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Diffusione

Oggetto : List for reappointment of Board of Directors

approved.Consolidated Financial
Statements and Consolidated Non-

Financial Statement for FY 2022-23 approv

Testo del comunicato

Vedi allegato.





PRESS RELEASE

List for reappointment of Board of Directors approved

Consolidated Financial Statements and

Consolidated Non-Financial Statement for FY 2022-23 approved

At a Board Meeting held today, the Directors of Mediobanca, availing themselves of the right provided for by Article 15 of the Articles of Association, unanimously approved the following list of fifteen candidates for the position of Director of the Bank for the 2024-26 three-year period to be submitted to the approval of shareholders at the Annual General Meeting called to take place on 28 October 2023:

- 1) Renato Pagliaro
- 2) Alberto Nagel
- 3) Laura Cioli (*)
- 4) Valérie Hortefeux (*)
- 5) Francesco Saverio Vinci
- 6) Laura Penna (*)
- 7) Vittorio Pignatti Morano (*)
- 8) Angel Vilà Boix (*)
- 9) Virginie Banet (*)
- 10) Marco Giorgino (*)
- 11) Mana Abedi (*)
- 12) Maximo Ibarra (*)
- 13) Simonetta Iarlori (*)
- 14) Mimi Kung (*)
- 15) Stefano Parisse (*)

(*) Independent Director.

The candidates have been selected following the conclusion of the Process disclosed on 17 April 2023 (see Mediobanca website, Governance/General Meetings/General Meeting 2023), and reflect, individually and collectively, the characteristics described in the Report on the qualitative and quantitative composition of the Board of Directors published on 4 September 2023. In particular, the proposed list:

 Is made up of fifteen candidates for the position of Director, four-fifths of whom meet the independence requirements stipulated in the Articles of Association, and 47% of whom are from the less represented gender;





- More than half of its members are from the outgoing Board in order to ensure stability and effectiveness in the Bank's management, in particular for purposes of implementing the new 2023-26 Strategic Plan approved in May 2023, and the Board Committees' activities;
- Increases the level of diversity and experience, with a higher number of international profiles (which have increased from three to six) and has specialist and diversified competences in the area of banking risks.

The CVs of the candidates who are not currently part of the Board are attached to this press release. The complete documentation will be filed by the terms set by the Articles of Association.

The Board of Directors also approved:

- The draft individual and consolidated financial statements as at 30 June 2023 which coincide with the results disclosed to the public on 27 June 2023: a net profit of €1,026.8m for the Group (versus €907m in FY 2021-22) and of €606.5m for the parent company Mediobanca (€513.1m in FY 2021-22). A gross dividend of €0.85 per share will be submitted to the approval of shareholders at the Annual General Meeting called to take place on 28 October 2023. The dividend will become payable from 22 November 2023; the record date is 21 November 2023, and the dividends go ex-rights on 20 November 2023;
- The Consolidated Non-Financial Statement for FY 2022-23, drawn up in compliance with Article 4 of Italian Legislative Decree 254/2016, which discloses information on environmental and social issues and on people, respect for human rights and bribery and corruption, to help readers understand the activities performed by the Group, its performance, results, and the impact produced by it.

Lastly, the Board of Directors, inter alia with a view to promoting shareholder engagement activity, has approved a resolution to initiate a proxy solicitation pursuant to Articles 136ff of the Italian Finance Act and Articles 135ff of Consob's Regulations for Issuers in respect of item no. 2 on the agenda (Appointment of Board of Directors for 2024-26 three-year period), retaining Morrow Sodali as the appointed representative. The relevant documentation will be published in the coming days.

Milan, 20 September 2023

Encl. as above.

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Laura Penna

PROFILE

My source of inspiration is to help make the world a better place.

In the last fifteen years I have founded and managed two innovative international "companies" with a strong social orientation within the UniCredit Group that allowed me to generate a tangible and measurable positive impact for all stakeholders and to develop in the field deep skills of Impact Finance, Sustainability, ESG (Environmental, Social and Governance). Previously, I held senior positions in Strategic Consulting and Planning and Control, gaining a deep knowledge of the Banking sector.

I have been and I am a member of several boards of directors of listed and non-listed banks, both in Italy and abroad and president/member of risk committees.

Strategic vision, innovation and creativity, result orientation and concreteness, autonomy, problem solving, teamwork, talent development, intellectual honesty are personal characteristics that are recognized and complete my profile.

MAIN PROFESSIONAL EXPERIENCE

UniCredit Group, Milan

1999-2022

European Banking Group present in 13 Countries. 2020 data: Total assets 930 bln euros, Employees: 82.000, Operating Income: 17 bln, branches: about 3500.

Founder and responsible for Social Impact Banking (SIB) (2016-2022)

SIB was created with the aim of helping to create a more equitable and inclusive society by identifying, financing and promoting initiatives that generate a social impact.

Responsible for defining the Group's social strategy UniCredit towards customers and communities, development of inclusive finance and impact finance offer, definition of social taxonomy, creation of methodologies for measuring the social impact generated, management of 11 countries on social topic, development of financial education initiatives, development of partnerships, support to the creation of a voluntary association, contact with customers for Impact financing. Support for the development of the social ecosystem in Italy and abroad. Reporting directly to Group ESG Head.

Main achievements:

- Design of Sib's strategy and fast market launch of Sib in Italy working closely with the Group CEO.
- SIB has financed over 6,000 companies, providing more than € 400 million and has managed financial education initiatives for students, vulnerable individuals and micro-enterprises. reaching over 123,000 beneficiaries in 2021 alone in 11 countries. The impact-funded projects will reach more than 3.7 million beneficiaries after 5 years from launch, creating more than 3,400 jobs (including more than 500 disadvantaged people). In 2021 alone, 500 social housing houses were built, and more than 1,200 health services were provided at affordable prices.
- SIB has received 8 national and international awards in just 3 years: 2 as best Social Impact Banking and others as excellence in different areas (Microcredit, Impact financing, educational programs).

Founder and responsible for UniCredit Management Consulting (UMC) (2007-2016)

UMC was founded with the aim of training the leaders of Unicredit's future, managing the Group's strategic projects while maintaining internal and confidential knowledge, and reducing external consultancy costs.

Responsible for implementing management consulting projects for the Unicredit Group companies, managing an international team of 130 people in 3 locations (Milan, Vienna, Munich), defining and implementing all the key processes for the development of UMC such as "talent factory" (resource selection in partnership with 23 European universities, training, performance evaluation, knowledge management...). Reporting directly to Group COO.

Main achievements:

- Management of up to 30 projects per year with a turnover of several tens of millions of euros. Significant savings in external consulting costs.
- Inclusion of several hundred colleagues in different functions of the bank many of whom today hold top
 positions in the group.
- Excellent level of internal customer satisfaction for the projects carried out; excellent level of satisfaction of the people of UMC for learning opportunities and professional growth.



Responsible for Group Planning and Control (2001-2005) — Responsible for formulating strategic plans and budgets, redesigning of the managerial reporting aimed at enriching internal and external data, simplifying processes and improving the quality of forecasts compared to closing accounts. Responsible for creating planning department for divisional business heads (Retail, WM, Corporate & IB, Asset Management). Responsible for managing the P&C aspects of special projects like in 2002 the merge of 7 Italian banks into 3 segment banks. Working in close contact with the CEO and the top management of the Group. Reporting directly to CFO.

Responsible for the financial control of the integration of Unicredit and HVB (2005-2006)

Main achievements:

Strong improvement in the quality of forecasts, completeness and quality of reporting, processes and tools of P&C. Strengthening the effectiveness and skills of the group planning and control teams.

Rolo Banca - Gruppo UniCredit, Bologna (1999-2001)

Italian Bank part of the UniCredit group. Data 2001: Loans to customers 35 billion euros, employees: 8,500, Operating Income: almost 2 billion euros, branches about 900.

Responsible of Planning and Control - Responsible for defining and allocating budgets to the commercial network and the controlled banks, monitoring the achievement of results and suggesting corrective actions; support the CEO in the formulation of the strategic plan and in the management of strategic projects (customer segmentation, cost control, redesign of the management reporting and tools). Reporting directly to CEO.

Accenture, Milano 1990-1999

Multinational operating in the field of strategic and management consulting. Turnover 2021: \$ 50 billion

Senior Engagement Manager - Strategic Services - Responsible for managing numerous consultancy projects for banks both in Italy and abroad, such as: strategic plans, reorganisations and mergers, revenue acceleration, cost containment and organizational simplifications, Risk Management and Asset and Liability Management, management reporting redesign.

BOARD OF DIRECTOR AND ADVISORY BOARD

- Revalea Spa, Milan non listed Bank Mediobanca Group (Dec 2022 present)
- Compass Spa Milan, non listed bank Mediobanca Group (Oct 2022 present)
 Board member President of the Risk Committee
- Bank Pekao SA Warsaw, listed Bank (June 2012 June 2017)
 Supervisory Board member Member of the Audit Committee and Financial Committee
- FinecoBank Spa Milan, Bank listed from 2014 (April 2012 April 2017) Board member
- Unicredit Services Società globale di Unicredit focalizzata nell'erogazione di servizi di ICT, Back Office e Middle Office, Real Estate, Security e Procurement operante in 11 paesi. (Dic. 2011 Ott. 2016)

 Board Member Member of the Internal Control and Risks Committee
- YAPI VE KREDI BANKASI AS Istanbul, listed Bank and Koç Financial Service: holding of Yapi Ve Kredi (Marzo 2012 Febbraio 2015) Board Member
- Social Impact Agenda per l'Italia (SIA), the Italian network of impact finance. SIA represents the Italian Advisory Board of the Global Steering Group for Impact Investment (GSG), an independent organization, spread in 33 countries, which is committed to promoting and accelerating the spread of impact investing globally (March 2019-March 2022) Executive Board member

OTHER INFORMATION

Born in Lecco (LC), Italy on 26 December 1965 - Married

Bachelor of Economics, Luigi Bocconi University, Milan (MI, Italy Grade:110/110 1985-1989

High School: Istituto magistrale Bertacchi, Lecco (LC), Italy Grade:58/60

Member of Ned community: Italian association of non-executive and independent board members

Executive Course in Innovation: Making Innovation Happen, London Business School, 2014

First edition of "In the Board Room" organized by Valore D, Milan 2012

Global Vision Management Program, IE Business School, Madrid 2012

Negotiating and Influencing skills for Senior Managers, London Business School, 2011

Course of Counselling, Centro Studi Terapia della Gestalt, Milan, 2007-2010

Volunteering: "In Vetta": production and distribution of meals to the homeless - on going

English: fluent – Italian: mother toungue

I authorize the processing of personal data contained in my curriculum vitae according to REGULATION (EU) 2016/679 ("GDPR")

Laura Penna



Mr. Ángel Vilá Boix (Barcelona, 1964) is Chief Operating Officer ("Consejero Delegado"), member of the Board of Directors and of the Executive Committee at Telefónica, S.A.

Mr. Vilá is member of the Board of Virgin Media O2 (UK) and of the Advisory Councils of Telefónica España and Telefónica Tech.

He joined Telefónica in 1997. In his tenure, he has held positions of Group Controller, CFO of Telefónica Internacional, Group Head of Corporate Development and Group Chief Strategy and Finance Officer.

In July 2017, Mr. Vilá was appointed Group COO with full responsibility for the core Telefónica businesses (Spain, UK, Germany, Brazil, Infra and Tech), with aggregate (2022) revenues in excess of €42bn and EBITDA in excess of €15bn.

Prior to joining Telefónica, he held positions at Citigroup, McKinsey&Co, Ferrovial and Planeta.

In the financial sector, he has served in the Board of directors of Banco Bilbao Vizcaya Argentaria (BBVA) (2001-2007) and on the Advisory Panel of Macquarie MEIF Infrastructure funds.

In the TMT sector, he has been Chairman of Telefónica Contenidos, Vice Chairman of Telco Spa (Italy) and Board member of Telefónica Deutschland, Telefónica Brasil, Endemol (Netherlands), Digital+, Atento, Telefonica Czech, CTC Chile, Indra SSI and Terra Lycos.

Among his non-for-profit endeavours, Mr. Vilá is a Trustee of the Telefonica Foundation and Barcelona Mobile World Capital Foundation.

Institutional Investor nominated Angel Vilá as the Best CFO in European Telecoms in 2015. He was also honored with the Thomson Reuters Extel Pan-European Awards as No.1 CFO in Spain both in 2013 and 2014, as well as No.1 CFO for Telecommunications in Europe in 2014.

Mr. Ángel Vilá holds a MBA from Columbia Business School where he studied with a Fulbright La Caixa fellowship. He was distinguished in the Beta Gamma Sigma Honors and Dean's List.

Prior to Columbia University, he graduated in Industrial Engineering from Universitat Politècnica de Catalunya in Barcelona.

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Ángel Vilá Boix, Consejero Delegado (Chief Operating Officer) Telefónica S. A.

Current positions (Board of Directors)

July 2017	Telefónica S. A.
	Consejero Delegado ("Chief Operating Officer")
	Board of Directors Member
	Executive Committee of the Board Member
June 2021	Virgin Media O2 Ltd.
	Member of the Board

Current positions (Consultative Bodies)

January 2022	Telefónica Tech Advisory Counsel Member
May 2021	Telefónica España Advisory Counsel Member

Previous positions (Board of Directors)

April 2016	Telefónica Brasil Board				
Sept 2017	Member and Strategy Committee Chairman				
Sept 2012	Telefónica Germany Board				
Sept 2017	Supervisory Board Member, Audit Committee Member and Mediation				
	Committee Member				
January 2011	DTS (Distribuidora de Televisión Digital)(representing Telefónica Contenidos)				
June 2013	Member of the Board				
	Member of the Executive Commission of the Board				
	Audit and Control Committee Member				
October 2010	Telefónica de Contenidos Board of Directors				
April 2013	Chairman of the Board of Directors				
October 2010	Atento Board of Directors				
Sept 2011	Member of the Board				
	Member of the Executive Committee of the Board				
	Chairman of the Appointments, Remuneration and Good Governance				
	Committee				
April 2007	Telco, S. P. A. Board of Directors				
Juni 2015	Vice Chairman of the Board				
June 2005	Telefónica Czech Republic Board				
May 2013	Supervisory Board Member				
	Audit and Control Committee Member				
2003 – 2007	Endemol Board of Directors (The Netherlands)				
	Board Member				
July 2001	Terra Networks Board of Directors				
Feb 2005	Member				
April 2000	Banco Bilbao Vizcaya Argentaria (BBVA) Board of Directors (representing				
March 2007	Telefónica España)				
	Board Member				

Previous positions (Consultative Bodies)

July 2008	Macquarie Infrastructure and Real Assets (Europe) Limited (UK)
Sept 2011	Member of MEIF Advisory Panel (Funds 1, 2, 3)





General Information

Born on December, 11th 1969, he lives in Milan.

Graduated in Business Administration at Bocconi University in the Academic Year 1990/1991 (110/110).

Academic Profile

Marco Giorgino is Full Professor at Politecnico di Milano (QS Ranked, among the Top 20 Universities by subject in the World) where he holds the Chair of Financial Markets & Institutions and Financial Risk Management (since 2004).

Since 1992 he was Lecturer and then Professor of the courses of "Financial Markets & Institutions", "Global Risk Management", "Corporate Finance", "Corporate & Investment Banking" in the MSc in Management Engineering at Politecnico di Milano, where he started his academic career as Assistant Professor (1995 - 2001), Associate Professor (2001-2004) and since 2004 as Full Professor.

Coordinator of the Finance stream in the MSc in Management Engineering at Politecnico di Milano, Senior Professor at Polimi Graduate School of Business (one of the very few Schools in the world (<1%) with the "Triple Crown", i.e. accredited by AACSB, AMBA and EQUIS, the three most important accreditation bodies at an international level), where he is also Scientific Director of the teaching area of Banking and Finance and Chair of Finance in several MBA and Executive MBA, for Italian and international students, referring both to corporations and to institutions. In such business school, he was Director of several Master Programs such as MBA, Master in Private Equity in partnership with Borsa Italiana, Master in Corporate and Investment Banking in collaboration with Bocconi University for Unicredit Group, Master in Banking for UBI Group.

Now, he is Scientific Director of the International Master in Financial Risk Management at Polimi Graduate School of Management.

He has been Member of the Scientific Board of the PhD Program in Management Engineering (DRIG) at Politecnico di Milano up to 2015.

During his career, he has coordinated several research projects ending up with more than 120 scientific publications at national and international level, on <u>banking</u> and <u>finance</u> topics and, more recently, on <u>«corporate governance</u>», <u>«risk management</u>», <u>«digital innovation</u>» and <u>«sustainability</u>» in banking and financial services.

Over years he took part in several scientific committees in public and private Institutions such as: Coordinator of the "Osservatorio sulle Finanziarie Regionali" of Fondazione Rosselli, Member of the Scientific Committee of the "Osservatorio sul Project Financing" of Finlombarda, Member of the "Istituto di Finanza Pubblica" at Fondazione Rosselli, Scientific Director of the research project "Innovation in Public Finance" at Politecnico di Milano, funded by Fondazione Cariplo, Member of the "Unità Tecnica di Programmazione Finanziaria" at the Presidenza della Giunta Regionale della Regione Lombardia.



Nowadays, he is Scientific Director of the Fintech & Insurtech Observatory and of the Corporate Governance Observatory at Politecnico di Milano, School of Management.

Professional Activities

He is Certified Statutory Auditor (since 1999).

He has been serving and still serves as Independent Director or Chairman, or as Statutory Auditor, or as Chairman of the Surveillance Body (*according 231/2001 law*) in listed and not listed banking or industrial companies, as Terna (from 2019), Luxottica Group (2018-2019), Banca Monte dei Paschi di Siena (from 2017), Banca Popolare di Vicenza (*from 2016, July the 7th till 2017, June 25th*), Mediolanum SGR (*from 2001 to 2012*), GE Capital Interbanca (*from 2012 to 2016, English Official Language of the Board*), Banca Esperia (*from 2007 to 2016*) [*See Exhibit 1 for more details*, page 9].

He carries out educational activity and seminars for the top management of "Italian and international banking groups, institutional investors and industrial groups.

He runs consultancy activities in the fields of:

- Financial valuation of companies and projects
- Advisory for extraordinary finance deals
- Valuation of governance and risk management systems
- Digital innovation and sustainability.

He is Member of many Awards juries in the field of the Corporate Governance and of the Digital Innovation.

He is also Member of the Board of NED Community.

Other Activities

He is guest speaker and columnist for television channels (RAI, SKY, CLASS CNBC, LA7...), press –even international– (Il Sole 24 Ore, Il Giornale, France Press,...) and internet media.

He has been speaker and keynote speaker in more than one hundred and fifty conferences and seminars (*not included in Exhibit 1*) on corporate and financial markets finance, corporate governance, risk management, digital innovation in banking and financial services.

Finally, considering *no-profit* activities, he is Member of the Board of Associazione FAES (Famiglia e Scuola) since 2011 and Member of the Board of Fondazione RUI (Residenze Universitarie Internazionali) since 2017.



Exhibit 1

Board of Directors:

- 2019 today: Terna (utilities) Independent Director; Member (2019 2023) and Chairman (from 2023) of the Control and Risk, Corporate Governance and Sustainability Committee; Chairman (2019 2023) and Member (from 2023) of the Related Parties Committee;
- 2017 today: Banca Monte dei Paschi di Siena (banking) Independent Director; Lead Independent Director (2018 - 2020 and from 2023); Chairman (2018 - today) of the Risk and Sustainability Committe; Member (2017 - 2018 and from 2023) of the Remuneration Committee; Member (2018 - 2023) of the Nomination Committee;
- 2018 2019: Luxottica Group Independent Director, Member of the Human Resources Committee (eyewear);
- 2018 today: Real Step SICAF (real estate) Independent Director;
- 2012 2021: V-finance Not-executive Chairman of the Board (green economy & advisory);
- 2015 2016: GE Capital Interbanca Chairman of the Control and Risks Committee and Independent Director (banking);
- 2013 2017: Opera Sgr Chairman of the Board and Independent Director (private equity);
- 2001 2012: Mediolanum Gestione Fondi SGR Independent Director (asset management);
- 2011 2014: Enoi Spa Independent Director and Chairman of the Control and Risks Committee (gas);
- 2014 2015: Greenitaly 1 (Listed SPAC) Not executive Director (green economy);
- 2013 2014: Prisma SGR Independent Director (real estate);
- 2011 2012: Fondamenta SGR Independent Director (Private equity, Venture Capital & Real Estate);
- 2009 2012: Finlombarda SGR Not executive Director (private equity & venture capital);
- 2009 2011: Duemme SGR Independent Director (asset management);
- 2006 2013: Duemme Servizi Fiduciari Not executive Director (trustee services);
- 2006 2009: Duemme Hedge Independent Director (hedge fund).

Statutory Auditors:

- 2017 today: RGI Group (IT, Insurance)
- 2020 today: Luce (Family office)
- 2017 2019: Corsair Linda IV Spa (Investment Vehicle)
- 2016 (July, the 7th) 2017 (June, the 25th): Banca Popolare di Vicenza (banking)
- 2012 2015: GE Capital Interbanca (banking)
- 2012 2015: GE Capital Finance (factoring)
- 2012 2015: GE Capital Servizi Finanziari (leasing).



- Chairman of the Surveillance Body (*ex* 231/2001 *Law*):
 - 2018 today: Milan Entertainment (soccer, entertainment)
 - 2018 oggi: Milan Real Estate (real estate)
 - 2007 2017: Banca Esperia (private banking)
 - 2008 2017: Duemme SGR (asset management)
 - 2009 2017: Esperia Fiduciaria (trustee services)
 - 2012 2014: Fondamenta SGR (asset management)
 - 2013 2014: Prisma Sgr (asset management).

Mana Abedi



Senior Risk and Finance professional with over 30 years experience in the Financial Industry. Worked in all lines of Defence (1st, 2nd and 3rd). Strong leader with extensive knowledge of primary and operational risks, compliance and change management. Articulate, and experienced in presenting to senior committees as well as to regulators, board members and industry forum.

Currently looking to use breadth and depth of experience to provide oversight in a Non-Executive Director position.

CAREER HISTORY

UBS (1996 - 2019)

UBS Group Corporate Centre

(2013-2019)

Compliance and Operational Risk (C&ORC) - Managing Director

(2017 - 2019)

Head of team responsible for Compliance and Operational Risks (OR) of the following Corporate Centre (CC) Functions: Group Risk Control, Group Treasury, Human Resources, Group General Counsel, Group Compliance Regulatory and Governance and other CC functions, reporting to the C&ORC CC Risk Control head. Responsibilities and achievements included:

- Oversight and challenge of compliance and operational risks of the functions, including oversight of key controls, OR issues, their remediation and review of OR events
- OR Taxonomy owner for HR, Primary Risks, Client Price Setting and others
- Managing a team of 20 controllers globally
- Restructured team and achieved efficiencies whilst improving and upgrading services, saving equivalent 5 FTEs and receiving positive stakeholder feedback regarding service

Risk Change- Managing Director

(2013 - 2017)

Head of Risk Change Analysis and Architecture for UBS Group Risk Control, reporting to the Group Risk COO. Responsibilities and achievements included:

- Driving the execution and successful delivery of key change projects totalling over CHF 300m (including regulatory and efficiency programs) for all divisions in UBS Risk control across Market, Credit, Treasury, Compliance, Operational and firm-wide risks
- Understanding and resolving business process change implications of such initiatives and assisting Risk Control in their adoption and integration to achieve efficiencies and increased effectiveness
- Grew the team from 50 people to over 180, to accommodate the increased change agenda, with teams located in multiple offices globally including use of near shore locations (Nashville and Krakow) and use of outsourcing
- Team included risk architects, project managers, business analysts and process change managers

UBS WEALTH MANAGEMENT

(2011 - 2013)

Deputy WM EU Chief Risk Officer – Executive Director

Head of Credit for UK and Jersey (FCA approved person), and deputy to the European WM CRO. Responsibilities and achievements included:

- Ownership of portfolio of WM private clients with Credit Authority of CHF 12m for mortgages and CHF 200m for Lombard loans and representing Risk in various senior committees
- Managed a team of 6 credit officers in London and responsible for teams in Paris (3) and Milan (3)

UBS INVESTMENT BANK

(1996 - 2011)

Hedge Funds Credit - Executive Director

(2005 - 2011)

Credit Officer and deputy to the European head of hedge fund credit. Responsibilities included:

- Ownership of portfolio of European hedge fund and fund of hedge fund clients (over 150 funds)
- Managed a team of 4 credit officers and analysts; Global business partner for FX
- Review and assessment of creditworthiness of European managed hedge funds and fund of hedge funds (responsibility included leading client due diligence meetings, credit risk assessment, credit reviews, limit approvals, negotiating credit terms on legal documentation & monitoring of clients)

Client Vetting- Executive Director

(2003 - 2005)

Global Head of Client Vetting group, reporting to Global Head of Credit. Responsible for:

- Restructuring the Client Vetting function into a globally aligned group
- Managing a global team of up to 42 (including 3 regional direct reports)

Mana Abedi



- Developing and co-owing with Compliance a global Know Your Customer (KYC) and Anti money laundering (AML) procedure document for all UBS Investment Bank clients
- Implementing common procedures and systems globally, and ensuring successful implementation of these
- Ensuring regulatory compliance and remediation, resulting in favorable ratings from regulators and auditors

New Business Group – Executive Director

(1999 - 2003)

European Head of New Business Group, reporting to US based Global Head. Co-ordination role between the business areas and the logistics functions, across all products within UBS. Responsibilities included:

- Assessing risks and obtaining relevant approvals for new businesses, products and all other significant changes within UBS for Europe and some Global initiatives. Hired and managed a team of 4. Attended and presented to European Operating and Risk Committees
- Responsible for assessing risks on structured trades and obtaining relevant approvals prior to deal execution
- Ad hoc projects and risk reviews as requested by the global Chief Risk Officer

Equities Business Manager– Director

(1997 - 1999)

Business Manager for Global Equity derivatives. Key responsibilities and achievements included:

- Heavily involved in the UBS and SBC merger for Equities. Responsible for maintaining and following up on the issues evolving during the merger of the Global Equity Derivatives book
- Acting as a first point of call for the front office and as a liaison between all logistical functions
- Responsible for review of the monthly management accounts for the Equities business

Fixed Income Business Unit Controller

(1996 - 1997)

Responsibilities included:

- Preparation of daily P&L and pricing reviews for AS, Credit Derivatives and Exotics
- Management of a team of 4
- Risk reporting, dealing with Balance Sheet and capital issues, examination of trade booking issues regarding exotics products, particularly convertible bond stripping issues
- Project managed and successfully implemented new Profit and Loss system

SALOMON BROTHERS INTERNATIONAL LTD

(1994 - 1996)

Customer Derivatives, Fixed Income (FI) Trade Support

(1995 - 1996)

Responsibilities included:

- Senior in charge of the Customer Derivatives FI Trade Support and Supervisor of 4 staff
- Gathered extensive product knowledge of all FI derivatives
- Involved in structured trade analysis and booking into the underlying systems
- Responsible for production of the daily P&L statements
- Daily contact with the trading desk and with senior management

Setting up of Milan Entity

(1994 - 1995)

Senior in charge of setting up the Milan branch of Salomon brothers SIM SPA. Involved in all aspects of planning and implementation, including chairing meetings, drafting proposals, presenting these to senior management and testing new systems and integrating these with Salomon core systems

REPUBLIC NATIONAL BANK OF NEW YORK

(1992 - 1994)

Supervisor in charge of the London Internal Audit Department, reporting into the Audit manager in NY

- In charge of a department of 25 auditors and special projects:
 - Restructured the Paris branch as a result of audit findings and due to the specific request of Paris senior management to implement new controls and procedures
 - Strengthened controls of the Milan Branch: set up and strengthened front and bank office controls and systems for foreign exchange, futures, options and securities trading
- Supervisor of Paris and Monaco branch audits running con-currently

PANNEL KERR FORSTER

(1988 - 1991)

External Auditor: Experiences included audit and financial accounting for entities of various sizes, including large PLCs. Supervised up to 4 members of staff

QUALIFICATIONS, EDUCATION and LANGUAGES

- Member of the Institute of Chartered Accountants in England & Wales (ACA)

1991

- BEng Hons in Electrical and Electronic Engineering, UCL, University of London

1985-1988

- Languages: English (fluent), Farsi (fluent), French (intermediate), Italian (intermediate)

Malli



Simonetta larlori

Chief Human Resources & Governance Officer

Multiutility Toscana

february 2023 - Present

"...I aim to build a terrific team, understand business needs, and jest get things done..."

Performance-driven Executive offering many years' comprehensive achievements across Global Financial Services and Manufacturing Industries and a unique successful combination of scientifically validated competencies (Data Science) and long-term business experience.

Visionary with track record for finding innovative ways to grow revenue and increase efficiency and productivity, thanks to business acumen applied across various cultures and geographies.

Capable of design and implement HR management disruptive processes, hybrid organizational models and innovative technologies to unleash human capabilities.

Great believer in mindfulness approach to reduce stress and conflict and in diversity to improve collaboration and productivity.

Constantly in dialogue with International Stakeholders to ensure a sustainable, dynamic, and modern organizational workforce and Human Capital management. Deep and productive relationships with European and National Unions.

Executive Leadership Competencies

- Strategic Thinking
- Human Capital Management
- Transformation Management
- Governance and Organization
- Performance Improvement
- Stakeholder Management

- Communication and Influencing
- Diversity and Intercultural Sensitivity
- Integrity and Honesty
- Decision Making
- Customer Orientation
- · Technology, Innovation, Creativity



Career Background

Board of Directors

Publiacqua S.p.A. - Vice-president- July 2023 - Present

Fondazione Med-Or — 3une 2021 — December 2021

Fondazione Ansaldo — November 2017 — December 2021

Leonardo Global Solutions — November 2017 — April 2022

Leonardo UK — November 2017 — June 2021

SACE — September 2015 — December 2017

CDP Immobiliare — April 2015 — December 2017

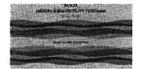
CDP Equity — Nlarch 2016 — December 2017

FSI Investimenti — Nlarch 2016 — December 2017

Fintecna — October 2016 — December 2017

Unicredit Hungary Bank — December 2011 — 3une 2014

Unicredit Baltics Banks — April 2011 — June 2014



February 2023 - present

Chief Human Resources & Governance Officer (Florence)

Direct and administer the operational activities of Multiutility Toscana (~ 5000 HC) leading at Group Level: Human. Resources, Process and Organization, Transformation Projects, Corporate Culture and Internal Communication.



December 2022 - present

L S A

Founder of LABS Executive (Leading through Advanced Brain Science) (London-Rome)

Organizations must innovate and adapt quickly to survive and flourish in an exponentially changing world. LABS helps organizations and leaders unlock innovation. Learn from the latest cutting-edge science that drives human behavior. Courses and consultancy will provide you with the tools to gain insights of your own and to develop a foundation to succeed wherever you are.



November 2021 - November 2022

Head of Leonardo Group Educational Ecosystem (Rome)

Direct contribute to the education system of the countries in which Leonardo operates, putting at their service the vision of the Group regarding the evolution of technologies and key skills for the A&D Sector, the ability to train, qualify and enhance heterogeneous professionals, the aptitude for guarantee support to deserving students and research projects.

October 2017 - November 2021

Chief People Organization & Transformation Officer (Rome)

Direct and administer the operational activities of Leonardo Group (49.000 HC) leading at Group Level: Human Resources, Process and Organization, Transformation Projects, Corporate Culture and Internal Communication (from October 2020), Crisis Management.

From October 2017 to October 2020 Information Technology.

Countries covered: Italy, UK, Poland, USA

Main Achievements

- 2017-2019
 - o Group culture transformation definition and implementation
 - o Group employee journey processes redesign
 - Group HR digitalization processes definition and implementation
- 2018-present
 - o Group new policies (170) and process (100) definition and implementation
- 2018
 - Group succession plan including talent management pipeline definition and implementation
- 2019
 - o Electronics Division creation and set up
- 2020-present
 - Group Covid-19 Crisis Management: innovative protocols with Unions in Italy and other countries in EU - signed
- 2021
 - Group HR Analytics using artificial intelligence (focus on job posting, job rotation) definition and implementation
 - o Federmeccanica collective employment agreement signed
 - Leonardo Group supplementary contract signed
 - Group sustainable operating model definition and implementation





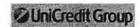
July 2014 - September 2017

Chief Operating Officer (Rome)

Direct and administer the operational activities of **Cassa Depositi Prestiti** (800 FTE CDP, 2000 FTE CDP Group level) leading: Human Resources, Information and Communication Technology, Security, Process and Organization, Operations, Purchasing, Logistics.

Main Achievements

- · Governance framework aimed at steering the strategy of all Group entities
- IT strategic plan
- Group leadership culture
- · HR Analytics program



June 2008 - June 2014

CEE CIO (Vienna, April 2013 — June 2014) — previously named **Head of CEE Global Banking Services Business Partner** — Unicredit Central Eastern Europe (CEE) Division (Vienna, I March 2011 — April 2013). Coordinated the overall operations for 13 Banks in CEE (2000 FTE) — with a team comprised of 30 employees in Vienna plus 13 Head of GBS across CEE Banks (HR function included).

Countries covered in CEE: Russia, Romania, Hungary, Czech Republic, Slovakia, Slovenia, Bosnia, Croatia, Serbia, Bulgaria, Ucraina, Baltics (2)

Main Achievements

- Cost reduction (HR, SG&A)
- Succession plan and talent management
- Corporate CRM using Big Data approach
- CEE Mobile Banking

HEAD of Group Innovation Program Global Banking Division (Vienna/Milano, December 2009 — March 2011). Promoted to direct all innovation projects at Group Level, supporting the UCG Executive Management Committee (EMC) to further strengthening the coordination and control of the innovative initiatives within the Group.

Head of Innovation and Change fi4anagement Global Banking Division (Milano, January 2009 - December 2009). Directed the Innovation process and coordinated Change I Management programs to improve the Innovation attitude within the Western Europe UCG Global Banking Division.

Project Leader One4All project Global Banking Division (Milano, June 2008 - January 2009). Established the New International Legal Entity for the Back Office; integration of five international legal entity/department: UPA Italy, BA AS Austria, HVB Back Office Dep, Germany, BTS Czech Rep, UPA Branch Romania; opening of a near shoring branch in Poland





October 2001 - June 2008

Partner in a Management Consultant Company (Milano Office) with industry expertise focused on Telco, Electronics, Nledia, Energy, and Financial Services. Leader of the Technology and Innovation Practice. Nlajor Customers (Pirelli, Telecom Italia, Huawei, British Telecom, STNlicroelectronics, Eurotech, Banca Intesa, Unicredit, ...)

TIRELLI

June 1997 - October 2001

Process manager at Pirelli e-Corporation Pirelli spa (Milano, December 1999 — October 2001) Introduced webbased approach to achieve process simplification (R&D, Product Development, CFO process, Purchasing ...)

g4olecular Modelling f4anager at **Research Lab** Pirelli Cavi spa (Milano, 3une 1997 — December 1999) Directed research activities in material science for Pirelli Cavi and Pirelli Pneumatici; author of many international publications on Silica and Carbon materials.

December 1 9 8 5 *- June 1997

High Performance Computing expert, IBM Italia (Milano, December 1995 — June 1997) Introduced parallel and vector computing in many Industrial sectors

Senior Scientist, IBM European Center for Scientific Computing (ECSEC) (Rome/San José/Zurich, December 1985 — December 1995). Research activities in material science for many industrial projects

Academic Preparation

2023 Certificate in the Foundations of NeuroLeadership CFN - Neuroleadership Institute, NY

2022 — Neroscience for Business - MIT Execcutive Education

2022 — Certificate in Foundations of Neurocoaching — Neuroleadership Institute, NY

2004 — Basic Financial Management Course — SDA Bocconi

1992 — Visiting Scientist — IBM Research Division Zurich Lab

1988/1991 — Post Doc/Visiting Scientist — International School for Advanced Studies Trieste

1985 — Doctor in Physics — Università degli Studi dell'Aquila

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MIMI KUNG

A dynamic, pragmatic and influential Business Leader and Board Director with extensive experience predominately within the Financial Sector now looking to move back into the Executive environment. Highly adept at fostering business progression and transformation through strategic development, business planning, re-engineering activities and policy execution. Demonstrating comprehensive leadership experience to support business performance and providing pivotal input into compliance and risk controls to successfully drive an organisation forward. A leader who is not afraid to challenge the status quo, who empowers teams to be aspirational in their approach and is proficient at uniting diverse agendas to achieve exceptional results.

Key Skills

- Executive/Non-Executive Board Member: Driving corporate and organisational growth as a key member of Senior Leadership Teams and Boards; challenging decision making to drive overarching strategy and financial achievements.
- **General Management:** Leveraging operational and business growth strategies, financial accounting, P&L monitoring, human resource planning, customer relations and technology to drive organisational functionality.
- **Business Transformation:** Devising and executing business transformation strategies, capitalising on business transformation and re-engineering activities to achieve significant international growth, turnover and profitability.
- Strategic Planning and Execution: Developing country, regional and global strategies, leadership and operational infrastructures to drive the achievement of forecasts and targets in line with overarching objectives.
- **Global Business Expansion:** Evaluating business performance to identify and target key areas for growth; developing and implementing growth strategies through stakeholder partnerships, digital transformations and organisational efficiencies.
- **Change Leadership:** Leading positive adoption of organisational change through employee engagement and stakeholder management techniques.
- **Team Leadership:** Establishing and developing high-performance multi-disciplined teams of up to 1500 FTE, adopting a collaborative leadership style to empower individual development while fostering loyalty and brand passion.
- **Relationship Management:** Working with senior level stakeholders, clients and business partners and demonstrating adaptive communication, influencing and negotiation techniques to develop robust global relationships.
- **Continuous Improvement Ethos:** Fostering a continuous improvement culture across all teams and encouraging employees to identify and recommend operational and process improvements to enhance service efficiency and delivery.

Career History

04/2018 – Present	Independent Non-Executive Director	Prysmian Group
10/2017 – 11/2020	Independent Non-Executive Director	Bank of Ireland UK
05/2016 – 05/2023	Independent Non-Executive Director	Poste Italiane

Key Roles:

- Prysmian Group Independent Non-Executive Director of the Board and Member of the Sustainability Committee.
- Bank of Ireland UK Independent Non-Executive Director of the Board; Member of the Risk Committee, Nominations and Remunerations Committee.
- **Poste Italiane** Independent Non-executive Director of the Board; Member of the Nominations and Corporate Governance Committee and Related Parties Committee.

Key Responsibilities:

- Ensuring that the Board of Directors establishes clear objectives and delivers agreed business and operational plans.
- Providing an independent and objective perspective supporting key strategy, performance and risk management.
- Supporting and challenging the leadership team to ensure that the Board conforms to the highest standards of corporate governance and makes appropriate decisions to meet the needs of the organisation.
- Conducting regular strategic performance reviews and scrutinising the Management Team performance against organisational objectives.
- Pivotal input into strategic planning, organisation transformation, objective setting and establishing operational frameworks and policies while ensuring ongoing regulatory and industry compliance.
- Monitoring ongoing corporate performance and ensuring the required infrastructure, frameworks and systems in place to achieve organisational aims and objectives.
- Contributing at Board and Committee meetings and providing insight and constructive input across all aspects of business performance including financial and budgets, regulatory controls and future planning.

EMARKET SDIR CERTIFIED

2013 – 2015 Senior Vice President; Italy Country Manager; Head of Card Services in Central Europe & International Currency Cards

- Board Chairman for American Express Italy and Country Head with leadership accountability for the Consumer and Small Business Services across Italy, Germany and Austria.
- Additional responsibility for the International Currency Card business run from UK, Singapore and Hong Kong servicing premium offshore worldwide card members (Centurion and Platinum).
- Chairman of Alpha Card the joint venture with BNP Paribas Fortis in Belgium.
- Developed and executed country growth strategy to deliver \$15 billion annual turnover and \$160 million profit.
- Achieved considerable business expansion through development and implementation of business transformation strategies.
- Motivational leadership of a team of 1,500 FTE serving 1.5+ million customers/card members.

2010 – 2013 Senior Vice President; Italy Country Manager

American Express Company, Rome

- Chairman and Senior Legal Representative of American Express Italy Board and Chairman of American Express Italy
 Operational Risk Committee.
- Transform the business in areas of corporate governance, reputation and talent within the first two years of post while redefined and optimised growth strategy and customer engagement journey.
- Achieved a 2% market share increase in a highly competitive environment and delivered \$8 billion turnover with \$100 million profit through new partnerships and acquisition digitalisation.
- Led a team of over 1,000 FTE supporting over 1 million customers and merchants.

2007 – 2010 Vice President and General Manager – Global Services UK and Netherlands; EMEA Remote Account Management

American Express Company, UK

- Executive Director on the American Express Europe Board and Member of the Operational Risk Committee.
- Led the UK and Netherlands Commercial Payments business division responsible for supporting B2B Multi-National, Large and SME customers.
- Established and developed the UK based central Remote Account Management function, leading 200 client and account management FTE servicing customers in 7 languages.
- Delivered \$7 billion annual sales and \$80 million profit and achieved consistent growth through new product launches.

2004 – 2007	CFO Europe – International Partnership & Reward	American Express Company, UK
2000 – 2003	Vice President – Head of Investment Planning and Financial Analysis for International	American Express Company, USA
1998 – 2000	Director – Business Travel Marketing and Pricing	American Express Company, USA
1995 – 1998	Director – Business Planning and Financial Analysis	American Express Company, USA
1991 – 1995	Investment and Collateral Analyst	GE Capital, USA
1998 – 1990	Assistant Controller	The Grand Hyatt, Taiwan

Education and Certifications

Training

- Sustainability/ESG Greenhouse Emission Reduction Scope 1 to 3
- Leadership Training S1 to S4 Model
- Inspiring Leadership
- Financial Services European Regulations (Model 231)
- Corporate Governance Policies

2003 Finance Executive Management Programme Oxford University
 1988 BSc in Business Administration and Finance Boston University School of Management

Additional Information

IT Skills Microsoft Office Suite (Word, Excel, PowerPoint, Access, Outlook);

Languages English (Native); Mandarin Chinese (Native); Italian (Conversational)

Interests Travelling and exploring new locations, cultures and cuisines; Cooking and eating good food; passionate

about fashion and love old movies.

References Available on Request

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STEFANO PARISSE



PROFILE

Senior executive with 30 years of experience in Telecom and Digital leading commercial and operation teams to deliver P&L results through new business, products and partnerships. Moving at ease between strategy, innovation, delivery and performance management. Example achievements include:

- Established new broadband business in Italy creating in 5 years 1bn euro business and scaling Vodafone Italy from number 6 to number 1 broadband challenger.
- Managed the device business end to end for 26 countries, around 25 million devices managed yearly. Activities include portfolio definition, procurement, marketing, distribution, and logistics.
- Designed, negotiated, and launched first in Europe distribution partnership with Netflix, Spotify,
 Amazon Prime and PayPal across 10 countries generating around 1bn euro benefits.
- Set up and led the Italian government digital transformation office. A 250 people team to deliver the digital transformation of 20.000 public administrations investing around €7bn.

EXPERIENCE

2023 - IGENIUS Milan

SVP & GM for EMEA

Responsible of the scale up of the commercial and finance operations. iGenius has developed a
proprietary generative AI solution designed for Enterpise customers. Leader in conversational AI

2021 - 2023 DTD, DEPARTMENT OF DIGITAL TRANSFORMATION

Rome

COO, Head of the Transformation Office

• Set up and run the Transformation Office: the unit in charge of delivering the PNRR (National Plan for Recovery and Resilience) of the DTD. 50 people running 8 key transformation projects and 200 people located in 6 areas of the country to guide, support, and control the digital transformation of around 20.000 public administrations investing around €7bn.

2006 - 2020 VODAFONE GROUP

UK / USA / Italy

2012 - 2020 Group Product and Services Director

London, UK

- Selection, procurement, distribution, and reverse logistics of all the device across Mobile, Fixed for all Vodafone markets.
- Define, design, and deliver consumer products and services to all Vodafone markets to enhance revenues profitability and differentiation.
- Managing strategic relationship with key global internet players and device manufacturers across US, Europe, and Asia.
- Managing team of 900 people located in all Vodafone markets and central teams in UK, Germany, and Luxembourg.
- Member of Vodafone Senior Leadership Team (top 150 senior executives worldwide).

2010 - 2014 Director, Vodafone Ventures

London, UK / Redwood City, Bay Area, USA

- Member of the board and investment committee of corporate venture capital arm of Vodafone.
- Overseen transactions across USA, Europe and Asia including companies operating in mobile advertising, loyalty, advanced messaging, data analytics, deep network technology, enterprise device management software, etc.
- The fund stopped investing in new companies in 2014. At that time, it had fully repaid the \$80m equity invested and had a portfolio of 19 early-mid-late stage companies at an evaluation of around \$76m, which was an average ~50% higher than invested equity.

2012 CEO TeleTu (former Tele2 Italy), Vodafone Group

Milan, Italy

- Managed the dual brand broadband operations of TeleTu and Vodafone.
- Integrated the two teams and managed the subsequent TeleTu brand switch off.



2006 - 2012 Strategy and Fixed Broadband BU Director, Vodafone Italy

Milan, Italy

- Started up the fixed line business for consumer and enterprises. Led the acquisition of Tele2 Italian business.
- Managed Setup and consolidation of Technology, Marketing, Sales, Customer Operations of Fixed Broadband.
- Managed strategy, innovation and new products and mobile virtual network operator business
- Reporting to CEO.
- Member of Vodafone Senior Leadership Team (top 150 senior executives worldwide).

1999 - 2006 FASTWEB

Milan, Italy

2003 - 2006 Head, Residential and Business Division

- Triple Play player on FTTH.
- Managing marketing, communication, sales and product development for 75% of the company revenues.
- Reporting to CEO.

1999 - 2003 Head, Marketing

- Part of the startup team. Managed commercial launch, marketing and product development for all segments.
- Launched first consumer FTTH and IPTV service in Europe.
- Reporting to COO.

1998 - 1999 BAIN AND COMPANY

Milan, Italy

Manager

1992 - 1998 MONITOR COMPANY

Milan, Italy / Boston, USA

Case team Leader

1990 - 1992 AMBROSETTI CONSULENZA

Milan, Italy

Consultant

BOARD MEMBERSHIPS

2020-	Member	 Board and Risk Committee 	. Che Banca!	, online bank Mediobanca Grou	p. Milan, Italy

2012 - 2020 Member, Board, Vodafone Sales and Services, Vodafone

London

2012 - 2019 Chairman, Board, Vodafone Roaming Services, Vodafone

Luxembourg

2010 - 2014 Member, Board and Investment Committee, Corporate Venture Capital, Vodafone UK / USA

EDUCATION

1985 - 1990 Universita' Commerciale Luigi Bocconi

Milan, Italy

• Laurea, Economia Aziendale, 110 cum Laude

1988 New York University

New York, USA

PERSONAL

• Interests: Diving, Skiing (uphill and downhill), Flying as pilot, Travelling



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