance with the specific privacy policy provided to data subjects and published on the platform.

When preparing reports, the reported party and other parties involved in the report may not immediately

receive a specific privacy information regarding the processing of their data, in the event that by providing such information the capacity of effectively verifying the validity of the report or of collecting the necessary feedback is likely to be compromised.

The management of whistleblowing reports is performed by Prada S.p.A. also in the interest of its subsidiaries in compliance with the provisions of applicable laws, including, in particular, the principles of necessity, proportionality and lawfulness of the processing as provided in the GDPR.

In compliance with the minimization principle referred to in art. 5 of the GDPR, only personal data relevant and necessary for the purposes of this Procedure can be processed. Therefore, all personal data (of the Whistleblower, if the latter has indicated his/her name on the report, of the Reported Person or of any other natural person) contained in the report or otherwise collected during the investigation phase that are not strictly necessary to ascertain whether the Report is well-founded will be deleted or made anonymous.

Data subjects may exercise their rights under the GDPR and applicable legal provisions by contacting the Group Data Protection Officer at: privacy@prada.com.

When there is a risk that the exercise of the rights granted to the data subject may result in an actual and concrete prejudice to the confidentiality of the identity of the Whistleblower and may affect the ability to effectively verify the truthfulness of the Report or to gather the necessary evidence, Prada S.p.A. reserves the right to limit or delay the exercise of the above rights, in compliance with applicable law provisions. The Reported Person or any third parties may under no circumstances exercise their right of access in order to obtain information on the identity of the whistleblower, unless in the case of an Illicit Report.

— 11. Definitions

Anonymous report: whistleblowing report that comes from an individual whose personal details are unknown or not clearly identifiable;

Audit and Risk Committee: Committee formed within the scope of the Board of Directors with advisory and proposing functions towards the Board of Directors itself. The Audit and Risk Committee of Prada S.p.A. is composed by three non-executive directors, all selected from among the members of the Board of Directors of the Company;

Ethics Committee: Collegial body responsible for managing reports, which assesses their adequacy, suggests to the Board of Directors any improvements to the process, and promotes the necessary information and training actions aimed at the company population. It is composed by: Internal Audit Director, Human Resources Director, General Counsel, Security Manager and, for reports concerning CSR, the CSR Director will be attending;

GDPR (General Data Protection Regulation): Regulation (EU) 2016/679 concerning the protection of natural persons with regard to the processing of personal data and on the free movement of such data, abrogating Directive 95/46;

Grounded report: whistleblowing report corresponding to the situation ascertained from the investigations carried out;

Illicit report: any whistleblowing report that turns out to be unfounded based on objective elements and for which the concrete circumstances that were ascertained during the investigation lead to believe that it was submitted in bad faith or with extreme negligence;

Internal Audit: Prada Group's Internal Audit Department;

Non-inherent report: whistleblowing report concerning facts not falling within the scope of violations of the Code of Ethics, laws, regulations, provisions of Public Authorities, internal rules, Model 231, facts of corruption (active or passive), facts or behaviors that are contrary (or in contrast) with the responsibility undertaken by Prada of respecting human rights of

single individuals or communities and attributable to the following categories: social and economic impacts, health and safety and violation of workers' rights or any communication referred to behaviors that may cause damage or harm, including image damage, to Prada;

Non-verifiable report: whistleblowing report not containing sufficient details allowing – based on investigation tools available – to verify the soundness of reported facts;

Parent Company: Prada S.p.A.;

Prada Group: shall mean Prada S.p.A. and its direct and indirect Subsidiaries, in Italy and abroad;

Prada Personnel: directors, executives, other members of the corporate and supervisory bodies, management and employees of the Prada Group;

Report with actions: report resulting in an action to improve the internal control system or a disciplinary sanction;

Report without actions: report that is not followed by an action to improve the internal control system or a disciplinary sanction;

Solved Report: report related to facts that were previously known and fully ascertained, not adding any new elements to what was already known;

Supervisory Body/ies: the Supervisory Body of Prada S.p.A. and its Italian Subsidiaries pursuant to art. 6 of Law Decree no. 231 of 2001;

Ungrounded report: whistleblowing report not corresponding to the situation ascertained from the investigations carried out;

Verifiable detailed report: whistleblowing report in which the narrative of the author, the facts, events or circumstances which constitute the basic elements of the alleged offence (e.g. type of offence, period when it occurred, value, causes and purposes of the offence, company, area, persons, units, entities concerned or involved, anomaly in the internal control system, etc.) is given with a level of detail sufficient to concretely permit, on the basis of the investigation tools available, the relevant company bodies to verify the truthfulness or otherwise of the facts or circumstances detailed in the report;

Whistleblower/s: Prada Personnel, Stakeholders and other third parties, witnessing an offence or an irregularity involving Prada Personnel;

Whistleblowing report/s: any communication received by the Prada Group pertaining to the Internal Control and Risk Management System and concerning behaviors related to Prada Personnel in violation of the Code of Ethics, any laws, regulations, provisions of Public Authorities, internal rules, Model 231, facts of corruption (active or passive), facts or behaviors that are contrary (or in contrast) with the responsibility undertaken by Prada of respecting human rights of single individuals or communities and attributable to the following categories: social and economic impacts, health and safety and violation of workers' rights or any communication referred to behaviors that may cause damage or harm, including image damage, to Prada.

— 12. References

- Italian Law Decree no. 231/2001 Discipline of the administrative responsibility of legal entities, companies and associations, including those without legal personality, pursuant to art.11 of law no. 300 of 29 September 2000 and following amendments and additions;
- Code of Ethics (available in the "Code of Ethics" section of the company intranet);
- Organization, Management and Control Model pursuant to Italian Law Decree no. 231 of 8 June 2001 (available in the "Organization Model" section of the company intranet);
- EU Regulation 2016/679;
- Foreign rules and regulations applicable in the Countries where the Group operates.

Approved by the Board of Directors of
Prada S.p.A. on July 28, 2022