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Oggetto : Press Release - Shareholders' Meeting

Testo del comunicato

Vedi allegato

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PRESS RELEASE

Salvatore Ferragamo S.p.A.: Shareholders' Meeting on April 23, 2024

- **Approved the Financial Statements as of December 31, 2023 and approved the distribution to shareholders of a dividend of 0.10 euros per share using part of the Extraordinary Reserve.**
- **New Board of Directors appointed for the three-year period 2024-2026.**
- **Approved the Remuneration Policy.**
- **Approved the fee reduction amendment for the statutory audit engagement .**

Florence, April 23, 2024 - The Shareholders' Meeting of Salvatore Ferragamo S.p.A. (Euronext Milan: SFER) met today in a single call under the chairmanship of Leonardo Ferragamo.

The outcome of voting on the agenda items is shown below.

Operating budget 2023 and dividend distribution

The Shareholders' Meeting, with the favorable vote of 97.579% of the votes represented at the meeting, representing 87.635% of the total voting rights, approved the Financial Statements as of December 31, 2023 of Salvatore Ferragamo S.p.A, as presented by the Board of Directors meeting last March 6, 2024, which shows a profit for the year of €86,999,603, and approved the allocation of the profit for the year to the Extraordinary Reserve, as well as the distribution of a gross dividend of €0.10 for each of the outstanding shares (165,528,966 shares net of treasury shares) for a total estimated at €16,552,896.60, through the use of part of the Extraordinary Reserve.

The ex-dividend date for coupon No. 11 will be May 20, 2024, with a record date of May 21, 2024 and dividend payment starting on May 22, 2024. The dividend distribution was approved by the affirmative vote of 97.582% of the votes represented at the meeting, equal to 87.638% of total voting rights.

The Shareholders' Meeting also presented the Consolidated Financial Statements for the year 2023 of the Salvatore Ferragamo Group and the Consolidated Statement containing Non-Financial Information in accordance with Legislative Decree No. 254 of December 30, 2016 for the year 2023 included in the Directors' Report on Operations for the Financial Year 2023.

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Appointment of the Board of Directors for the three-year period 2024 - 2026

The Shareholders' Meeting appointed the new Board of Directors for the three-year term 2024-2026, which will be composed as follows:

Leonardo Ferragamo (List 1),

Laura Donnini (List 2),

Giacomo Ferragamo (List 1),

Niccolò Ferragamo (List 1),

Sara Ferrero (List 1),

Fabio Gallia (List 1),

Patrizia Michela Giangualano (List 1)

Marco Gobetti (List 1),

Umberto Tombari (List 1)

Angelica Visconti (List 1).

List No. 1 submitted by the controlling shareholder Ferragamo Finanziaria S.p.A., holder of an interest representing 54.276% of the Company's share capital and 66.009% of the voting rights, obtained 89.784% of the favorable votes with respect to the voting rights represented at the Shareholders' Meeting, equal to 80.635% of total voting rights, while List No. 2 submitted by a grouping of minority shareholders, collectively holding a stake representing 1.00777% of the Company's share capital, obtained 6.160% of the favorable votes with respect to the voting rights represented at the Meeting, equal to 5.532% of total voting rights.

Directors Sara Ferrero, Fabio Gallia, Patrizia Michela Giangualano, and Laura Donnini have declared that they meet the independence requirements of Article 148(3) of the TUF and the Corporate Governance Code for Listed Companies.

The *curricula vitae* of the newly elected members of the Board of Directors are available on the Company's website at <http://group.ferragamo.com> Governance/Board of Directors Section.

The Shareholders' Meeting also proceeded to appoint the Chairman of the Board of Directors in the person of Leonardo Ferragamo and the Vice-Chairman in the person of Angelica Visconti. These proposals, formulated by the controlling shareholder Ferragamo Finanziaria S.p.A., obtained favorable votes of 97.038% and 97.034%, respectively, of voting rights represented in the Meeting, equal respectively to 87.150% and 87.146% of total voting rights.

The Shareholders' Meeting, again at the proposal of the controlling shareholder Ferragamo Finanziaria S.p.A., set the total gross annual remuneration due to the entire Board of Directors at EUR 500,000.00, delegating to the Board of Directors itself the determination of the remuneration of directors invested with special duties. The related proposal formulated by the controlling shareholder Ferragamo Finanziaria S.p.A. was approved by 97.464% of the votes represented at the Meeting, equal to 87.532% of total voting rights.

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Remuneration policy

The Shareholders' Meeting, pursuant to Article 123-ter paragraph 3-ter of the TUF, with the affirmative vote of 91.580% of the votes represented at the Meeting, equal to 82.284% of total voting rights, approved the Company's policy on the remuneration of members of the administrative bodies, executives with strategic responsibilities and members of the control bodies with reference to the year 2024 as set out in the first section of the report on remuneration policy and compensation paid.

The Shareholders' Meeting, with the affirmative vote of 89.766% of the votes represented at the Meeting, equal to 80.619% of total voting rights, also resolved on the second section of the aforementioned report containing, among other things, an account of compensation paid in the Financial Year ending December 31, 2023.

Change in reduction of the fee for the statutory audit engagement

The Shareholders' Meeting, with the affirmative vote of 97.582% of the votes represented at the Meeting, equal to 87.638% of total voting rights, approved the reasoned proposal of the Board of Statutory Auditors to change in reduction the fees to be paid to the Auditing company KPMG S.p.A. for the performance of the statutory audit assignment at Salvatore Ferragamo S.p.A. and some foreign subsidiaries of the Salvatore Ferragamo Group for each financial year of the period 2023-2028.

The summary voting record and the minutes of the Meeting will be made available to the public within the terms and in the manner prescribed by the relevant regulations.

Salvatore Ferragamo S.p.A.

Salvatore Ferragamo S.p.A. is the parent company of the Salvatore Ferragamo Group, one of the leading players in the luxury sector, whose origins date back to 1927.

Salvatore Ferragamo is renowned for the creation, production, and worldwide distribution of luxury collections of shoes, leather goods, clothing, silk products, and other accessories for men and women, including eyewear, watches, and perfumes made under license.

Ferragamo continues to reinterpret and evolve its Founder's spirit and heritage with creativity, innovation and a sustainable approach. Uniqueness and exclusivity, along with the perfect combination of style and refined Made in Italy savoir-faire, are the hallmarks of all Ferragamo products.

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For more information:

Salvatore Ferragamo S.p.A.

Paola Pecciarini
Group Investor Relations

Tel. (+39) 055 3562230
investor.relations@ferragamo.com

Image Building

Giuliana Paoletti, Mara Baldessari
Media Relations

Tel. (+39) 02 89011300
ferragamo@imagebuilding.it

The press release is also available at <http://group.ferragamo.com>, under "Investor Relations/Press Releases."

