

# REPORT ON REMUNERATION POLICY FOR THE **2025-2027** THREE-YEAR PERIOD AND THE REMUNERATION PAID IN **2025**

Drawn up pursuant to art. 123-ter  
of Legislative Decree no. 58 of 24  
February 1998 and in accordance with  
Annex 3A, schedules 7-bis and 7-ter  
of CONSOB Regulation no. 11971  
of 14 May 1999, as amended



**INTERPUMP  
GROUP**

INTERPUMP GROUP

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# 1. Letter from the Chair of the Remuneration Committee

Dear Shareholders,

In my capacity as Chair of the Remuneration Committee of Interpump Group S.p.A., I would like to address you directly to share some of the contextual and substantive factors that guided the work of the Committee and the Board of Directors on remuneration in the 2025. This Letter accompanies the information on the remuneration paid in 2025, which will be submitted to your consultative vote at the Shareholders' Meeting convened to approve the Financial Statements for the year ending 31 December 2025.

The year 2025 once again presented a complex macroeconomic and sectoral landscape. In this context, for global industrial groups such as Interpump, the ability to maintain competitiveness and profitability is measured by the quality of execution, management discipline and speed of decision-making. Against this backdrop, the Committee deemed it even more important to oversee the relation between remuneration and performance through an approach that is not merely formal but substantive, i.e., the ex ante definition of objectives, the measurability, verifiability and proportionality of awards, and the full traceability of decisions.

On this basis, the implementation of the 2025–2027 Remuneration Policy was overseen as an aspect of governance and not as a mere compliance exercise. The Policy provided the framework within which to maintain a balance between fixed components, cash-based variable components and components based on financial instruments, thereby ensuring a time horizon consistent with the creation of value over the mediumlong term. The Committee supported the Board in defining the objectives and, more importantly, in assessing their achievement, paying particular attention to two aspects that Shareholders currently consider to be crucial: (i) the quality of measurement and (ii) the predictability of the rules.

In 2025, the Group's performance demonstrated that the targets set for top management were fully met, with an overall economicfinancial performance that exceeded expectations and with the non-financial targets, including those in the ESG area and for individual performance, also being fully achieved. Within this framework, the MBO final assessment reflected the results achieved in a straightforward manner, maintaining a clear and proportionate relationship between performance and rewards, and providing the market with a simple and consistent understanding of the link between results and remuneration.

A second area I would like to highlight concerns sustainability. During 2025, the targets of the 2023–2025 ESG Plan were achieved, thereby further integrating sustainability targets with incentive systems. On this point, the Committee worked to ensure that the ESG targets, in addition to being consistent with the Group's commitment, were also measurable and verifiable, avoiding vague wording that would not allow for an effective assessment of results. From this perspective, the completion of the ESG Plan represents a significant milestone, which complements the growth path pursued by the Group during the period.

With regard to mediumlong-term incentives, 2025 represented an orderly transition between the initiatives launched in previous years and the new path outlined for the following three-year period. In this context, the Committee closely monitored the development of the incentive plans, with the aim of ensuring continuity in the overall approach and maintaining an effective alignment between management decisions and the interests of the Shareholders, thereby promoting a focus on creating value over time.

Finally, allow me to make a comment on disclosure. The Report has been structured with the aim of making it easier to read, avoiding redundancy and presenting the key points clearly. It includes the composition of the pay mix, a summary of targets, information on discretionary awards, and comparative tables that enable an assessment of the consistency between remuneration, performance and organisational dynamics over time. In this sense, transparency is not merely an obligation, but an essential component of the relationship of trust with all stakeholders.

I would like to thank the Shareholders for their contribution to the ongoing improvement of our governance and reporting practices. On behalf of the Committee, I confirm our commitment to continue enhancing the quality of decision-making processes and the clarity of information, with the aim of consolidating a remuneration system that is consistent with our strategy, with sustainable success, and with the expectation of an effective alignment between performance and remuneration.

Yours faithfully,

**Marcello Margotto**  
Chair of the Remuneration Committee



## New features of the 2025-2027 Remuneration Policy report

Interpump has defined the Remuneration Policy for the 2025-2027 three-year period in line with statutory and regulatory requirements, as well as the results of the Shareholders' Meeting vote, and taking into account the views of investors, shareholders and proxy consultants. With a view to continually aligning with market best practices, the main changes introduced in this Report are outlined below:

- approval, by the Board of Directors at its meeting of 22 January 2024, of the Diversity, Equity and Inclusion Policy, which sets out the principles, targets and commitments that the Interpump Group intends to assume to promote diversity, ensure equity and foster inclusion, both within its organisational structure and externally, supporting the growth of an inclusive company;
- additional disclosure on the Company engagement activities with shareholders, investors and proxy advisors in order to incorporate suggestions from the market on the subject of remuneration into the Remuneration Policy;
- identification by the Board of Directors, on the proposal of the Appointment Committee, of the Key Management Personnel;
- amendments to the temporary waiver clause of the Remuneration Policy, limiting its application only to specific exceptional events and with respect to the short-term variable remuneration component (MBO) only;
- redefinition of the qualitative targets included in the short-term incentives (MBO) and elimination of the same in the long-term targets (LTI): the quantitative performance target included in the short-term variable incentive (MBO) was redefined, linking it to extraordinary transactions and the contribution of the Interpump Group external growth. In contrast, the qualitative target was removed from the long-term incentive (LTI) scorecard;
- definition of the new 2025-2027 Interpump Incentive Plan: based on the assignment of options upon the achievement of performance targets at the end of the three-year award cycle, and thus through targets defined over the entire duration of the Plan;
- changes to the performance criteria of the new 2025-2027 Interpump Incentive Plan: an additional financial performance indicator was introduced, measuring absolute TSR;
- improved disclosure of performance targets: the disclosure of metrics under the long-term incentive plans (LTI) was expanded, including through the advance disclosure of performance targets in the area of sustainability following the definition of the new ESG Plan;
- advance disclosure of performance targets in the ESG area as a result of the definition of the new 2026-2028 ESG Plan;
- identification of a peer group of companies within the panel of the FTSE MIB of Borsa Italiana in order to improve the alignment of remuneration policies with market best practices.



# Executive Summary

Remuneration component	Purpose	2025 benchmark amounts
Fixed remuneration	Enhancing responsibilities and skills as well as attracting, motivating and retaining talented professionals.	<b>Executive Chair:</b> Euro 1,731 thousand <b>Chief Executive Officer:</b> Euro 398 thousand <b>Key Management Personnel (KMP)<sup>1</sup>:</b> Euro 951 thousand
Short-term variable incentive plan (MBO)	Motivate and direct management action in the short term, consistent with the targets set by the Board of Directors.	<b>Executive Chair:</b> <ul style="list-style-type: none"> <li>Actual pay-out: 57.8% of fixed remuneration</li> </ul> <b>Chief Executive Officer:</b> <ul style="list-style-type: none"> <li>Actual pay-out: maximum 15.1% of fixed remuneration</li> </ul> <b>Key Management Personnel (KMP):</b> <ul style="list-style-type: none"> <li>Actual pay-out: maximum 22.0% of fixed remuneration</li> </ul>
Long-term variable incentive plan (LTI)	Incentivising and retaining the executive directors and the top management of the Interpump Group and its subsidiaries, aligning their actions to the interests of the stakeholders, with the aim of promoting the creation of sustainable value in the medium to long term.	<b>Executive Chair:</b> Euro 4,914 thousand (fair value) <b>Chief Executive Officer:</b> Euro 507 thousand (fair value) <b>Key Management Personnel (KMP):</b> Euro 717 thousand (fair value)
Fringe benefits	An integral part of remuneration, they are characterised by their predominantly welfare or social security-based nature.	In addition to the statutory benefits, the following are guaranteed: <ul style="list-style-type: none"> <li>supplementary health care;</li> <li>supplementary pension provision;</li> <li>medical insurance;</li> <li>allocation of a mixed-use car.</li> </ul>
One-off bonus	To recognise, on an exceptional basis and in accordance with the Remuneration Policy, contributions made in connection with specific extraordinary operations and/or projects, thereby supporting the attraction, motivation and retention of key personnel.	<b>Executive Chair:</b> Euro 200 thousand <b>Chief Executive Officer:</b> Euro 35 thousand <b>Key Management Personnel (KMP):</b> Euro 97 thousand
Severance	Safeguard the Company in the event of: (i) termination of employment or cessation of the office of director; (ii) decrease and/or limitation of areas of responsibility and/or delegated powers; (iii) demotion.	<b>Chair:</b> for any further severance package that the Company should resolve in favour of the Chair, as for all the other parties, the maximum amount shall be equal to one year remuneration calculated as the average of the gross annual remuneration in the previous two-year period including “Fixed remuneration”, “Fringe benefits”, “Non-equity variable remuneration”, “Other remuneration” and the non-competition agreement (not provided for to date), and subject to compliance with previous individual agreements still in force at the date of this Report. However, any remuneration from one-off or discretionary bonuses is excluded from this calculation. <b>Executive Directors and Key Management Personnel:</b> in the event that the Company resolves on a severance package, the maximum amount shall be equal to one year remuneration calculated as the average of the gross annual remuneration in the previous two-year period including “Fixed remuneration”, “Fringe benefits”, “Variable non-equity remuneration” and “Other remuneration” and the non-competition agreement (not provided for to date). However, any remuneration from one-off or discretionary bonuses is excluded from this calculation.

<sup>1</sup> Key Management Personnel (KMP)

### Criteria and parameters for implementing the 2025-2027 Remuneration Policy

Fixed remuneration is determined on the basis of the role, assigned responsibilities and delegated powers, taking into account applicable market levels for comparable roles and the impact on corporate results.

#### Assessment metrics:

- Financial targets (weight 70%)
  - 35% net consolidated like-for-like sales (excluding M&A)
  - 35% consolidated like-for-like EBITDA (excluding M&A)
- ESG targets (weight 15%)
- Targets related to managerial commitment and capabilities, as well as to the results of M&A activities (weight 15%)

There is a minimum threshold for each target below which the incentive does not accrue pro-rata.

There are no mechanisms for recognising over-performance.

Clawback and malus clauses are applied.

#### 2025-2027 Interpump Incentive Plan

#### Assessment metrics:

- Financial targets (weight 85%)
  - 35% net consolidated sales including M&A transactions
  - 35% consolidated EBITDA including M&A transactions
  - 15% Total Shareholder Return including M&A transactions
- ESG targets (weight 15%)

There are no qualitative individual performance targets.

Vesting period: 2025-2027 three-year period and until the approval of the 2027 Financial Statements

Clawback and malus clauses are applied.

Minimum Holding for Executive Directors and Key Management Personnel for >50% of the shares purchased and until 30 June 2030, with the right of waiver for Executive Directors if the transfer of the shares is necessary to comply with obligations and/or constraints provided for by the Consolidate Law of Finance and applicable regulations.

Defined in continuity with the Policy of previous years and in compliance with the provisions of collective bargaining and national regulations.

Residual and exceptional use of discretionary remuneration elements, as a flexible tool to attract, motivate and retain key resources, payable in connection with specific operations and/or projects (including M&A transactions). The award is approved by the Board of Directors on the basis of a proposal from the Remuneration Committee, after consulting the Board of Statutory Auditors where appropriate; the maximum individual amount is 30% of the average gross annual remuneration over the previous two years (including fixed remuneration, fringe benefits, nonequity variable remuneration and other remuneration), without prejudice to the overall limit of 75% of fixed remuneration for all short-term bonuses (MBO and one-off bonuses).

Allowance for termination of the office of Executive Chair and of the employment relationship in connection with the following cases:

- revocation or non-renewal in the absence of just cause;
- resignation from office and proxy for such a serious cause that it is not possible to continue;
- resignation from office and proxy as a result of a change of control, resulting in a substantial change in position and/or powers.

# Introduction

This “Report on Remuneration Policy and Remuneration Paid” (hereinafter referred to as the “Report” or “Remuneration Report”), is submitted for approval to the Shareholders’ Meeting, upon the proposal of the Board of Directors, taking into account the indications of the Remuneration Committee, and is structured according to the following sections:

- **First Section:** it describes the Policy adopted by Interpump Group S.p.A. for the 2025-2027 three-year period regarding the remuneration of the members of the Board of Directors, including Executive Directors and Non-Executive Directors, Key Management Personnel, as well as, without prejudice to the provisions of art. 2402 of the Italian Civil Code, the members of the control body of Interpump Group S.p.A. The First Section also specifies the principles and purposes of the Remuneration Policy, as well as the procedures used for the adoption, implementation and review of that policy and, in exceptional cases, the possibility of temporary waivers. The First Section of the Remuneration Report is subject to a binding vote of the Ordinary General Shareholders’ Meeting convened to approve the Financial Statements for the 2024 financial statements, in compliance with the provisions of Legislative Decree no. 49 of 10 May 2019.
- **Second Section:** it contains a report on the items comprising the nominal remuneration paid to the members of the Board of Directors, the members of the Board of Statutory Auditors, as well as, in aggregate form, to Interpump Key Management Personnel for the 2025 financial year. The Second Section of the Report on Remuneration Policy and Remuneration Paid, in compliance with the provisions of Legislative Decree no. 49 of 10 May 2019, is submitted to the consultative vote of the Ordinary Shareholders’ Meeting, convened to approve the Financial Statements for the 2024 financial year, and is audited by the Auditing Firm PwC S.p.A., as the entity appointed to perform the statutory audit.

This Report has been prepared in accordance with the provisions of art. 123-ter of Legislative Decree no. 58 of 24 February 1998 (the “Consolidated Law on Finance”), art. 84-*quater* and in accordance with Schedules No. 7-*bis* and 7-*ter* of Annex 3A of CONSOB Regulation n. 11971/1999 (the “Issuers’ Regulation”), and in light of the principles and recommendations of the Corporate Governance Code approved by the Cor-

porate Governance Committee of Borsa Italiana S.p.A. in January 2020 (the “Corporate Governance Code”), to which the Company adheres, as well as for the purposes of art. 3.2, letter b of the Procedure for Related Parties Transactions approved by Interpump on 10 November 2010 and subsequent updates thereto.

The Report provides the shareholders of Interpump Group S.p.A. and the market with detailed disclosure on the Remuneration and Incentive Policy of:

- i. Executive and Non-Executive Directors;
- ii. Key Management Personnel, meaning people having the power and responsibility, either directly or indirectly, for planning, supervision and control of the Company business in compliance with the definition supplied in this regard in Annex 1 to the CONSOB Related Party Transactions Regulation no. 17221 of 12 March 2010 as amended;
- iii. standing members of the control body.

The Remuneration Policy is outlined consistently with the strategic targets of Interpump Group S.p.A., with the corporate governance model adopted by the Company and with the principles and recommendations contained in the Corporate Governance Code. Furthermore, it represents an indispensable element in the pursuit of the Group sustainable success in line with the targets set out in the 2023-2025 ESG Strategic Plan, which expresses the ambitions and commitments Interpump has set itself to ensure a long-term, sustainable economic growth. For this reason, the target of Interpump Group S.p.A. Remuneration Policy is to attract, motivate and retain its resources in the primary interest of creating value for the Shareholders in the medium-long term, enhancing the performance achieved and recognising the quality and effectiveness of individual contributions. Interpump remuneration and incentive strategies are based on the principles of equity and diversity, in accordance with what is defined in the Equity, Inclusion and Diversity Policy approved by the Board of Directors on 22 January 2024, and on the consideration that the Group resources represent the foundation of its organisation.

# FIRST SECTION

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## **2025-2027** REMUNERATION POLICY

## First Section - 2025-2027 Remuneration Policy

# 1. Corporate Information

The first company in the Group - Interpump Group - was founded in 1977 in Sant'Ilario d'Enza (RE) by Fulvio Montipò thanks to a radical innovation, namely, ceramic pistons replacing steel pistons. Interpump Group S.p.A. was established on 1 December 1995 and has been listed on the Milan Stock Exchange since 1996. By virtue of its transparency and Corporate Governance requirements, it was admitted to the Euronext STAR Milan segment of Borsa Italiana on 1 April 2001; the security has been included in the FTSE-MIB index since 22 June 2020. The issued and fully-paid share capital amounts to EUR 56,617,232.88 and is represented by 108,879,294 ordinary shares with a nominal value of EUR 0.52 each.

The Interpump Group manufactures and markets high and very high pressure piston pumps, pumping systems used in various industrial sector to transport fluids, high pressure homogenizers, mixers, agitators, piston pumps, valves and other machines, principally for the food processing industry, but also for the chemicals and cosmetics industries, and automated solutions for milking and the dairy industry (Water Jetting Sector), power take-offs, gear pumps, hydraulic cylinders, directional controls, valves, hydraulic hoses and fittings, gears, orbital motors and steering systems, and other hydraulic components (Hydraulic Sector).



## 2. The Corporate Governance Model

Interpump Group S.p.A. has adopted a governance model designed to guarantee transparency, consistency at group level among the member companies (hereinafter the “Group”), and adequate control in relation to the Remuneration Policy and its implementation and revision.

The corporate governance system of Interpump Group S.p.A., outlined by the Board of Directors, is based on a set of legal provisions and rules of good governance inspired by the Principles and Recommendations contained in the Corporate Governance Code, in its latest version issued by the Corporate Governance Committee of Borsa Italiana in January 2020. It pursues an ethical business model with sustainable success through the long-term creation of value for its shareholders and relevant stakeholders.

The Remuneration Policy, contained in the First Section of the Report, is resolved upon by the Company Board of Directors, which is responsible for its implementation and review, upon the proposal of the Remuneration Committee and after hearing the opinion of the Board of Statutory Auditors, and is defined in accordance with the governance model adopted by the Company and the Recommendations and Principles of the Corporate Governance Code. It is subject to the binding vote of the Shareholders’ Meeting pursuant to art. 123-ter, paragraph 3-ter of the Consolidated Law on Finance.

When determining the remuneration of their Directors, Group companies follow the guidelines provided by Interpump Group S.p.A., and apply those set out in this Remuneration Policy.



## 3. Corporate governance bodies involved in the Remuneration Policy

### Shareholders' Meeting

Pursuant to the Articles of Association and art. 123-ter of the Consolidated Law on Finance, the role of the Shareholders' Meeting with regard to remuneration matters concerns:

- the appointment and revocation of members of the Board of Directors, the Board of Statutory Auditors, their Chairmen and, if applicable, their Deputy Chairmen;
- upon appointment and for the entire duration of the term of office, the determination of the remuneration of the members of the Board of Directors and the Board of Statutory Auditors;
- the approval of share-based incentive plans proposed by the Board of Directors, referring their implementation to the Board;
- the binding vote on the First Section of the Remuneration Policy Report and the consultative vote on the Second Section of the Remuneration Report.

- iv. establishing a Remuneration Committee from among its members, determining the related duties and approving the regulation that governs its operation;
- v. assessing the consistency with the Remuneration Policy of the criteria adopted for the remuneration of Key Management Personnel, if identified, after hearing the recommendations of the Remuneration Committee.

As of the date of this Report, the Board of Directors of Interpump Group S.p.A. in office was appointed by the Meeting of 28 April 2023 for the 2023-2025 three-year period, until the date of the Meeting that will be called to approve the Financial Statements for the financial year ending 31 December 2025, and it is composed of ten Directors, including Executive and Non-Executive Directors, all of whom with professionalism and skills appropriate to the tasks entrusted to them.

To date, the Board of Directors is composed as follows:

Name	Appointment
Fulvio Montipò	Executive Chairman
Giovanni Tamburi	Deputy Chairman
Fabio Marasi	Chief Executive Officer
Antonia Di Bella	Non-Executive and Independent Director
Nicolò Dubini	Non-Executive and Independent Director
Marcello Margotto	Non-Executive and Lead Independent Director
Federica Menichetti	Non-Executive and Independent Director
Roberta Pierantoni	Non-Executive and Independent Director
Rita Rolli	Non-Executive and Independent Director
Anna Chiara Svelto	Non-Executive and Independent Director

### The Board of Directors

The Board of Directors is responsible not only for the approval, in the first instance, of the Remuneration Policy and its submission to the Shareholders' Meeting for approval, but also for:

- i. allocating the overall remuneration established for the Directors during the Meeting, pursuant to the provisions of art. 2389, paragraph 1 of the Italian Civil Code, if not already decided during the Meeting itself;
- ii. determining the remuneration of the Directors assigned with special offices pursuant to art. 2389, paragraph 3 of the Italian Civil Code, further to a proposal from the Remuneration Committee;
- iii. analysing the incentive plans to be submitted for meeting approval;

In compliance with the recommendations contained in the Corporate Governance Code and in the context of the activities carried out, the exclusive responsibilities of the Board of Directors are:

- the examination and approval of business plans, also based on the analysis of issues relevant to long-term value generation;
- periodic monitoring of the implementation of the business plan, as well as assessment of the general results of operations, periodically comparing the results achieved with those planned;
- the definition of the nature and level of risk compatible with the strategic targets of the Issuer, including assessment of all the elements that may be important to the sustainable success;
- the definition of the corporate governance system;
- the definition, at the proposal of the Remuneration Committee, of the policy for the remuneration of Directors, Auditors and Key Management Personnel functional to the pursuit of the sustainable success of the Company;
- the definition, at the proposal of the Control and Risk Committee, of the remuneration policy for the Head of Internal Audit, Risk & Compliance;
- the determination, after examining the proposals of the Remuneration Committee and consulting the Board of Statutory Auditors, of the remuneration of the Executive Chairman, the Chief Executive Officer, the other Directors holding special offices and the Key Management Personnel;
- the assessment, at least once a year, of the size, composition and operation of the Board and its Committees, possibly expressing guidelines on the professional figures whose presence on the Board is deemed appropriate;
- the adoption, updating and implementation, with the assistance of the Remuneration Committee and the Appointment Committee, of the succession plan;
- the assessment of the adequacy of the organisational, administrative and accounting structure of the Issuer and its subsidiaries of strategic importance, with particular reference to the system of internal control and risk management;

- deliberating on transactions of significant strategic, economic, capital or financial importance, establishing the general criteria for identifying significant transactions;
- the adoption, at the proposal of the Executive Chairman, of a procedure for the internal management and external communication of documents and information concerning the Company, with particular reference to inside information.

## Remuneration Committee

The Remuneration Committee plays a key role in the definition of Interpump Remuneration Policy. In line with the provisions of the Corporate Governance Code, the Remuneration Committee is composed of a majority of Independent Directors, whose members have knowledge and experience in financial matters and remuneration policies, deemed adequate by the Board of Directors at the time of appointment.

The Remuneration Committee is composed of:

Name	Appointment
Marcello Margotto	Chairman of the Committee and Non-Executive and Independent Director
Giovanni Tamburi	Non-Executive Director
Federica Menichetti	Non-Executive and Independent Director

The Remuneration Committee, formed within the Board of Directors, is assigned the following functions:

- make proposals to the Board of Directors for the definition of the Remuneration Policy for Executive Directors and Key Management Personnel, and monitor the implementation of the decisions adopted by the board in this regard;
- check periodically the adequacy, consistency and practical application of the policy for the remuneration of the Directors and any Key Management Personnel, drawing on information provided by the Chairman and Chief Executive Officer, and make general recommendations to the Board in this regard;
- monitor application of both the decisions made by the competent bodies and the corporate policies for the remuneration of top management, and assess periodically the adequacy and overall consistency of the policy for the remuneration of Directors and top management;

- assist the Board of Directors with preparation of the Remuneration Policy, including the sustainability of business activities in the definition of the policy and monitoring its concrete application;
- prepare, submit to the Board of Directors and monitor the mechanisms for executive incentive systems (including any stock-based plans) designed to attract and motivate managers, develop their sense of belonging and assure over time their constant focus on the creation of value;
- promote the principles and values of sustainable development.

The operation of the Remuneration Committee is governed by the Regulation approved by the Board of Directors during the meeting held on 19 March 2021. In the execution of its functions the Remuneration Committee is entitled to access the necessary information and corporate functions and to make use of external consultants as necessary, according to the terms established by the Board of Directors. The Board of Directors has assigned an expenditure budget of EUR 40,000 to the Remuneration Committee for its activities.

During the 2024 financial year, 3 meetings were held, with an average total duration of approximately one hour, at which all members of the Remuneration Committee and the Board of Statutory Auditors attended, in the persons of the Chairman of the Board of Statutory Auditors and at least one Statutory Auditor. In addition, the General Counsel & ESG Director, the Chairman of the Sustainability Committee and the CEO of Interpump Group S.p.A. were invited to the meetings by the Chairman of the Committee, for aspects falling within their remit. 4 meetings are planned for 2025, 3 of which have already been held, on 13 January 2025, 7 February 2025 and 14 March 2025 respectively.

During the meetings, held in 2024, the Committee resolved:

- to propose to the Board of Directors, with regard to the 2024 targets related to the vesting of 15% of the Options in connection with the “2022-2024 Interpump Group S.p.A. Incentive Plan”, the ESG targets identified by the same Committee;
- to propose to the Board of Directors that the ESG-related targets linked to the variable part of remuneration be more precisely spelled out in the Second Section of the Remuneration Policy;
- to propose to the Board of Directors the review and approval of the Second Section of the Remuneration Policy Report to be submitted to the Meeting

on the occasion of the approval of the Financial Statements for the financial year ending 31 December 2023, without prejudice to the First Section of the Remuneration Policy already approved by the Meeting of 28 April 2023 with a three-year term;

- to propose to the Board of Directors regarding the remuneration for the office of director and the total maximum remuneration of directors assigned with special offices in relation to 2024, and for the period from 1 January 2025 until the date of approval of the 2024 financial statements;
- to formulate a proposal to the Board of Directors for the recognition of the variable remuneration component (MBO Bonus) accrued in the 2023 financial year to the Executive Chairman and the Chief Executive Officer;
- to propose that the Board of Directors resolve to authorise the disposal of the shares resulting from the exercise of the stock option plans (2019-2021 Interpump Incentive Plan and 2022-2024 Interpump Incentive Plan) by the persons identified in the 2024 financial year as Key Management Personnel during the exercise period covered under the respective plans;
- subject to the favourable opinion of the Board of Statutory Auditors, to propose that the Board of Directors determine the remuneration to be assigned to the members of the Board for the period between 1 January 2025 and the date of approval by the Meeting of the 2024 Financial Statements;
- to propose to the Board of Directors the determination of the 2024 bonus (MBO) to be awarded to the Group executive directors based on the achievement of the targets set by the Board;
- to propose to the Board of Directors, following examination of the table relating to the quantitative targets achieved in the 2023 financial year with respect to the targets set and having heard the favourable opinion of the Board of Statutory Auditors, to assign a) all the Options relating to the 2024 tranche of the “2022- 2024 Incentive Plan” referring to quantitative targets; b) all the Options relating to the 2024 tranche linked to the achievement of the ESG targets assigned and achieved; c) all the Options relating to the 2024 tranche linked to the achievement of the qualitative targets pertaining to the Chairman of the Board of Directors and the CEO and to delegate the latter the assignment of the Options of a qualitative nature to the other beneficiaries.

During the meeting held on 7 February 2025, the Committee:

- reviewed the benchmark analysis on peer companies conducted by a consulting firm experienced in remuneration policies and the feedback received on the basis of the engagement activity conducted by the Company on remuneration issues;
- proposed to the Board of Directors to determine the remuneration to be awarded to Executive Directors and Directors holding special offices in relation to the 2025 financial year and the period between 1 January 2026 and the date of approval of the 2025 financial statements, as well as the short-term variable remuneration (MBO) component for 2025 to be awarded to the Executive Chairman, the Chief Executive Officer, Key Group Management Personnel and top managers of the Group;
- preliminarily examined the new elements of the proposed 2025-2027 Interpump Incentive Plan.

During the meeting held on 14 March 2025, the Committee:

- proposed to the Board of Directors the review and approval of the First and Second Section of the Remuneration Policy Report for the 2025-2027 three-year period to be submitted to the Meeting on the occasion of the approval of the financial statements for the year ending 31 December 2024;
- proposed to the Board of Directors the examination and approval of the new “2025-2027 Interpump Incentive Plan”.

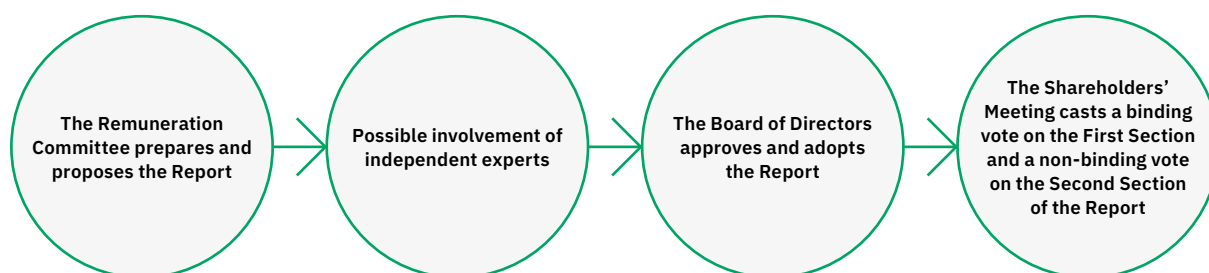
## Board of Statutory Auditors

In expressing its opinion on the remuneration of Directors assigned special offices, in compliance with art. 2389, paragraph 3 of the Italian Civil Code, the Board of Statutory Auditors assesses the consistency of the proposals with this Remuneration Policy. Pursuant to art. 149, paragraph 1, letter c-bis of the Consolidated Law on Finance, the control bodies are responsible for monitoring the practical implementation of the corporate governance rules envisaged in the codes of conduct adopted by the Company and, therefore, those governing the decisions made about remuneration and other benefits.



## 4. Drafting and approval of the Remuneration Policy

Consistent with the applicable laws and regulations and with the Recommendations of the Corporate Governance Code, the decision-making process adopted for the approval of the Remuneration Policy and its proper application comprises the following phases:



## 5. Duration of the Remuneration Policy

Interpump Group S.p.A. supports discussions with Shareholders in order to facilitate their involvement in the definition of the Remuneration Policy. In particular, the Company has deemed it appropriate to submit the First Section of this Report to the binding vote of the Shareholders' Meeting that will be convened to approve the financial statements for the year ending 31 December 2024, in order to provide Interpump Group S.p.A. Shareholders, in a complete, clear and transparent manner, the changes made to the Policy itself following the feedback received from investors and as a result of the analysis of the meeting votes, as well as for the need to align the components and duration of the new 2025-2027 Interpump Incentive Plan with the principles of the Remuneration Policy. At the same time, in order to ensure the necessary flexibility in the dynamic operating environment in which

the Group operates, this Remuneration Policy is valid for three years.

The Board of Directors, appointed on 28 April 2023 and in office until the approval of the Financial Statements as at 31 December 2025, has prepared this Remuneration Policy for the 2025-2026-2027 period and considers it suitable for the corporate needs. The Policy incentivises the recipients of the remuneration approved by the competent corporate bodies and is consistent with the continuous, planned and sustainable growth of the Company and the Group. The Board of Directors, however, reserves the right, should it become necessary, to submit a new Remuneration Policy to the binding vote of the Meeting even before the expiry of the three-year term.



## 6. Waivers to the Remuneration Policy

In compliance with the provisions of Legislative Decree no. 49 of 10 May 2019 and art. 123-ter of the Consolidated Law on Finance, Interpump reserves the right to make temporary waivers to its Remuneration Policy if exceptional circumstances arise in which such a waiver is necessary in order to pursue a long-term interest, to ensure the sustainability of the Company as a whole or to ensure its ability to compete in the market.

In such cases, the Board of Directors is the body entrusted with the task of verifying the presence of such exceptional situations and may temporarily waive from this Policy, upon the proposal of the Remuneration Committee, subject to the favourable opinion of the Committee for Related Party Transactions (only in cases where it is required by the Related Party Transaction Regulations adopted by the Company) and after consulting the Board of Statutory Auditors.

The following are examples of exceptional events that may justify the Board of Directors' decision:

- the occurrence of discontinuities in the organisation of the business, connected with extraordinary transactions, such as acquisitions, mergers and disposals, including of companies/branches of companies, or significant changes in the composition of the top management;
- the occurrence of extraordinary and unforeseeable events (e.g. pandemics, conflicts) that affect the reference context, at a global and/or individual Country level, and that generate a significant impact on the Group results;

- the turnover, due to unforeseen events, of the delegated bodies, where the constraints contained in the approved Remuneration Policy may limit the possibility of attracting resources with the most appropriate professional skills to achieve the Group targets.

The application of any waiver will be disclosed to the public through the Remuneration Policy Report, explaining the reasons that led the Company to activate this procedure.

The elements of Interpump Remuneration Policy from which, in exceptional circumstances, waivers may be made, subject to the provisions of Regulation no. 17221 of 12 March 2010, are as follows:

- short-term variable remuneration component (MBO);
- one-off entry bonuses and/or specific allowances for the exclusive purpose of attracting key resources.

The Board of Directors also reserves the right, having consulted with the Remuneration Committee, to award individual Executive Directors or Key Management Personnel one-off bonuses in relation to specific transactions and/or projects for an amount up to a maximum of 30% of the value of the average gross annual remuneration paid to the relevant person in the two-year period prior to the payment, including "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration" and "Other remuneration", if any, as defined in the first part of the Second Section, and without prejudice to the limit of 75% with respect to the fixed remuneration of all bonuses (one-off and MBO), as set forth in section 8 of this Report.

## 7. Aims, principles and guidelines on remuneration

Drawing inspiration from the principles embodied in the Corporate Governance Code and consistent with the previous approach, corporate values and the expectations of stakeholders, the Remuneration Policy for the 2025-2027 three-year period is designed to:

- i. attract and motivate experienced professional personnel in pursuant of the financial and non-financial targets of the Company and the Group, as well as to incentivise the long-term loyalty of those people who, given their skills and professional qualities, are able to manage and operate within the Company and the Group for the achievement of those targets;
- ii. support the growth of the Company value in a sustainable manner, in the medium and long term, favouring the alignment of the interests of the management with those of the Shareholders and taking into account the interests of the stakeholders that are important to the Company and the Group.

In addition to being closely linked to the economic-financial targets, the Remuneration Policy is geared towards the sustainable success of the Interpump Group. To this end, Interpump has adopted the 2023-2025 ESG Strategic Plan with precise targets in each of the areas of sustainability, i.e. Environmental, Social and Governance, through which it intends to implement a concrete long-term sustainability strategy integrated with the strategic targets of the Company and the Group.

Furthermore, upon conclusion of the first ESG Plan that the Interpump Group has prepared, the Board of Directors will be asked to define the new Sustainability Plan for the 2026-2028 three-year period (“2026-2028 ESG Strategic Plan”). The aforementioned ESG Plan emphasises the Group commitment to the main sustainability challenges, taking into account the priorities and demands of key stakeholders.

The 2025-2027 Remuneration Policy involves key resources in the achievement of value creation targets through the declination of the main targets of the

2023-2025 ESG Strategic Plan within the short-term variable incentive (MBO) system and within the long-term variable incentive (LTI) system.

Specifically, when determining remuneration, the short-term variable incentive (MBO) system entails correlation with the ESG targets by identifying precise KPIs linked to achievement of the annual targets specified in the aforementioned ESG Plan, assigning them a 15% weighting with respect to the MBO as a whole.

The medium-long term variable incentive system (LTI) represented by the “2022-2024 Interpump Incentive Plan”, also provides for a correlation with ESG targets, establishing that, for 15% of the options offered to each beneficiary, the targets assigned to each beneficiary must contribute to the development and consolidation of ESG issues, which can be measured also for the purposes of the information provided in the Sustainability Report.

The medium-long term variable incentive (LTI) system represented by the 2025-2027 Interpump Incentive Plan, which will be submitted to the vote of the Meeting convened to approve the 2024 financial statements, also provides for a correlation with ESG targets, establishing that, for 15% of the options offered to each beneficiary, the targets assigned to each beneficiary must contribute to the development and consolidation of ESG issues, which can be measured also for the purposes of the information provided in the sustainability report that will be the subject of the new ESG Plan.

Accordingly, remuneration is based on the results effectively achieved in the ESG areas that are linked both to individual performance and to the creation of medium/long-term value for the Company.

With the aim of achieving the aforementioned targets, the Remuneration Policy is defined on the basis of the following principles:

- **correct integration of the different remuneration components:** the Company seeks an optimal balance between different forms of remuneration, pri-

marily the fixed and variable components, checking that these are appropriately balanced with regard to the strategic targets and the risk management policy, while also taking account of fringe benefits and components. In this manner, the remuneration acquires a degree of flexibility that makes it possible to align remuneration levels more effectively with performance over time;

- **performance targets:** the performance targets, measurable and linked to a long-term horizon, are linked to the variable remuneration components and are consistent with the Company strategic targets, as well as aimed at promoting its sustainable success, including non-financial parameters such as ESG;
- **timeframe of the share-based variable component:** the Remuneration Policy establishes an appropriate deferral timeframe for the payment of a significant portion of the medium-long term variable component (2025-2027 three-year cycle with exercise of options from 30 June 2028 and minimum holding until 30 June 2030);
- **minimum holding clause:** the beneficiaries of the long-term incentive plans, who hold the position of Executive Directors and Key Management Personnel, are obliged to continuously hold, until 30 June 2030, a number of shares equal to 50.1% of those acquired by them following the exercise of options, without prejudice to the Executive Directors' right to transfer the shares if this is necessary to comply with obligations and/or constraints provided for by the Consolidated Law on Finance, the Issuers' Regulation and/or other provisions applicable from time to time, such as, by way of example but not limited to, the public tender offer provided for by Art. 105 ff. of the Consolidated Law on Finance;
- **respect for and enhancement of the individual:** Interpump recognises that professional commitment and potential are key criteria for remuneration growth and career development. The variable component is established in such a way as to reward commitment and enhance individual contributions to the results achieved by the Group, without thereby becoming the predominant portion of remuneration, and is determined with regard to the remuneration and working conditions of employees;
- **contractual agreements for the repayment of the variable component:** the Company has provided for clawback and malus clauses for Executive Directors and Key Management Personnel that allow to request repayment or to withhold variable components of remuneration, in whole or in part, should data subsequently be recognised as obviously incorrect, or should circumstances arise that were envisaged in the contractual agreements;
- **clear and predetermined rules for the possible payment of allowances for termination of the office of Executive Director and/or of the employment relationship:** as described in section 10.5, the Company has established that the maximum limit of the sum payable as allowance for termination of the office of Executive Director and/or of the employment relationship is one year remuneration calculated as the average of the gross annual remuneration in the previous two-year period including "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration" and "Other remuneration" and any non-competition agreements, which are not envisaged to date. This allowance cannot be paid if termination is due to the achievement of results that are objectively inadequate;
- **absence of discrimination:** remuneration is not influenced by gender, age, ethnic origin, religion or race, and aims to include beneficiaries and avoid all forms of discrimination;
- **continuous monitoring of market practices and trends:** the analysis of market practices and trends allows the Company to attract and retain experienced and adequately motivated professional personnel by defining competitive remuneration levels and guaranteeing internal fairness and transparency;
- **compliance:** the Company draws inspiration from best practices in the area of remuneration, starting from the recommendations and principles embodied in the Corporate Governance Code, and complies with the Borsa Italiana Regulation and Instructions for retaining the "STAR" status. In addition, Interpump Group S.p.A. and Group companies comply with the laws governing the remuneration of those members of its administrative bodies who are also directors of local authorities that, directly or indirectly, are shareholders of Interpump and, if applicable, with the rules that limit the remuneration payable by companies in which public bodies hold an interest.

## 8. Engagement process with Shareholders and Investors

Interpump considers dialogue with the main recipients of the Remuneration Policy and the assessments made during meetings with its shareholders, investors, analysts and stakeholders in general to be of fundamental importance.

To this end, on 4 October 2021, the Board of Directors of Interpump Group S.p.A. approved, in accordance with the requirements of Principle IV and Recommendation 3 of the Corporate Governance Code, the “Policy for Managing Dialogue with Shareholders in General”, which aims to promote constant, open and constructive dialogue with the aforementioned parties.

During 2024, the Company, through its Investor Relations activities, engaged in dialogue with major institutional investors on issues related to climate change, decarbonisation, circular economy, governance, remuneration policies and human resources development. As a result of these engagement activities, the Board of Directors was informed about relevant developments and significant contents that emerged during the meetings.

In addition, the voting results expressed by shareholders on the Remuneration Policy and the voting indications expressed by investors and the main proxy consultants were analysed. The previous First Section of the Remuneration Policy was approved by the Shareholders’ Meeting on 28 April 2023 with the favourable vote of 50.8% of the voting capital. With regard to the Second Section of the Report on Remuneration Paid in 2023, the Shareholders’ Meeting held on 28 April 2024 expressed 92.0% of the voting capital in favour, compared to 50.5% in the previous period.

The preparation of this Remuneration Policy, for the 2025-2027 three-year period, has taken into account the aforesaid meeting vote and the assessments expressed by the Shareholders, also after the Shareholders’ Meeting of 28 April 2023, paying particular attention to the evidence emerging from the analysis and in-depth analysis of the results of the meeting

vote and the feedback received from the Shareholders within the framework of the engagement activity on remuneration, in order to achieve constant improvement and comparison with market best practices.

In particular, as a result of these investigations, the following should be noted:

- **Discretionary bonuses:** the residual use of discretionary remuneration elements by Interpump is justified by the need to equip itself with flexible tools to make its remuneration policies more competitive in order to attract, motivate and retain key resources. In particular, these remuneration components have been applied in past financial years, under specific circumstances, in connection with the successful achievement of specific targets related to corporate development projects and/or M&A transactions. As confirmation of the exceptional nature of the recognition of the aforementioned bonuses, Interpump Group S.p.A. did not pay any discretionary amounts to Executive Directors and/or Key Management Personnel in 2024. Please refer to the Second Section of this document for more details.
- **Disclosure of LTI targets:** in compliance with CONSOB indications on the transparency of remuneration policies, the Company does not provide ex ante disclosure of the performance targets of the incentive systems, as they relate to forecast financial data, as well as confidential information that, if disclosed, could be prejudicial. In particular, the amendments to the Issuers’ Regulation of 2020 indicate the option for issuers to omit the aforementioned information if such omission is functional to the confidentiality of sensitive information or unpublished forecast data, without prejudice to what is indicated as performance targets and relative weights in the 2025-2027 Interpump Incentive Plan. In the Second Section, however, the percentage of achievement of quantitative financial targets and full disclosure of ESG targets is given.

- **Waiver clauses:** Interpump, in compliance with Legislative Decree no. 49 of 10 May 2019 and art. 123-ter of the Consolidated Law on Finance, admits temporary waivers to its Remuneration Policy, if exceptional circumstances arise, as indicated in section 6 above. The remuneration components for which waivers may be made, in accordance with the laws and regulations in force, are exclusively related to the short-term variable remuneration component (MBO) and any one-off bonuses or specific allowances with the exclusive purpose of attracting or retaining key figures
- **Termination of the LTI performance period:** variable remuneration components oriented to a medium to long-term time horizon contribute to the creation of value for shareholders and stakeholders and to incentivising and retaining the Group Executive Directors and top management. In order to give continuity to the action of the top management in creating sustainable success over time, Interpump considers it important to measure performance trends at the end of the attribution cycle, i.e. cumulatively at the end of the three-year period.



## 9. Components of the remuneration of the Directors, Key Management Personnel and the Board of Statutory Auditors

The 2025-2027 Remuneration Policy defines separately the components of the remuneration of:

- Executive Directors, including Directors assigned special offices under operational proxies, comprising the Executive Chairman, the Chief Executive Officer of the Company, and Directors with executive appointments within the Company or other companies within the Group, and/or holding director offices with operational proxies in Group companies, and Key Management Personnel, if identified;
- Non-Executive Directors, including Independent Directors;
- Statutory Auditors.



## 10. Remuneration of Executive Directors and Key Management Personnel

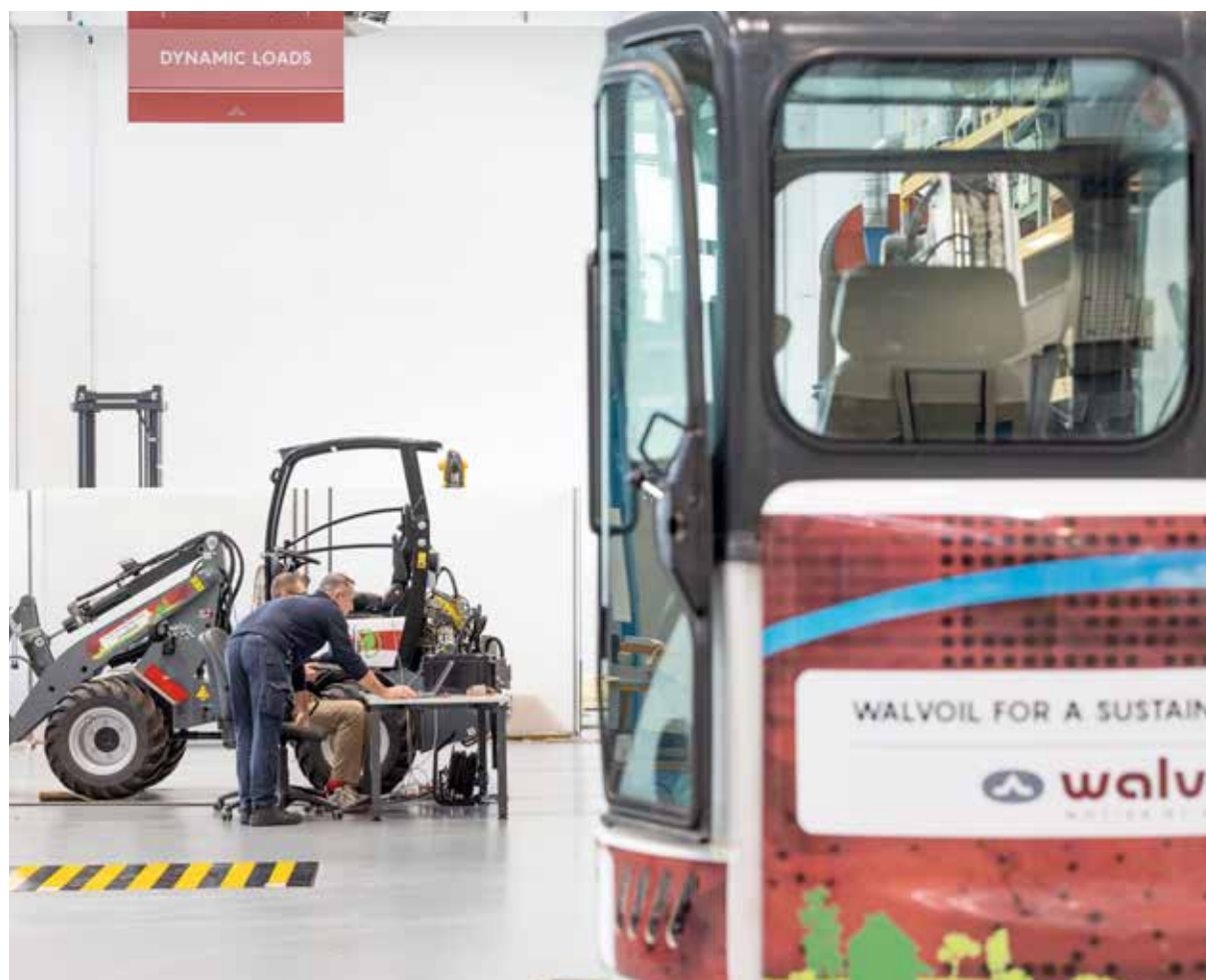
The remuneration of Executive Directors and Key Management Personnel consists of a fixed component, a short-term variable component (MBO) and medium to long-term incentives (LTI), as well as fringe benefits.

In particular, the medium-long term variable remuneration component (LTI) is designed to prioritise the achievement of both financial and ESG targets, with a view to aligning the interests of managers with those of Shareholders.

With particular reference to the proportion of total remuneration contributed by its individual components,

a maximum limit linked to the fixed component has been established for the short-term variable component (MBO). However, it is difficult to make reliable ex ante assessments regarding the relative incidence of the long-term variable component, currently represented by stock options, since - by their nature - they only acquire value if the Company share price increases due to the creation of value for the Shareholders.

The following summary identifies the various components comprising the remuneration of the Executive Directors and Key Management Personnel.



Remuneration component	Criteria and parameters
<b>Fixed remuneration</b>	Determined according to the role and responsibilities assigned, in line with market benchmarks, and adjusted for merit or promotion or increased responsibility.
<b>Short-term variable component (MBO) - annual performance period</b> Pay-out target: maximum 75% of fixed remuneration. Clawback and malus clauses are applied.	Financial KPIs <ul style="list-style-type: none"> <li>Net consolidated sales (35%) on a like-for-like basis (excluding M&amp;A)</li> <li>Consolidated EBITDA (35%) on a like-for-like basis (excluding M&amp;A)</li> </ul> Sustainability KPIs (15%) related to the 2023-2025 ESG Plan <ul style="list-style-type: none"> <li>Achievement of Group carbon intensity reduction target (Scope 1 and Scope 2) of 30% (target E.2, 2023-2025 ESG Plan)</li> <li>Increase of non-compulsory training hours per capita to about 8 hours on average (target S.3, 2023-2025 ESG Plan)</li> </ul> Qualitative KPIs (15%) <ul style="list-style-type: none"> <li>Targets related to managerial commitment and skills, as well as to the results of M&amp;A activities</li> </ul>
<b>Long-term variable component (LTI) - 2022-2024 three-year performance period</b> Clawback and malus clauses are applied. Minimum Holding for Executive Chairman and Chief Executive Officer equal to 5 years from the date of grant for more than 50% of the options granted.	<b>c) 2022-2024 Interpump Incentive Plan</b> Vesting period: annualisation of three-year targets 70% of the options offered exercisable upon achievement of the following targets: Financial KPIs <ul style="list-style-type: none"> <li>Net consolidated sales (35%);</li> <li>Consolidated EBITDA (35%).</li> </ul> Sustainability KPIs (15%) related to the 2023-2025 ESG Plan: Qualitative KPIs (15%) <ul style="list-style-type: none"> <li>Targets related to managerial commitment and skills, as well as to the results of M&amp;A activities</li> </ul>
<b>Long-term variable component (LTI) - 2025-2027 three-year performance period</b> For the purpose of determining the economic/financial targets, M&A transactions carried out during the reporting period will be taken into account. In particular, in the case of acquisitions during the year, the net consolidated sales and EBITDA indicators will be pro-forma for a total period of 12 months. Clawback and malus clauses are applied. Minimum Holding for Executive Directors and Key Management Personnel for a portion greater than 50% of the shares purchased and until 30 June 2030, with the right of waiver for Executive Directors if the transfer of the shares is necessary to comply with obligations and constraints provided for by the Consolidated Law on Finance and applicable regulations.	<b>d) 2025-2027 Interpump Incentive Plan</b> Financial KPIs <ul style="list-style-type: none"> <li>Net consolidated sales with enhancement of M&amp;A transactions in the reporting period. (weight 35%)</li> <li>Consolidated EBITDA with enhancement of M&amp;A transactions in the reporting period. (weight 35%)</li> <li>Total Shareholder Return with enhancement of M&amp;A transactions in the reporting period. (weight 15%)</li> </ul> Sustainability KPIs related to the targets to be defined in relation to the 2026-2028 ESG Plan (weight 15%) There are no qualitative individual performance targets.
<b>Fringe benefits</b>	Defined in continuity with the Policy implemented in previous financial years and in compliance with the provisions of national bargaining and supplementary corporate agreements for management.
<b>Severance</b>	Allowance in the event of termination of the office of Executive Chairman and of the employment relationship in the event of (i) revocation or non-renewal in the absence of just cause; (ii) resignation from the office and delegation for such a serious cause that it is not possible to continue; (iii) resignation from the office and delegation following a change of control, which has entailed a substantial change in position and/or powers. For any further severance package, which the Company may resolve upon, the amount shall be equal to a maximum of one year remuneration calculated as the average of the gross annual remuneration in the previous two-year period including "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration", "Other remuneration" and the non-competition agreement (not provided for to date) and subject to compliance with prior individual agreements still in force at the date of this Report.
<b>Discretionary bonuses</b>	The residual use of discretionary remuneration elements by Interpump is justified by the need to equip itself with flexible tools to make its remuneration policies more competitive in order to attract, motivate and retain key resources. In particular, these remuneration components have been applied in past financial years, under specific circumstances, in connection with the successful achievement of specific targets related to corporate development projects and/or M&A transactions. Limit set at 30% of the average gross annual remuneration in the previous two-year period, including "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration" and "Other remuneration", if any, and without prejudice, in any case, to the maximum limit of 75% of the fixed remuneration provided in aggregate for the MBO plan (MBO plus bonus, if any).

With regard to remuneration policies, in 2024 Interpump requested the support of a consulting firm experienced in this field in order to benchmark with the market practices of companies listed on the same market. In particular, these assessments were carried out with reference to the following listed industrial companies belonging to the FTSE MIB panel of Borsa Italiana:

- Recordati
- Hera
- Azimut Holding
- A2A
- Amplifon
- Inwit
- Erg
- Pirelli & C.

## 10.1. Fixed remuneration component

The level of fixed remuneration is mainly correlated with:

- i. professional specialisation;
- ii. the organisational role covered;
- iii. responsibilities;
- iv. the proxies granted.

The fixed remuneration component, which is reported in the Second Section of the Remuneration Policy, is in any case sufficient to remunerate the Director or Senior Manager even if the variable component is not paid due to the failure to achieve performance targets. Given the aim of attracting and motivating qualified and competent professionals, the Company constantly monitors market practices in relation to the fixed remuneration components in order to ensure alignment with the relevant best practices.

## 10.2. Short-term variable component - Management By Objectives (MBO)

The variable component of short-term remuneration (MBO) is determined annually by the Board of Directors on the recommendation of the Remuneration Committee.

A portion of variable remuneration is related to short-term performance, meaning both individual performance and the results of the Company and the Group, and is linked to financial, organic growth, and non-financial targets, such as in the ESG field. This variable remuneration component is never higher than 75% of the fixed component.

In particular, the Company adopts a system of variable remuneration (so-called Management by Objectives or MBO), aimed at incentivising the achievement of specific performance targets by Executive Directors, Key Management Personnel or categories of recipients, identified with the help of the heads of the various business areas of the Company. These performance targets are established using the following criteria:

- a) for 70% of the MBO Plan, the targets are linked to the achievement of financial parameters, 35% linked to Net Sales and 35% linked to consolidated EBITDA on a like-for-like basis;
- b) for 15%, the MBO Plan is linked to the achievement of targets in the area of sustainability, in particular, the targets set out in the ESG Plan;
- c) for the remaining 15%, the MBO Plan is linked to the achievement of qualitative targets of the individual person with respect to parameters of availability, commitment and added value, and quantitative targets linked to the contribution of the Interpump Group growth by external lines (enterprise value of M&A transactions during the financial year), which will be assessed by the Board of Directors, after hearing the opinion of the Remuneration Committee, or, if the beneficiary is a person who does not work directly with the Board of Directors, by his or her direct superior.

The payment of this MBO is related to the thresholds of achievement of each of the components outlined in the criteria on which the variable remuneration system is based. When identifying the specific performance targets and the related parameters, the competent departments take account of the need to guarantee:

- (i) precise, clear, objectively measurable and previously indicated and determined targets;
- (ii) coordination with the targets of the Company and the Group;
- (iii) an appropriate progression of performance targets over time, having regard to the sustainability of remuneration.

The assessment of the attainment of individual performance targets may consider parameters linked to distinct ranges of values, used to establish up to a 100% allocation of the target incentive and identify smaller percentages, or “key” performance indicators may be adopted to identify thresholds for access to the target concerned. No remuneration is possible on other non-financial KPIs. As at the date of this Report, this option has never been exercised.

The Board of Directors reserves the right to provide for the payment of one-off bonuses within the limits of the provisions of section 8 above. Since last financial year, the MBO Plan provides, for Executive Directors and Key Management Personnel, ex-post correction mechanisms (so-called claw-back and/or malus clauses) as indicated in section 10.6 below.

Targets	KPIs	Vesting Period	Weight %	Performance Pay-out	
Economic/ financial at constant scope of consolidation	Net consolidated Sales	2025	35%	Below the threshold	0%
				Entry point	50%
				Intermediate	75%
				Target	100%
	EBITDA		35%	Below the threshold	0%
				Entry point	50%
				Intermediate	75%
				Target	100%
ESG	Achievement of targets in the 2022-2024 ESG Plan	2025	15%	Achievement of the 2 targets of the 2022-2024 ESG Plan	100%
Qualitative	Contribution to the external growth of the Interpump Group	2025	15%	Target	100%

### 10.3. Long-term incentives

The variable component of remuneration is also oriented towards a medium- to long-term horizon in order to align the interests of the beneficiaries with those of the stakeholders, with a view to creating value and pursuing long-term sustainable development. In particular, through the Incentive Plan, the Company sets itself the following targets:

- (i) relate the variable remuneration component to medium- to long-term targets with a view to creating value for Shareholders and stakeholders;
- (ii) as part of its retention policies, retain its key resources and encourage them to stay with the Group;
- (iii) involve Employees, Directors and Collaborators in issues relevant to the Group, including ESG (Environmental, Social, Governance) sustainability;
- (iv) as part of its attraction policies, draw talented managerial and professional resources in national and international markets, in order to further develop and strengthen the Group core and distinctive skills;
- (v) promote the spirit of belonging of Employees, Directors and Collaborators within the Group.

### a) 2022-2024 Incentive Plan

The Interpump Meeting of 29 April 2022 approved, pursuant to art. 114-*bis* of the Consolidated Law on Finance, the adoption of the “2022-2024 Interpump Incentive Plan” (the “Plan”), in favour of employees, Directors and/or collaborators of the Interpump Group, identified - at the unchallengeable and discretionary judgement of the Board of Directors - among the individuals who hold or perform relevant roles or functions for the Company and the Interpump Group and in relation to whom actions are justified to strengthen their loyalty with a view to value creation.

The Plan is based on the assignment of a maximum number of options, each of which grants rights to the beneficiaries, upon achievement of the targets identified by the Board of Directors. The conditions for the assignment include continuation:

- a) for Directors, of the office of Director;
- b) for employees, of the employment relationship, except in cases of retirement;
- c) for collaborators, of the self-employed relationship.

The Board of Directors, subject to the non-binding opinion of the Remuneration Committee, establishes the performance targets to be achieved for each of the Plan reporting periods (2022, 2023 and 2024), in compliance with the following parameters:

- i. for 70% of the Options offered to each beneficiary, the performance targets consist of the achievement of specific consolidated results by the Group in each of the reporting financial years. In particular, the Board of Directors establishes targets to be achieved that are correlated with two different economic parameters: Net Sales and EBITDA. Within the above 70% of the total Options allocated to each Beneficiary, the achievement of the Net Sales target will assign the right to exercise 50% of the above 70% of Options, while the achievement of the EBITDA target will assign the right to exercise 50% of the above 70% of Options;
- ii. for 15% of the Options offered to each beneficiary, the targets contribute to the development and consolidation of ESG issues that are significant for the Group;
- iii. for the remaining 15% of the Options offered to each beneficiary, the targets shall be of a qualitative nature, i.e. the performance of the individual

beneficiary with respect to parameters of availability, commitment and added value brought to the contribution of the Interpump Group growth by external lines, and shall be assessed by the Board of Directors, after hearing the opinion of the Remuneration Committee, or, if the beneficiary is a person who does not work directly with the Board of Directors, by his or her direct superior.

The “2022-2024 Incentive Plan” entails a minimum clause referring only to Executive Directors, who will have the obligation, until the date of termination of their office as Director, for 5 years from the assignment date, thus including the vesting period and the share retention period, to continuously hold a number of shares equal to 50.1% of those purchased by them following the exercise of options.

The “2022-2024 Interpump Incentive Plan” is published on the Interpump website at: <https://www.interpumpgroup.it/it/governance/assemblea-soci>

The “2022-2024 Interpump Incentive Plan” provides for claw-back mechanisms, in line with the recommendations set out in the Corporate Governance Code. In particular, within 4 years of the vesting date of the options concerned and regardless of whether or not the relationship with the beneficiary still exists, the Company reserves the right to revoke all or some of any Options already vested but not yet exercised, or request the return of all or some of the shares delivered to the Beneficiary, in the event of fraudulent behaviours by the beneficiary, serious and intentional infringement of the law and/or the Code of Ethics of Interpump, and/or vesting of the options or delivery of the shares on the basis of data that was subsequently found to be obviously incorrect or deliberately altered.

### b) 2025-2027 Incentive Plan

The new long-term equity incentive plan for the next three years, called the 2025-2027 Interpump Incentive Plan, will be submitted to the Shareholders' Meeting of 29 April 2025 for approval. The new stock option plan consists of a single 2025-2027 three-year cycle of option grants, the allocation of which will be determined by the Board of Directors, after consulting with the Remuneration Committee, based on the achievement of performance targets to be assessed at the end of the entire assignment cycle and therefore following the approval of the financial statements for the year ending 31 December 2027. Thereafter, the Options may be exercised from 30 June 2028, or other date determined by the Board of Directors, until 31 December 2031.

The new Plan, in continuity with the incentive plans previously approved by the Company Ordinary Meeting, is aimed at pursuing the target of aligning the interests of the beneficiaries with those of the stakeholders, with a view to creating value in the medium-long term and pursuing sustainable development, consistently with the provisions of this 2025-2027 Remuneration Policy, as well as to incentivise and retain resources deemed most relevant for the growth of the Group companies.

The Board of Directors, with the non-binding opinion of the Remuneration Committee, defined the following performance targets to be achieved at the end of the three-year period of the new “2025-2027 Interpump Incentive Plan”:

- (i) for 35% of the Options offered to each beneficiary, the targets will be linked to the achievement of the net consolidated sales figure.
- (ii) for 35% of the Options offered to each beneficiary, the targets will be linked to the achievement of the consolidated EBITDA figure.
- (iii) for 15% of the Options offered to each beneficiary, the targets will be linked to the achievement of the Total Shareholder Return (TSR) figure. The aforementioned economic/financial targets will take into account the value resulting from the M&A transactions, brought to the Interpump Group, during the reporting period, since the pro-forma values in the period of the newly acquired companies during the three-year period

will be taken into account for the determination of the indicators.

- (iv) for 15% of the Options offered to each beneficiary, the targets must contribute to the development and consolidation of ESG issues that are significant for the Group. In particular, the targets may concern environmental, social and governance factors aimed at promoting sustainability and corporate responsibility. The applicable ESG KPIs will be defined by the Board of Directors in light of the ESG Plan that the Company is preparing for the 2026-2028 three-year period, and may include metrics relating, for example, to the reduction of CO<sub>2</sub> emissions, the adoption of sustainable practices and the strengthening of corporate governance in relation to the activities from time to time deemed relevant to the Group, which are measurable and/or can be measured also for the purposes of the information provided in the sustainability report.

The new plan provides for a bonus linked to over-performance, if one or more financial benchmarks have exceeded the maximum target. In particular, the achievement of the performance conditions related to the economic/financial targets, at entry point, target and maximum level, will result in the vesting of 80%, 100% and 110% of the options granted, respectively. On the other hand, with regard to the ESG targets, the achievement of at least one of the targets will result in the vesting of 80% of the options granted for this target, and the achievement of both defined targets will result in the vesting of 100% of the options granted for this target.

Targets	KPIs	Vesting Period	Weight %	Performance Pay-out	
Economic/ Financial with enhancement of M&A transactions carried out in the period	Net Sales	Three years 2025 - 2027	35%	Entry point	80%
				Target	100%
				Maximum	110%
	EBITDA		35%	Entry point	80%
				Target	100%
				Maximum	110%
	TSR		15%	Entry point	80%
				Target	100%
				Maximum	110%
ESG	Achievement of targets in the 2026- 2028 ESG Plan	Three years 2025 - 2027	15%	Achievement of at least 1 target of the 2025-2028 ESG Plan	80%
				Achievement of at least 2 targets of the 2025-2028 ESG Plan	100%

The new “2025-2027 Interpump Incentive Plan” provides for a minimum holding clause under which Executive Directors and Key Group Management Personnel are obliged to continuously hold, until 30 June 2030, a number of shares in the Company at least equal to 50.1% of those acquired by them following the exercise of the Options. Executive Directors may transfer their shares if this is necessary to comply with the obligations and/or restrictions provided for by the Consolidated Law on Finance, the Issuers’ Regulation and/or other provisions applicable from time to time, such as, by way of example but not limited to, the public tender offer provided for in art. 105 ff. of the Consolidated Law on Finance.

## 10.4. Benefits and insurance, such as supplementary pensions and health cover, and other fringe benefits

With the aim of ensuring an overall remuneration package that is as competitive as possible and aligned with best market practices, the remuneration of Executive Directors and Key Management Personnel may include fringe benefits such as a corporate car, supplementary pensions and health insurance, other monetary benefits and forms of welfare. At the date of this Remuneration Policy, the following fringe benefits are provided: medical insurance and corporate car for mixed use.

## 10.5. One-off bonus

The Board of Directors also reserves the right, upon the recommendation of the Remuneration Committee and after consulting the Board of Statutory Auditors on matters within its remit, to award individual Executive Directors or Key Management Personnel one-off bonuses in relation to specific transactions and/or projects for an amount up to a maximum of 30% of the value of the average gross annual remuneration paid to the relevant person in the two-year period prior to the payment, including “Fixed remuneration”, “Fringe benefits”, “Non-equity variable remuneration” and “Other remuneration”, if any, as defined in the first part of the Second Section, and without prejudice to the limit of 75% with respect to the fixed remuneration of all bonuses (one-off and MBO), as set forth in section 8 of this Report.

## 10.6. Indemnities on termination of the office or of the employment relationship

In consideration of the role of the Executive Chairman as a figure of depth, authority and credibility in relation to the Shareholders and stakeholders in general, as well as his specific prerogatives and managerial skills, the Board of Directors, by resolution of 16 March 2020, granted the Executive Chairman a severance indemnity in the event of his termination of his office as Company Director.

Without prejudice, therefore, to the observance of prior individual agreements that are still in force, for any further severance package that the Company may resolve, the maximum amount payable shall be equal to a maximum of one year remuneration calculated as the average of the gross annual remuneration in the previous two-year period inclusive of “Fixed remuneration”, “Fringe benefits”, “Non-equity variable remuneration”, “Other remuneration” and the non-competition agreement (not provided for to date). However, any remuneration from one-off or discretionary bonuses is excluded from this calculation.

In particular, the Company has the right to agree on special arrangements related to the termination of office or employment with its Executive Directors and Key Management Personnel, where this is deemed appropriate in order to attract suitable professional resources or in the context of investment agreements entered into in the exercise of its core business. The amount of such indemnities is determined with reference to the overall duration of the office or employment relationship or collaboration, and the notice period, considering any link with the performance of the Company. Such amount, inclusive of any allowances linked to non-competition agreements, may only be paid once to each individual and cannot exceed the amount of gross annual average remuneration paid to the person concerned in the two years prior to the termination of their office or employment, inclusive of their “Fixed remuneration”, “Fringe benefits”, “Non-equity variable remuneration” and any “Other remuneration”, as defined in the first part of the Second Section of this Report. In addition to termination of office or employment, the right to benefit from such indemnities may be recognised in the following cases:

- i. reduction and/or limitation of the areas of responsibility and/or proxies;
- ii. demotion.

The financial instruments allocated to the Executive Directors and Key Management Personnel are subject to maintenance of the director office or, for employees, to maintenance of the employment relationship. In the event of: (a) retirement or dismissal without just cause of the employee, (b) revocation or non-renewal without just cause of the Director, (c) loss of the Company controlled status by the appointing company of the director/beneficiary or employer of the employee/beneficiary, the financial instruments whose right to receive them has already accrued but has not yet been exercised, may be exercised by the beneficiaries in accordance with the obligations, methods and terms established by the appropriate regulation (split between allocation and assignment as per the stock option plan).

If an Executive Director ceases to serve and/or is terminated, detailed information will be provided to the market in a press release about the internal processes that result in the allocation or recognition of allowances and/or other benefits. This information must include:

- a) adequate information about the allowance and/or other benefits, including the amount, the timing of payment and any repayment clauses, with particular reference to:
  - i. expiry of office or employment termination allowance, specifying the circumstances that justify recognition;
  - ii. retention of rights associated with any incentive plans involving cash payments or based on financial instruments;
  - iii. office post-termination benefits;
  - iv. non-competition agreements, describing their principal features;
  - v. all other remuneration recognised for whatever reason and in whatever form;
- b) information about the compliance, or otherwise, of the allowance and/or other benefits with the provisions of the Remuneration Policy;

- c) information about mechanisms that impose corrections to allowance payments if the termination of the relationship is due to the achievement of objectively inadequate results, as well as about any requests made for the repayment of remuneration already paid;
- d) information about the procedures followed or to be followed in order to replace the director whose appointment is terminated.

The aforementioned information will be made known to the market, even though contained in the Remuneration Policy, since such allowances and other benefits were allocated prior to the termination of the office or employment relationship.

## 10.7. Claw-back clauses

The Company has claw-back clauses, applicable to all variable remuneration components, with Executive Directors and Key Management Personnel for the return or retention of remuneration in accordance with Recommendation 31 of the Corporate Governance Code. In particular, with reference to the medium- and long-term variable component (LTI), it should be noted that both the “2022-2024 Interpump Incentive Plan” and the new “2025-2027 Interpump Incentive Plan” provide that the Company reserves the right to obtain, within the term of 4 years from the vesting date of the options in question and regardless of whether the relationship with the beneficiary is still in place or terminated, the revocation of all or part of the options already vested but not yet exercised, or the restitution of all or part of the shares delivered, in the event of fraudulent behaviours by the beneficiary, serious and intentional violations of the law and/or Interpump Code of Ethics, and/or the vesting of options or the delivery of shares on the basis of data that subsequently proved to be manifestly erroneous or maliciously altered.

A similar provision is made for the short-term variable component (MBO) for Executive Directors and Key Management Personnel with reference to the financial year of disbursement.

## 11. Remuneration of Non-Executive Directors

The remuneration of Non-Executive Directors is normally determined by the Board of Directors on allocation of the remuneration defined during the Meeting pursuant to art. 2389, paragraph 1 of the Italian Civil Code, based on a proposal of the Remuneration Committee, including additional remuneration that takes account of the commitment required of each Non-Executive Director, in particular in relation to par-

ticipation in one or more committees. The remuneration of the Non-Executive Directors solely comprises a fixed amount and is not linked to any benefits or to the achievement of any short, medium or long-term, financial or non-financial targets. Specifically, these Directors are not beneficiaries of the incentive plans approved by the Company.

## 12. Remuneration of Standing Auditors

The remuneration of the members of the control body, pursuant to art. 2402 of the Italian Civil Code, is determined when they are appointed by the Meeting. The remuneration paid to the Standing Auditors comprises solely a fixed component, without the payment of attendance fees, expense reimbursements, benefits or

any other components. The remuneration of the Board of Statutory Auditors is considered adequate with reference to the work performed having regard for the time dedicated to the role by each Auditor, including their participation at meetings of the Board of Directors and Internal Board Committees.

# SECOND SECTION

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# REMUNERATION PAID IN **2025**

## Second Section - Remuneration paid in 2025

# 1. Introduction

This Section provides comprehensive, clear and transparent information on the remuneration paid in the 2025 financial year to the members of the administrative and control bodies of Interpump Group S.p.A., as well as – in aggregate form – to Key Management Personnel. From a pay-for-performance perspective and in line with the pursuit of sustainable success, this Section outlines the implementation of the Remuneration Policy for the reporting year, as described in the First Section of this Report (the “Policy”), and the correlation between the variable components of remuneration and the results achieved during the period.

The Second Section has been drawn up pursuant to Article 123-ter of Legislative Decree No. 58 of 24 February 1998 and in accordance with the CONSOB Regulation and the associated Annex 3A. This Section is submitted to the consultative vote of the Sharehold-

ers’ Meeting (‘Shareholders’ Meeting’) convened to approve the Financial Statements for the year ending 31 December 2025, and is audited by the firm appointed to perform the statutory audit of the accounts, in accordance with the requirements of the applicable regulations.

## *Methodological note*

Quantitative data and information are presented in the tables annexed to this Section. Variable remuneration components of a monetary nature are presented in accordance with the accrual and/or payment criteria adopted in the table. Components based on financial instruments are valued in accordance with the criteria set out in the relevant Incentive Plans and are shown in the dedicated tables.

## 2. Description of items comprising remuneration

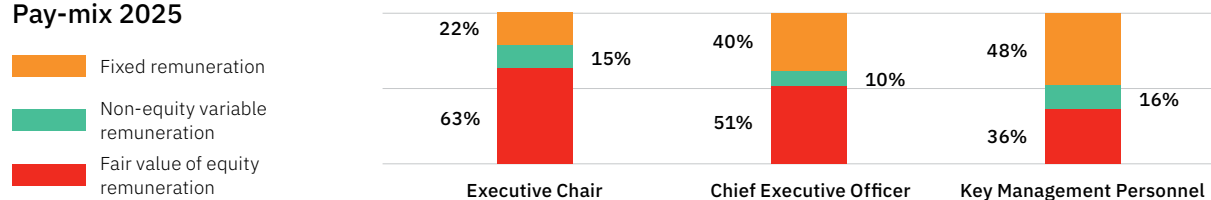
For the purposes of this Section, the items comprising remuneration are defined as follows, in accordance with the provisions of Annex 3A, Schedules 7-*bis* and 7-*ter* of CONSOB Regulation No. 11971/1999, as amended:

- Fixed remuneration - means, separately, (i) the emoluments approved by the Shareholders' Meeting, even if not yet paid, (ii) any attendance fees, (iii) any flat-rate expense reimbursements, (iv) remuneration received for carrying out specific duties pursuant to Article 2389, paragraph 3, of the Italian Civil Code, and (v) fixed remuneration from employment, gross of social security and tax contributions payable by the employee, excluding mandatory collective social security contributions paid by the Company and the severance indemnity provision (TFR).
- "Remuneration for participating in Committees": the remuneration due to Directors for participating in Committees established within and by the Board of Directors.
- Non-equity variable remuneration – this refers to the variable components of remuneration that are not based on financial instruments, including the items "Bonuses and other incentives" and "Profit sharing".
- Bonuses and other incentives – this refers to the variable component of remuneration linked to cash incentive plans, determined on an accruals basis and including the portions vested during the financial year, even if not yet paid, in relation to targets achieved during that financial year. Amounts relating to stock option plans or other incentive plans based on financial instruments are excluded.
- Profit sharing - refers to the amount of profits due on an accrual basis, even if the financial statements have not yet been approved and/or distributed.
- Non-monetary benefits - refer to fringe benefits determined according to a taxable basis, as well as any insurance policies and contributions to supplementary pension plans and/or supplementary pension funds.
- End-of-office or employment termination indemnity – these are the indemnities accrued, even if not yet paid, as a result of the termination of an office and/or an employment relationship occurring during the reporting year. Also considered are the estimated value of any post-termination fringe benefits, the amount of any consultancy contracts, and/or the amount of any indemnities related to non-competition undertakings. In the event of a non-competition agreement, the amount is indicated only once upon termination of office, indicating the duration of the commitment and the date of actual payment.
- Other remuneration - means, separately and on an accrual basis, any additional remuneration paid for services other than those falling within the categories indicated above.
- Stock options - mean (i) options held at the beginning of the financial year, indicating the exercise price and exercise period, (ii) options granted during the financial year, (iii) options exercised during the financial year, indicating the exercise price and the market price of the underlying shares at the time of exercise, (iv) options expired during the financial year, and (v) options held at the end of the financial year.
- Incentive plans based on financial instruments other than stock options - mean medium/long-term incentive plans based on financial instruments other than options (e.g. performance shares, restricted shares, etc.), where applicable.

## 3. Summary of remuneration paid in 2025

In order to make it easier to understand the information on remuneration paid in the 2025 financial year and to provide an immediate overview of the overall remuneration structure, the percentage composition (so-called pay mix) of the remuneration of the Executive Chair, the Chief Executive Officer and Key Management Personnel, presented in aggregate form, is shown below.

### Pay-mix 2025



The pay mix diagram makes it possible to highlight the balance between fixed remuneration components and variable components – both cash-based and equity-based – and, consequently, the degree of alignment between remuneration and performance, in line with the pay-for-performance approach and with a medium/long-term value creation horizon.

## 4. Implementation of the 2025 Remuneration Policy

### 4.1 Fixed components and other non-variable elements

#### Non-variable components paid to the Executive Chair

The fixed remuneration paid to the Executive Chair for the 2025 financial year, as determined by the Board of Directors at its meeting on 15 May 2025, amounted to Euro 1,545 thousand and included: (i) Euro 45 thousand as emoluments for the office of director, as authorised at the Shareholders' Meeting; Euro 1,500 thousand as remuneration for the performance of special duties pursuant to Article 2389(3) of the Italian Civil Code.

It should also be noted that, in 2025, in line with previous financial years, the Executive Chair was paid an amount of Euro 186 thousand to cover expenses incurred for personal security. This amount is shown in this Report under the item "Other remuneration" in line with the presentation criteria adopted in the Second Section.

#### Non-variable components paid to the Chief Executive Officer

In the 2025 financial year, the fixed remuneration paid to the Chief Executive Officer amounts to Euro 210 thousand and includes: (i) Euro 45 thousand as

emoluments for the office of director, as authorised at the Shareholders' Meeting; (ii) Euro 165 thousand as remuneration for special duties pursuant to Article 2389(3) of the Italian Civil Code.

Additional non-variable components comprise: (i) Euro 10 thousand as remuneration for participation in Internal Board Committees; (ii) Euro 8 thousand as 'Fringe benefits'; (iii) Euro 170 thousand as "Other remuneration" relating to remuneration for the duties performed as an executive of the Company. In particular, the item "Other remuneration" shows an increase of 5.3% compared to the previous financial year, in line with the gradual consolidation of the role of Chief Executive Officer and the expansion of the responsibilities associated with the duties performed as a Company executive.

#### Non-variable components paid to Key Management Personnel

In the reporting period, the fixed remuneration paid to Key Management Personnel, shown in aggregate form, amounted to Euro 925 thousand and corresponded to fixed employment salaries (gross annual salary). The "Non-cash benefits" paid to KMP, also shown in aggregate, amounted to Euro 26 thousand.

The table below summarises, for each individual, the fixed components and other non-variable elements of remuneration shown in the tables in this Section, according to their respective categories.

Recipients	Fixed remuneration	Participation in Board Committees	Fringe benefits	Other remuneration	Total non-variable components
Executive Chair	1,545	-	-	186	1,731
Chief Executive Officer	210	10	8	170	398
Key Management Personnel	925	-	26	-	951

## 4.2 Short-term variable component (MBO 2025)

The short-term variable remuneration component (Management By Objectives – MBO) constitutes the portion of remuneration linked to the achievement of pre-defined and measurable performance objectives, intended to direct the actions of top management towards the pursuit of the Group's economic/financial objectives and sustainable growth targets for the reporting period.

For the financial year 2025, the Board of Directors, acting on a proposal from the Remuneration Committee, has determined the structure of the MBO, defining its

indicators, weightings and assessment methods in accordance with the current Remuneration Policy. With regard to the sustainability objectives, the KPI were defined following consultation with the Sustainability Committee and after obtaining the favourable opinion of the Board of Statutory Auditors, to the extent of its remit. The criteria underlying the performance indicators are applied uniformly to all MBO recipients.

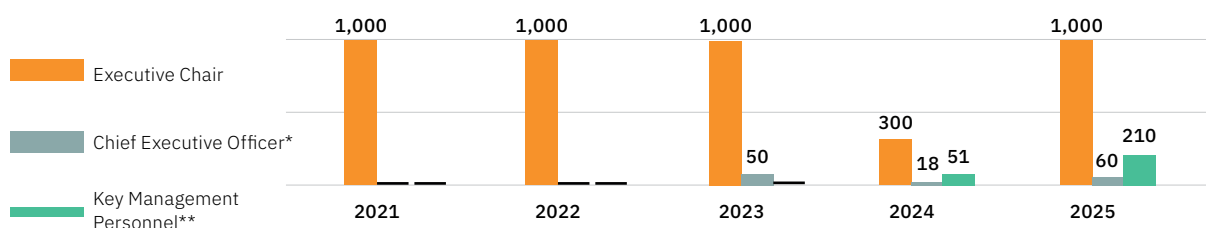
The performance indicators are linked to an incentive scale that determines the portion of the bonus accrued based on the level of achievement of the individual targets. There are no over-performance mechanisms; therefore, exceeding the maximum target achievement level does not result in the award of any amounts in addition to the vesting cap set out in the plan.

Economic/financial targets						
Member	Reporting year	Weight %	Entry Point	Target level	Level achieved	Achievements in the reporting year
Net Consolidated Sales	2025	35%	98%	100%	102.0%	The result achieved in 2025 was above the target level, resulting in vesting of the bonus against the target.
EBITDA margin	2025	35%	98%	100%	101.4%	
Sustainability targets						
2023-2025 ESG Plan	2025	15%			100%	<ul style="list-style-type: none"> <li>In 2025, the target of reducing the Group's carbon intensity for Scope 1 and Scope 2 emissions by 30% in relation to the scope of the ESG Plan was achieved;</li> <li>At 31 December 2025, the target of increasing the average hours of non-mandatory training per capita at Group level to about 8 hours per year on average has been achieved.</li> </ul>
Qualitative and quantitative targets						
Performance	2025	15%			100%	Assessment of the individual contribution, taking into account the commitment and skills demonstrated during the financial year, including with regard to M&A activities.

With reference to the final accounts for the 2025 financial year, approved by the Board of Directors at its meeting held on 20 March 2026, the economic/financial KPI were achieved at a level exceeding the maximum target level (Net Consolidated Sales: 102.0%; EBITDA margin: 101.4%), resulting in vesting of the financial component at the maximum level set. The ESG targets and the qualitative individual performance targets were confirmed as having been achieved at a level of 100%, in accordance with the MBO plan.

Based on the overall assessment, the MBO bonus for the 2025 financial year was determined to be 100% of the target amount. Accordingly, the incentive awarded amounted to Euro 1,000 thousand for the Executive Chair, Euro 60 thousand for the Chief Executive Officer, and Euro 210 thousand, in aggregate, for Key Management Personnel.

### Performance MBO 2021 - 2025 Values in €/000



\* The figures for the Chief Executive Officer refer to the period since his appointment by the Board of Directors on 28 April 2023.

\*\* The figure for Key Management Personnel refers to the period since their appointment by the Board of Directors on 18 March 2024.

## 4.3 Medium- to long-term remuneration component (LTI)

Medium- and long-term incentive instruments (Long-Term Incentives – LTI) are aimed at promoting the alignment of the interests of top management with those of the Shareholders, orienting management decisions towards the achievement of long-term strategic and sustainable growth objectives. In line with this objective, the Interpump Group's Remuneration Policy provides for an incentive system based on the grant of financial instruments (options) whose value is linked to the performance of the Interpump Group S.p.A. share price.

The vesting conditions for the options granted under the 2022–2024 Plan are linked to the achievement of performance targets, which were defined by the Board of Directors, following the non-binding opinion of the Remuneration Committee, for each financial year of the performance period (2022, 2023 and 2024). In particular, the vesting of the options is determined on the basis of the following parameters and weightings, with no provision for mechanisms to recognise over-performance beyond the predetermined maximum levels: (i) 70% of the options granted, linked to Consolidated Net Sales (weight 35%) and EBITDA margin (weight 35%); (ii) 15% of the options granted, linked to ESG objectives; (iii) 15% of the options granted, linked to qualitative objectives.

### 2022-2024 Interpump Incentive Plan

The stock option plan known as the “2022–2024 Interpump Incentive Plan” (2022–2024 Plan), approved by the Shareholders' Meeting held on 29 April 2022 upon the proposal of the Board of Directors, has completed its performance period with reference to the 2024 financial year. Therefore, during the 2025 financial year, the Company implemented the provisions of the 2022–2024 Plan relating to the final assessment of the results for the most recent year and the determination of the options vested and exercisable.

The 2022–2024 Plan is intended for Executive Directors, Key Management Personnel and Group associates identified by the Board of Directors, at its sole discretion, from among the individuals who hold or perform significant roles or functions within the Group. The Plan provides for the assignment of a maximum of 2,250,000 options, each of which grants the right to purchase one ordinary share, under the terms and conditions set out in the Plan, at a strike price of Euro 38.6496 per option.

In addition, the 2022–2024 Plan makes provision, solely for beneficiaries who are Executive Directors, for a minimum holding requirement, which obliges them to retain continuously, for a total period of five years from the grant date (including the vesting period and the share retention period), a number of shares equal to 50.1% of those purchased on the exercise of their options. For the purpose of determining the economic/financial parameters (Net Sales and EBITDA margin), the Company takes into account the effects of the mergers and acquisitions (M&A) that took place during the reporting period, in order to ensure a consistent and comparable assessment of performance.

Detailed information on the status of the 2022–2024 Plan during the reporting period (options granted, vested and exercisable, options exercised, and options held at the end of the reporting period) is provided in the tables in this Section. For a full description of the 2022–2024 Plan, please refer to the explanatory report and the information document prepared at the time of its approval, in accordance with the applicable regulations.

## 2025-2027 Interpump Incentive Plan

As part of the mediumlong-term incentive schemes, the Shareholders' Meeting of 29 April 2025 approved the "2025-2027 Interpump Incentive Plan" (the 2025-2027 Plan), which is based on the free allocation to beneficiaries of options on ordinary shares of Interpump Group S.p.A.

The Regulations implementing the 2025-2027 Plan were approved by the Board of Directors on 15 May 2025, at the proposal of the Remuneration Committee and with the favourable opinion of the Board of Statutory Auditors, and were subsequently supplemented by a resolution of the Board of Directors on 14 November 2025, to introduce an additional method for exercising the options (cashless).

The 2025-2027 Plan consists of a single three-year performance cycle covering the financial years 2025, 2026 and 2027, and provides for the overall grant of a maximum of 2,450,000 options.

The identification of the beneficiaries and the determination of the number of options granted to each of them are left to the discretion of the Board of Directors, with the possibility of identifying additional beneficiaries by 30 June 2026, with the number of options determined on a prorata temporis basis.

The Strike Price of the options is set at Euro 30.4397 per option (as determined by the relevant Regulation). Once the options have been granted and become exercisable, they may be exercised from 30 June 2028 until 31 December 2031, in accordance with the procedures and within the time limits set out in the Regulation.

The actual grant (vesting) of the Options to the beneficiaries will be at the end of the three-year cycle, following the approval of the Financial Statements at 31 December 2027.

The performance targets for the 2025-2027 Plan are set out as follows:

- Net consolidated sales (35%)
- EBITDA margin (35%)
- Total Shareholders Return – TSR (15%)
- ESG targets (15%).

For each target, there are minimum thresholds and target thresholds; for the financial targets only, there is a maximum threshold linked to the possibility of

overperformance, with a pay-out of up to 110%, within the overall limits set out in the 2025-2027 Plan (2,250,000 target-based options and 200,000 additional options for overperformance).

The 2025-2027 Plan includes specific *malus* and clawback clauses that grant the Company the right, within four years of the grant date of the options in question, to revoke options already granted but not exercised, or to obtain the return, in whole or in part, of the shares delivered (or, in the event of sale, the corresponding value), in the event of the specified circumstances (including fraudulent conduct, serious violations of the law and/or the Code of Ethics, or grants based on data that is manifestly incorrect or deliberately altered).

For certain Beneficiaries, there is also a minimum holding requirement for shares acquired or subscribed for following the exercise of options, which entails the obligation to continuously hold, until 30 June 2030, a number of shares at least equal to 50.1% of those acquired; it is understood that this obligation does not apply in the event of cash settlement.

With regard to 2025, the 2025-2027 Plan was launched during the phase of granting options to beneficiaries, through the sending of the nomination document and the collection of acceptances in accordance with the procedures and timeframes set out in the Regulation. In the same financial year, the options have not yet been granted (this will only take place at the end of the 2025-2027 cycle) and, consequently, have not yet been exercised. Detailed quantitative information on the options granted in 2025, by category of beneficiary, is provided in the tables in this Section.

### Mediumlong-term variable component (LTI) of the Executive Chair

With reference to the "Interpump 2022-2024 Incentive Plan", the Board of Directors, on 29 April 2022, upon proposal of the Remuneration Committee, resolved to grant the Executive Chair 1,620,000 options, with a fair value of Euro 2,140 thousand.

With reference to the "Interpump 2025-2027 Incentive Plan", the Board of Directors, on 15 May 2025, upon proposal of the Remuneration Committee, resolved to grant the Executive Chair 1,140,000 options, in accordance with the procedures set forth in the relevant Regulation. In the same financial year, no options were granted (vested), as this will be determined at the end of the three-year cycle, nor were any options exercised. The fair value of the options granted in the 2025 financial year amounts to Euro 2,774 thousand.

## Mediumlong-term variable component (LTI) of the Chief Executive Officer

With reference to the “Interpump 20222024 Incentive Plan”, the Board of Directors, upon proposal of the Remuneration Committee, resolved, in various tranches, to grant the Chief Executive Officer a total of 60,000 options, with a fair value of Euro 118 thousand.

With reference to the “Interpump 20252027 Incentive Plan”, the Board of Directors, on 15 May 2025, upon proposal of the Remuneration Committee, resolved to grant the Chief Executive Officer 160,000 options, in accordance with the procedures set forth in the relevant Regulation. In the same financial year, no options were granted (vested), as this will be determined at the end of the three-year cycle, nor were any options exercised. The fair value of the options granted in the 2025 financial year amounts to Euro 389 thousand.

## Mediumlong-term variable component (LTI) of Key Management Personnel

With reference to the “Interpump 20222024 Incentive Plan”, on 18 March 2024, the Board of Directors identified a number of Key Management Personnel, who had already been granted 80,000 options, the fair value of which in the 2025 financial year amounted to Euro 157 thousand.

Taking into account the duration of the incentive plans in force at the time and the corresponding exercise windows, the Board of Directors, when identifying the Key Management Personnel, deemed it appropriate not to impose an inalienability restriction on the aforementioned persons with regard to the options already granted under the 20222024 Plan, and authorised their disposal during the unrestricted exercise periods, in accordance with the provisions of the respective regulations.

With regard to the “Interpump 20252027 Incentive Plan”, during the 2025 financial year, a total of 230,000 options were granted to Key Management Personnel, in accordance with the terms set out in the relevant Regulation. In the same financial year, no options were granted, as this will be determined at the end of the three-year cycle, nor were any options exercised. The fair value of the options granted to Key Management Personnel in the 2025 financial year amounts to a total of Euro 560 thousand. Key Management Personnel are required to comply with a minimum holding restriction on shares acquired or subscribed for following the exercise of options under the “Interpump 20252027 Incentive Plan”, which entails the obligation to continuously hold, until 30 June 2030, a number of shares at least equal to 50.1% of those acquired.

## 4.4 One-off bonuses awarded in the financial year 2025

At its meeting held on 6 August 2025, the Board of Directors, acting on a proposal from the Remuneration Committee, resolved to award one-off bonuses to the Executive Chair, the Chief Executive Officer and the Key Management Personnel, in accordance with the Remuneration Policy approved by the Shareholders’ Meeting on 30 April 2025 and consistent with the objectives of attracting, motivating and retaining key personnel, as well as with the principle of exceptionality that characterises such discretionary payments. These bonuses were awarded in connection with specific external growth operations and in recognition of the particular commitment required of the individuals involved, in a highly complex macroeconomic and sectoral context.

The Remuneration Committee verified in advance that the proposed amounts were determined within the quantitative limits and in accordance with the conditions set out in the Remuneration Policy (including the individual caps and the overall limit for all short-term bonuses).

With regard to this aspect, it should be noted that Interpump Group S.p.A. has already adopted a system for awarding discretionary components, which is designed to ensure measurability, transparency and compliance with the 2025–2027 Remuneration Policy. In particular, the Policy stipulates that any award of one-off bonuses shall be limited to specific operations and/or projects, shall be subject to predetermined maximum limits and reference criteria, and shall be approved in accordance with a structured process, based on a proposal from the Remuneration Committee and subject to the safeguards provided for in the event of potential conflicts of interest.

The amounts attributable to one-off bonuses awarded in 2025 are as follows:

- Executive Chair Euro 200,000;
- Chief Executive Officer Euro 35,000;
- Key Management Personnel: Euro 97,000 in total.

The above bonuses, on the independent initiative of the Remuneration Committee, were proposed and approved by the Board of Directors at its meeting held on 6 August 2025. In the assessments underlying the proposal, the Remuneration Committee took into account the particularly challenging macroeconomic and sectoral environment in which the Group operated during the financial year, as well as the level of commitment required of the beneficiaries in order to

safeguard the Group's strong performance, sustained profitability and competitiveness. In this context, the Board of Directors also took into account the contribution made in relation to a specific strategic project, which required a significant effort in terms of analysis, executive oversight, management coordination and the definition of subsequent implementation activities. In light of these circumstances, the award of the one-off bonuses was deemed to be consistent with the Remuneration Policy and with the exceptional nature of such discretionary components.

For the purposes of this Report, these amounts are shown under the item "Non-equity variable remuneration", in accordance with the accruals basis applied in the tables in the Second Section.

## 4.5 Indemnities and/or other benefits on termination of the office or of the employment relationship

### 4.5.1 Principles of the 2025-2027 Remuneration Policy

The 2025–2027 Remuneration Policy governs any indemnities that may be payable on termination of an appointment and/or an employment relationship, setting out maximum limits and predetermined reference criteria in order to ensure that the applicable conditions are transparent, predictable and verifiable.

In particular, without prejudice to the observance of prior individual agreements that are still in force, for any further severance package that the Company may resolve upon, the maximum amount payable may not exceed one year of the average gross annual remuneration earned in the two years prior to the year of termination, calculated to include – where applicable – the components "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration" and "Other remuneration", if any, as defined in the Second Section. In any case, any remuneration deriving from one-off or discretionary bonuses is excluded from the aforementioned calculation. Any non-competition agreement, which is not currently envisaged, shall be the subject of a separate agreement and quantification.

The Company also retains the right to agree on special arrangements related to the appointment to or termination of office or employment with Executive Directors and Key Management Personnel, where this is deemed appropriate (for example, for the purposes of attraction/retention or in the context of investment agreements), in accordance with the maximum

limits and criteria set out in the Policy. In the event of termination, the Company shall ensure that a dedicated disclosure is made to the market, outlining the main features of the remuneration package granted (amount, timing of payment, any repayment clauses, retention of rights associated with incentive plans, any non-competition undertakings, and compliance with the Policy).

### 4.5.2 Previous agreements

As part of the previous individual agreements that remain in force, the Board of Directors, by resolution of 16 March 2020, adopted on the proposal of the Remuneration Committee and following the favourable opinion of the Board of Statutory Auditors, granted the Executive Chair an end-of-office indemnity, which shall become payable only upon the termination of his appointment as Company Director, in accordance with the terms and conditions set out in the aforementioned resolution.

Specifically, the severance package is set at an amount equal to three times the gross annual average remuneration earned in the two-year period prior to termination, calculated on the basis of the remuneration components relevant for the purposes of this Report (including, where applicable, "Fixed remuneration", "Fringe benefits", "Non-equity variable remuneration" and "Other remuneration", if any, as defined in this Section). The indemnity becomes due upon termination of the appointment, including in the event of early termination of the mandate, and is paid at the time of termination or, in the event of early termination, within 30 days of the date of termination.

It is understood that any non-competition commitments entered into – which are not currently envisaged – would be the subject of a separate agreement and quantification. The retention of rights associated with incentive plans involving cash payments or based on financial instruments remains governed by the regulations of the individual plans and the relevant applicable provisions, as well as by any specific agreements.

### 4.5.3 Events in the 2025 financial year

During the 2025 financial year, there were no instances of termination of office and/or termination of the employment relationship involving the individuals identified for the purposes of this Report; consequently, no indemnities and/or other benefits relating to end-of-office or termination payments were paid during the same financial year.

In the 2025 financial year, the Company recognised in its accounts a repayment of the surplus provision re-

lating to termination indemnities (TFM) in the amount of Euro 1,050 thousand, which is of a purely accounting nature and does not constitute remuneration paid; this item is recognised in the Annual Financial Report at 31 December 2025 under “Other revenue/income”.

#### 4.6 Information about any waivers to the Remuneration Policy applied in special circumstances

There have not been any special circumstances in which the Company has made temporary waivers to the Remuneration Policy.

#### 4.7 Information about the application of ex-post correction mechanisms to the variable components of remuneration (malus or claw-back return of variable components)

No circumstances have arisen that have justified recourse to claw-back mechanisms in relation to the variable components of remuneration allocated to beneficiaries.

#### 4.8 Comparison between the annual change in remuneration, the results of the Company and the average gross annual remuneration of the full-time employees of the Company

As required by the amendments made by CONSOB (section 1.5) to the Issuers’ Regulation regarding the transparency of remuneration, the following annual change information is provided over a five-year period:

- the total non-equity remuneration of each of the parties;
- the results of the Company;
- the average gross annual remuneration of employees other than the people whose specific remuneration is stated in this Report, expressed as full-time equivalents.

In particular, for the sake of clarity, it should be noted that the remuneration of Non-Executive Directors over the past 5 years and of the Board of Statutory Auditors has remained unchanged. Accordingly, the above Directors and Auditors are not included in the following schedules.

Values in €/000

Executive Directors	2021	2022	2023	2024	2025
<i>Executive Chair</i>					
Total non-equity remuneration	2,731	2,731	2,731	2,031	2,931
Annual change (%)	-	0.0%	0.0%	-25.6%	44.3%
<i>Chief Executive Officer<sup>2</sup></i>					
Total non-equity remuneration	-	279	348	396	493
Annual change (%)	-	-	24.7%	13.8%	24.5%

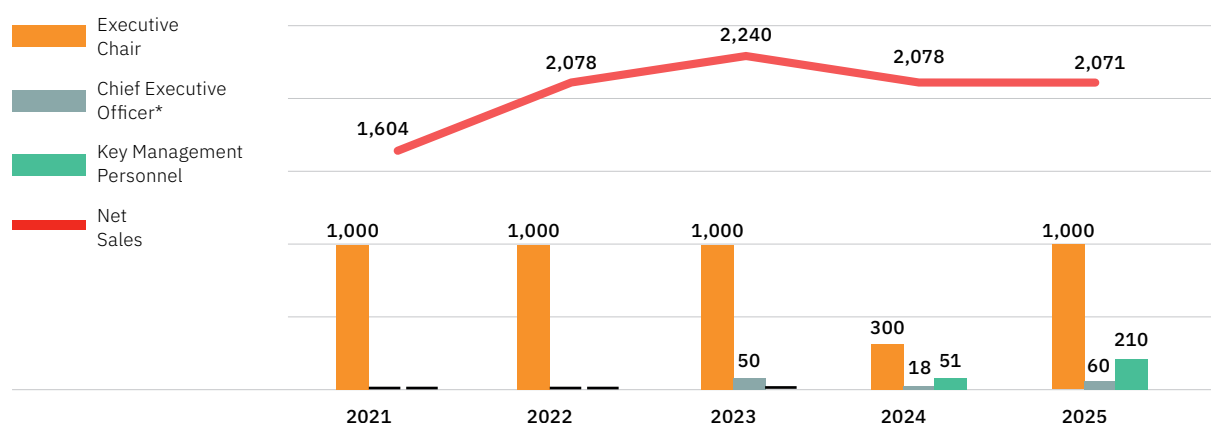
<sup>2</sup> Please note that the current Chief Executive Officer was appointed by the Board of Directors on 28 April 2023

Indicator	2021	2022	2023	2024	2025
Net Consolidated Sales	1,604	2,078	2,240	2,078	2,071
Annual change (%)	-	29.5%	7.8%	-7.2%	-0.4%
Consolidated EBITDA	380	492	537	457	462
Annual change (%)	-	29.6%	9.0%	-14.9%	1.2%
Net profit	199	270	278	228	210
Annual change (%)	-	35.9%	2.9%	-17.7%	-8.2%

CEO pay ratio <sup>3</sup>	2021	2022	2023	2024	2025
Ratio of the Executive Chair non-equity remuneration to the median total remuneration of employees	83.8	81.7	79.2	56.2	81.0
Ratio of the CEO non-equity remuneration to the median total remuneration of employees	-	-	11.6	11.0	13.6

<sup>3</sup> For the variable component of the Executive Chair's and Chief Executive Officer's remuneration, the variable short-term incentive (MBO) pertaining to the financial year is included and the equity component is excluded; for the variable component of the median employee remuneration, the variable short-term incentive (MBO) and/or the company productivity bonus pertaining to the financial year is included and the equity component is excluded.

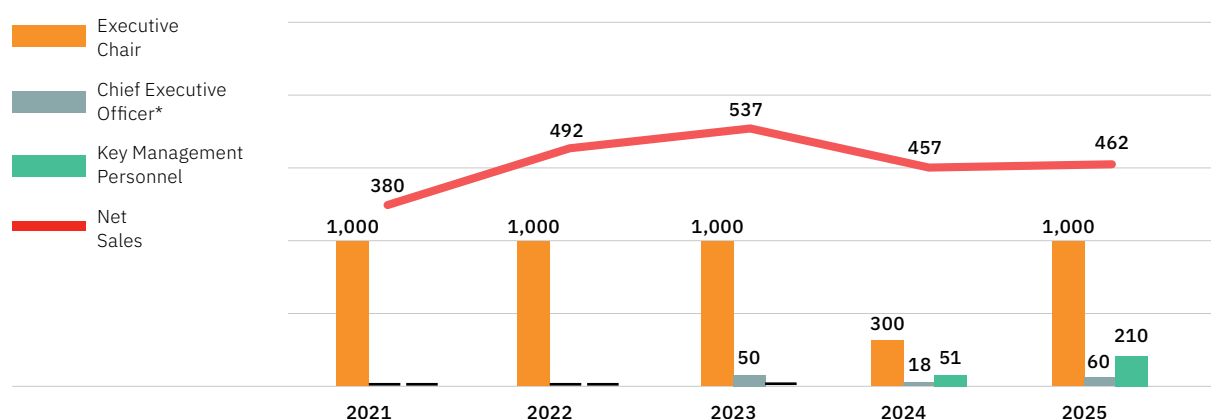
### Trend of short-term variable remuneration (MBO) of Executive Directors and Key Management Personnel in relation to Net Consolidated Sales (2021-2025)



\* The figures for the Chief Executive Officer refer to the period since his appointment by the Board of Directors on 28 April 2023.

\*\* The figure for Key Management Personnel refers to the period since their appointment (18 March 2024).

### Trend of short-term variable remuneration (MBO) of Executive Directors in relation to consolidated EBITDA (2021-2025)

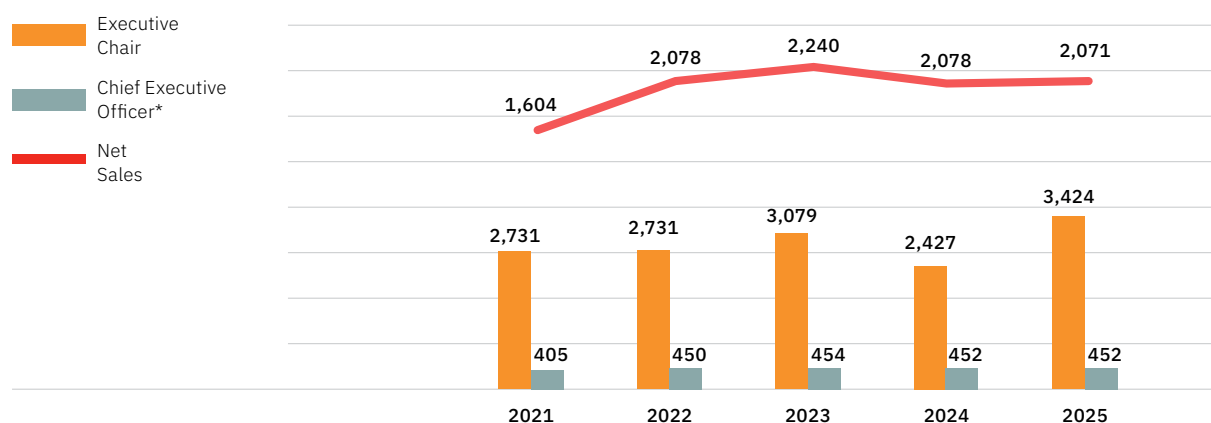


\* The figures for the Chief Executive Officer refer to the period since his appointment by the Board of Directors on 28 April 2023.

\*\* The figure for Key Management Personnel refers to the period since their appointment (18 March 2024).

## Trend of non-equity remuneration of Executive Directors and Non-Executive Directors in relation to Net Consolidated Sales (2021-2025)

Values in €/000



## 4.9 Information on how the Company has taken into consideration the Shareholders' vote on the Second Section of the 2023 Report

Taking into account the consultative vote in favour by a large majority with respect to the reporting of the Second Section for the 2023 financial year and the improvements already made to the Remuneration Policy, it was decided to keep the level of disclosure unchanged.

**Table 1 - Remuneration paid to the members of Administrative and Control Bodies, to General Managers and to other Key Management Personnel (2025)**

Name and surname	Office	Period in office	Term of office	Fixed remuneration €/000	Remuneration for participation in Internal Board Committees	Non-equity variable remuneration	Fringe benefits	Other remuneration	Total	Fair value of equity remuneration	End of office or employment termination allowance
A	B	C	D	1	2	3	4	5	6	7	8
<b>(I) Remuneration in the company preparing the financial statements</b>											
<b>Board of Directors</b>											
Fulvio Montipò	Executive Chair	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	1,545	-	1,200	-	186	2,931	4,914	(1,050) <sup>4</sup>
Giovanni Tamburi	Deputy Chair	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Fabio Marasi	Chief Executive Officer	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	210	10	95	8	170	493	507	-
Marcello Margotto	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Antonia Di Bella	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	12	-	-	-	57	-	-
Federica Menichetti	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	28	-	-	-	73	-	-
Nicolò Dubini	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	12	-	-	-	57	-	-
Rita Rolli	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Anna Chiara Svelto	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Roberta Pierantoni	Independent Director	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	-	-	-	-	45	-	-
<b>Board of Statutory Auditors</b>											
Anna Maria Allievi	Chair of the Board of Statutory Auditors	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	45	-	-	-	-	45	-	-
Mario Tagliaferri	Statutory Auditor	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
Mirco Zucca	Statutory Auditor	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
<b>Total</b>				<b>2,220</b>	<b>102</b>	<b>1,295</b>	<b>8</b>	<b>336</b>	<b>3,981</b>	<b>5,421</b>	<b>(1,050)</b>
<b>Key Management Personnel</b>											
Key Group Management Personnel				695	-	259	22	-	976	717	-
<b>TOTAL REMUNERATION IN THE COMPANY PREPARING THE FINANCIAL STATEMENTS</b>				<b>2,915</b>	<b>102</b>	<b>1,554</b>	<b>30</b>	<b>356</b>	<b>4,957</b>	<b>6,138</b>	<b>(1,050)</b>
<b>Remuneration from subsidiaries and associates</b>											
Mirco Zucca	Statutory Auditor	01.01.2025 – 31.12.2025	Approval of the 2025 Financial Statements	51	-	-	-	-	51	-	-
Key Group Management Personnel				230	-	48	4	-	244	-	-
<b>TOTAL REMUNERATION</b>				<b>3,196</b>	<b>102</b>	<b>1,602</b>	<b>34</b>	<b>356</b>	<b>5,290</b>	<b>6,138</b>	<b>(1,050)</b>

<sup>4</sup> This amount relates to the repayment of the excess provision for termination indemnities (TFM), which is of a purely accounting nature and does not constitute remuneration paid.

**Table 1 - Remuneration paid to the members of Administrative and Control Bodies, to General Managers and to other Key Management Personnel (2024)**

Name and surname	Office	Period in office	Term of office	Fixed remuneration €/000	Remuneration for participation in Internal Board Committees	Non-equity variable remuneration	Fringe benefits	Other remuneration	Total	Fair value of equity remuneration	End of office or employment termination allowance
A	B	C	D	1	2	3	4	5	6	7	8
<b>(I) Remuneration in the company preparing the financial statements</b>											
<b>Board of Directors</b>											
Fulvio Montipò	Executive Chair	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	1,545	-	300	-	186	2,031	4,328	-
Giovanni Tamburi	Deputy Chair	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Fabio Marasi	Chief Executive Officer	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	210	10	18	8	150	396	238	-
Marcello Margotto	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Antonia Di Bella	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	12	-	-	-	57	-	-
Federica Menichetti	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	28	-	-	-	73	-	-
Nicolò Dubini	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	12	-	-	-	57	-	-
Rita Rolli	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Anna Chiara Svelto	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Roberta Pierantoni	Independent Director	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	-	-	-	-	45	-	-
<b>Board of Statutory Auditors</b>											
Anna Maria Allievi	Chair of the Board of Statutory Auditors	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	45	-	-	-	-	45	-	-
Mario Tagliaferri	Statutory Auditor	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
Mirco Zucca	Statutory Auditor	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
<b>Total</b>				<b>2,220</b>	<b>102</b>	<b>318</b>	<b>8</b>	<b>336</b>	<b>2,984</b>	<b>4,566</b>	
<b>Key Management Personnel</b>											
Key Group Management Personnel				485	-	42	19	-	546	318	-
<b>TOTAL REMUNERATION IN THE COMPANY PREPARING THE FINANCIAL STATEMENTS</b>				<b>2,705</b>	<b>102</b>	<b>360</b>	<b>27</b>	<b>336</b>	<b>3,530</b>	<b>4,884</b>	<b>-</b>
<b>Remuneration from subsidiaries and associates</b>											
Mirco Zucca	Statutory Auditor	01.01.2024 – 31.12.2024	Approval of the 2025 Financial Statements	29	-	-	-	-	29	-	-
Key Group Management Personnel				230	-	9	5	-	244	-	-
<b>TOTAL REMUNERATION</b>				<b>2,964</b>	<b>102</b>	<b>369</b>	<b>32</b>	<b>336</b>	<b>3,803</b>	<b>4,884</b>	<b>-</b>

**Table 1 - Remuneration paid to the members of Administrative and Control Bodies, to General Managers and to other Key Management Personnel (2023)**

Name and surname	Office	Period in office	Term of office	Fixed remuneration €/000	Remuneration for participation in Internal Board Committees	Non-equity variable remuneration	Fringe benefits	Other remuneration	Total	Fair value of equity remuneration	End of office or employment termination allowance
A	B	C	D	1	2	3	4	5	6	7	8
<b>(I) Remuneration in the company preparing the financial statements</b>											
<b>Board of Directors</b>											
Fulvio Montipò	Executive Chair	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	1,545	-	1,000	-	186	2,731	4,316	-
Giovanni Tamburi	Deputy Chair	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Fabio Marasi	Chief Executive Officer	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	162	-	50	6	130	348	202	-
Angelo Busani	Independent Director	01.01.2023 – 28.04.2023	Approval of the 2022 Financial Statements	15	6	-	-	-	21	-	-
Marcello Margotto	Independent Director	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	45	10	-	-	-	55	-	-
Antonia Di Bella	Independent Director	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	45	8	-	-	-	53	-	-
Federica Menichetti	Independent Director	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	45	28	-	-	-	73	-	-
Stefania Petruccioli	Independent Director	01.01.2023 – 28.04.2023	Approval of the 2022 Financial Statements	15	-	-	-	-	15	-	-
Paola Annunziata Tagliavini	Independent Director	01.01.2023 – 28.04.2023	Approval of the 2022 Financial Statements	15	8	-	-	-	23	-	-
Nicolò Dubini	Independent Director	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	30	8	-	-	-	38	-	-
Rita Rolli	Independent Director	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	30	8	-	-	-	38	-	-
Anna Chiara Svelto	Independent Director	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	30	8	-	-	-	38	-	-
Roberta Pierantoni	Independent Director	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
<b>Board of Statutory Auditors</b>											
Anna Maria Allievi	Chair of the Board of Statutory Auditors	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	45	-	-	-	-	45	-	-
Roberta De Simone	Statutory Auditor	01.01.2023 – 28.04.2023	Approval of the 2023 Financial Statements	10	-	-	-	-	10	-	-
Mario Tagliaferri	Statutory Auditor	01.01.2023 – 31.12.2023	Approval of the 2025 Financial Statements	30	-	-	-	-	30	-	-
Mirco Zucca	Statutory Auditor	28.04.2023 – 31.12.2023	Approval of the 2025 Financial Statements	20	-	-	-	-	20	-	-
<b>Total</b>				<b>2,172</b>	<b>94</b>	<b>1,050</b>	<b>6</b>	<b>316</b>	<b>3,638</b>	<b>4,518</b>	<b>-</b>
<b>Key Management Personnel</b>											
Key Group Management Personnel				n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
<b>TOTAL REMUNERATION IN THE COMPANY PREPARING THE FINANCIAL STATEMENTS</b>				<b>2,172</b>	<b>94</b>	<b>1,050</b>	<b>6</b>	<b>316</b>	<b>3,638</b>	<b>4,518</b>	<b>-</b>
Remuneration from subsidiaries and associates				-	-	-	-	-	-	-	-
<b>TOTAL REMUNERATION</b>				<b>2,172</b>	<b>94</b>	<b>1,050</b>	<b>6</b>	<b>316</b>	<b>3,638</b>	<b>4,518</b>	<b>-</b>

Table (3B) - Monetary incentive plans for the members of the Board of Directors, General Managers and other Key Management Personnel

A Name and surname	B Office	1 Incentive Plan	2			3			4 Other bonuses
			Payable/ Paid	Deferred	Period	No longer payable	Still payable/ paid	Still deferred	
<b>Remuneration in the company preparing the Financial Statements</b>									
Fulvio Montipò	Executive Chair	MBO Plan	1,000 (Payable)	-	2025	-	300 (Paid)	-	-
		One-off bonus	200 (Paid)	-	2025	-	-	-	-
Fabio Marasi	Chief Executive Officer	MBO Plan	60 (Payable)	-	2025	-	18 (Paid)	-	-
		One-off bonus	35 (Paid)	-	2025	-	-	-	-
Key Management Personnel		MBO Plan	180 (Payable)	-	2025	-	42 (Paid)	-	-
		One-off bonus	97 (Paid)	-	2025	-	-	-	-
<b>Remuneration from subsidiaries and associates</b>									
Key Management Personnel		MBO recognised as Interpump Group Senior Managers	30 (Payable)	-	2024	-	9 (Paid)	-	-
<b>Total</b>			<b>369</b>	<b>-</b>		<b>-</b>	<b>1,050</b>	<b>-</b>	<b>-</b>

Table (2) - Stock-options assigned to the members of the Board of Directors, General Managers and other Key Management Personnel

A	B	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Name and surname	Office	Incentive Plan	Options held at the beginning of the reporting year			Options assigned during the reporting year						Options exercised during the reporting year			Options expired at the end of the reporting year - No. of options	Options held at the end of the reporting year - No. of options	Options pertaining to the reporting year - No. of options
			No. of options	Strike price	Possible exercise period	No. of options	Strike price	Possible exercise period	Fair value at assignment date	Assignment date	Market price of underlying shares at the option assignment date	No. of options	Strike price	Market price of underlying shares at the option assignment date			
<b>Remuneration in the company preparing the Financial Statements</b>																	
Fulvio Montipò	Executive Chair	2022-2024 Plan	1,620,000	38.649	01.07.2025 – 31.12.2028												567,000
		205-2027 Plan	1,140,000	30.439	01.07.2028 – 31.12.2031												
Fabio Marasi	Chief Executive Officer	2022-2024 Plan	60,000	38.649	01.07.2025 – 31.12.2028							60,000	38.6496	46.32			23,250
		205-2027 Plan	160,000	30.439	01.07.2028 – 31.12.2031												
Key Management Personnel		2019-2021 Plan	5,000	27.9868	01.07.2022 – 31.12.2025							5,000	27.9868	39.18			-
		2022-2024 Plan	80,000	38.649	01.07.2025 – 31.12.2028												31,000
		205-2027 Plan	230,000	30.439	01.07.2028 – 31.12.2031												
Remuneration from subsidiaries and associates			-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Table (7-ter): Shareholdings of the members of the Administrative and Control Bodies and General Managers

Name and Surname	Office	Investee company	No. of shares held at the end of the previous financial year	No. of shares purchased	No. of shares sold	No. of shares held at end of the current financial year
Fulvio Montipò	Executive Chair	Interpump Group S.p.A.	1,555,233	-	-	1,555,233
Fabio Marasi	Chief Executive Officer	Interpump Group S.p.A.	-	60,000	58,393	1,607
Key Management Personnel		Interpump Group S.p.A.	1,032	5,100	5,000	1,132

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