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BRUNELLO CUCINELLI



PRESS RELEASE

CASA DI MODA BRUNELLO CUCINELLI: Ordinary and Extraordinary Shareholders' Meeting and Board of Directors Meeting for the Renewal of Offices

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

- **Approval of the annual financial statements for the year ended December 31, 2025, with a net profit of EUR 97,020,312;**
- **Approval of the distribution of a dividend of EUR 1.04 per share;**
- **Favourable vote on the second section of the Report on remuneration paid during the 2025 financial year;**
- **Authorisation to purchase and dispose of treasury shares to service the "2024–2026 Stock Grant Plan", following revocation of the prior Shareholders' Meeting authorisation;**
- **Appointment of the Board of Directors and the Board of Statutory Auditors;**
- **Approval of amendments to Article 6 (Share Capital) of the Company's By-Laws: increase of share capital free of charge.**

BOARD OF DIRECTORS

- **Mr. Brunello Cucinelli confirmed as Executive Chairman and Creative Director; Camilla Cucinelli and Carolina Cucinelli confirmed as Vice Chairmen; Luca Lisandroni and Riccardo Stefanelli confirmed as Chief Executive Officers;**
- **Maria Cecilia La Manna appointed as Lead Independent Director; members of the Remuneration and Appointments Committee and the Control and Risk Committee appointed;**
- **Members of the Supervisory Body appointed.**

Solomeo, April 23, 2026 – The Ordinary and Extraordinary Shareholders' Meeting of Brunello Cucinelli S.p.A. – Casa di Moda operating in the luxury goods sector, listed on Euronext Milan Stock Exchange – was held today, chaired by the Executive Chairman and Creative Director, Cav. Lav. Brunello Cucinelli.

ORDINARY SHAREHOLDERS' MEETING

Financial Statements

The Shareholders' Meeting resolved to approve the annual financial statements for the year ended December 31, 2025, and to allocate the net profit for the year, amounting to Euro 97,020,312, as follows:

- a) Euro 26,300,312 to retained earnings reserve;
- b) distribution to shareholders of a dividend for the 2025 financial year in the amount of Euro 1.04 per share. The ex-dividend date (coupon no. 12) shall be May 18, 2026, with payment commencing on May 20, 2026.

Report on remuneration and compensation paid

The Shareholders' Meeting resolved, on an advisory (non-binding) basis, in favour of the second section of the Report on the remuneration policy and compensation paid during the 2025 financial year, prepared by the Board of Directors pursuant to Article 123-ter of Legislative Decree No. 58 of February 24, 1998 (the "Consolidated Financial Act" or "TUF").

Authorization to purchase and dispose of treasury shares

The Shareholders' Meeting revoked, for the portion not yet utilised, the authorisation to purchase and dispose of treasury shares granted by the resolution of April 29, 2025 and, concurrently, approved a new authorisation to purchase and dispose of ordinary shares of the Company to service the "2024–2026 Stock Grant Plan", on the terms and conditions set forth in the proposal approved by the Board of



BRUNELLO CUCINELLI

Directors on February 18, 2026, as described in the explanatory report available on the Company's website (<https://investor.brunellocucinelli.com/en/governance/shareholders-meetings>).

Appointment of the Board of Directors

The Shareholders' Meeting appointed the new Board of Directors, setting the number of its members at fifteen (15) and determining their term of office for the three-year period 2026–2028, i.e. until the date of the Shareholders' Meeting convened to approve the financial statements for the year ending December 31, 2028.

On the basis of the sole list submitted by the majority shareholder Foro delle Arti S.p.A., the following were appointed as Directors: Brunello Cucinelli, Riccardo Stefanelli, Luca Lisandrone, Camilla Cucinelli, Carolina Cucinelli, Giovanna Manfredi, Ramin Arani, Maria Cecilia La Manna (independent), Stefano Domenicali (independent), Guido Maria Barilla (independent), Chiara Dorigotti (independent), Andrea Pontremoli, Anna Vivolo (independent), Giuseppe Labianca and Katia Riva (independent).

The Shareholders' Meeting appointed Mr. Brunello Cucinelli as Chairman of the Board of Directors.

The Shareholders' Meeting further determined the gross annual remuneration for each member of the Board of Directors, as well as the attendance fee payable for participation in each meeting of the Board.

Appointment of the Board of Statutory Auditors

The Shareholders' Meeting appointed the new Board of Statutory Auditors for the three-year period 2026–2028, i.e. until the date of the Shareholders' Meeting convened to approve the financial statements for the year ending December 31, 2028.

On the basis of the sole list submitted by the majority shareholder Foro delle Arti S.p.A., the following were appointed: Dante Valobra as Chairman of the Board of Statutory Auditors; Anna Maria Fellegara and Francesco Bellini as Standing Auditors; and Isabella Ippolita Soldani and Ruggero Campi as Alternate Auditors.

The Shareholders' Meeting further determined the gross annual remuneration for the Chairman of the Board of Statutory Auditors and for each Standing Auditor.

EXTRAORDINARY SHAREHOLDERS' MEETING

Amendments to Article 6.1 of the Company's By-Laws – Increase of share capital free of charge

In its extraordinary session, the Shareholders' Meeting approved the amendments to Article 6.1 of the By-Laws and resolved to increase the share capital free of charge, pursuant to Article 2442 of the Italian Civil Code, up to a maximum amount of Euro 200,000,000, by allocating to the legal reserve established pursuant to Article 2430 of the Italian Civil Code an amount equal to Euro 37,280,000.

Further details are set forth in the explanatory report prepared by the Board of Directors, available at the Company's registered office and on the Company's website (<https://investor.brunellocucinelli.com/en/governance/shareholders-meetings>), as well as in the updated Company By-Laws, which shall be published in accordance with applicable law.

MEETING OF THE BOARD OF DIRECTORS

The newly appointed Board of Directors convened today and conferred upon the Executive Chairman, Mr. Brunello Cucinelli, powers relating to style, creativity and communication, thereby confirming him in the role of Creative Director.

The Board confirmed Luca Lisandrone and Riccardo Stefanelli as Chief Executive Officers, assigning to Mr. Lisandrone responsibility for Markets and to Mr. Stefanelli responsibility for Product and Operations. The Board further confirmed Camilla Cucinelli and Carolina Cucinelli as Vice Chairmen.

The Board of Directors also:

- verified that none of the fifteen (15) Directors, including six (6) independent Directors, is subject to any grounds for ineligibility or incompatibility and that all Directors satisfy the integrity requirements prescribed by applicable law;
- ascertained that Directors Maria Cecilia La Manna, Stefano Domenicali, Guido Maria Barilla, Chiara Dorigotti, Anna Vivolo and Katia Riva satisfy the independence requirements prescribed by law and by the Corporate Governance Code;



BRUNELLO CUCINELLI



- in accordance with the recommendations of the Corporate Governance Code and having regard to the provisions of the Company's By-Laws, established the "Control and Risk Committee" and the "Remuneration and Appointments Committee". The Control and Risk Committee is composed of the following members: Maria Cecilia La Manna (Chair), Chiara Dorigotti and Katia Riva. The Remuneration and Appointments Committee is composed of the following members: Chiara Dorigotti (Chair), Katia Riva and Ramin Arani. Both committees comprise a majority of independent Directors;
- at the time of their appointment, verified that the members of the Control and Risk Committee possess adequate expertise in accounting, financial and risk management matters, and that the members of the Remuneration and Appointments Committee possess adequate knowledge and experience in financial matters and remuneration policies;
- appointed the independent Director Maria Cecilia La Manna as Lead Independent Director of the Company, in accordance with the recommendations of the Corporate Governance Code;
- verified that the members of the Board of Statutory Auditors satisfy the professionalism and integrity requirements prescribed by applicable regulations;
- verified that the composition of the Board of Directors and of the Board of Statutory Auditors complies with the provisions of applicable law and the Company's By-Laws concerning gender balance;
- having regard to the recommendations of the Corporate Governance Code, appointed the Chief Executive Officers, Luca Lisandroni and Riccardo Stefanelli, as the Directors responsible for the internal control and risk management system, as well as employers for the purposes of Legislative Decree No. 81/2008, with a delineation of their respective areas of responsibility;
- confirmed Mr. Dario Pipitone, Chief Financial Officer, as the Manager responsible for the preparation of the Company's financial reports pursuant to Article 154-bis of Legislative Decree No. 58/1998 and Article 23 of the Company's By-Laws, having verified that he satisfies the requirements prescribed by applicable regulations;
- appointed the members of the Supervisory Body established pursuant to Legislative Decree No. 231/2001, who shall remain in office until the approval of the Company's financial statements for the year ending December 31, 2028. The Supervisory Body is composed of the following members: Carlo Fiorio (Chair), Marco Dell'Antonia and Emanuele Marconi.

On the same date, the Board of Statutory Auditors carried out a positive assessment confirming that its members satisfy the applicable independence requirements.

To the best of the Company's knowledge, as of today's date, the following members of the corporate bodies hold shares in Brunello Cucinelli S.p.A.:

Members of the corporate bodies	No. of shares representing the share capital	Corresponding number of voting rights	% of share capital	% of total voting rights*
Giovanna Manfredi (through Fundita S.r.l.)	1,100,000	2,200,000	1.62%	2.10%
Riccardo Stefanelli (also through Settembre S.r.l.)	43,250	45,000	0.064%	0.043%
Luca Lisandroni	46,000	46,000	0.068%	0.044%
Ramin Arani	8,600	8,600	0.013%	0.008%
Dante Valobra	500	500	0.00074%	0.00047%

*The percentage has been calculated on the basis of the total number of voting rights as of today's date, equal to 104,870,583.

Foro delle Arti S.p.A., which holds No. 34,034,000 ordinary shares, representing 50.05% of the Company's share capital and corresponding to No. 68,068,000 voting rights, equal to 64.91% of the



BRUNELLO CUCINELLI



total voting rights, is managed by a board of directors of which Mr. Brunello Cucinelli serves as Chairman and Chief Executive Officer. It is noted that the entire shareholding in Foro delle Arti S.p.A. is held by Spafid Trust S.r.l., acting as trustee of the Brunello Cucinelli Trust, established on June 25, 2014 (for further information, please refer to the Company's website at <http://investor.brunellocucinelli.com/it>).

The updated composition of the Board of Directors – including a summary *curriculum vitae* of each Director – and of the Board of Statutory Auditors is available on the Company's website (<http://investor.brunellocucinelli.com/it>).

The Manager responsible for the preparation of the Company's financial reports, Mr. Dario Pipitone, hereby declares, pursuant to Article 154-bis, paragraph 2, of Legislative Decree No. 58 of 1998, that the information contained in this press release is consistent with the underlying documentary evidence, books and accounting records.

The minutes of the Shareholders' Meeting of Brunello Cucinelli S.p.A. shall be made available to the public within the timeframe and in the manner prescribed by applicable law.

Brunello Cucinelli S.p.A. is an Italian Casa di Moda founded in 1978 by the eponymous designer and entrepreneur and is listed on the Euronext Milan Stock Exchange. Long rooted in the medieval Umbrian hamlet of Solomeo, the company is guided by an entrepreneurial philosophy that focuses on the major themes of "Harmony with Creation", respect for the dignity of every living being, and the pursuit of balanced growth in full accordance with the ethical values embodied in the founding principles of Humanistic Capitalism and Human Sustainability.

Initially specialising in the production of cashmere of the highest quality, the brand has expanded to include a lifestyle and ready-to-wear and casual chic offer, expressing a refined, discreet, yet versatile and everyday style. The collections seek to interpret the most authentic spirit of the Italian way of life, recreating with passion and ethics a taste perpetually balanced between elegance, creativity, contemporaneity and craftsmanship, one rooted in the values of tailoring and high craftsmanship peculiar to the Italian tradition and the Umbrian region, and deftly combined with an emphasis on innovation and contemporary style. Through a path of healthy, fair and sustainable development, the company seeks to generate profits with integrity and harmony, while respecting the moral and economic dignity of the more than 3,000 people who work for our Group.

Contacts: Investor Relations & Corporate Planning

Pietro Arnaboldi
Brunello Cucinelli S.p.A.
Tel. +39 075/69.70.079

Media

Vittoria Mezzanotte
Brunello Cucinelli S.p.A.
Tel. +39 02/34.93.34.78

Corporate website: www.brunellocucinelli.com

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