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Societa' : FINCANTIERI

Utenza - referente : FINCANTIERIN12 - Dado Giuseppe

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Oggetto : FINCANTIERI Filing of slates of candidates for the appointment of the Board of Statutory Auditors

*Testo del comunicato*

Vedi allegato

# FILING OF SLATES OF CANDIDATES FOR THE APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS OF FINCANTIERI S.P.A.

FINCANTIERI S.p.A. (“Fincantieri” or the “Company”) informs that, with reference to the Shareholders’ Meeting convened on May 14, 2026 in single call, on April 17, 2026, the following two slates of candidates for the appointment of the Board of Statutory Auditors of the Company have been filed:

- Slate No. 1 submitted by the Shareholder INARCASSA, owner of No. 7,108,509 ordinary shares without par value, representing 1.98% of Fincantieri share capital, which includes the following candidates: (i) for the office of Standing Auditor, Gabriella Chersicla and (ii) for the office of Alternate Auditor, Maurizio De Filippo;
- Slate No. 2 submitted by the Shareholder CDP Equity S.p.A., owner of No. 230,311,085 ordinary shares without par value, representing 64.24% of Fincantieri share capital, which includes the following candidates: (i) for the office of Standing Auditor, Elena Cussigh and Antonello Lillo and (ii) for the office of Alternate Auditor, Ottavio De Marco and Arianna Pennacchio.

All the candidates declared to satisfy the requirements set forth by law and the By-laws to serve as members of the Board of Statutory Auditors, as well as the independence requirements set forth in Article 148, paragraph 3, of the Legislative Decree of February 24, 1998, No. 58, as well as in Article 2 and in particular, Recommendation No. 7 of the Corporate Governance Code by Borsa Italiana, to which the Company adheres.

The candidate for the office of Standing Auditor Gabriella Chersicla included in Slate No. 1 is proposed, pursuant to Article 30.6 of the By-laws, as Chairman of the Board of Statutory Auditors.

It should be noted that the Shareholder INARCASSA stated, also pursuant to Consob Communication of February 26, 2009, No. DEM/9017893, the absence of any relationship of connection pursuant to Article 144-*quinquies* of the Regulations issued by Consob with Resolution of May 14, 1999, No. 11971 (the “Issuers’ Regulation”).

Following the filing of Slate No. 1 by the minority Shareholder within the deadline of April 20, 2026 indicated in the notice of call, it is noted that there is no need to reopen the terms for the submission of slates, pursuant to Article 144-*sexies*, paragraph 5, of the Issuer’s Regulation.

The Board of Statutory Auditors will be appointed by means of a slate voting system, in accordance with current regulations and with Article 30 of the By-laws.

The slates, along with the documents including the information required by the By-laws and by applicable law, will be made available to the public in the manner and by the dates required by current regulation.

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In relation to the items on the agenda of the aforementioned Shareholders' Meeting concerning the appointment of the Company's Board of Statutory Auditors, the Shareholder CDP Equity S.p.A., when presenting the slate of candidates for the position of Statutory Auditor of the Company, also communicated its proposal to the Shareholders' Meeting to set the gross annual fee of the Standing Auditors in EUR 67,500 for the Chairman of the Board of Statutory Auditors and EUR 45,000 for each of the other Standing Auditors, in addition to the reimbursement of expenses incurred in the context of their office.

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*Fincantieri is one of the world's largest shipbuilding groups, the only player active in all high complexity marine industry sectors. The Group is a leader in the construction of cruise ships, naval and offshore vessels, and stands out for its extensive experience in the development of underwater solutions, thanks to its integrated industrial structure capable of managing and coordinating all activities related to the commercial, defense, and dual-use sectors. It holds a strong presence in key markets also thanks to the internalization of high value-added, distinctive technologies; it is also a leader in sustainable innovation and in the digital transformation of the shipbuilding sector. The company is active in the field of mechatronics, electronics, and digital naval systems, as well as in cybersecurity, artificial intelligence, and marine interiors solutions. It also offers a wide range of after-sales services, including logistic support and fleet assistance. With over 230 years of history and more than 7,000 ships built, Fincantieri is a global player with a production network of 18 shipyards worldwide and over 24,000 employees; It maintains its know-how, expertise and management centers in Italy, where it directly employs approximately 13,000 workers and creates around 90,000 indirect jobs.*

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