

WHISTLEBLOWING  
POLICY

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## — 1. Foreword

The Prada Group (hereinafter also referred to as “Prada”, “Group”, “Company” or “Organization”) has always been committed to promoting a corporate culture inspired by ethics and legality.

In addition to being a legal requirement in many countries where the Group operates, whistleblowing is an effective way to identify and address in a timely manner – through appropriate countermeasures and prevention – critical issues and risks to which all organizations are exposed, as well as a tool to protect against the effects of illegitimate conduct (such as but not limited to: corruption, fraud, mismanagement and other wrongdoing that threatens health and safety, financial integrity, human rights and the environment).

## — 2. General

Through the establishment and invitation to the conscious use of its whistleblowing channels, the Prada Group promotes and enables all people in the Organization – such as directors, executives, control bodies, managers, employees and other collaborators – and its business partners to report unethical or illegal behaviours, that are contrary to principles and rules prescribed in its organizational models, in the Group’s code of ethics and company policies, promoting an organized culture of trust, transparency and accountability that may bring actual benefits, to the name of the Company, its value and growth, while protecting the confidentiality of whistleblowers and the other protected parties, safeguarding them from the risks of possible retaliation, in full compliance with all applicable legal provisions.

## — 3. Purposes

This procedure regulates the process for transmitting, receiving, analyzing and processing whistleblowing reports and the management of the relevant investigation, based on substantiated information, in compliance with current laws applicable to the whistleblower, the reported facts and personal data protection.

In particular, the objectives promoted are aimed at instilling responsibility in employees and other stakeholders to report illegal conduct in order to allow for timely detection and effective response to wrongdoing committed within, by or for the Organization, prevent and reduce harm to the Organization, enabling prompt detection of possible commission of crimes and their correction for continuous improvement of compliance and risk management, and convey a public sense of employment for the integrity and civil responsibility of the Organization in order to strengthen corporate reputation as well.

## — 4. 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 offence 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, for example but not limited to, business partners, suppliers (including contractors/sub-contractors), clients, audit firms, consultants, subjects acting on behalf of the organization, associates, interns etc.

This procedure is also aimed at natural and legal persons, not included in the previous categories but to whom the protection measures provided for in this procedure and in the current legislation apply (e.g. : facilitators, persons in the same work context as the whistleblower and who are linked to him or her by a stable affective or kinship relationship up to the fourth degree, co-workers of the whistleblower who work in the same employment context and who have a regular and current relationship with this person, entities owned by the whistleblower, complainant, public discloser or entities for which the whistleblower works, as well as entities operating in the same employment context as the whistleblower or of which the whistleblower makes a public disclosure).

The management of whistleblowing reports and the relevant personal data processing is carried out by the

Parent Company Prada S.p.A., also on behalf and 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 protection of natural persons with respect to personal data processing, as well as the free circulation of these data (GDPR).

## — 5. Scope of reporting

Any alleged wrongdoing (behaviour, act or omission) committed within, by or for the Organization can be reported through the Whistleblowing channel. For example but not limited to, violations may include the following:

- Violations of the Prada Group's Code of Ethics, its Policies and 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;
- Administrative, accounting, civil or criminal wrongdoings;
- Offenses in the areas of public procurement, services, products and financial markets and prevention of money laundering and terrorist financing, product safety and compliance, transportation safety, environmental protection, food safety and animal health and welfare, public health, consumer protection, privacy and data protection, and network and information system security.

Any reports that, based on concrete elements, infringe on the principles regarding diversity, equity and inclusiveness, the core elements of social sustainability on which the Prada Group is based for the enhancement of everyone's qualities and for the

creation of an inclusive work environment that fosters the expression of everyone's potential, will also be analyzed and evaluated.

Information on reportable violations shall not include:

- disputes, claims or demands related to a personal interest of the whistleblower or of the person who has filed a complaint with the Judicial Authority that pertain exclusively to his or her own individual working relationships or to working relationships with hierarchical superiors and not infringing the rights protected by the Group's Code of Ethics;
- news that is patently unsubstantiated or acquired only on the basis of poorly reliable indiscretions or rumours;
- information that is already totally in the public domain or subject to special laws (Consolidated Law on Banking, Consolidated Law on Finance, anti-money laundering, etc. ).

Reports referring to claims, complaints or grievances of a commercial nature are not covered by this policy.

If non-relevant reports are received, after an initial assessment, and with the explicit consent of the person who reported the fact, the same may be directed to the person or other channel more appropriate to the handling of such report or through the channel chosen by the whistleblower, in coordination with other relevant offices, if appropriate.

## — 6. Reporting channels

In accordance with applicable Whistleblowing laws, the reporting system can be structured on more levels:

- **1 - Internal Reporting Channels** established by the Prada Group, whose management is entrusted to the Ethics Committee and the use of which shall be prioritized and privileged, being the channels closest to the origin of reported issues.

Internal reporting channels can be used for whistleblowing reports concerning all Prada Group Companies.

- **2 - External Reporting Channels** established by the relevant Public Authorities according to applicable local regulations (for Italy, in the cases mandatorily indicated by art. 6 of Law Decree 24/2023, it is also possible to make reports to the relevant Authority – ANAC (Anti-Corruption Authority)<sup>1</sup>.

Access to external reporting channels, where established, is allowed for certain relevant violations and upon the occurrence of the following (alternate) conditions, in the manner provided for by applicable laws, e.g.:

- **a** - if internal reporting channels are not active or, even if activated, do not comply with applicable laws;
- **b** - the whistleblower has already made an internal report which did not have any follow up;
- **c** - the whistleblower has reasonable ground to believe that, if he or she were to make an internal report, the report would not be effectively followed up or could result in the risk of retaliation;
- **d** - the whistleblower has reasonable ground to believe that the violation may pose an imminent or obvious danger to the public interest.

- **3 - Public Disclosure** information about violations is placed in the public domain through the press or electronic media or otherwise through means of dissemination capable of reaching a high number of people (including social network).

In Europe Public Disclosure is permitted and protected only in relation to relevant violations involving Prada Group Companies residing in EU Member States, and upon the occurrence of the following (alternate) conditions provided by law:

- **a** - the whistleblower has previously made an internal report and an external report or has directly made an external report (under the conditions and modalities provided for in the regulations) and there has been no response within the established timeframe regarding the measures planned or taken to follow up on the reports;

- **b** - the whistleblower has reasonable ground to believe that the violation may pose an imminent or obvious danger to the public interest;

- **c** - the whistleblower has reasonable ground to believe that the external report may carry the risk of retaliation or may not be effectively followed up because of the specific circumstances of the particular case, such as those where evidence may be concealed or destroyed or where there is a well-founded fear that the recipient of the report may be colluding with infringer or involved in the violation itself.

In Public Disclosure where the whistleblower voluntarily discloses his or her identity, the Ethics Committee will not be able to guarantee the protection of the confidentiality of his or her identity or the content of the report already in the public domain.

- **4 - Reporting to Judicial or Accounting Authorities** in cases where the applicable law requires reporting persons to contact the relevant national authorities, for example as part of their professional duties and responsibilities or because the violation constitutes a crime.

Finally, this is without prejudice to the right to make use of other reporting channels that may be provided and guaranteed for the benefit of recipients in accordance with the law.

<sup>1</sup> With reference to the management of Italian External Reporting Channels, reference is made to "Guidelines on the protection of persons reporting violations of domestic regulatory provisions – procedures for the submission and management of external reports" adopted by ANAC and available at: <http://www.anticorruzione.it/-/del.311.2023.linee.guida.whistleblowing>.

## — 7. Operating methods and process for handling internal reports

Responsibility over the processes referred to in this policy is vested with the Ethics Committee (an internal, cross-functional collegiate body composed by the heads of the following Departments: (i) Human Resources, (ii) Legal, (iii) Internal Audit, (iv) Security, (v) CSR, established at the Parent Company Prada S.p.A.), also to ensure independence and transparency of judgement.

After examining the communications and reports, the Ethics Committee can identify one or more Departments/Offices/Functions to appoint to carry out the investigation or part of it, guaranteeing in all cases a commitment to the confidentiality by the persons in charge/delegated persons on the identity of the whistleblower, the person involved and any person mentioned in the report, as well as the content of the report and the related documentation.

The process consists of the following steps:

- Transmission, receipt of whistleblowing reports and taking charge of them<sup>2</sup>;
- Preliminary assessment<sup>3</sup>;
- Investigation, interlocutions and diligent follow-up to the report<sup>4</sup>;

2 Acknowledgement of receipt of the report is issued to the whistleblower within 7 days starting from the date of receipt of the report, through the same channel used for sending the report. For reports received through the web/computer platform, acknowledgement of receipt is sent automatically when the report is opened.

3 Preliminary verifications are carried out to assess the relevance, scope and potential risks arising from reported facts, (so called admissibility assessments).

4 Maintain interlocutions with the whistleblower and carry out appropriate internal investigations in order to verify the existence of reported facts. The Ethics Committee may also cooperate with other corporate functions or external consultants while guaranteeing the confidentiality of the information and the protection of the whistleblower and any other persons named in the report.

5 A feedback shall be provided to the whistleblower within 3 months from the date of the acknowledgement of receipt or, in the absence of such an acknowledgement, within 3 months from the expiration of the 7-day period from the submission of the report, consisting of the provision of information regarding the action being taken or intended to be taken on the report, including notice of the possible absence of grounds for proceeding with the investigation and related dismissal of the report.

6 Formulation of proposed remedial and/or improvement actions in relation to the reported violation to the relevant corporate functions of the Prada Group Company involved in the report and follow-up verification.

7 The web platform is managed by an external company, specialized in internal whistleblowing systems for companies. This guarantees

- Closing of reports, dismissal of the proceeding<sup>5</sup>, remediation and/or improvement actions<sup>6</sup>.

### a) Transmission, receipt of whistleblowing reports and taking charge of them

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

- a computer platform accessible from the **www.pradagroup.com** website and the company intranet<sup>7</sup> (used for both written and oral reports, the latter through a voice messaging system contained in the web platform);
- email 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);
- Face-to-face meetings, as an alternate option, upon reasoned request of the "reporting" person.

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

The Prada Group encourages and recommends the preferential use of the web platform for the submission of whistleblowing reports, available on the Prada Group's institutional website, as the same provides maximum guarantee of the confidentiality of the identity of the whistleblower, the reported person and all the persons mentioned in the report as well as the content of the Whistleblowing Report and related documentation.

Moreover, whistleblowing reports that are relevant pursuant to Law Decree 231/2001 can also be sent to Prada SpA's Supervisory Board ([organismo.vigilanza@prada.com](mailto:organismo.vigilanza@prada.com)) that ensures its forwarding to the Ethics Committee or to the mailboxes of the Supervisory Boards of the other Group Companies having adopted and Organization, Management and Control Model pursuant to Law Decree 231/2001<sup>8</sup>.

Regardless of the channel used, the Prada Group guarantees the receipt, analysis and processing of all reports forwarded, even in anonymous form, and informs the sender through the same channel that the report has been taken into account by means of an acknowledgement of receipt, within the terms provided for by the regulations in force (7 days). The whistleblower is given the opportunity to clarify his or her report and provide additional elements, evidence and/or information, maintaining regular communication throughout the investigation process.

Although anonymous whistleblowing reports are accepted (provided that they are precise and detailed), the Prada Group suggests that whistleblowers prefer named reports, in order to streamline investigations, improve their effectiveness and guarantee applicable law safeguards.

the non-traceability of reports and that the whistleblower remains anonymous. Instructions for access can be found on the intranet sites and Prada Group's institutional website by filling out the form provided for this purpose. The IT tool has been developed to maximally protect the "whistleblower," the "reported person," and the people involved in the process. Making a report through the dedicated web platform guarantees the security and data protection of the identity of the whistleblower, through an encryption system, confidentiality in the management activities of the report, the person involved and the person(s) mentioned in the report, as well as the content of the report and related documentation.

<sup>8</sup> Dedicated e-mail boxes are in place for Prada S.p.A.'s Supervisory Board and the Supervisory Boards of other Group Companies, where the Organizational, Management and Control Model pursuant to Law Decree 231/2001 is in place, for reports relevant under Law Decree 231/2001:  
- [organismo.vigilanza@prada.com](mailto:organismo.vigilanza@prada.com);  
- [organismo.vigilanza@artisansshoes.com](mailto:organismo.vigilanza@artisansshoes.com);  
- [organismo.vigilanza@marchesi1824.com](mailto:organismo.vigilanza@marchesi1824.com);  
- [organismo.vigilanza@figlinesrl.com](mailto:organismo.vigilanza@figlinesrl.com).  
- [organismo.vigilanza.lunarochallenge@prada.com](mailto:organismo.vigilanza.lunarochallenge@prada.com)

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. Upon a reasoned request by the whistleblower, within a reasonable period of time in compliance with applicable regulations, and subject to the whistleblower's consent, the interview shall be documented by recording on a device suitable for storage and listening or by minutes, which the whistleblower may verify, correct and confirm by signing them.

Whistleblowing reports in "paper" form must be placed in two sealed envelopes: the first one with the identifying data of the whistleblower and a photocopy of the ID document; the second one with the actual whistleblowing report. Both envelopes shall then be placed in another sealed envelope marked as "confidential" on the outside, addressed to the whistleblowing report manager.

Originals of reports received in paper form are kept in a special protected environment.

Whistleblower's guarantee and protection are set out in section 11 below, to which reference is made.

#### **i - 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 and within the time frame provided for by applicable laws (7 days), 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. The Internal Audit Director will inform and update the Ethics Committee.

It is understood that in the presence of predicate offenses or violations provided for in Law Decree 231/2001 concerning the administrative liability of entities or the prevention of relevant offenses pursuant to Law Decree 231/2001, such as in the case of violation of the Group Organization Model or Code of Ethics and/or internal rules/procedures, codes of conduct and organization models adopted by other Group Companies, the Ethics Committee will promptly inform the Supervisory Board or the relevant bodies.

#### ii - Content of whistleblowing reports

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

The whistleblowing report, even in anonymous form, must be made in good faith, must be detailed and clear so as to provide as many concrete elements as possible to enable the Ethics Committee to carry out the necessary verifications. It is also useful to attach documents that may provide elements of substantiation of the facts that are the subject of the report, as well as the indication of other persons potentially aware of the facts.

Any personal data in the report that is manifestly not useful for the handling of the whistleblowing report will be immediately deleted or anonymized. 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 defence of its interests and to protect the harmed parties.

### b) Preliminary Assessment

The Internal Audit team appointed by the Ethics Committee analyzes the whistleblowing report received and:

- assesses its admissibility and starts the relevant investigation identifying, based on the nature of the report, the person in charge of it within the Internal Audit Department, the Security Department, the Legal Department, the CSR Department or the Human Resources Department, if the whistleblowing report has a precise, detailed and verifiable content, and makes reference to significant facts;
- contacts the whistleblower if the content of the report is not detailed and/or unverifiable to get more details. If the whistleblower is not reachable to provide the necessary information, after sending two reminders without receiving any feedback, the Internal Audit Team files the report because it is not admissible (for manifest groundlessness due to the absence of factual elements attributable to the typified violations, manifest lack of legal prerequisites, incompetence, ascertained generic content that does not allow understanding of the facts or with inappropriate documentation, lack of data that constitute essential elements);
- if the report is about facts that - while concerning the Prada Group - are not included in the scope of application of this document (so-called "non-inherent reports", such as for example but not limited to, commercial claims, commercial proposals, marketing activities), will

be transmitted to the competent functions only if particularly relevant for the business;

- 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, in that the object of the offense is relevant under the criminal profile that will be dealt with by the competent Judicial Authority;
- 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 person in charge of 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.

The Ethics Committee, the Audit and Risk Committee and the Supervisory Board of Prada S.p.A. (in general and in particular with respect to 231 matters) are informed and receive an overview of all whistleblowing reports received, while the Supervisory Boards of Subsidiaries, if mentioned, are informed of the whistleblowing reports received with respect to the relevant Companies.

### **c) Investigation, interlocutions and diligent follow-up to the report**

The purpose of the investigation is to carry out analyses aimed at objectively ascertaining whether reported facts are true or not.

To this end, the five departments (i) Human Resources, ii) Legal, iii) Internal Audit, iv) Security, v) CSR) 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 whistleblowing report.

Communication with the whistleblower must regularly take place during the whole investigation process,

providing him/her with a regular and timely feedback. The Department(s) involved in the investigation shall report to the Ethics Committee on its results and the latter may ask for the necessary additions.

### **d) Closing of reports, dismissal of proceeding, remediation and/or improvement actions**

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 submits to the Supervisory Board the results of the investigation before its final closing with the aim of collecting any additional needs for further investigation and/or, where any violation is found, assessing the imposition of sanctions or other measures.

After hearing the opinion of the Supervisory Board 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 communication flows are activated 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 Board and/or the other Supervisory Bodies, if mentioned.

The whistleblower will be informed of the conclusions

reached and any corrective measures/actions taken at the end of the investigation, within the regulatory deadlines prescribed by the regulations in force.

## — 8. 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 whistleblowing reports and the relevant documents are kept for as long as necessary for their processing and in any case no longer than 5 years from the date of the communication of the final outcome of the reporting procedure, except in cases where storage for a longer period is required for any litigation, requests of the competent authority, or pursuant to applicable regulations.

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 contained in the Whistleblowing report 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 started, personal data shall be deleted or made anonymous within 30 days after the end of the investigation process. Anonymized reports will be kept for 5 years.

If the report is founded and/or if a judicial or disciplinary action is initiated, the personal data contained in the report will be kept for 5 years starting from the final date of the reporting procedure, 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.

## — 9. 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 and the Departments they oversee 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, the duties of the Ethics Committee shall be performed by the Chairman or the Deputy 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 maintaining or excluding the involvement of said member in the meetings of the Ethics Committee concerning the specific conflict issue.

Some members of the Ethics Committee and a restricted number of employees of the Internal Audit Department have always access to the platform and the **whistleblowing@pradagroup.com** email box in order to ensure a timely management of reports received through these channels.

In the event of any of the above-mentioned subjects having a conflict of interest, the other members of the Ethics Committee shall temporarily disable this person from accessing the platform and the whistleblowing email box.

## — 10. Communication, training and information

The Ethics Committee is responsible for promoting over time the necessary information and training actions, when necessary, for the company staff on

the management of whistleblowing reports and, specifically, on the usefulness of the process, the support tools and guarantees and protections of the Whistleblowers and Reported Parties or, however of any people mentioned in the report.

Dissemination internally and to external third parties is promoted through publication in the company repositories (Intranet) and on the institutional website, or through internal communications, posting of posters and awareness campaigns, etc. or also through specific training activities.

The Ethics Committee shall monitor that this procedure is compliant with the best practices and applicable laws.

## — 11. Guarantees and protections

### a) Obligations and guarantee of confidentiality

All Prada Group Personnel involved in various capacities in the management of whistleblowing 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, or any third party mentioned in the report.

Any disclosure on the existence and content of the report, as well as the identity of the whistleblowers (if known), reported parties and third parties, must strictly comply with the “need to know” criterion. Only those elements and information, including personal data, strictly necessary for the purposes pursued will be disclosed.

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, reported person/s (or involved person/s) and other protected persons other than whistleblower (e.g.: facilitators, people from the same work environment, etc.)

The Prada Group guarantees the confidentiality of the identity of the whistleblower, the reported person (or involved person) and the other people mentioned in the report, as well as the facilitator, etc. starting from the receipt of the report in compliance with law provisions.

Without prejudice to law obligations, the identity of the whistleblower and any other information from which such identity may be inferred, directly or indirectly, may not be disclosed without the express consent of the whistleblower, to persons other than those responsible for receiving or following up the reports, expressly authorized to process such data.

In particular, identities may be disclosed only with the express consent of the person concerned:

- within the scope of the disciplinary action, if the charge is founded and/or knowledge of the identity of the whistleblower is essential for the defense of the accused or other person involved;
- disclosure is a necessary and proportionate obligation in the context of investigations by the Authorities or judicial proceedings, in accordance with applicable legislation

For reports sent through the computer platform (including voice messaging reports) under section 7.a. above, confidentiality of the identity of the whistleblower (as well as of the content of the whistleblowing report) is protected as follows:

- the platform adopts the “no-log” policy, i.e it does not directly or indirectly detect information on connection methods (e.g. no IP address, mac address, or date and time of access is tracked), thus ensuring full anonymous access of the whistleblower. 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 link available on the [www.pradagroup.com](http://www.pradagroup.com) website;

- the platform ensures high security standards, employing data encryption technologies, SSL certificates, and other measures to protect against unauthorized access according to the highest international security standards;
- the whistleblower, if he/she deems necessary, may indicate his/her name in the Whistleblowing report or decide to remain anonymous;
- even in the case of anonymous reporting, it is possible to communicate with whistleblowers to receive further information about the case, or notify them of confirmation of receipt of the message, through a secure electronic mailbox.

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 and the Ethics Committee is delivered unopened (as delivered to the postal service);
- the **whistleblowing@pradagroup.com** email box may only be accessed by a limited number of authorized members of the Ethics Committee and the Internal Audit Department;
- the administrator of the corporate email system may access the reference mailbox exclusively for technical needs, with prior written authorization by the Internal Audit Department following a justified request on a case-by-case basis. Access logs by the System Administrator are therefore recorded and stored for at least 6 months.

In all cases where the name of the Whistleblower and/or reported person or third parties involved 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 the whistleblower, the reported (or involved) person/s and other protected persons other than the whistleblower (facilitators, people from the same work environment, etc.) from retaliation<sup>9</sup> and discriminations**

In compliance with the law and the Group's Code of Ethics, Prada shall prohibit and sanction any form of threat, retaliation or discrimination, either attempted or actual, against whistleblowers, reported or involved persons, facilitators and anyone who cooperated to investigations to prove the groundedness of the report (including the respective related persons), regardless of whether the report was found to be grounded or not.

Prada reserves the right to take appropriate action against anyone who engages in, or threatens to engage in, acts of retaliation against the individuals listed above, without prejudice to the right of the parties involved to legal protection if criminal or civil liabilities related to the fakeness of what has been stated or reported have been found.

Prada may take the most appropriate disciplinary and/or legal measures, to the extent permitted by applicable law, to protect its rights, property and image against anyone who has made in bad faith false, unfounded or opportunistic reports and/or for the sole purpose of slandering, defaming or causing harm to the Reported Person or other parties involved. 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.

<sup>9</sup> Retaliatory measures are defined as any behaviour, act or omission, even if only attempted or threatened, carried out by reason of Internal or External Whistleblowing Reporting, Public Disclosure, or reporting to the Judicial or Accounting Authorities, which directly or indirectly causes or may cause unjust damage to such persons and for which they may be entitled to take action in the ways provided for by the regulations in force. By way of example: dismissal, suspension or equivalent measures, demotion of rank, change of function, non-renewal or early termination of contract, etc.

The Prada Group requires everyone to cooperate in maintaining a corporate climate of mutual respect and prohibits attitudes that may harm the dignity, honour, and reputation of each individual. The guarantees of confidentiality and measures of protection and safeguards also pertain to the whistleblower, who will not be disciplined in the absence of objective evidence about the reported violation, that is, without having investigated the reported facts and challenged the related charges in accordance with the procedures of law and/or contract. The reported person may not request to know the name of the whistleblower, except in cases expressly provided for by law. For further protection of the reported person, the actions and rights granted to him/her by law remain unaffected.

#### **d) Conditions for eligibility for protection from retaliatory measures and cases of exclusion**

To the extent permitted by applicable law, the following (cumulative) conditions must be met in order for the whistleblower and other protected persons to benefit from protection from retaliatory measures:

- the Whistleblower has made a Report, Public Disclosure or complaint based on a reasonable belief that the information about the reported or disclosed violations is true and falls within the scope of relevant violations;
- the Whistleblowing Report or Public Disclosure was made in accordance with the conditions prescribed by applicable regulations on Whistleblowing, including Directive (EU) 2019/1937 and the relevant domestic decrees implemented;
- there is a consequentiality relationship between the Whistleblowing Report, Public Disclosure and complaint made and the retaliation measures suffered.

Failing these conditions, protection is excluded both with respect to the Whistleblower and, similarly, with respect to different parties who, by reason of their role in the reporting and/or whistleblowing process and/or the particular relationship that binds them to the Whistleblower, indirectly suffer retaliation.

The protection provided in the event of retaliation is also excluded in the event of ascertainment by judgment, even if not final in the first instance, against the Whistleblower of criminal liability for the crimes of slander or defamation or otherwise for the same crimes related to whistleblowing, or civil liability, for having intentionally reported false information with malice or gross negligence. In cases where the aforementioned liabilities are established, a disciplinary sanction will also be imposed on the Whistleblower.

#### **e) Reporting suffered retaliations to the relevant Public Authorities**

Whistleblowers and other Protected Persons who believe that they have suffered retaliation may, to the extent permitted by applicable law, report it to the relevant Public Authorities requesting their protection<sup>10</sup>.

The person who adopted the retaliatory measure and/or act, or in any case the person to whom the conduct and/or omission is attributable, is considered responsible for the retaliatory measure. Liability is also incurred by the person who suggested or proposed the adoption of any form of retaliatory measure against the Whistleblower or other persons involved.

#### **f) Limitations of liability**

To the extent permitted by the applicable regulations, the whistleblower is also guaranteed limitation of liability with respect to the disclosure of certain categories of information. These are limitations that operate under certain conditions in the absence of which there would be consequences in terms of criminal, civil, administrative liability.

In particular, the Whistleblower is not punishable in the event that he/she discloses or disseminate information on violations:

- covered by the obligations of secrecy (official secret, professional secret, scientific and industrial secrets, breach of the duty of loyalty), with the exception of secrecy obligations relating to classified information, forensic and medical professional secrecy, secrecy of court deliberations;

<sup>10</sup> By way of example for Italy, the competent body is ANAC.

- relating to the protection of copyright or the protection of personal data;
- that offend the reputation of the reported person.

The limitation of liability applies provided the following (cumulative) conditions are met:

- at the time of disclosure or dissemination, the whistleblower had reasonable grounds to believe that the information was necessary for the breach to be discovered;
- the Whistleblowing report, Public Disclosure or complaint was made under the conditions set forth in the applicable Whistleblowing regulations;
- information was acquired lawfully.

#### **g) Support measures by Third Sector entities within the European Union**

The Whistleblower may benefit from the support measures offered by Third Sector entities that have entered into agreements with Public Authorities designated for this purpose by the Member States of the European Union<sup>11</sup>.

In particular, these entities provide assistance and advice free on charge on: i) the reporting methods; ii) the protection from retaliations granted by domestic and EU regulatory provisions; iii) the rights of the Person Involved; iv) the terms and conditions of access to legal aid.

#### **h) Other protection measures provided by Whistleblowing laws and regulations**

This is without prejudice to any additional protection measures not covered in the previous sections and which may be provided in favour of Whistleblowers and Protected Persons by the applicable Whistleblowing legislation.

## **— 12. Disciplinary system 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 discrimination 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 Policy;
- against Employees, as required by the law, who have submitted an unfounded report with wilful misconduct or gross negligence.

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

In the event that the perpetrators of ascertained violations concern 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 (termination of the agreement, assignment or, in general, of the existing relationship with the Prada Group Companies concerned may apply, as well as where there are grounds, compensation for damages).

If the ascertained violations are attributable to members of the Company Bodies or attorneys of Group Companies, the Ethics Committee shall promptly inform the Board of Directors of Prada S.p.A. or the management body of the Prada Group

<sup>11</sup> For example, in Italy ANAC has published in its institutional website the list of entities of the Third Sector offering support to Whistleblowers.

Company involved, respectively, so that appropriate measures may be taken.

If the violations involve a member of the Ethics Committee, the Chairman or the Executive Deputy Chairman of Prada S.p.A. shall promptly inform the Board of Directors of Prada S.p.A.

Any disciplinary sanctions and other measures taken for violations ascertained as a result of whistleblowing reports should be reported by the HR Department or other functions responsible for their enforcement to the Ethics Committee, which, depending on the relevance, will communicate them in accordance with the law provisions in force<sup>12</sup>.

## — 13. Sanctions

Breach of Whistleblowing regulations, including (EU) Directive 2019/1937 and its implementing decrees issued by EU member states, may result in administrative or imprisonment penalties being imposed on the perpetrator, varying according to the country in which such violations were implemented.

The sanctions that can be imposed and the competent Public Authority for Italy is ANAC.

## — 14. Personal data protection

Personal data contained in the Whistleblowing 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.

Personal data protection is ensured not only to the Whistleblower (for non-anonymous reports), but also to

the Facilitator and the Person/s involved or mentioned in the report.

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 Policy 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 the rights under the GDPR and applicable legal provisions by contacting the Group Data Protection Officer at: [privacy@prada.com](mailto: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.

<sup>12</sup> The introduction of the disciplinary system is an integral part of Model 231, of sanctions against those who ascertain being responsible for the violations provided for by the new regulations (art. 21, c.2, Law Decree 24/2023). As provided for by Italian laws, if the disciplinary sanctions and other measures are applied following violations inherent in the crimes referred to in Law Decree 231/2001 or the Organization Model adopted for their prevention, they will be communicated to the competent Supervisory Board.

## — 15. Definitions

**ANAC:** National Anticorruption Authority. The Italian National Anticorruption Authority (ANAC) is an independent Italian administrative authority with the task of protecting the integrity of public administration, combating illegality, fighting corruption, implementing transparency, and monitoring public contracts;

**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 the heads of the following Prada S.p.A.'s Functions: Internal Audit, Human Resources, Legal, Security and CSR;

**External report:** report or complaint filed with a competent authority (e.g., ANAC, judicial authority);

**Facilitator:** an individual who assists the whistleblower in the Reporting process and who works in the same work environment and whose assistance must be kept confidential;

**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/EC;

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

**Illicit report:** 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;

**Information on violations:** adequately substantiated information, including well-founded suspicions, concerning violations resulting from conduct, acts or omissions committed or which, on the basis of concrete elements, could be committed as well as elements concerning conduct, including omissions, aimed at concealing such violations. This also includes information on violations acquired in the context of a legal relationship that has not yet begun or has meanwhile ended, if said information was acquired in the context of the work environment, including the probationary period, or in the selection or pre-contractual phase;

**Internal Audit:** Prada Group's Internal Audit Department;

**Internal Report/s:** any written or oral communication of information about violations made by the whistleblower through the internal channel and received by the Prada Group pertaining to the Internal Control and Risk Management System and concerning behaviours 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 and passive), facts or behaviours 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 behaviours that may cause damage or harm, including image damage, to Prada;

**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 behaviours 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 behaviours 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.;

**Person(s) Involved:** an individual or legal entity mentioned in the Report made through the internal or external channel, complaint, Public Disclosure, as the person to whom the violation is attributed or otherwise referable;

**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, temporary workers and volunteers;

**Protected Persons:** all subjects who benefit from the protection measures (including whistleblowers, facilitators, etc.);

**Public Disclosure:** making information about possible violations known to the public by publishing it, for example, on online platforms or social media – or by reporting it to stakeholders such as the media, civil society organizations, legal associations, trade unions, or business/professional organizations;

**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;

**Reported Person/s:** natural or legal person referred to in the whistleblower's report or complaint as the person responsible for or associated with the alleged wrongdoing or harmful behavior;

**Retaliation:** any threatened, recommended, or actual action or omission, either direct or indirect, that causes or is likely to cause harm, and is related to or results from a protected whistleblowing report;

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

**Supervisory Board/s:** the Supervisory Board of Prada S.p.A. and the Italian Subsidiaries pursuant to article 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, areas, 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:** Prada Personnel, Stakeholders and other third parties, witnessing an offence or an irregularity involving Prada Personnel;

**Whistleblowing:** communicating information on alleged wrongdoing to individuals or entities believed to be capable of acting;

**Violations:** conduct, acts or omissions, which harm the public interest or the integrity of the public administration or private entity of which the whistleblower has become aware in a public or private work context;

**Wrongdoing:** means any illegal, abusive or harmful act or omission including but not limited to: Violations of the Prada Group Code of Ethics, violations of organizational models, violation of laws applicable to Prada Group Companies, etc.);

## — 16. References

- Directive (EU) 2019/1937 concerning the protection of persons who report violations of Union law (so-called “Whistleblowing”);
- Law Decree no. 24 of 10 March 2023 published in the Italian Official Gazette on 15.03.2023, transposing Directive (EU) 2019/1937 concerning the “protection of persons who report violations of Union law (so-called “Whistleblowing”);
- ANAC Guidelines – Regulations for handling external reports and the exercise of the sanctioning power of Anac in implementation of Law Decree no. 24 of 10 March 2023 – Resolution no. 301 of 12 July 2023;
- Confindustria – Operational Guide for Private Entities – New “Whistleblowing” discipline – 27 October 2023;
- Law Decree no. 231/2001 Discipline of the administrative liability 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;
- Law 179/2017, which introduced whistleblowing in Italy also in the private sector ;
- 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 “Organizational Model” section of the company intranet);
- EU Regulation 2016/679 General Data Protection Regulation - GDPR;
- Foreign rules and regulations applicable in the Countries where the Group operates.