

# AMPLITER

**Ampliter Srl**

20141 Milano, Italia  
Via Ripamonti 131/133  
Tel. +39 02 84268350  
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Messrs.  
Amplifon S.p.A.  
Via Ripamonti, 133  
20141 Milano (MI)

Milan, 23 March 2022

**Subject: Filing of the list of candidates for the Board of Directors of Amplifon S.p.A. - Ordinary Shareholders' Meeting to be held on April 22<sup>nd</sup>, 2022 at 10.00 a.m. CET, in single call, with the following agenda: "Appointment of Board of Directors, after determining the number of members".**

Dear Sirs,

The Undersigned, Susan Carol Holland, born in Milan on 27/05/1956, in her quality as Sole Director of Ampliter S.r.l., a company with registered offices in Via Ripamonti 133, 20141, Milan, Italy, registered with the Milan Chamber of Commerce – registration n. 97248020154 – owner of 95.604.369 shares of Amplifon S.p.A. which represent 42.23% of the company's share capital and 59.267% of the company's share capital in voting rights,

**hereby submits,**

on behalf of Ampliter S.r.l., the list of candidates to be appointed members of the Amplifon S.p.A.'s Board of Directors, as foreseen in the Agenda of the Shareholders' Meeting of the latter.

Pursuant to and in accordance with Article 15 of Amplifon's Articles of Association, the following documents are hereby submitted as attachments to the present:

1. the list with the candidates for the appointment of member of Amplifon S.p.A.'s Board of Directors;
2. the declarations made by each candidate in which he/she accepts the candidacy and the possible appointment, and in which he/she states that he/she satisfies the requirements for taking the office;
3. the declaration of the candidates holding the requisites of independency;
4. the *curriculum vitae* of each candidate;
5. the list, prepared by each Director candidate, showing the positions he/she holds as a director or statutory auditor;
6. the certificates issued by the centralized management system proving that Ampliter S.r.l. possesses a number of shares with voting rights in excess of 1% of Amplifon S.p.A.'s share capital.

Following the above,

**Hereby require**

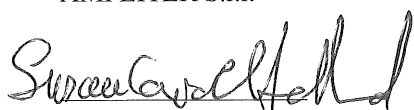
**AMPLITER**

That it be submitted to the convened Shareholders' meeting the following proposal:

- to determine in "9" the number of directors of the Board of Directors, and
- to determine the overall yearly remuneration for the Board of Directors to be distributed among the members by the Board of Directors itself that equals Euro 1,370,000.00.

Best regards.

AMPLITER S.r.l.



Susan Carol Holland

**List of candidates**  
**for the appointment of the Board of Directors of Amplifon S.p.A.**

|    | <u><b>Last Name</b></u> | <u><b>First Name</b></u> |
|----|-------------------------|--------------------------|
| 1. | Holland                 | Susan Carol              |
| 2. | Vita                    | Enrico                   |
| 3. | Costa                   | Maurizio                 |
| 4. | Diquattro               | Veronica                 |
| 5. | Donnini                 | Laura                    |
| 6. | Grieco                  | Maria Patrizia           |
| 7. | Pozza                   | Lorenzo                  |
| 8. | Tamburi                 | Giovanni                 |
| 9. | Galli                   | Gabriele                 |

Ampliter S.r.l.



Susan Carol Holland

**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Susan Carol Holland, born in Milan on 27 May 1956, resident in Milano Via Ansperto n. 10, Tax ID number HLL SNC 56E 67F 205Q,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under his own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office and, in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and or article 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to NOT fulfil any of the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and



- to NOT fulfil any of the independence requirements of Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A., in the edition of January 2020;
- that he does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

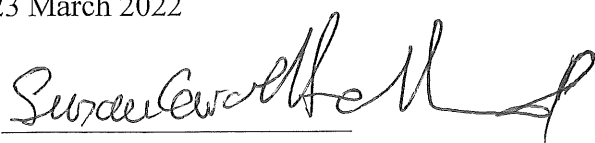
The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as a Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 23 March 2022

Signed: 

***CURRICULUM VITAE***  
***SUSAN CAROL HOLLAND***

**SURNAME:** Holland  
**FIRST NAME:** Susan Carol  
**DATE OF BIRTH:** May 27<sup>th</sup>, 1956  
**PLACE OF BIRTH:** Milan - Italy

**STUDIES**

1970-'71: Berchet Lyceum (Milan - Italy)  
1972-'74: Atlantic College (Wales)  
1974-'75: Lausanne University, Psychology  
1975-'79: Keele University (UK), Psychology & Sociology  
1979-'82: Milan University – Specialisation in Speech Therapy

**WORK EXPERIENCE**

**1982 – '83**

Policlinico – Milan (Italy)  
Speech Therapist

**1983 - 1991**

Amplisystem (Amplifon Personal Computer Div.)  
Marketing Assistant

**1988**

Appointed Member of the Board of Directors of Amplifon S.p.A.

**1993**

Appointed Deputy Chairman of the Board of Directors of Amplifon S.p.A.

**2011**


Appointed Chairman of the Board of Directors of Amplifon S.p.A.

**2020**

Appointed Chairman of the Amplifon Foundation ONLUS

**POSITIONS HELD IN OTHER LISTED, FINANCIAL, BANKING, INSURANCE OR LARGE COMPANIES:**

AMPLIFIN S.p.A.  
AMPLITER SRL  
AMPLIARE SRL

Chairman  
Sole Director  
Chairman  


Milan, 23 March 2022

**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned **ENRICO VITA**, born in **Fabriano (AN)** on **16/02/1969**, resident in **Basiglio (MI)**, **Via Cascina Vione 3**, Tax ID number **VTINRC69B16D451Y**

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under his own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office and, in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and or article 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to NOT fulfil any of the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and

- to NOT fulfil any of the independence requirements of Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A., in the edition of January 2020;
- that he does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as a Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 22/03/2022



***CURRICULUM VITAE ENRICO VITA***

Enrico graduated in mechanical engineering from the University of Ancona. He started his career in 1995 at Indesit Company (now Merloni Elettrodomestici) in the industrial sector and stayed with the Group for almost 20 years taking on roles of increasing responsibility both in Italy and abroad. The most important of which include Plant Manager at the facility in Turkey, Research & Development Director for the cooling division and Group's Supply Chain Officer.

In 2007 he took on the role of Managing Director for commercial activities in the UK and Ireland. After 3 years he returned to Italy, initially taking on the role of Chief Commercial Officer and finally becoming Chief Operating Officer, being responsible for all commercial, marketing and after-sales operations.

In March 2014 he joined Amplifon as Executive Vice President for EMEA (Europe, Middle East and Africa) and then, in March 2015, was appointed Chief Operating Officer, at the same time extending his responsibility to the three regions in which the company operates (EMEA, AMERICA and APAC), as well as being responsible for corporate marketing, IT and supply chain functions.

In October 2015 the Board of Directors appointed him as Chief Executive Officer at the Amplifon Group. Since May 2018 he has also been Independent Member of the Board of Directors at Ariston Thermo S.p.A.

In witness whereof

Milan, 22/03/2022



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***POSITIONS HELD AS DIRECTOR OR  
STATUTORY AUDITOR***

| COMPANY                   | ROLE                 |
|---------------------------|----------------------|
| Amplifon S.p.A.           | DIRECTOR             |
| Ariston Thermo S.p.A.     | INDEPENDENT DIRECTOR |
| Four Life Investments srl | DIRECTOR             |

In witness whereof

Milan, 22/03/2022

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**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Maurizio Costa, born in Pavia (PV) on 29 October 1948, resident in Milano, Via L.A. Melegari 2, Tax ID number CST MRZ 48R29 G388O,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his full and exclusive responsibility, in full accordance with the law and the articles of association

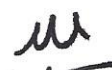
**DECLARES**

to accept the presentation of his candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under his own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of article 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence requirements of Article 2 of the Corporate Governance Code for listed companies





*Courtesy translation for reference purposes only.*

promoted by the Borsa Italiana S.p.A., in the edition of January 2020 - without prejudice to the fact that, for the sake of clarity, I hereby specify to have continuously held the office of director of Amplifon S.p.A. since 2007 - as shown in the annexed specific statement.

- that he does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies.

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali*, accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 21 March 2022



Signed: Maurizio Costa



### Declaration of independence

I, the undersigned, MAURIZIO COSTA, born in Pavia (PV), on 29 October 1948, and resident in Milano, Via L.A. Melegari 2, Tax ID Number CSTMRZ48R29G388O, with reference to my candidacy as Director of Amplifon S.p.A. (the "Issuer"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("TUF"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

declare

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF (*"spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control"*);
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF (*"persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence"*);
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder:** "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

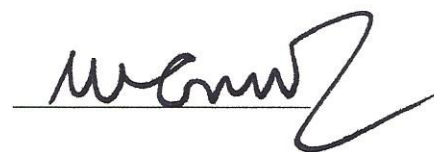
<sup>3</sup> **Executive director:** "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".



- executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup> commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;
- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have covered continuously the role of Director of the Issuer from 2007 and until the present date;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, March 21st, 2022

in witness whereof



<sup>4</sup> **Significant commercial, financial or professional relationship:** shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of the company, entity or professional firm of which the director of the company has control or of which he is an executive director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: *"If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters"*.

<sup>5</sup> **Top management:** "senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads".

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.



## MAURIZIO COSTA

### Curriculum Vitae

Maurizio Costa was born in Pavia in 1948, married, with a son, he is mechanical engineer.

He began his professional career in IRI Group and matured later on an experience in management consulting.

Since 1984, in Montedison Group, he served as Senior Director of Strategy and Development at Standa from 1985 to 1988, and General Manager of Standa Group from 1988 to 1992.

He joined Mondadori in 1992 as Head of Business Development. In 1994 he was appointed Managing Director of Elemond Group.

In 1997 he was appointed CEO of Arnoldo Mondadori Editore and since 2003 also the Deputy Chairmanship.

He left Mondadori in March 2013 becoming Deputy Chairmanship of Fininvest S.p.A. and he resigned in July 2014, when he was elected President of FIEG (Italian Association of Newspaper and Magazine Publishers).

From April 2015 to August 2016 he was Chairman of RCS MediaGroup S.p.A.

In June 2018 he left the Presidency of FIEG, at the end of the second term , as provided for in the Statute.

Since May 2007, Costa holds the role of Independent Director of Amplifon S.p.A. of which he is also Chairman of the Compensation and Nominating Committee.

In October of 2014 he joined the Board of Directors of Mediobanca S.p.A. and the Nomination Committee thereof.

March 2022



## **Administration and Control Appointments in other Companies**

I, the undersigned Maurizio Costa, born in Pavia (PV) on 29 October 1948, and resident in Milano, Via Luigi Amedeo Melegari 2, Tax ID number CSTMRZ48R29 G388O, with reference to my candidacy as Director of Amplifon S.p.A., pursuant to Art. 148 paragraph 3 of the Italian Legislative Decree 24 February 1998, n. 58 ("TUF"), as referred to in Art. 147-ter, paragraph 4 of the TUF and in the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A., fully aware of the civil and criminal responsibilities that I take on with this declaration

**declare**

to hold the role of Independent Director at the Board of Directors of Mediobanca S.p.A. and Chairman of its Nomination Committee.

Milan, March 21st, 2022

In witness whereof

Maurizio Costa



**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Veronica Diquattro, born in Bologna on 15/07/1983, resident in via Rosolino Pilo 19, Milan (IT), Tax ID number DQTVNC83L55A944C,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under her own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of Art. 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence

requirements of Article 2 of the Corporate Governance Code for listed companies promoted by Borsa Italiana S.p.A., in the edition of January 2020 - as shown in the annexed specific statement.

- that he/she does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

22/03/22, Milan

Signed: 

### Declaration of independence

I, the undersigned, Veronica Diquattro born in Bologna, on 15/07/1983 and resident in Milan, Via Rosolino Pilo19B, Tax ID Number DQTVNC83L55A944C, with reference to my candidacy as Director of Amplifon S.p.A. (the "**Issuer**"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("**TUF**"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

#### **declare**

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF ("*spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control*");
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF ("*persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence*");
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup>

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder:** "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

<sup>3</sup> **Executive director:** "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".

<sup>4</sup> **Significant commercial, financial or professional relationship:** shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of the company, entity or professional firm of which the director of the company has control or of which he is an executive



commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;

- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have not covered the role of Director of the Issuer for more than nine years in the last twelve years;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, 22/03/22

in witness whereof




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director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: *"If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters"*.

<sup>5</sup> **Top management:** "senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads".

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.



# Veronica Diquattro

Via Rosolino Pilo 19/B, Milan, Italy

+39 3394814472

veronica.diquattro@gmail.com



## SUMMARY

*Accomplished and highly entrepreneurial C Level executive with extensive experience establishing and scaling International start-up operations, leading teams and market P&Ls. A polished communicator with strong negotiation, mediation and interpersonal skills who creates trust and shared vision between the executive team and investors at both a strategic and tactical level.*

*Committed, pragmatic, and hardworking professional with more than 15 years of experience in the digital market industry, with a focus on content, audio and video streaming and introduction of new business models.*

*Business strategist with expertise in cross-cultural management, business development, product innovation, customer experience, marketing and corporate branding, primarily in sports and media.*

## WORK EXPERIENCE

### Dazn Ltd Chief Revenue Officer Europe (IT, ES, DACH)

Milan, Italy

Today

- Leading an international team of ~500 employees across Europe (Italy, Spain, Germany)
- Regional and Market Revenue responsibility, accounting for more than 50% of Global income.
- European Spokesperson, with a focus on Italian market political panorama, Authorities and Regulatory bodies (e.g. Antitrust, AGCOM) to influence and lobby on key digital subject matters as OTT regulatory framework, consumer, piracy and data protection.

### Chief Customer and Innovation Officer (Global)

Milan, Italy

Aug 20- Aug2021

- **Responsible for all aspects of delivering a seamless end to end customer experience.** Direct responsibility of the following global teams (500 employees):
  - Product: Responsible for developing, crafting & continuously improving superb product experience
  - Customer Strategy & Insights
  - Brand, UX design & Research: Brand strategy & positioning- how DAZN looks, feels & expresses itself to the customer
  - Content Production & Editorial: Central creative service team, Local event production, Local programming, Publishing, Content curation and insights. Responsible for producing, showcasing & amplifying DAZN content proposition.
  - Innovation Hub: Exploring & identifying the DAZN experience of the future, fostering experimentation across the org.

### Executive Vice President Southern Europe (IT, ES)

Sept 18- Today

- **Responsible for the launch and growth of the Italian business with exclusive streaming content of Top tier Sports rights (Football Serie A) in Sept 18 and launch and set up of operations in Spain with exclusive streaming rights of MotoGP since Febr 19**
  - Hired and managing a team of 120 full time employees in Italy and 70 in Spain, cross functional responsibility including Operation and Production of content for live and on demand broadcasting in both markets
  - P&L responsibility of all functions in order to achieve User and Revenue targets
  - Public spokesperson of the company on media and press across the region, responsible to represent and lobby for the company, as well as sports and technology sector, also towards government and institutions (Antitrust, User Associations, Federations etc)
- **Achievements:**
  - Growth of employee base in DAZN from 0 to 190 across two markets.
  - Driven growth of 70% YoY on the overall subscriber base in Southern Europe.
  - Driven the average brand awareness of the 2 markets to more than >80% after only 1 year
  - After one year from the launch, DAZN included as the most 100 influencing brands by Ipsos in Italy
  - DAZN was the winner in Spain of the Google Play Best of 2019 Awards / Category: User's Choice

*Awarded among the [40 Leaders in Sport under 40](#) for the year 2020*

*Awarded as one of the [inspiring fifty women in Italy](#) for the year 2019*

*[Cover of Corriere della sera Economia](#) in October 2018.*

### Spotify Ltd. - Managing Director, Southern and Eastern Europe

Milan, Italy

May 16 - Sept 18

- **Responsible for driving growth of user base and company KPIs across Southern (IT, ES, PT, TR, GR) and Eastern Europe (IL, PL, RO)**
  - Monitoring **P&L** of the region, market analysis and **growth strategy** definition in order to identify and align priorities, targets and objectives across regional functions, focus on reaching targets of free and paid user base revenue streams.
  - Management of a cross functional team of 44 people spread across multiple offices in the Region (Marketing, PR, LR, Content Programming, Ad Sales and Operations)
  - Identify and manage negotiation and implementation of **partnerships** with key brands, media, Telco and Hardware partners, able to substantially increase the level of brand awareness and user base for Spotify
  - Engage and form relationships with key public influencers and stakeholders (public and private sector) to **evangelize** about Spotify and drive content digitalization across the region
  - Identified and implemented **co-marketing** and **sponsorships** activities with top brands and media partners to drive brand visibility and product conversion

- **Spotify spokesperson across Southern Europe**
  - Public representative of Spotify in Italy and South Europe: radio, paper, tv interviews and public speeches
  - Speaker in relevant digital conference events (e.g. [World Communication Forum](#) and [Wired Next Fest](#) in Milan)
  - Member of Jury for music, digital and innovation events (e.g. Jury of National Music Contest Wind Music Award in 2013, Jury of NC Digital Awards 2013 for best integrated digital brand campaign, Aspen Institute Italia)

*Awarded as one of the business women of the moment in the special edition of [L'Impresa from the daily "Il Sole 24 ore"](#).*

*Listed as one of the 100 names of the Music Industry in Italy in 2015 by [Rolling Stone Italy Magazine](#).*

*Listed as one of the top 30 next leaders in Italy by [Capital in March 2018](#).*

#### Spotify Ltd. - Business Manager, Southern Europe

Milan, Italy

November 12 - May 16

- **Responsible for Spotify launch in Italy (Febr 2013)**
  - Defined and implemented **entry market strategy** for a successful launch (achieved + 20% on target KPIs for H1)
  - Coordinated and managed functions of Label Relation, Marketing, PR, Content, Product and Engineering
  - Set up Spotify Italian office in Milan (team of 5)
- **Responsible for Spotify launch in PE and Central Latam (Dec 2013)**
  - Responsible to develop media partnerships with main Radio and online publishers to support a successful launch
  - Key Tastemaker/Influencers user acquisition and product on-boarding before launch (e.g. Artists, TV celebrities)
  - Spotify in-market representative to present Spotify to main public (e.g. Government, Music regulatory bodies) and private stakeholders (e.g. Labels, Digital Aggregators, Artists)

#### Google Inc. - Google Play Strategist

Dublin, Ireland

July 11 - Novembre 12

- **Product and user experience specialist:**
  - Planned and implemented Nexus 7 Hardware launch in Spain, France and Germany.
  - Planned and implemented Android Market product launches in Italy and Spain (user base of several million).
  - Defined and supported **Android Market** and **Google Play Mobile Apps** and **Website** strategy in EMEA.
- **Content Quality Project Management**
- **Social Media and Community management**
- **Skills:** E-CRM (B2C), new business development, online retail business, mobile and digital content experience.

*Obtained 2 major awards and 1 exceptional award for performances and customer focus solutions*

#### Google Inc. - Online Media Specialist

Dublin, Ireland

May 10 - June 11

- **AdWords account management:**
  - Developed **Online Marketing Campaigns** for Small to Medium Businesses and long tier advertisers.
  - Optimized and implemented effective solutions for **SEM, Display Advertising, Youtube and Mobile Campaigns**.
  - Day-to-day monitoring of performance improvements to ensure that key operational and quality metrics are consistently achieved. Defined appropriate strategies based on advertisers' needs and marketing goals
- **Advertisers Marketing acquisition:**
  - Lead for Italian market's **Customer Education**, which involves market studies and educating advertisers by coordinating actions and initiatives in official AdWords Blog, Youtube, Twitter, Forum and other online platforms, collaborating with and supporting the Italian and EMEA marketing and sales team.
  - Responsible for **B2B E-marketing** launch of activities and content production for **Media agencies and Webmasters**.
  - Conducted and Presented AdWords Scenario and Strategy in live Webinars, Training, Face to face events, SMB events with up to 3000 attendees.
- **AdWords Professional certified:** Online Advertising, Search, Display and Google Analytics Reporting.
- **Skills:** SEM, E-marketing (B2B), creative thinking, problem solving and goal orientated.

*Obtained 1 major award for E-marketing initiatives resulted in substantial increase new clients acquisitions*

#### Loki Hostel - Marketing Manager

Lima, Peru

Oct 09 - April 10

#### L'Oréal SpA - Vichy Skincare and Make up Marketing Manager Assistant

Milan, Italy

Sept 08- Dec 08

#### BMW Italia SpA - Business Manager Intern

Milan, Italy

April 06- July 06

#### Ferrari SpA - Finance and Control Intern

Maranello (MO), Italy

Sept 05- Jan 06

### BOARD & COMMITTEES

#### Non Executive Non independent Director at [Gruppo Sole 24 Ore](#)

Milan, Italy

Oct 20- today

#### Committee Member at InTheBoardroom [Valore D](#)

Milan, Italy

Jan 21- today

#### Non Executive Director at [Ronald McDonald House Charities \(RMHC\)](#)

Milan, Italy

Jan 21- today

#### Advisory Board at [Facile.it](#)

Milan, Italy

Jan 21- today

## EDUCATION

### **InTheBoardroom 4.0 at [Valore D](#)**

|  |                 |               |
|--|-----------------|---------------|
| Selected and attended sponsored executive program aimed to prepare women to be part of boards of listed companies in Italy | Milan, Italy    | April 2018    |
| <b>Master of Science in International Management at <a href="#">L. Bocconi University</a></b>                              | Milan, Italy    | March 2009    |
| <b>Bachelor in Economics, major in Marketing at <a href="#">University of Bologna</a></b>                                  | Bologna, Italy  | March 2006    |
| <b>Socrates-Erasmus Scholarship at <a href="#">European Business School of London</a></b>                                  | London, England | February 2005 |

## SKILLS

Italian – mother tongue  
English – excellent

Spanish – excellent  
French – basic

## PERSONAL INTERESTS

**Mentoring** in the digital sector, development of new businesses and female empowerment. **Member** of Girs Restart, La Carica delle 101, Copernicani, Le Contemporanee, M&M (cultural and women empowerment networks).

**Active business Angel:** Member of **A4W**, **ImpactAngels**, **Italian Business Angels Network** to support and invest in early stage female and high social impact startups. Invested in more than 15 startups since 2018.

**Sports:** modern and classic dancing, skiing.

## ABOUT ME

[Forbes](#): “Non c’è innovazione senza cultura”

[Women and Tech](#) by [Corsivi ebook](#) [Corriere della Sera](#)

[Section in the book “From ownership to access”](#) Food for new thoughts, [Feltrinelli](#)

[Talent Venture podcast](#), [Webinar Live podcast](#)

22/03/22



**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned LAURA DONNINI, born in Cesena on 6/2/1963, resident in Camogli Via E. Figari 151 A, Tax ID number DNN LRA 63B46 C573V,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under her own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of Art. 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence

requirements of Article 2 of the Corporate Governance Code for listed companies promoted by Borsa Italiana S.p.A., in the edition of January 2020 - as shown in the annexed specific statement.

- that he/she does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 21st March, 2022



Signed:

***LIST OF BOARD APPOINTMENTS***

*HarperCollins Italia*  
CEO and General Manager

*Fastweb*  
Non executive Independent Director

Milan, 21st March, 2022



### Declaration of independence

I, the undersigned, LAURA DONNINI born in Cesena (FC), on February 6<sup>th</sup>, 1963 and resident in Camogli (GE) Via E. Figari 151 A, Tax ID Number DNN LRA 63B46 C573V, with reference to my candidacy as Director of Amplifon S.p.A. (the "Issuer"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("TUF"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

#### **declare**

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF ("*spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control*");
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF ("*persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence*");
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup>

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder:** "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

<sup>3</sup> **Executive director:** "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".

<sup>4</sup> **Significant commercial, financial or professional relationship:** shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of



commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;

- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have not covered the role of Director of the Issuer for more than nine years in the last twelve years;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, March 21<sup>st</sup>, 2022

In witness whereof



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the company, entity or professional firm of which the director of the company has control or of which he is an executive director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: *"If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters"*.

<sup>5</sup> **Top management:** "senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads".

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.



## LAURA DONNINI

### NON-EXECUTIVE, INDEPENDENT DIRECTOR

- Managing Director & Publisher of HarperCollins Italia since Feb.2017
- Not Executive Independent Director of Amplifon since 2016, elected from the majority list presented by Ampliter S.r.l.
  - Audit, Risk and Sustainability Committee; Supervisory Board; Related Parties Committee.

With a Bachelor's degree in Economics and Business from the University of Florence, she initially gained professional experience in the field of marketing for important consumer goods multinationals such as Manetti & Roberts (1987-1989), Johnson Wax, where she took on numerous roles from 1989 to 1999 until she became Consumer Marketing Director, and lastly Star Alimentare, where she was Business Unit Director from 2000 to 2001.

She then joined the book publishing industry as Managing Director of Harlequin-Mondadori (2001- 2008) to continue her career in Mondadori Group as CEO of Piemme (2008-2011) and later as Managing Director & Publisher of Edizioni Mondadori until 2013.

In 2013 she joined RCS Group as CEO of RCS Libri (2013-2016) with responsibility for the Trade, Schools and International departments, acting also as Chair/Deputy Chair of the Board for numerous controlled companies.

Since February 2017 she has been CEO & Publisher of HarperCollins Italia, Italian branch of Harper Collins Publishers Group, the second largest book publishing group globally, controlled by Newcorp.

Passionate about leadership and diversity she has been an active member of several not-for-profit organizations, including:

- Valore D - the largest corporate association promoting D&I
- Fuori Quota – D&I
- NED Community
- YPO (Young Presidents' Organization) - Chair
- Italian Publishers' association – Deputy Chair

Current Board appointments:

- HarperCollins Italia - CEO and General Manager
- Amplifon - Non-Executive Independent Director
- Fastweb – Non-Executive Independent Director

**Laura Donnini**



21/03/2022

**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned PATRIZIA GRIECO, born in MILAN on February the 1<sup>st</sup> 1952, resident in MILAN, Tax ID number GRCPMT52B41F205J

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under her own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of Art. 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence

*Courtesy translation for reference purposes only.*

requirements of Article 2 of the Corporate Governance Code for listed companies promoted by Borsa Italiana S.p.A., in the edition of January 2020 - as shown in the annexed specific statement.

- that he/she does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

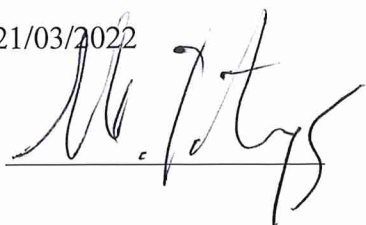
The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 21/03/2022

Signed: 



### Declaration of independence

I, the undersigned, **PATRIZIA GRIECO** born in MILAN, on FEBRUARY the 1<sup>st</sup> 1952 and resident in MILAN, Tax ID Number GRCMPT52B41F205J, with reference to my candidacy as Director of Amplifon S.p.A. (the "**Issuer**"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("**TUF**"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

#### **declare**

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF ("*spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control*");
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF ("*persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence*");
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup>

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder**: "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

<sup>3</sup> **Executive director**: "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".

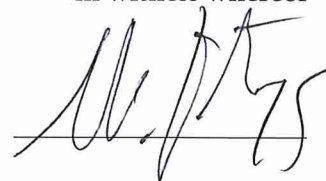
<sup>4</sup> **Significant commercial, financial or professional relationship**: shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of

commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;

- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have not covered the role of Director of the Issuer for more than nine years in the last twelve years;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, 21/03/2022

in witness whereof



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the company, entity or professional firm of which the director of the company has control or of which he is an executive director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: *"If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters"*.

<sup>5</sup> **Top management:** *"senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads"*.

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.



Maria Patrizia Grieco é Presidente del Consiglio di amministrazione di Banca Monte dei Paschi di Siena dal maggio 2020.

E' inoltre Presidente Assonime (l'Associazione fra le Società Italiane per Azioni) dal giugno 2021.

Dal maggio 2014 al maggio 2020 è stata Presidente del CdA di Enel, leader mondiale nel settore utilities.

Laureata in giurisprudenza presso l'Università Statale di Milano, inizia la propria carriera in Italtel nel 1977, assumendone il ruolo di responsabile della direzione legale e affari generali nel 1994. Sempre in Italtel nel 1999 viene nominata direttore generale con il compito di riorganizzare e riposizionare l'azienda di cui diverrà amministratore delegato nel 2002.

Successivamente è amministratore delegato di Siemens Informatica, partner di Value Partners e amministratore delegato del Gruppo Value Team (oggi NTT Data).

Dal 2008 al 2013 è Amministratore delegato di Olivetti, di cui nel 2011 assume anche la Presidenza.

È stata inoltre consigliere di amministrazione di Fiat Industrial, di CIR e Anima Holding e ricopre attualmente analogo incarico in Ferrari, Amplifon e Endesa S.A.

È inoltre membro del consiglio di amministrazione dell'Università Bocconi.

Maria Patrizia Grieco è stata Presidente del Comitato italiano per la Corporate Governance dal 2017 al 2021. Durante il suo mandato è stato emanato il nuovo codice di autodisciplina per le società quotate italiane.

Nell'ambito della Presidenza italiana del G20, è stata Chair della Task Force "Integrity & Compliance" del B20 Italy, che ha contribuito a formulare proposte di policy efficaci ed attuabili per far evolvere i tradizionali concetti di integrity & compliance al servizio di un progresso sostenibile.

È stata inoltre membro del G20 Business Advisory Board, sotto la guida di The European House – Ambrosetti. Tale Comitato ha supportato la Presidenza del Consiglio fornendo contributi all'agenda dei lavori del G20.

#### **Versione inglese ([Maria Patrizia Grieco - Banca MPS – ENG \(gruppompis.it\)](https://www.gruppompis.it))**

Maria Patrizia Grieco has been the Chairperson of the Board of Directors of Banca Monte dei Paschi di Siena since May 2020.

She has been also Chairperson of Assonime (the association of the Italian joint stock companies) since June 2021.

From May 2014 to May 2020 she was the Chairperson of the Board of Directors of Enel, world leader in the utilities sector.

Having graduated in Law from the University of Milan, she started her career in 1977 at Italtel, where in 1994 she became chief of the Legal and General Affairs directorate. In 1999, she was appointed General Manager with the task of reorganizing and repositioning the company, and in 2002 she became Chief Executive Officer.

Subsequently, she held the positions of Chief Executive Officer of Siemens Informatica, Partner of Value Partners and Chief Executive Officer of the Group Value Team (today NTT Data).

From 2008 to 2013 she was Chief Executive Officer of Olivetti, where she also held the role of Chairperson from 2011.



She has been a member of the Board of Directors of Fiat Industrial, CIR and Anima Holding and currently serves on the Board of Ferrari, Amplifon and Endesa S.A.

She is also member of the Board of Directors of Bocconi University.

Maria Patrizia Grieco was Chairperson of the Italian Corporate Governance Committee from 2017 to 2021. During her mandate, the new Corporate Governance Code for Italian listed companies was issued.

In the framework of the G20 Italy, she was Chair of the "Integrity & Compliance" Task Force of the B20 Italy, which provided pragmatic solutions that embraced the renewed concepts of integrity and compliance, to create a better future through inclusion and positive impact. She was also a member of the G20 Business Advisory Board for the Italian Presidency, led by The European House - Ambrosetti. Such Committee supported the Italian Prime Minister providing contributions to the agenda for the G20.



**ELENCO DEGLI INCARICHI**  
**DI AMMINISTRAZIONE E CONTROLLO**  
**RICOPERTI**

| Nominativo                  | Carica ricoperta in Amplifon S.p.A.             | Altre società  | Cariche ricoperte  |
|-----------------------------|---|--|--|
| Maria<br>Patrizia<br>Grieco | Amministratore non<br>esecutivo<br>Indipendente | Monte dei Paschi di Siena<br><br>Ferrari N.V.<br><br>Endesa S.A.<br><br>Assonime | Presidente<br><br>Amministratore<br>Indipendente<br><br>Amministratore<br>Indipendente fino al 29/4/22<br><br>Presidente |





**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Lorenzo Pozza, born in Milano on 11.10.1966, resident in Milano, Tax ID number PZZLNZ66R11F205E,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under her own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of Art. 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence

requirements of Article 2 of the Corporate Governance Code for listed companies promoted by Borsa Italiana S.p.A., in the edition of January 2020 - as shown in the annexed specific statement.

- that he/she does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).


The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milano, 21.03.2022

Signed:



### Declaration of independence

I, the undersigned, The undersigned Lorenzo Pozza, born in Milano on 11.10.1966, and resident in Milano, Tax ID number PZZLNZ66R11F205E with reference to my candidacy as Director of Amplifon S.p.A. (the "**Issuer**"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("**TUF**"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

#### **declare**

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF ("*spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control*");
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF ("*persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence*");
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup>

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder**: "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

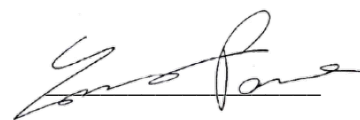
<sup>3</sup> **Executive director**: "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".

<sup>4</sup> **Significant commercial, financial or professional relationship**: shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of

- commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;
- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have not covered the role of Director of the Issuer for more than nine years in the last twelve years;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, 21.03.2022

in witness whereof



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the company, entity or professional firm of which the director of the company has control or of which he is an executive director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: *"If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters"*.

<sup>5</sup> **Top management:** "senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads".

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.

# PROF. LORENZO POZZA

20122 Milan – Corso Europa 2

Tel. + 39.02.76.07.66.00 Fax. + 39.02.76.07.66.17

Date and place of birth: Milan (Italy), October 11<sup>th</sup>, 1966

E-mail: [lorenzo.pozza@wepartner.it](mailto:lorenzo.pozza@wepartner.it)



## AREAS OF EXPERTISE

- |  |   |
|--|---|
| <ul style="list-style-type: none"> <li>• Company and asset valuation</li> <li>• Transactional services in M&amp;A</li> <li>• Litigation support</li> </ul> | <ul style="list-style-type: none"> <li>• Debt restructuring</li> <li>• Italian and International (IAS / IFRS) accounting standards</li> </ul> |
|--|---|

## PROFESSIONAL ACTIVITIES

- **Wepartner S.p.A.**, Corso Europa 2, Milan (Italy)  
Consulting firm - founding partner and advisor for both listed companies and not, in Italy and abroad. Main activities:
  - valuation of companies, equity participations and intangible assets (trademarks, licenses etc.);
  - valuation for Purchase Price Allocation and Impairment Test;
  - asset contribution expertise, fairness opinion;
  - feasibility assessment of business plans during leveraged buy-out operations (art. 2501 bis Italian civil code);
  - feasibility assessment of restructuring plans in legal processes (artt. 67, 161 and 182 bis bankruptcy code);
  - business restructuring advisor;
  - transactional advisor in M&A operations (merger, carve-outs, splits, etc.);
  - opinions on financial accounting matters and on the application of both the Italian and the International accounting principles (IAS/IFRS);
  - technical expert in criminal and civil proceedings and in National and International Arbitration processes concerning, among others, financial statements and valuation issues.
- Chartered Accountant, Statutory Auditor and consultant of many firms, both listed and private, operating in the industrial, retail, financial, insurance and banking sector.
- Board of Director Member and Statutory Auditor of several listed and unlisted companies.
  - Most relevant offices (past and present) in listed companies:
    - Amplifon
    - Ariston Thermo
    - Assicurazioni Generali
    - Casa Damiani
    - Edison
    - Gas Plus
    - GreenItaly1 (SPAC)
    - Telecom Italia
    - Terna
  - Most relevant offices (past and present) in private companies:
    - Angel Capital Management
    - Banca Farnafactoring



- Bracco
- H3G
- Houlihan Lokey
- Merloni Holding
- Supervisory Body Member (ex law n. 231/2001) of several listed and unlisted companies – Most relevant offices: Mylan (listed), Schering Plough Italia (now MSD), Essex Italia.
- Appointed by the Minister of Economy and Finance as Member of the Supervisory Board of Banca di Monastier e del Sile Credito Cooperativo and of Banca Padovana, under extraordinary administration.
- Monitoring Trustee appointed by the Minister of Economy and Finance in the non-performing loans securitizations when the State guarantee occurs (GACS).

### **ACADEMIC ACTIVITIES**

- Associate Professor of Business Administration at **Bocconi University**. He hold / held the following positions:
  - Professor of accounting of the Bachelor of Science Program;
  - Supervisor of the international accounting standards course of the Master of Science Program;
  - Supervisor of the course of “corporate valuation and business combination accounting” of the Specialized Master Program in Accounting, Auditing and Control (MAAC);
  - Director of the Specialized Master Program in Corporate Tax Law (MDT);
  - Director of the Master of Science Program in Law and Business Administration (CLELI – LS);
  - Director of the Specialized Master Program in Accounting and Auditing (MiAA).

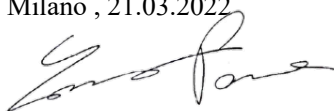
### **OTHER OFFICES**

- In the Italian **Accounting Standard Board (OIC)**, he hold / held the following positions:
  - member of the International Accounting Standards Working Group;
  - member of the *Academic Panel*.

### **EDITORIAL ACTIVITIES**

- Member of the editorial board of the “*La Rivista dei Dottori Commercialisti*” (professional accounting journal).
- Member of the editorial board of the journal “*La Valutazione delle Aziende*”, leaded by Professor Luigi Guatri, former Chancellor of Bocconi University.

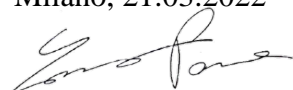
Milano , 21.03.2022



**Corporate positions at 21.03.2022**  
(relevant to the Art. 148-bis of TUF - Consob)

| <b>Corporate position</b>   | <b>Corporate name</b>   |
|---|---|
| <b>Board of Director member</b><br>(nomination 18/04/2016 until approved financial statement 2021)          | <b>Amplifon S.p.A. . (Emittente)</b><br>Via Ripamonti 133<br>20141 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. e P. IVA: 04923930159                   |
| <b>Board of Director member</b><br>(nomination: 28/11/2008 until approved financial statement 31.12.2022)   | <b>Angel Capital Management S.p.A.</b><br>Via Mozart, 2<br>20122 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. e P. IVA: 06396220961                     |
| <b>Board of Auditors President</b><br>(nomination 17/06/2021 until approved financial statement 31.12.2023) | <b>Ariston Thermo Holding N.V.</b><br>Amsterdam (NL)<br>Iscritta alla Camera di Commercio Olandese  |
| <b>Statutory Auditor</b><br>(nomination 30/04/2014 until approved financial statement 31.12.2022)           | <b>Assicurazioni Generali S.p.A. (Emittente)</b><br>Piazza degli Abruzzi, 2<br>34132 Trieste<br>Iscritta al registro delle imprese di Trieste<br>C.F. e P.IVA 00079760328 |
| <b>Statutory Auditor</b><br>(nomination 17/07/2007 until approved financial statement 31.12.2021)           | <b>Bracco Imaging S.p.A.</b><br>Via Caduti di Marcinelle, 13<br>20134 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. e P. IVA: 07785990156                |
| <b>Statutory Auditor</b><br>(nomination 30/03/2017 until approved financial statement 31.12.2021)           | <b>Edison S.p.A. (Emittente)</b><br>Foro Buonaparte, 31<br>20121 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. 06722600019 - P. IVA: 08263330014         |
| <b>Statutory Auditor</b><br>(nomination 21/07/2016 until approved financial statement 31.12.2020)           | <b>Houlihan Lokey S.p.A.</b><br>Via Dell' Orso, 8<br>20121 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. e P. IVA: 04917520969                           |
| <b>Board of Director member</b><br>(nomination 29/04/2016 until approved financial statement 2021)          | <b>Rudra S.p.A.</b><br>Via Enrico Toti, 2<br>20123 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. e P. IVA: 05859850157                                   |
| <b>Statutory Auditor</b><br>(nomination 05/04/2017 until approved financial statement 31.12.2022)           | <b>Transalpina di Energia S.p.A.</b><br>Foro Buonaparte, 31<br>20121 Milano<br>Iscritta al registro delle imprese di Milano<br>C.F. 09087500014                           |

Milano, 21.03.2022



**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Giovanni Tamburi, born in Roma (RM) on 21 April 1954, resident in Bogogno (NO), Via S. Isidoro n. 1, Tax ID number TMBGNN54D21H501H,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under his own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office, and in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "**TUF**") and of article 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;



- to fulfil the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and to fulfil the independence requirements of Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A., in the edition of January 2020 - without prejudice to the fact that, for the sake of clarity, I hereby specify to have continuously held the office of director of Amplifon S.p.A. since 2013 - as shown in the annexed specific statement.
- that he does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies.

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority ('*Garante per la protezione dei dati personali*') if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali*, accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

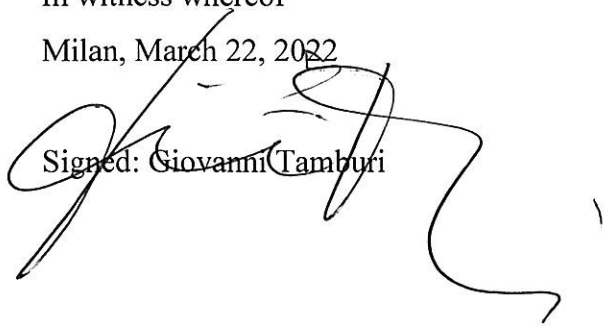
The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

*Courtesy translation for reference purposes only.*

In witness whereof

Milan, March 22, 2022

Signed: Giovanni Tamburi







### Declaration of independence

I, the undersigned, Giovanni Tamburi, born in Roma , on 21 April 1954, and resident in via S. Isidoro n. 1 Bogogno (NO), Tax ID Number TMBGNN54D21H501H, with reference to my candidacy as Director of Amplifon S.p.A. (the "Issuer"), under Art. 148, paragraph 3, of Italian Legislative Decree 24 February 1998, no. 58 ("TUF"), as referred to in Art. 147-ter, paragraph 4, of the TUF, and Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A. in January 2020, fully aware of the civil and criminal responsibilities that I take on with this declaration,

declare

for the purposes of the relevant verifications of independence to be carried out by the competent bodies of the Company, as follows:

- (i) I am not in the situation referred to in Article 2382 of the Italian Civil Code<sup>1</sup>;
- (ii) I am not in the situations referred to in Article 148, paragraph 3, b), TUF (*"spouses, relatives and the like up to the fourth degree of kinship of the directors of the company, spouses, relatives and the like up to the fourth degree of kinship of the directors of the companies it controls, the companies it is controlled by and those subject to common control"*);
- (iii) I am not in the situations referred to in Article 148, paragraph 3, c), TUF (*"persons who are linked to the company, the companies it controls, the companies it is controlled by and those subject to common control or to directors of the company or persons referred to in paragraph b) by self-employment or employee relationships or by other relationships of an economic or professional nature that might compromise their independence"*);
- (iv) I am not a significant shareholder<sup>2</sup> of the Issuer;
- (v) I am not, nor have I been in the previous three financial years an executive director<sup>3</sup> or an employee of: (a) the Issuer, of a subsidiary having strategic importance, a company under joint control with the Issuer; (b) a significant shareholder of the Issuer;
- (vi) I do not have, and did not have during the previous three financial years, directly or indirectly, (for example through subsidiaries, or through companies of which I am an executive director, or as a partner of a professional or a consulting firm), a significant<sup>4</sup>

<sup>1</sup> Cfr. Article 2382 of the Italian Civil Code: "whoever is banned, prohibited, in bankruptcy, condemned to a punishment entailing the interdiction, also temporarily, from public offices or the incapacity to exercise managerial offices shall not be appointed as Director, and if appointed he/she shall be revoked".

<sup>2</sup> **Significant shareholder:** "the person who directly or indirectly (through subsidiaries, trustees or third parties) controls the company or is able to exercise significant influence over it or who participates, directly or indirectly, in a shareholders' agreement through which one or more persons exercise control or significant influence over the company" – Cfr. Corporate Governance Code – Definitions.

<sup>3</sup> **Executive director:** "the chair of the company or a subsidiary with strategic importance, when delegated to manage or develop corporate strategies; directors who are recipients of managerial powers and/or hold managerial positions in the company or in a subsidiary with strategic importance, or in the parent company when the position also concerns the company; directors who are part of the company's executive committee and, in companies that adopt the "two-tier" model, directors who are part of the body with managerial responsibilities (for Italian companies that adopt the so-called "modello dualistico", members of the management board)".

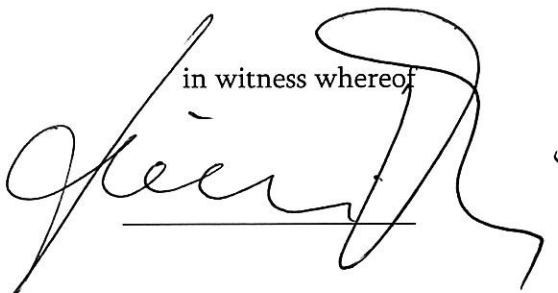
<sup>4</sup> **Significant commercial, financial or professional relationship:** shall be deemed "significant" a commercial, financial or professional relationship if the relevant consideration paid affects, for more than one year (a) more than 5% of the turnover of

commercial, financial or professional relationship: (a) with the company or its subsidiaries, or with their executive directors or top management<sup>5</sup>; (b) with a subject who, also together with others through a shareholders' agreement, controls the company; or, if the controlling is a company or another entity, with its executive directors or top management;

- (vii) I do not have, and did not have during the previous three financial years, from the Issuer, its subsidiaries or the parent company, a significant remuneration other<sup>6</sup> than the "fixed" remuneration for the position held within the board of a director and for the membership in the committees recommended by the Code of Corporate Governance or required by law, including participation in incentive plans linked to company performance, including stock option plans;
- (viii) I have covered continuously the role of Director of the Issuer from 2013 and until the present date;
- (ix) I do not hold the office of executive director in another company in which an executive director of the Issuer holds the office of director;
- (x) I am not a shareholder or director of a company or entity belonging to the network of the independent auditing firm of the Issuer;
- (xi) I am not a close relative of a person who is in any of the situations described above (iv), (v), (vi), (vii), (viii), (ix) and (x), meaning that (a) the spouse not legally separated and the cohabiting partner, (b) the children and parents (provided they belong to the same household), (c) the children of the cohabiting partner and (d) cohabiting family members.

Milan, March 22, 2022

in witness whereof



the company, entity or professional firm of which the director of the company has control or of which he is an executive director or partner; or (b) more than 15% of the income of the director of the company. Furthermore, even if the quantitative parameters set out above are not exceeded, a commercial, financial or professional relationship is also considered "significant" if it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties. In addition, pursuant to the provisions of Recommendation no. 7 of the Corporate Governance Code: "If the director is also a partner in a professional or a consulting firm, the board of directors assesses the significance of the professional relationships that may have an effect on his or her position and role within the professional or the consulting firm and in any event those pertaining to important transactions of the company and the group it heads, even regardless of the quantitative parameters".

<sup>5</sup> **Top management:** "senior managers who are not members of the board of directors and have the power and responsibility for planning, directing and controlling the activities of the company and the group it heads".

<sup>6</sup> **Significant remuneration other:** shall be deemed "significant" the other remuneration received by a director in the previous three financial years if it exceeds 100% of the value of the annual remuneration received by the director. Moreover, even if the above quantitative parameters is not exceeded, shall be deemed "significant" the other remuneration whether it is capable of affecting the autonomy of judgement and independence of a director of the company in the performance of his duties.

## GIOVANNI TAMBURI

Graduated in Economics and Commerce at the La Sapienza University of Rome (110 and honours).

January 1992 – present

### **Tamburi Investment Partners S.p.A.**

Founder, Chairman and Chief Executive Officer of T.I.P. – Tamburi Investment Partners S.p.A., an independent and diversified industrial group focused on the development and growth of outstanding mid-size Italian companies, listed for over 15 years on the STAR market (for “high requirements” companies) of Borsa Italiana, with a market capitalisation of approximately Euro 2 billion.

TIP has made investments - directly and through the "club deal" formula - for over Euro 5 billion and is currently the leading Italian private investor (second overall after Cassa Depositi e Prestiti) in this segment, with particular focus on the sectors: manufacturing, fashion/luxury/design and services (retail, tourism and senior citizens) in companies with an aggregate turnover of approximately Euro 30 billion and with about 100,000 employees.

TIP is a public company whose shareholders include over 100 Italian business-owning families, some of the most prestigious institutional investors at the international level and its management, including its principal shareholder Mr. Giovanni Tamburi.

October 1980 – December 1991

### **Euromobiliare (Midland Bank Group)**

In the final years of the period considered: Director and Vice Director General of the parent company Euromobiliare S.p.A., Director of Banca Euromobiliare S.p.A. and many other group companies. Director General of Euromobiliare Montagu S.p.A., investment and merchant bank of the group.

September 1977 - September 1980

### **Bastogi Group** Director General Assistant.

February 1975 -July 1977

### **S.O.M.E.A. S.p.A.** – Financial Analyst

Other offices currently held:

Director of:

- Alpitour S.p.A. (Vice Chairman)
- Alpiholding S.r.l.
- Azimut Benetti S.p.A.
- Amplifon S.p.A.
- Beta Utensili S.p.A.
- Eataly S.p.A.
- Interpump Group S.p.A. (Vice Chairman)
- Itaca Equity Holding S.p.A.
- Lio Capital
- OVS S.p.A. (Vice Chairman)
- Neos S.p.A.
- Roche Bobois Groupe SA (Member of the Supervisory Board).



Chairman also of: Asset Italia S.p.A., Clubitaly S.p.A. and member of the Board of Directors of Fondazione Altagamma.

Sole Director of TXR S.r.l., Clubtre S.r.l., Gruppo IPG Holding S.r.l., Lippiuno S.r.l. and Lippitre S.r.l..

Institutional roles (previous): Member of the Commission for Law 35/92 created by the Accounts & Economic Programming Minister ("Cappugi" Commission for Privatisation).  
Member of the Advisory Board for the Privatisation of the Milan Municipality in 1992/93.

Academic roles (previous): Professor of Business Finance at LIUC – University of Castellanza, for normal university courses and master degrees between 1992 and 2004.  
Professor of Corporate Finance Operations for the master course of LUISS – Libera Università Internazionale Studio Sociali in Rome between 1993 and 2003.

Laureate of the 2019 Parete Prize, an award given each year - at Bocconi University in Milan - to prominent personalities in the business world who embody the values of excellence, resourcefulness and optimistic industriousness.

Author or co-author of numerous publications on company finance, among which: "Prezzi & Valori" - L'enterprise value nell'era digitale", "Asset Italia", "Comprare un'azienda, come e perché"; "Privatizzare, scelte, implicazioni e miraggi", "Metodi e Tecniche di Privatizzazione", "Privatizzazione e Disoccupazione, I Poli di Sviluppo Locale", "Privatizzare con il Project Financing", "Azionariato dei dipendenti e Stock Option"; "Finanza d'impresa" e "Corporate Governance".



|                  | OFFICES                            | COMPANIES                          |
|------------------|------------------------------------|------------------------------------|
| GIOVANNI TAMBURI | CHAIRMAN                           | TAMBURI INVESTMENT PARTNERS S.P.A. |
|                  | VICE CHAIRMAN                      | ALPITOUR S.P.A.                    |
|                  | VICE CHAIRMAN                      | ALPIHOLDING S.R.L.                 |
|                  | DIRECTOR                           | AMPLIFON S.P.A.                    |
|                  | CHAIRMAN                           | ASSET ITALIA S.P.A.                |
|                  | DIRECTOR                           | AZIMUT BENETTI S.P.A.              |
|                  | DIRECTOR                           | BETA UTENSILI S.P.A.               |
|                  | CHAIRMAN                           | BOGOGNO CLUB S.R.L.                |
|                  | SOLE DIRECTOR                      | CLUBTRE S.R.L.                     |
|                  | DIRECTOR                           | CLUBITALY S.P.A.                   |
|                  | DIRECTOR                           | EATALY S.P.A.                      |
|                  | DIRECTOR                           | FONDAZIONE ALTAGAMMA               |
|                  | DIRECTOR                           | GOLF CLUB BOGOGNO S.R.L.           |
|                  | SOLE DIRECTOR                      | GRUPPO IPG HOLDING S.P.A.          |
|                  | VICE CHAIRMAN                      | INTERPUMP GROUP S.P.A.             |
|                  | DIRECTOR                           | ITACA EQUITY HOLDING S.P.A.        |
|                  | DIRECTOR                           | LIO FACTORY                        |
|                  | SOLE DIRECTOR                      | LIPPITRE S.R.L.                    |
|                  | SOLE DIRECTOR                      | LIPPIUNO S.R.L.                    |
|                  | DIRECTOR                           | NEOS S.P.A.                        |
|                  | VICE CHAIRMAN                      | OVS S.P.A.                         |
|                  | MEMBER OF THE<br>SUPERVISORY BOARD | ROCHE BOBOIS GROUPE SA             |
|                  | SOLE DIRECTOR                      | TXR S.R.L.                         |

**DECLARATION  
OF ACCEPTANCE OF THE OFFICE OF DIRECTOR AND  
FULFILMENT OF THE LAW REQUIREMENTS**

The undersigned Gabriele Galli, born in Chivasso (TO) on 25/06/1969, resident in Lerici (SP) Via San Giuseppe 24, Tax ID number GLLGRL69H25C665R,

**WHEREAS**

- A) The Shareholders' Meeting of Amplifon S.p.A. is convened on 22 April 2022, at 10:00 a.m., in single call, to discuss and resolve, among others, on the appointment of members of the Board of Directors for the 2022-2024 three-year period and, therefore, until the Shareholders' Meeting that will be called to approve the financial statements for the year ending 31 December 2024;
- B) is aware of the requirements that the current regulations and the articles of association require for taking the office of Director of Amplifon S.p.A.

**Now therefore**

under his/her full and exclusive responsibility, in full accordance with the law and the articles of association

**DECLARES**

to accept the presentation of his/her candidacy and possible appointment to the Board of Directors of Amplifon S.p.A., being aware of the requirements that the current regulations and the articles of association prescribe for taking this office, and to this end, under his own responsibility,

**STATES**

To fulfil all the requirements set by law and the Articles of Association for taking this office and, in particular, without limitation:

- the absence of causes for ineligibility, forfeiture, and incompatibility under Art. 2382 of the Italian Civil Code and other applicable provisions of special laws;
- meeting the integrity requirements of the combined provisions of Art. 147-quinquies, paragraph 1 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (known as "**Testo Unico della Finanza**" or "TUF") and or article 2 of the Italian Decree of the Ministry of Justice no. 162 of 30 March 2000;
- to NOT fulfil any of the independence requirements of the combined provisions of Art. 147-ter, fourth paragraph and 148, third paragraph of TUF, and

- to NOT fulfil any of the independence requirements of Article 2 of the Corporate Governance Code for listed companies promoted by the Borsa Italiana S.p.A., in the edition of January 2020;
- that he does not hold offices as director or statutory auditor to the same extent or exceeding the extent set forth by applicable law and/or by the Articles of Association and/or as defined by Amplifon S.p.A. in applying the Corporate Governance Code for listed companies;

The undersigned also declares that he/she has been informed pursuant to Article 13 of European Regulation 2016/679 (the so-called 'GDPR'), and accepts that his/her personal data will be processed by Amplifon S.p.A. as the data controller, including by means of IT tools, for purposes related to the procedure for appointment as a Director of Amplifon S.p.A. and to comply with the requirements of the law, such as, by way of example, publication on the Amplifon S.p.A.'s website, pursuant to Article 6 letters b) and c), GDPR. Your personal data will be stored in the IT systems used by the Data Controller for a period of time equal to the period of prescription of the rights enforceable by the Data Controller, as applicable from time to time. Nevertheless, at any time you can exercise all the rights set forth in Articles 13-21 of the GDPR, in details access, deletion, correction, integration and limitation of use of data, revocation of consent. These rights may be exercised in the manner indicated in the GDPR by sending an email to [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com). Each data subject may lodge a complaint with the Italian Data Protection Authority (*'Garante per la protezione dei dati personali'*) if they believe that their rights have been violated under the GDPR, according to the procedures indicated on the website of the *Garante per la protezione dei dati personali* accessible at: [www.garanteprivacy.it](http://www.garanteprivacy.it).

The Data Protection Officer ('DPO') of Amplifon S.p.A. is its Chief Legal Officer, he and can be contacted at the e-mail address [privacygroup@amplifon.com](mailto:privacygroup@amplifon.com).

The undersigned undertakes to promptly notify the Board of Directors of Amplifon S.p.A. of any changes in the content of this declaration and to make, if needed, a new substitute statement.

In witness whereof

Milan, 22/03/2022

Signed:



# CURRICULUM VITAE

GABRIELE GALLI

## EDUCATION

1988 High school diploma in scientific matters  
1994 Mechanical Engineering Degree – University of Pisa – 110 cum laude  
1999 MBA Kellogg Graduate School of Management – Chicago (IL) – U.S.A. –  
MBA with honors, major in management and strategy, finance and  
marketing.

## LANGUAGES

English – fluent  
Spanish – fluent  
French – good

## EXPERIENCE

1993 **PROCTER & GAMBLE** Reggio Emilia, Italy  
*Internship*

1993 – 1996 **BTICINO S.P.A. – LEGRAND GROUP** Caracas, Venezuela  
*Internship (1993-1994);*  
*Financial Controller and Project Leader (1994-1996)*

1996 - 2004 **THE BOSTON CONSULTING GROUP** Milan, Italy  
*Associate (1996-1998);*  
*Consultant (1999-2000);*  
*Project Leader (2000-2002);*  
*Manager (2003-2004).*

2004 - 2017 **PIAGGIO GROUP** Pontedera (PI), Italy  
*Group Controller (2004-2008);*  
*Group CFO (2008-2011);*  
*Group Finance General Manager (2012-2017).*  
• Many board roles in Group subsidiaries: Chairman of Aprilia Racing,  
board member of Piaggio Group Americas, Piaggio India, Piaggio  
Vietnam, Piaggio China as well as board member of the major  
subsidiaries of the group.

2017 - current **AMPLIFON S.P.A.** Milan, Italy  
*Group Chief Financial Officer*

Milan, 22 March 2022

  
(Gabriele Galli)

## POSITIONS HELD AS DIRECTOR OR STATUTORY AUDITOR

GABRIELE GALLI

| COMPANY                      | ROLE      |
|------------------------------|-----------|
| AMPLIFON IBERICA SAU         | PRESIDENT |
| MEDTECHNICA ORTHOPHONE LTD.  | PRESIDENT |
| AMPLIFON UK LTD.             | DIRECTOR  |
| AMPLIFON POLAND SP. Z. O. O. | DIRECTOR  |

Milan, 22 March 2022

  
(Gabriele Galli)



## COMUNICAZIONE DI PARTECIPAZIONE AL SISTEMA ACCENTRATO

Comunicazione ex artt. 43-44-45

del Provvedimento unico sul post-trading della Consob e della Banca d'Italia del 13 agosto 2018

BANCA POPOLARE DI SONDRIO  
SEDE CENTRALENumero d'ordine  
1

Data di rilascio 21/03/2022

AMPLITER SRL

Numero progressivo annuo

13

Codice Cliente

6 5696

VIA GIUSEPPE RIPAMONTI 131/133

20141

MILANO MI

A richiesta di

Luogo di nascita

Data di nascita

Codice fiscale

La presente comunicazione, con efficacia FINO AL 28 MARZO 2022  
Monte Titoli del nominativo sopraindicato con i seguenti titoli:

, attesta la partecipazione al sistema

| Codice       | Descrizione del titolo | Quantità  |
|--------------|------------------------|-----------|
| IT0005090649 | AMPLIFON ORD.          | 1.800.000 |
|              |                        |           |
|              |                        |           |
|              |                        |           |

Sui suddetti titoli risultano le seguenti annotazioni:

GARANZIA A FAVORE BANCA POPOLARE DI SONDRIO SPA

La presente certificazione viene rilasciata per l'esercizio del seguente diritto:

PER LA PRESENTAZIONE DELLA LISTA DEL CONSIGLIO DI AMMINISTRAZIONE DI AMPLIFON SPA RELATIVO AL  
TRIENNIO 2022/2024

L'Intermediario

BANCA POPOLARE DI SONDRIO  
Sede Centrale

## COMUNICAZIONE DI PARTECIPAZIONE AL SISTEMA ACCENTRATO

Comunicazione ex artt. 43-44-45

del Provvedimento unico sul post-trading della Consob e della Banca d'Italia del 13 agosto 2018

BANCA POPOLARE DI SONDRIO  
SEDE CENTRALENumero d'ordine  
2

Data di rilascio 21/03/2022

| Numero progressivo annuo | Codice Cliente |
|--------------------------|----------------|
| 14                       | 6 5696         |

AMPLITER SRL

VIA GIUSEPPE RIPAMONTI 131/133  
20141 MILANO MI

A richiesta di

Luogo di nascita

Data di nascita

Codice fiscale

La presente comunicazione, con efficacia FINO AL 28 MARZO 2022  
Monte Titoli del nominativo sopraindicato con i seguenti titoli:

, attesta la partecipazione al sistema

| Codice       | Descrizione del titolo | Quantità   |
|--------------|------------------------|------------|
| IT0005090649 | AMPLIFON ORD.          | 93.804.369 |
|              |                        |            |
|              |                        |            |
|              |                        |            |

Sui suddetti titoli risultano le seguenti annotazioni:

La presente certificazione viene rilasciata per l'esercizio del seguente diritto:

PER LA PRESENTAZIONE DELLA LISTA DEL CONSIGLIO DI AMMINISTRAZIONE DI AMPLIFON SPA RELATIVO AL  
TRIENNIO 2022/2024

L'Intermediario

BANCA POPOLARE DI SONDRIO  
Sede Centrale