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Oggetto : TERNA - PR: SLATES FOR THE RENEWAL  
OF THE BOARD OF DIRECTORS AND OF  
THE BOARD OF STATUTORY AUDITORS  
FILED

*Testo del comunicato*

Vedi allegato

## **TERNA: SLATES FOR THE RENEWAL OF THE BOARD OF DIRECTORS AND OF THE BOARD OF STATUTORY AUDITORS FILED**

**Rome, 17 April 2026** – Terna S.p.A. informs that, within the statutory deadline, its relative majority shareholder CDP Reti S.p.A., a company controlled by Cassa Depositi e Prestiti S.p.A., overall representing 29.851% of Terna S.p.A.'s share capital, has filed the slates as indicated below, for the appointment of the Board of Directors and of the Board of Statutory Auditors, respectively, bodies whose renewal will be decided by Terna S.p.A.'s Annual General Meeting, already convened for 12 May 2026 (in a single call):

### Slate for the renewal of the Board of Directors

1. Elisabetta Tromellini (\*)
2. Stefano Cuzzilla (Chairman) (\*)
3. Pasqualino Monti (\*\*)
4. Qinjing Shen
5. Silvia Tossini (\*)
6. Antonella Faggi (\*)
7. Paolo Damilano (\*)
8. Gian Luca Gregori (\*)
9. Anna Lorusso (\*)

### Slate for the renewal of the Board of Statutory Auditors

#### Standing Auditors

1. Lorenzo Pozza (\*\*\*) (\*\*\*\*)
2. Lucia Foti Belligambi (\*\*\*) (\*\*\*\*)

#### Alternate Auditors

1. Lucrezia Iuliano (\*\*\*) (\*\*\*\*)
2. Antonello Lillo (\*\*\*) (\*\*\*\*)

In this regard, notice is given that the shareholder CDP Reti S.p.A. has notified the following proposals of resolutions to the Annual General Meeting, pursuant to Article 126-bis, paragraph 1, penultimate sentence, of the Consolidated Financial Act:

- to establish the number of members of the Board of Directors as 13 (thirteen);
- to establish the term of office of the Board of Directors to be appointed as 3 (three) financial years and therefore with expiration on the date of the Annual General Meeting called to approve the financial statements as of 31 December 2028;

- appointment of the candidate Stefano Cuzzilla to the office of Chairman of the Board of Directors;
- to establish the remuneration of the members of the Board of Directors as € 50,000 gross per year for the Chairman of the Board of Directors and € 35,000 gross per year for each of the other Directors, in addition to the refund of expenses incurred in reasons of their office;
- to establish the remuneration of the standing members of the Board of Statutory Auditors as € 55,000 gross per year for the Chairman of the Board of Statutory Auditors and € 45,000 gross per year for the other standing auditors, in addition to the refund of expenses incurred in reasons of their office.

Furthermore, notice is given that for the appointment of the Board of Directors and of the Board of Statutory Auditors, today, a group of shareholders constituted by asset management companies and other institutional investors<sup>1</sup> overall representing 1.63768% of the share capital of Terna S.p.A., has filed the following slates:

Slate for the renewal of the Board of Directors

1. Jean–Michel Aubertin (\*)
2. Anna Chiara Svelto (\*)
3. Elena Biffi (\*)
4. Leopoldo Maria Attolico (\*).

Slate for the renewal of the Board of Statutory Auditors

Standing Auditor

<sup>1</sup> Amundi Asset Management SGR S.p.A. gestore dei fondi: Amundi Futuro Pir e Am Accumulazione Italia Pir 2030; Amundi Risparmio Italia; Anima Sgr S.p.A. gestore dei fondi: Anima Iniziativa Italia e Anima Italia; APG Asset Management N.V. gestore dei fondi: Stichting Pensioenfonds ABP - 2122 - ABP DME Core INT, 2124 - ABP DME Core BlackRock e 2125 - ABP DME Core UBS, Stichting Depositary Apg Developed Markets Equity Minimum Volatility Pool - 6681 - Min Vol Fund-Min Vol Portfolio, Stichting Pensioenfonds Voor De Woningcorporaties - 9857 - SPW DME RI Index – UBS; Arca Fondi Sgr S.p.A. gestore del fondo Arca Azioni Italia; Axa WF Italy Equity; BancoPosta Fondi S.p.A. SGR gestore dei fondi: Fondo Bancoposta Dynamic Multi-Asset, Fondo Bancoposta Equity All Country, Fondo Bancoposta Equity Developed Countries, Fondo Bancoposta Global Equity Hedged Lte, Fondo Bancoposta Global Equity Lte, Fondo Bancoposta Global Optimal Multi-Asset e Fondo Bancoposta Rinascimento; BNP Paribas Asset Management; Candriam Fund Equity EMU High Dividend, Candriam Sustainable EU Small & Mid Cap, Cleome Index EMU Equities, Cleome Index Europe Equities e Candriam Sustainable Equity EMU; Etica Sgr S.p.A. gestore dei fondi: Fondo Etica Rendita Bilanciata, Fondo Etica Obbligazionario Misto, Fondo Etica Bilanciato, Fondo Etica Azionario, Fondo Etica Transizione Climatica e Fondo Etica Obiettivo Sociale; Eurizon Capital SGR S.p.A. gestore dei fondi: Epsilon Dlongrun, Epsilon Qequity, Epsilon Qreturn, Epsilon Qvalue, Eurizon Azioni Italia, Eurizon FIA Sviluppo Italia, Eurizon Fund - Equity Italy Smart Volatility, Eurizon Fund - Equity Planet, Eurizon Fund - Equity Small Mid Cap Europe, Eurizon Fund - Equity World Smart Volatility, Eurizon Fund - Italian Equity Opportunities, Eurizon Fund - Strategic Allocation, Eurizon Fund II - Euro Q-Equity, Eurizon Fund II - Q-Flexible, Eurizon Fund II - Q-Multiasset ML Enhanced, Eurizon Next 2.0 - Strategia Azionaria Dinamica, Eurizon Pir Italia Azioni, Eurizon Progetto Italia 40, Eurizon Progetto Italia 70, Eurizon Rendita, Eurizon Step 70 Pir Italia Giugno 2027, Fideuram Italia, YourIndex SICAV - YIS MSCI EMU Universal, YourIndex SICAV - YIS MSCI Europe Universal e YourIndex SICAV - YIS MSCI World Universal; Fideuram Asset Management Ireland gestore del fondo Fonditalia Equity Italy; Interfund Sicav - Interfund Equity Italy; Dynamic Profile Fineco Am Fund V, Dynamic Profile Fineco Am Fund IV, Dynamic Profile Fineco Am Fund VII, Dynamic Profile Fineco Am Fund VI e Dynamic Profile Fineco Am Fund I; Kairos Partners SGR S.p.A. in qualità di Management Company di Kairos International Sicav – Comparti: Italia e Patriot; Legal And General Assurance (Pensions Management) Limited; Mediobanca SGR S.p.A. gestore del fondo Mediobanca Italian Equity All Cap; Mediolanum Gestione Fondi Sgr S.p.A. gestore dei fondi: Mediolanum Flessibile Futuro Italia e Mediolanum Flessibile Sviluppo Italia; Mediolanum International Funds Limited – Challenge Funds – Challenge Italian Equity.

1. Mario Matteo Busso (\*\*\*) (\*\*\*\*).

Alternate Auditor

1. Barbara Zanardi (\*\*\*) (\*\*\*\*).

These slates, together with the relative documentation, will be made available to the public by 21 April 2026 at the Company's registered office and published on the Company website ([www.terna.it](http://www.terna.it)) and on the website of the authorised storage service "eMarket Storage" ([www.emarketstorage.it](http://www.emarketstorage.it)).

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(\* ) Candidate who declared the possession of the independence requirements pursuant to the Consolidated Law on Finance (CLF) and to the Italian Corporate Governance Code.

(\*\* ) Candidate in possession of professional competences suitable for the office of Chief Executive Officer.

(\*\*\* ) Candidate registered in the register of statutory auditors who has exercised the activity of legal control of accounts for a period of at least three years.

(\*\*\*\* ) Candidate who declared also the possession of the independence requirements established by the article 2 of the Italian Corporate Governance Code.

Fine Comunicato n.0720-26-2026

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