

DECLARATION

I, the undersigned, _____, born in _____ on _____, standing for the office of Director of Pirelli & C. S.p.A. ("Pirelli" or the "Company") in accordance with its Bylaws,

declare

that I accept the above nomination and, as of now, my possible appointment as a Director of Pirelli, and accordingly, under my own responsibility,

attest that

- there are no reasons such as to render me ineligible or incompatible to hold office as a Board Member of Pirelli and that I satisfy the requisites for said office;
- I specifically satisfy the integrity requirements pursuant to combined provisions of article 147-quinquies of Legislative Decree no. 58 of 24th February 1998 ("CFA") article 148, paragraph four, CFA, and article 2 of Ministerial Decree no. 162 of 30.3.2000;
- I am not a partner with unlimited liability in any company that competes with Pirelli, I do not carry out on my own behalf or on behalf of third parties business that is in competition with the business of Pirelli, and I hold no appointments as a director or as a general manager in any company in competition with Pirelli, within the meaning of article 2390 of the Italian Civil Code;

I satisfy I do not satisfy
(tick the appropriate box)

- the requisites of independence as indicated in the combined provisions of paragraph 4, article 147-ter, paragraph four, CFA, and article 148, paragraph three CFA;

I satisfy I do not satisfy
(tick the appropriate box)
 the requisites as provided in the Corporate Governance Code of Borsa Italiana in order to be deemed independent.

I also declare:

- to be able to carry out devoutly and effectively my duties as director of the Company to the time necessary, also taking into account the commitment of my work and professional activities and the number of offices held in other companies;
- I reviewed the Principles and Procedures adopted by Pirelli Group and declare as of now I shall abide by their prescriptions;
- to be informed and to authorize, pursuant to and for the purposes of Legislative Decree no. 196 of 30 June 2003 that my personal data are collected and processed by Pirelli in the process for which this declaration is made;

The undersigned undertakes to submit, at the request of Pirelli, the documentation for confirming the truth of the information declared as well as to give prompt notice of any deed or circumstance such as alters the information given through this declaration and they authorise the publication of this declaration and of their *curriculum vitae* on the Internet site of Pirelli or on other sites where so provided by current legislation and regulations.

In witness whereof,

Date _____

Signature: _____