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Societa' : SALVATORE FERRAGAMO

Utenza - referente : FERRAGAMON04 - Andrea Madrigali

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Oggetto : Shareholders' Meeting April 23, 2026

Testo del comunicato

Vedi allegato

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PRESS RELEASE

Salvatore Ferragamo S.p.A.

Ordinary Shareholders' Meeting of April 23, 2026

- **Approved the Financial Statements as of December 31, 2025 and the proposed allocation of the operating profit.**
- **Appointed the Board of Statutory Auditors for the three-year period 2026-2028.**
- **Approved the “2026-2028 Performance and Restricted Shares LTI Plan”.**
- **Determined the maximum limit of remuneration for directors holding special offices.**
- **Approved the Remuneration Policy.**
- **Approved the increase of the fees for the activity of independent auditing firm.**
- **Approved the authorization to purchase and dispose of treasury shares.**

Florence, April 23, 2026 - The Ordinary Shareholders' Meeting of Salvatore Ferragamo S.p.A. (Euronext Milan: SFER) met today in a single call under the Chairmanship of Leonardo Ferragamo. The outcome of voting on the agenda items is shown below.

Approval of the 2025 Financial Statements and allocation of the operating profit.

The Shareholders' Meeting, with the favorable vote of 99.963% of the votes represented at the Shareholders' Meeting, equal to 86.851% of the total voting rights, approved the Financial Statements as of December 31, 2025 of Salvatore Ferragamo S.p.A, as presented by the Board of Directors on last March 11, 2026, which shows an operating profit for the year of 6,365,851 euros, and also approved with the favorable vote of 99.991% of the votes represented at the Shareholders' Meeting, equal to 86.876% of the total voting rights, the allocation of the entire operating profit resulting from the financial statements as of December 31, 2025 to Extraordinary Reserve.

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The Salvatore Ferragamo Group's Consolidated Financial Statements for the financial year 2025 and the Sustainability Report for the financial year 2025 prepared in accordance with Legislative Decree 125/2024 were also presented at the Shareholders' Meeting.

Appointment of the Board of Statutory Auditors for the three-year period 2026-2028.

The Shareholders' Meeting also appointed, through the list voting mechanism, the Board of Statutory Auditors for the three-year period 2026-2028, which will therefore remain in charge until the Shareholders' Meeting called to approve the financial statements as of December 31, 2028. The Board of Statutory Auditors will consist of the following members: Gabriele Grignaffini, selected from the list submitted by a group of minority shareholders of the Company as Chairman, Francesca Michela Maurelli and Sara Landini, Standing Auditors selected from the majority list submitted by the shareholder Ferragamo Finanziaria S.p.A..

List No. 1 submitted by the controlling shareholder Ferragamo Finanziaria S.p.A. obtained 93.014%, equal to 80.814% of the total voting rights, of the votes in favor, while List No. 2 submitted by a group of minority shareholders obtained 6.534% of the votes in favor, equal to 5.677% of the total voting rights.

Finally, the Shareholders' Meeting set the gross annual remuneration payable to the Chairman of the Board of Statutory Auditors at 64,000 euros and the gross annual remuneration payable to each Standing Auditor at 48,000 euros.

According to the information currently available to the Company, the newly elected members of the Board of Statutory Auditors do not hold any shares in the Company.

The remuneration proposal put forward by the controlling shareholder, Ferragamo Finanziaria S.p.A., was approved by 99.983% of the votes represented at the Shareholders' Meeting, equal to 86.869% of the total voting rights.

Approval of the "2026-2028 Performance and Restricted Shares LTI Plan".

The Shareholders' Meeting, with the favorable vote of 95.607% of the votes represented at the Shareholders' Meeting, equal to 83.067% of the total voting rights, approved, pursuant to and for the purposes of Article 114-*bis* of the TUF, the incentive plan based on financial instruments called

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“2026-2028 Performance and Restricted Shares LTI Plan” for employees and/or directors and/or collaborators of the Company and/or other companies belonging to the Group, of which the main terms, conditions, and implementation procedures are set forth in the Report of the Board of Directors and in the Disclosure Document prepared pursuant to Article 114-*bis* of the TUF and Article 84-*bis* of the Issuers’ Regulations and attached to the Report of the Board of Directors.

Determination of the maximum limit of remuneration for directors holding special offices.

The Shareholders' Meeting, with the favorable vote of 95.287% of the votes represented at the Shareholders' Meeting, equal to 82.789% of the total voting rights, resolved pursuant to Article 27, paragraph 2 of the Bylaws, regarding the maximum limit of the remuneration payable to directors holding special offices pursuant to Article 2389, paragraph 3, of the Italian Civil Code, until the date of approval of the financial statements as of December 31, 2026.

Approval of the Remuneration Policy.

Pursuant to Article 123-*ter* paragraph 3-*ter*, of the Legislative Decree No. 58 of February 24, 1998 (“TUF”), the Shareholders' Meeting, with the favorable vote of 95.258% of the votes represented at the Shareholders' Meeting, equal to 82.763% of the total voting rights, approved the Company's policy on the remuneration of members of the administrative bodies, managers with strategic responsibilities and members of the control bodies with reference to the financial year 2026 as set out in the first section of the report on remuneration policy and compensation paid.

The Shareholders' Meeting, with the favorable vote of 94.198% of the votes represented at the Shareholders' Meeting, equal to 81.843% of the total voting rights, also expressed a favorable opinion, pursuant to and for the purposes of Article 123-*ter*, paragraph 6, of the TUF, on the second section of the aforementioned report containing, among other things, a report of the compensation paid in the financial year ending on December 31, 2025.

Approval of the increase of the fees for the activity of independent auditing firm.

The Shareholders’ Meeting, with the favorable vote of 99.980% of the votes represented at the meeting, equal to 86.866% of the total voting rights, approved the reasoned proposal of the

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outgoing Board of Statutory Auditors to increase the fees to be paid to the auditing firm KPMG S.p.A. for performing the statutory audit of the financial statements of Salvatore Ferragamo S.p.A. and certain foreign subsidiaries of the Group.

Approval of the authorization to purchase and dispose of treasury shares.

The Shareholders' Meeting, with the favorable vote of 99.988% of the votes represented at the Shareholders' Meeting, equal to 86.874% of the total voting rights, has authorized the Board of Directors to purchase, even in several *tranches*, Salvatore Ferragamo ordinary shares with no par value, up to a maximum number which, taking into account the Salvatore Ferragamo ordinary shares held from time to time in the portfolio by the Company and its subsidiaries, does not exceed 5% of the Company's *pro tempore* share capital, and in any case for a maximum total amount of 53,000,000.00 euros, pursuant to Article 2357, paragraph 3, of the Italian Civil Code.

The authorization was granted for the purpose of purchasing treasury shares to be used, where applicable, to equity incentive plans, including long-term plans, to be reserved for directors and/or managers and/or employees and/or collaborators of the Company or of companies controlled by Salvatore Ferragamo approved by the Company's Shareholders' Meeting, as well as for any extraordinary transactions involving the capital or of another nature that entail the allocation or disposal of treasury shares. Furthermore, the authorization granted may allow the Company to intervene, in compliance with applicable laws and through intermediaries, to stabilize the stock and to regularize trading patterns and prices, in response to distortions linked to excessive volatility or low trading liquidity, or to trade in treasury shares to capitalize on market opportunities, including through the purchase and resale of shares, operating both on the market and (with regard to the sale, disposal, or use) on so-called *over the counter* markets or even outside the market, or through *accelerated bookbuilding* or block trading procedures.

The Shareholders' Meeting also resolved to authorize the Board of Directors in order to, pursuant to and for the purposes of Article 2357-ter of the Italian Civil Code, dispose of, in whole or in part, on one or more occasions, the treasury ordinary shares acquired pursuant to the aforementioned resolution, or otherwise held in the Company's portfolio for the pursuit of the aforementioned purposes.

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The purchase may be carried out in one or more *tranches* within 18 months from today's date. The authorization to dispose of the treasury ordinary shares, however, has no time limit.

The summary report of votes and the minute of Shareholders' Meeting will be made available to the public within the terms and in the manner prescribed by relevant regulations.

Salvatore Ferragamo S.p.A.

Salvatore Ferragamo S.p.A. is the parent company of the Salvatore Ferragamo Group, one of the leading players in the luxury industry, whose origins date back to 1927.

Salvatore Ferragamo is renowned for the creation, production, and worldwide distribution of luxury collections of shoes, leather goods, clothing, silk products, and other accessories for men and women, including eyewear, watches, and perfumes made under license.

Ferragamo continues to reinterpret and evolve its Founder's spirit and heritage with creativity, innovation and a sustainable approach. Uniqueness and exclusivity, along with the perfect combination of style and refined Made in Italy savoir-faire, are the hallmarks of all Ferragamo products.

For more information:

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The press release is also available at <https://group.ferragamo.com> under "Investor Relations/Press Releases".

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