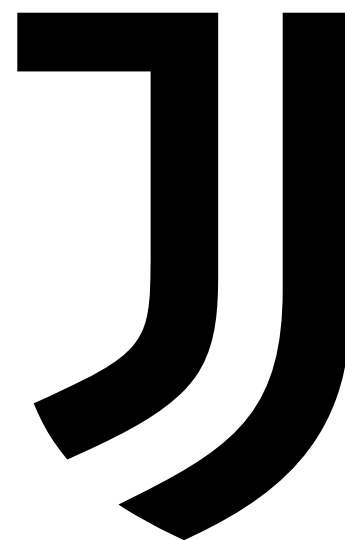


# PROCEDURE

RELATING TO THE MANAGEMENT AND  
COMMUNICATION OF INSIDE AND SIGNIFICANT  
INFORMATION AND THE MANAGEMENT OF THE  
REGISTER OF PEOPLE WITH ACCESS TO INSIDE AND  
SIGNIFICANT INFORMATION OF JUVENTUS  
FOOTBALL CLUB S.P.A.

**JUVENTUS**



## 1. INTRODUCTION

- 1.1. The Board of Directors of Juventus Football Club S.p.A. (the “**Company**”) has approved this “*Procedure relating to the management and communication of inside and significant information and the management of the register of people with access to inside and significant information of Juventus Football Club S.p.A.*” (the “**Procedure**”).
- 1.2. The Company’s Board of Directors is responsible for making any amendments and additions to this Procedure that may be necessary in light of legal or regulatory provisions, as well as on the basis of any significant instructions provided by the competent Authorities or application experience or market practice.
- 1.3. For all matters not explicitly addressed in this Procedure, reference is expressly made to provisions on the distribution of price sensitive disclosures and corporate information set forth in applicable laws and regulations, as well as the guidelines on the matter *pro tempore* issued by Consob and other Competent Authorities.
- 1.4. A copy of the Procedure has been published on the Company’s website at [www.juventus.com](http://www.juventus.com).

## 2. DEFINITIONS

2.1. In addition to the definitions contained in other articles, the following definitions apply for the purposes of this Procedure:

**“Competent Authority”** refers to the competent authority as identified pursuant to Art. 22 of the MAR.

**“Shares”** refers to the ordinary shares of the Company.

**“Borsa Italiana”** refers to Borsa Italiana S.p.A., with registered office in Milan, Piazza degli Affari no. 6.

**“CFO”** refers to the *pro tempore* Chief Financial Officer of the Company.

**“Board of Statutory Auditors”** refers to the *pro tempore* board of statutory auditors of the Company.

**“Board of Directors”** refers to the *pro tempore* board of directors of the Company.

**“Consob”** refers to Commissione Nazionale per le Società e la Borsa (*i.e.*, the supervisory authority for the Italian financial products market), established by Italian Law no. 216 of 7 June 1974, with registered office in Rome, via G.B. Martini no. 3.

**“Communication and External Relations Department”** refers to the communication and external relations department of the Company.

**“Corporate Affairs Department”** refers to the corporate affairs department of the Company.

**“Inside Information”** refers to information of a precise nature, that has not been made public, relating, directly or indirectly, the Company and/or one or more Financial Instruments and which, if it were made public, would be likely to have a significant effect on the prices of the Financial Instruments or on the prices of the related derivative Financial Instruments.

For the purposes of this definition:

- (a) information is of a “precise nature” if:
  - (i) it indicates a set of circumstances which may reasonably be expected to come into existence, or an event which has occurred or which may reasonably be expected to occur;
  - (ii) it is sufficiently specific so as to make it possible to draw conclusions on the possible effect of the set of circumstances or the event pursuant to point (i) on the prices of the Financial Instruments;
- (b) “information which, if made public, would be likely to have a significant effect on the prices of the Financial Instruments” refers to information which a reasonable investor would presumably use as one of the elements on which to base its investment decisions.

An intermediate step in a protracted process shall be considered Inside Information if it meets the

criteria set forth in this definition. For example, information relating to an event or a series of circumstances constituting an intermediary phase in a protracted process may regard:

- (a) the status of contractual negotiations;
- (b) contractual conditions provisionally agreed;
- (c) the possibility of placing financial instruments;
- (d) the conditions under which such instruments are sold;
- (e) provisional conditions for the placement of financial instruments;
- (f) the possibility that a financial instrument will be included in an index;
- (g) the exclusion of a financial instrument from an index.

**“Significant Information”** refers to information concerning data, events, projects or circumstances which, in a continuous, repeated and periodic or random, occasional or unpredicted manner, directly regards the Company and may, later on, including quite soon, become Inside Information. A non-exhaustive list of examples of this type of information is provided in Paragraph 7 of this Procedure.

**“Investor Relator”** refers to the investor relator of the Company.

**“Instructions”** refers to the Instructions to the Regulations of the Markets organised and managed by Borsa Italiana S.p.A. as updated and amended over time.

**“MAR”** refers to Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, as updated and amended over time.

**“MTA”** refers to the Mercato Telematico Azionario organised and managed by Borsa Italiana S.p.A.

**“Chairman”** refers to the *pro tempore* Chairman of the Board of Directors.

**“Market Regulations”** refers to the Regulations of the Markets organised and managed by Borsa Italiana S.p.A. as updated and amended over time.

**“Issuers' Regulation”** refers to the regulation adopted by Consob with resolution no. 11971 of 1999, as updated and amended over time.

**“Significant Persons”** refers to:

- (a) members of the Board of Directors and the Board of Statutory Auditors, as well as members of the management and control bodies of the legal entity that exercises control over the Company, as defined pursuant to Art. 93 of the Consolidated Law on Finance;
- (b) the employees of the Company;
- (c) outside the cases pursuant to points (a) and (b), any other person: (i) who works and/or

provides professional services for the Company; and/or (ii) is vested with the power to carry out transactions in the name and on behalf of the Company, which are significant with reference to the Company's activities;

- (d) any person who holds Inside Information and/or Significant Information for circumstances other than those pursuant to points (a), (b) and (c) when such person knows or should know that it is Inside Information and/or Significant Information.

**"Financial Instruments"** refers to the Shares and other financial instruments of the Company admitted to trading on the MTA.

**"Consolidated Law on Finance"** refers to Italian Legislative Decree no. 58 of 24 February 1998 (Consolidated law on finance), as updated and amended over time.

**"Vice Chairman"** refers to the *pro tempore* vice chairman of the Board of Directors.

## **SECTION I - MANAGEMENT AND COMMUNICATION OF INSIDE INFORMATION**

### **3. SUBJECT**

- 3.1. In application of Articles 7 and 17 of the MAR, domestic legislative provisions applicable to companies listed on a regulated market set forth by the Consolidated Law on Finance, the Market Regulations and the Instructions, as well as Article 1.C.1 of the Corporate Governance Code drafted by the Corporate Governance Committee of Borsa Italiana, this section of the Procedure ("**Section I**") governs the process of managing Inside Information regarding the Company in order to ensure that its external communication takes place promptly and adequately, in compliance with the principle of transparency.

### **4. ADDRESSEES**

- 4.1. Section I is addressed to Significant Persons and contains provisions relating to the management and processing of Inside Information as well as methods for the external communication of documents and information regarding the Company, particularly with reference to the Inside Information.
- 4.2. Pursuant to Article 17 of the MAR, the Company discloses Inside Information directly regarding the Company to the public as soon as possible, with methods that allow for fast access and complete, correct and timely assessment by the public, in compliance with the principles of fairness, clarity and equal access to Inside Information.

### **5. ASSESSMENT OF THE NATURE OF INFORMATION AND PROCESSING OF INSIDE INFORMATION**

- 5.1. The CFO manages and processes Inside Information concerning the Company and, more generally, is responsible for the application of this Procedure (the "**Inside Information Management Department**" or "**IIMD**"). In performing its duties and functions, the IIMD may receive assistance from the Corporate Affairs Department. Furthermore, in the absence of the CFO, the Corporate Affairs Department takes responsibility for the IIMD's activities.
- 5.2. The managers of the main departments, the members of the Board of Directors and the Board of Statutory Auditors, as well as members of the management and control bodies of the legal entity that exercises control over the Company, as defined pursuant to Art. 93 of the Consolidated Law on Finance, must inform the Corporate Affairs Department without delay of all information regarding the Company that they believe to be Significant Information (including, for example, the facts laid out in Paragraph 7) and of which they become aware due to their work or professional activities, or on the basis of the functions performed. Likewise the Company's employees are required to report information to their manager that they consider to be Inside Information of which they become aware due to their work activities.
- 5.3. In all cases in which they come into possession of Significant Information and/or Inside Information, the Significant Persons are required to:

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- (a) promptly communicate its content to the Corporate Affairs Department;
  - (b) thereafter - when the Significant Information and/or Inside Information concerns events or operations that occur in stages - periodically inform the Corporate Affairs Department about the progress status, at least once every 7 (seven) days, or with the different frequency required by the nature of the event or the transaction.
- 5.4. The Corporate Affairs Department promptly notifies the IIMD of information received pursuant to this paragraph 5. The assessment of the inside nature of the information and, therefore, the need to proceed with a market disclosure, is performed by the IIMD which, to this purpose, may be assisted by the Corporate Affairs Department.
- 5.5. The IIMD processes Inside Information only through the authorised channels and supervises to ensure that the circulation within the Company of such Inside Information takes place without prejudice to its privileged nature.
- 5.6. The IIMD informs the Board of Directors about the content and methods that it intends to adopt to disclose the information.
- 5.7. The Significant Persons are prohibited from disclosing or communicating such information (either Inside Information or Significant Information) in any manner whatsoever to people other than those to whom this communication is necessary to allow for the exercise of their respective functions within the Company.

## 6. EXCLUSIONS

- 6.1. With the consent of the IIMD, the Company may communicate the Inside Information on a confidential basis with respect for the provisions of applicable laws and regulations to, for example, the following persons:
- (a) its own advisors and advisors of any other person involved or who could be involved in the developments or matters in question;
  - (b) the independent auditors engaged to audit the Company's accounts;
  - (c) persons with which the Company is negotiating or intends to negotiate any commercial, financial or investment transaction (including likely subscribers or placement agents of its financial instruments);
  - (d) banks in the context of the lending activity;
  - (e) rating agencies;
  - (f) representatives of employees of the Company or the unions that represent them;
  - (g) any government office, Consob, the Bank of Italy, the Competition Authority, Borsa Italiana and

any other institutional or regulatory body or authority.

- 6.2. When this information is communicated, the Company obtains from the parties pursuant to letters (a) to (f) above a statement in which they declare that they are aware of the circumstance that they cannot trade the Shares on the MTA until the Inside Information, communicated to them on a confidential basis, has been disclosed to the public.
- 6.3. If the IIMD has reason to believe that the confidentiality restriction has been or is likely that will be violated and, in any event, the issue is such so that knowledge of it could likely lead to a substantial change in the price of the Financial Instruments, it must publish this information without delay.

## **7. POSSIBLE EVENTS GENERATING INSIDE INFORMATION**

- 7.1. Below is a non-exhaustive list of certain events that could be deemed a significant event or circumstance pursuant to the Procedure:
- (a) negotiations regarding the management of players' registration rights;
  - (b) negotiation of sponsorship contracts and significant commercial contracts;
  - (c) ownership structure;
  - (d) composition of the management;
  - (e) management incentive plans;
  - (f) activities of the auditors;
  - (g) share capital transactions;
  - (h) issue of financial instruments;
  - (i) characteristics of the financial instruments issued;
  - (j) acquisitions, mergers, spin-offs and other extraordinary transactions;
  - (k) restructurings and reorganisations;
  - (l) transactions on financial instruments, buy-backs and accelerated book-building;
  - (m) insolvency procedures;
  - (n) legal disputes;
  - (o) revocation of bank credit lines;
  - (p) write-downs and/or revaluations of assets or financial instruments in the portfolio;
  - (q) patents, licences and other intellectual property rights;
  - (r) insolvency of important debtors;

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- (s) destruction or damage of uninsured assets;
- (t) acquisition or sale of assets;
- (u) results of operations and approval of financial reports (annual or interim), particularly with reference to cases of changes in the expected accounting results for the period (profit warnings and earnings surprises);
- (v) receipt or cancellation of important orders;
- (w) entry into new (or exit from) markets;
- (x) modification of investment plans;
- (y) dividend distribution policy.

## **8. CONFIDENTIALITY IN THE INSIDE INFORMATION FORMATION PHASE**

### **8.1. Each Significant Person is prohibited from:**

- (a) communicating by any means whatsoever the Inside Information of which they become aware, if not indispensable within the normal course of their job, profession or functions; in particular, it is absolutely prohibited for anyone to give interviews to the media or make statements in general containing Inside Information, which has not already been disclosed to the public;
- (b) directly or indirectly performing, on their own behalf or on behalf of third parties, purchases, sales or any other transaction on financial instruments to which the Inside Information refers;
- (c) cancelling or modifying, on the basis of the Inside Information, an order concerning a financial instrument to which the information refers when such order has been sent before the person concerned obtained such Inside Information;
- (d) directly or indirectly performing, in name and/or on behalf of the Company, purchases, sales or any other transaction on financial instruments to which the Inside Information refers;
- (e) recommending or inducing others, on the basis of the Inside Information, to purchase, sell or perform any other transaction on financial instruments to which the Inside Information refers, on their own behalf or on behalf of third parties;
- (f) recommending or inducing others, on the basis of the Inside Information, to cancel or modify an order concerning a financial instrument to which the Inside Information refers, on their own behalf or on behalf of third parties.

The prohibitions set forth above also apply to all Significant Information of which the Significant Persons become aware.

### **8.2. In compliance with the provisions of Paragraph 8.1, the Significant Persons shall enact all measures and precautions to: (i) avoid access and the circulation of the Inside Information and/or the Significant**

Information to unauthorised persons, keeping all documents and information acquired in performing their duties confidential; (ii) use the above-mentioned documents and the above-mentioned information exclusively in performing their duties; (iii) ensure that the opening and distribution of correspondence received through the postal service takes place with respect for criteria of confidentiality.

- 8.3. The Significant Persons that have confidential documents or information are required to store them so as to reduce to a minimum the risks of unauthorised access and processing, by adopting suitable security measures.
- 8.4. Senders of hard copy and/or electronic documents concerning Inside Information must indicate their strictly confidential nature by labelling them as “STRICTLY CONFIDENTIAL”.
- 8.5. The Significant Persons are personally responsible for the storage of the confidential documentation that comes into their possession. In the case of the loss of documents relating to Inside Information, the Significant Persons involved shall inform the IIMD and/or the Corporate Affairs Department without delay, specifying the relative conditions and circumstances, so that they may take the appropriate measures, including the publication of a press release.

## **9. EXTERNAL COMMUNICATION OF INFORMATION ABOUT THE COMPANY**

- 9.1. The IIMD, in the name of the Company and through the Investor Relator and the Communication and External Relations Department, each insofar as it is responsible, manages - also possibly by delegating functions for this purpose to the Corporate Affairs Department - all relationships with the media, professional investors, financial analysts and shareholders.
- 9.2. The disclosure to them of information is in any event performed in a complete, timely and adequate manner, avoiding informational asymmetries between investors or the occurrence of situations that may in any event alter Financial Instrument price trends.
- 9.3. All external communications of Inside Information are under the exclusive responsibility of the IIMD which, in agreement with the Investor Relator, determines the subjection to the rules pursuant to Arts. 7 and 17 of the MAR, also of specific information that does not fall within the scope of the communication of Inside Information, providing written communication thereof to the parties concerned.

## **10. COMMUNICATION TO THE PUBLIC OF INSIDE INFORMATION**

- 10.1. The Significant Persons are required not to disclose in any manner whatsoever, either in Italy or abroad, the Inside Information relating to the Company of which they become aware. This confidentiality obligation also includes the information and documents acquired in performing their duties, including the content of discussions held during board meetings.
- 10.2. If information is assessed by the IIMD as Inside Information, the Company shall proceed without delay to communicate it to the public in compliance with applicable legal and/or regulatory provisions, relying on the Investor Relator and in accordance with the methods specified below.

- 10.3. With the support of the Investor Relator, the IIMD prepares the communication to the public of the Inside Information.
- 10.4. Before its communication to the public in the open market, the Investor Relator notifies Borsa Italiana by telephone about the distribution of the communication.
- 10.5. Each communication to the public must contain all price sensitive information, should not connect such information with the marketing of the Company's activities and should be disclosed in a complete and timely manner by the Corporate Affairs Department through the SDIR in order to avoid informational asymmetries between the recipients.
- 10.6. The Company publishes and stores on its website for a period of at least five years all Inside Information that it has communicated to the public pursuant to this Paragraph 10.

#### **11. DELAYS IN THE COMMUNICATION OF INSIDE INFORMATION**

- 11.1. Under its own responsibility, the Company may delay the communication to the public of Inside Information, provided all of the following conditions are met:
  - (a) immediate communication would likely harm the Company's legitimate interests;
  - (b) a delayed communication would likely not have the effect of misleading the public;
  - (c) the Company is capable of guaranteeing the confidentiality of such information.
- 11.2. In the case of a protracted process, which takes place in stages and is intended to bring about or which entails a particular circumstance or a particular event, the Company may, under its own responsibility, delay the communication to the public of Inside Information regarding that process, without prejudice to the conditions laid out in Paragraph 11.1. above.
- 11.3. The assessment concerning the fulfilment of the conditions set forth to apply the delayed procedure, as well as regarding the need or opportunity to rely on that procedure, is performed by the Corporate Affairs Department in agreement with the company units involved over time in relation to the content of the information. This assessment is submitted for the attention of the IIMD, which decides on the fulfilment of the required conditions and the activation of the procedure pursuant to this Paragraph 11. If the IIMD finds it appropriate or necessary, it may decide to have the Chairman or Vice Chairman perform that assessment.
- 11.4. Once the decision has been taken to delay the communication to the public of Inside Information, the Corporate Affairs Department and the company units concerned:
  - (a) work to ensure that the utmost confidentiality is guaranteed in the processing of the above-mentioned information and to make the necessary and prompt registrations in the Insider Register on the basis of the provisions of the relative procedure;
  - (b) constantly monitor the continued fulfilment of the conditions pursuant to Paragraph 11.1

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above, which make it possible to delay the communication of Inside Information;

- (c) handle the storage on a durable medium of the information required by the implementing provisions of the MAR (including Implementing Regulation (EU) 2016/1055) and set forth in Annex A-I;
- (d) handle the preparation of a draft press release relating to the Inside Information whose communication to the public was delayed, to ensure that prompt publication of such information is ensured when, during the delay period, the conditions that legitimised it are no longer met.

11.5. When the Company has delayed the communication of Inside Information in accordance with Paragraphs 11.1 and/or 11.2, the Company notifies Consob of such delay - according to what is set forth in the implementing provisions of the MAR (including Implementing Regulation (EU) 2016/1055) - immediately after the information has been communicated to the public. Such notification must be made by certified email to [consob@pec.consob.it](mailto:consob@pec.consob.it), specifying as the recipient "Divisione Mercati" ("Markets Division") and specifying at the beginning of the subject line "MAR Ritardo comunicazione" ("MAR Delayed disclosure").

11.6. If the communication of Inside Information is delayed in compliance with Paragraph 11.1.3 and the confidentiality of the Inside Information is no longer guaranteed, the Company shall notify the public of such Inside Information as soon as possible, according to the procedures set forth in Paragraph 10.5 above.

## 12. RUMOURS

12.1. If a rumour refers explicitly to Inside Information the communication of which is delayed pursuant to Paragraph 11 above, the Corporate Affairs Department must assess whether this rumour is sufficiently accurate so as to indicate that the confidentiality of this information is no longer guaranteed.

12.2. The assessment pursuant to Paragraph 12.1 above must be submitted for the attention of the IIMD, which will decide on whether it is necessary or appropriate to release a specific disclosure with the procedures pursuant to Paragraph 10 above, in order to guarantee fairness and informational symmetry with respect to the public and prevent it from being misled. If the IIMD finds it appropriate or necessary, it may decide to have the Chairman or Vice Chairman make that decision.

12.3. With respect to the obligation to release the Inside Information to the public pursuant to this Paragraph 12, whether the rumour has derived from an organisational problem of the Company is irrelevant.

## 13. VIOLATIONS

13.1. Pursuant to legislative and regulatory provisions *pro tempore* applicable, failure by the Significant Persons to respect the provisions set forth in the Procedure may entail the violation of the obligations borne by the Company as an issuer of Financial Instruments and, notably, the application of various

types of penalties against the Company (such as a written notice to precisely comply with the regulations, written reprimand, application of fines, removal of the Shares from trading on the MTA).

- 13.2. When, due to the failure by the Significant Persons to respect the requirements laid out in the Procedure, the Company is accused of violating legal or regulatory provisions, including the Market Regulations and/or the Instructions (each a "Violation"), the Company itself reserves the right to take action against the responsible Significant Persons, to be held harmless and indemnified, to the maximum extent permitted by law, for any cost, expense, charge or liability whatsoever arising from or in any event connected to such Violations, as well as to receive compensation for any and all greater damages.
- 13.3. The Company's Board of Directors is the body responsible for taking the appropriate measures in the case of any infractions of the Procedure.
- 13.4. If the party that has committed a violation of this Procedure:
- (a) is one of the members of the Board of Directors, the director concerned can no longer participate in the discussions aiming to confirm the existence and extent of the violation, or the adoption of the ensuing measures;
  - (b) is the majority of the members of the Board of Directors, the Board of Statutory Auditors is the body responsible for taking the appropriate measures;
  - (c) is an employee of the Company, the infraction may amount to a disciplinary offence and, in the most serious cases, may result in dismissal.

#### **14. AMENDMENTS AND ADDITIONS**

- 14.1. The provisions of this Procedure shall be updated and/or supplemented by and under the responsibility of the Company's Board of Directors, taking into account any applicable legal and regulatory provisions, as well as application experience and market practice over time on the matter.
- 14.2. If it is necessary to update and/or add to individual provisions of the procedure as a result of amendments of applicable legal or regulatory standards, or specific requests of the supervisory authorities, the Procedure must be amended and/or supplemented by the Board of Directors.
- 14.3. The amendments and/or additions to the provisions shall be disclosed to the Significant Persons with an indication of the date of entry into force of the new or amended provisions.

## **SECTION II - MANAGEMENT OF THE REGISTER OF PEOPLE WITH ACCESS TO INSIDE AND SIGNIFICANT**

### **INFORMATION**

#### **15. SUBJECT**

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15.1. In application of the provisions of Art. 18 of the MAR and the relative implementing provisions (including Implementing Regulation 347/2016/EU of the European Commission), as well as national regulatory provisions applicable to companies listed in a regulated market set forth on the matter by the Consolidated Law on Finance and by the Issuers' Regulation, this section of the Procedure ("**Section II**") governs (i) the management, keeping and updating of the register of persons with access to inside information (the "**Insider Register**") and (ii) the management, keeping and updating of the register of people with access to information which quite soon and/or, in any case, later on may become inside information (the "**SIG Register**" and, along with the Insider Register the "**Registers**").

## **16. NATURAL PERSONS AND LEGAL ENTITIES LISTED IN THE REGISTERS**

16.1. The Insider Register and the SIG Register must contain a list of the Significant Persons with access to Inside Information and/or Significant Information.

## **17. REGISTERS' STRUCTURE**

### Insider Register

17.1. The Insider Register is broken down into distinct sections, one for each Inside Information.

17.2. A new section must be added to the list every time a new Inside Information is identified (each a "**Specific Section**").

17.3. Each Specific Section must specify:

- (a) the date and time of creation of the section of the list or the moment at which the Inside Information was identified;
- (b) the date and time of the most recent update;
- (c) the date of transmission to the Competent Authority, if applicable;
- (d) the name, surname and surname at birth (if different) of the Significant Person;
- (e) the work telephone number of the Significant Person;
- (f) the name and address of the Company;
- (g) the function and reason for access to Inside Information;
- (h) the date and time at which the Significant Person obtained access to Inside Information;
- (i) the date and time at which the Significant Person stopped having access to Inside Information;
- (j) the date of birth of the Significant Person;
- (k) the tax code of the Significant Person;
- (l) the personal telephone numbers (home and personal mobile phone) of the Significant Person;

- (m) the complete personal address (street, number, town, post code, country) of the Significant Person.

17.4. Without prejudice to the foregoing, the Company may add an additional section to the list indicating the data of the people who always have access to all Inside Information (“**Permanent Section**”) who, once added to that section, will never need to be included in the other sections. The Permanent Section must specify:

- (a) the date and time of creation of the section of the list or the moment at which the inside information was identified;
- (b) the date and time of the most recent update;
- (c) the date of transmission to the Competent Authority, if applicable;
- (d) the name, surname and surname at birth (if different) of the Significant Person;
- (e) the work telephone number of the Significant Person;
- (f) the name and address of the Company of the Significant Person;
- (g) the function and reason for access to Inside Information on a permanent basis;
- (h) the date and time at which the Significant Person was added to the section of people with permanent access;
- (i) the date of birth of the Significant Person;
- (j) the tax code of the Significant Person;
- (k) the personal telephone number of the Significant Person;
- (l) the complete personal address (street, number, town, post code, country) of the Significant Person.

#### SIG Register

17.5. The SIG Register is broken down into distinct sections for each Significant Information on the basis of criteria analogous to those identified for the Insider Register with reference to the various Inside Information. Therefore, the Company shall add a new section to the SIG Register every time a new Significant Information is identified.

17.6. Without prejudice to the storage of the information required in the Insider Register, with regard to the Significant Persons, it will not be necessary to specify in the sections of the SIG Register: (i) the date of birth; (ii) the national identification number; (iii) the complete personal address; and (iv) the personal and work telephone numbers.

### **18. REGISTERS’ MANAGEMENT PROCEDURES**

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- 18.1. The Registers must be kept in electronic form and consist of a system accessible via internet/intranet protected by adequate security systems and access filters and access credentials.
- 18.2. The Registers must guarantee:
- (a) the confidentiality of the information they contain, ensuring that access to the list is limited to the Manager (as defined herein) or any other persons - expressly authorised by the Manager - acting in its name or on its behalf and which must access it due to the nature of their function or position within the Company;
  - (b) the accuracy of the information set forth in the list; as well as
  - (c) access to and the ability to keep track of the previous versions of the list.
- 18.3. The Registers are kept by the Corporate Affairs Department (the “**Manager**”). In addition to the functions identified in other parts of the Procedure, the Manager handles the criteria and procedures to be adopted for keeping, managing and searching the information contained in the Registers, in order to ensure easy access to it as well as its management, consultation, extraction and printing.

## **19. UPDATING, STORAGE AND TRANSMISSION OF REGISTER DATA**

- 19.1. The Registers must be updated in a timely manner without delay by the Manager, adding the date and time of the relevant update, when:
- (a) the reason why the person was included in the Insider Register and/or the SIG Register (depending on the case) changes, including when the person needs to be transferred from one section to another of the Register;
  - (b) a new person needs to be included in one of the Registers as he or she now has access to Inside Information and/or Significant Information (depending on the case);
  - (c) a person listed in the Registers no longer has access to Inside Information and/or Significant Information (depending on the case), specifying the date as of which such access has stopped.
- 19.2. The lists relating to the Significant Persons included in the Registers are stored by the Company for five years after the circumstances that resulted in their registration or updating no longer apply.
- 19.3. The Manager transmits the Registers to the Competent Authority as soon as possible if it so requests.

## **20. DISCLOSURE TO PERSONS LISTED IN THE REGISTER**

- 20.1. The Manager shall send without delay to the Significant Person, immediately after registration in the Insider Register and/or the SIG Register (depending on the case):
- (a) a communication, in the form pursuant to Annex A-II, whereby the Manager notifies the person of: (i) his or her registration in the Insider Register; (ii) the legal and regulatory obligations



deriving from access to Inside Information; and (iii) the penalties applicable in the case of the commitment of offences of abuse of Inside Information and market manipulation and in the case of the unauthorised disclosure of Inside Information;

- (b) a communication, in the form pursuant to Annex B-II, whereby the Manager notifies the person of: (i) his or her registration in the SIG Register; and (ii) the confidentiality obligations deriving from access to Significant Information.

20.2. The disclosure is provided in writing, by email or registered mail or hand delivery.

20.3. The Manager also notifies the Significant Persons already listed in the Registers of any updates that regard them as well, with a written communication sent via email or certified email or registered mail or hand delivery, and also notifies them if they are removed from the Registers, with a communication also sent via email or certified email or registered mail or hand delivery.

20.4. The Manager stores a copy of the communications sent on a durable medium to guarantee proof and traceability of the fulfilment of informational obligations.

20.5. The Manager delivers to the Significant Persons who so request a hard copy of their information contained in the Registers.

## **21. COMMUNICATIONS OF THE PERSONS TO THE MANAGER**

21.1. Each Significant Person is required to:

- (a) return a copy of this Procedure, signed to acknowledge receipt, for acceptance of its content;
- (b) comply with the provisions set forth herein.

## **22. PROCESSING OF PERSONAL DATA**

22.1. For the purposes of the Procedure, the Company shall be required to process specific personal data of the Significant Persons. Therefore, the Significant Persons are required to express their consent to the processing of their personal data by the Company or by its data processors and/or designated persons in charge of processing, pursuant to and in accordance with the terms of Regulation (EU) 2016/679 as amended, after having been made aware of the following:

- (a) the purposes and methods of data processing;
- (b) the compulsory nature of provision of their data;
- (c) the subjects, or categories of subjects, to which the data may be disclosed and the scope of disclosure of such data;
- (d) the rights pursuant to Arts. 15, 16, 17, 18, 20 and 21 of Regulation (EU) 2016/679;
- (e) the name and surname, company name or designation and domicile, residence and registered

office of the data controller as well as the data protection officer:

- (f) Data Controller: Juventus Football Club S.p.A.
- (g) Data Protection Officer: Marco Re, Chief Financial Officer.

22.2. Consent is deemed validly expressed pursuant to and for the purposes of Regulation (EU) 2016/679 with the delivery of the acceptance letter pursuant to Annexes A-II and/or B-II (depending on the case).

### **23. FINAL PROVISIONS**

- 23.1. The Manager is responsible for handling the updating of the Procedure in light of regulatory developments on the Registers and the other regulatory provisions applicable from time to time and application experience, submitting to the Board of Directors proposals for amendments and/or additions to the Procedure deemed necessary or appropriate.
- 23.2. The Manager shall notify the Significant Persons in writing without delay of the amendments and/or additions to the Procedure pursuant to this Paragraph 23 and obtain acceptance of the new content of the Procedure in the forms and with the procedures specified in Paragraph 20 above.

## ANNEX A-I

### Information to be stored by the Company if the delay procedure is activated

If the Company has applied the delay procedure pursuant to Paragraph 11 of the Procedure, the IIMD and the company units concerned shall store on a durable medium the following information:

- (a) date and time:
  - of the first existence of the Inside Information;
  - when the decision to delay the disclosure of the Inside Information was taken;
  - when the disclosure of Inside Information will be likely disclosed;
- (b) identity of the people:
  - who took the decision to delay the disclosure and who established the moment at which the delay period started and it is likely to end;
  - responsible for continuously monitoring the conditions that make it possible to delay the communication;
  - responsible for taking the decision to disclose the public of the Inside Information at the end of the delay or during the delay;
  - responsible for notifying Consob of the information required concerning the delay and of the explanation in writing;
- (c) proof of the initial fulfilment of the conditions established for the delay pursuant to Article 17, paragraph 4, of the MAR and any amendment taking place during the delay period, including:
  - barriers to protect the information, set up both inside and externally to prevent access to the Inside Information by people other than those at the Company who need to access it in the normal course of their professional activities or their job;
  - methods put into place to disclose the Inside Information as soon as possible if its confidentiality is no longer guaranteed.

**ANNEX A-II - ACCEPTANCE LETTER****Form 1****Notification of registration in the Insider Register and disclosure on the processing of the personal data of concerned subjects**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

We hereby inform you that you that your name has been recorded in the Register (“**Insider Register**”) of people who have access to the inside information of Juventus F.C. S.p.A. (“**Juventus**” or the “**Company**”) for the following reason:

[●]

on: [●]/[●]/[●]

at: [●]

Please note that, with reference to the inside information you possess, it (i) shall be used only for the reasons strictly necessary and sufficient to fulfil the duties assigned and for the time strictly necessary and promptly archived as soon as the specific need for which such inside information was acquired no longer applies; (ii) shall be processed in compliance with the internal Procedure “*Procedure relating to the management and communication of inside and significant information and the management of the register of people with access to inside and significant information of Juventus Football Club S.p.A.*” available on the website of the Company at [www.juventus.com](http://www.juventus.com); (iii) shall be stored with procedures suitable to prevent unauthorised third parties from becoming aware of the inside information as well as prevent access by parties other than those who need it for the performance of their respective functions and activities.

Please recall that it is prohibited pursuant to the above-mentioned Procedure to communicate to others the confidential information, including the inside information, with any means if this is not required within the normal course of their job, profession or function and the information recipients are bound by a confidentiality obligation.

If you disclose the information to third parties (even if already listed in the Insider Register for other reasons), even involuntarily, you must immediately inform the Corporate Affairs Department, represented by Elisabetta Cravero, the Manager of the Juventus Insider Register.

For any information or clarification and for any communication from you to Juventus, in particular if there are changes and/or additions to your personal data reported below, please write to:

Juventus Football Club S.p.A.  
c/o Corporate Affairs Department  
Via Druento no. 175, 10151 Turin  
Tel.: 011 6563487  
Email: [elisabetta.cravero@juventus.com](mailto:elisabetta.cravero@juventus.com)

Lastly, please recall that, in the event of the unauthorised disclosure or use of inside information, the criminal and administrative penalties set forth by regulations in force shall apply, in any case without prejudice to the possibility for Juventus to seek compensation for any damages deriving from the violation of the above-mentioned obligations.

\* \* \*

Please note that the personal data required for registration in the Insider Register and for the relative updates

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shall be processed and stored by Juventus Football Club S.p.A. with the assistance of electronic media, in compliance with the provisions of the Privacy Regulations (i.e., national privacy law, European Regulation 2016/679 - GDPR - on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC, and the Measures of the Personal Data Protection Authority) in order to meet obligations deriving from regulations in force relating to market abuse and the processing of Inside Information and for the period required by the above-mentioned regulations.

Such data processing is required to meet a legal obligation of the Data Controller, pursuant to Art. 6, paragraph 1, lett. c) of the GDPR. The communication of the personal data requested is therefore compulsory; the personal data obtained as well as those processed shall not be disclosed or distributed outside of the cases permitted by law. If they are not provided, this could expose you and/or the Company to possible penalties pursuant to regulations in force and/or the Procedure. Please also note that the internal Data Protection Officer is the Chief Financial Officer, with domicile for this purpose at the registered office of the Company in Turin, via Druento no. 175. Lastly, the Data Controller for the data in question is Juventus Football Club S.p.A. with registered office in Turin, Via Druento no. 175.

At any moment, you may exercise the rights afforded to you by applicable regulations, including those of: a) accessing your personal data, obtaining evidence of the purposes pursued by the Data Controller, the categories of data involved, the recipients to which they may be disclosed, the applicable storage period, the existence of automated decision-making processes; b) having any inaccurate data regarding you rectified without delay; c) having your data erased, in the applicable cases; d) having the processing restricted or objecting to it, when possible; e) requesting the portability of the data you have provided to the Data Controller, that is, receiving them in a structured, commonly used machine-readable format, including to transmit such data to another data controller, without any impediment by the Data Controller.

You may also lodge a complaint with the Personal Data Protection Authority pursuant to Art. 77 of the GDPR. To exercise these rights, you may contact the Data Controller to the following email address: [privacy@juventus.com](mailto:privacy@juventus.com).

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,

The Manager of the Insider Register

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\* \* \*

Personal information to be completed by the recipient:

Date of birth	
Tax code	
Work telephone numbers (land-line and mobile)	
Personal telephone numbers (home and mobile)	

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Personal address (street, number, post code, city, country)	
Email address	

For acknowledgement and acceptance of the content of this communication.

Dated, \_\_\_\_\_, \_\_\_\_\_

Signature

\_\_\_\_\_

**Please send a copy of this communication, signed for acknowledgement and acceptance, to Juventus Football Club S.p.A. via email to the following address: [registroinsiders@juventus.com](mailto:registroinsiders@juventus.com).**

Form 2

**Update of Insider Register data**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

On \_\_\_\_\_ at [●] the reason for your registration in the Register of persons with access to inside information (the “**Insider Register**”) was updated. We take this opportunity to remind you that for the disclosure of inside information about the Company, the persons with access to such information must follow the rules set forth in the Procedure, available on the Company’s website at [www.juventus.com](http://www.juventus.com). Please also recall that failure to observe the provisions relating to corporate disclosures amounts to criminal and administrative offences identified as abuse of inside information and market manipulation and may give rise to situations entailing the Company’s administrative liability. If the Company incurs administrative fines pursuant to regulations in force due to the violation of provisions on corporate disclosures resulting from the failure to observe the principles laid out in the Procedure, the Company shall also act to recover the amounts paid for the penalties from those responsible for such violations.

Any imposition of criminal and administrative penalties shall be reported in writing to the party responsible as well as the Board of Directors. Furthermore, the failure to observe such provisions may entail the application of disciplinary penalties against Company employees.

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,

The Manager of the Insider Register

\_\_\_\_\_

(●)

For acknowledgement and acceptance of the content of this communication.

Dated, \_\_\_\_\_, \_\_\_\_\_

Signature

\_\_\_\_\_

**Please send a copy of this communication, signed for acknowledgement and acceptance, to Juventus Football Club S.p.A. via email to the following address: [registroinsiders@juventus.com](mailto:registroinsiders@juventus.com).**

**Form 3**

**Removal from the Insider Register**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

Your registration in the Insider Register of Juventus F.C. S.p.A., with reference to the inside information [●], was cancelled on [●] at [●] for the following reason [●]. Your personal data subject to processing (surname, name, tax code, company, reason for registration in the SIG Register) shall be erased five years after the date of removal.

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,  
The Manager of the Insider Register

\_\_\_\_\_

(●)

For acknowledgement and acceptance of the content of this communication.

Dated, \_\_\_\_\_, \_\_\_\_\_

Signature

\_\_\_\_\_

**Please send a copy of this communication, signed for acknowledgement and acceptance, to Juventus Football Club S.p.A. via email to the following address: [registroinsiders@juventus.com](mailto:registroinsiders@juventus.com).**

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**ANNEX B-II - ACCEPTANCE LETTER****Form 1****Notification of registration in the SIG Register and disclosure on the processing of the personal data of concerned subjects**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

In compliance with the provisions set forth in the Juventus Football Club S.p.A. (the “**Company**”) procedure “*Procedure relating to the management and communication of inside and significant information and the management of the register of people with access to inside and significant information of Juventus Football Club S.p.A.*” (the “**Procedure**”) available on the Company’s website at [www.juventus.com](http://www.juventus.com), please note that on [●] at [●] your personal data were included in the SIG Register as, considering your role as \_\_\_\_\_ of our Company, you have become aware of the following Significant Information [●]. We take this opportunity to remind you that for the disclosure of significant information about the Company, the persons with access to such information must follow the rules set forth in the Procedure.

\* \* \*

Please note that the personal data required for registration in the SIG Register and for the relative updates shall be processed and stored by the Company with the assistance of electronic media, in compliance with the provisions of the Privacy Regulations (i.e., national privacy law, European Regulation 2016/679 - GDPR - on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC, and the Measures of the Personal Data Protection Authority) in order to meet obligations deriving from regulations in force on the matter of market abuse and the processing of Inside Information and for the period required by the above-mentioned regulations.

Such data processing is required to meet a legal obligation of the Data Controller, pursuant to Art. 6, paragraph 1, lett. c) of the GDPR. The communication of the personal data requested is therefore compulsory; the personal data obtained as well as those processed shall not be disclosed or distributed outside of the cases permitted by law. If they are not provided, this could expose you and/or the Company to possible penalties pursuant to regulations in force and/or the Procedure. Please also note that the internal Data Protection Officer is the Chief Financial Officer, with domicile for this purpose at the registered office of the Company in Turin, via Druento no. 175. Lastly, the Data Controller for the data in question is Juventus Football Club S.p.A. with registered office in Turin, Via Druento no. 175.

At any moment, you may exercise the rights afforded to you by applicable regulations, including those of: a) accessing your personal data, obtaining evidence of the purposes pursued by the Data Controller, the categories of data involved, the recipients to which they may be disclosed, the applicable storage period, the existence of automated decision-making processes; b) having any inaccurate data regarding you rectified without delay; c) having your data erased, in the applicable cases; d) having the processing restricted or objecting to it, when possible; e) requesting the portability of the data you have provided to the Data Controller, that is, receiving them in a structured, commonly used machine-readable format, including to transmit such data to another data controller, without any impediment by the Data Controller.

You may also lodge a complaint with the Personal Data Protection Authority pursuant to Art. 77 of the GDPR. To exercise these rights, simply contact the Data Controller by writing to the following email address:

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privacy@juventus.com.

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,

The Manager of the SIG Register

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**Form 2**  
**Update of SIG Register data**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

Following \_\_\_\_\_, on \_\_\_\_\_ at [●] the reason for your registration in the SIG Register was updated. We take this opportunity to remind you that for the disclosure of significant information about the Company, the persons with access to such information must follow the rules set forth in the Procedure, available on the Company's website at [www.juventus.com](http://www.juventus.com).

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,

The Manager of the SIG Register

\_\_\_\_\_

(●)

**Form 3**

**Removal from the Register of Significant Information**

Turin, \_\_\_\_\_

Dear \_\_\_\_\_,

On [●] at [●], there was no longer any reason for your registration in the SIG Register with reference to the following Significant Information [●]. Your personal data subject to processing (surname, name, tax code, company, reason for registration in the SIG Register) shall be erased five years after the date of removal.

\* \* \*

Do not hesitate to contact us if you require any further information. Kind regards,  
The Manager of the SIG Register

\_\_\_\_\_

(●)