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Oggetto : FINCANTIERI LAUNCH OF THE SHARE
BUYBACK PROGRAM SERVING THE
"PERFORMANCE SHARE PLAN 2022-2024"

Testo del comunicato

Vedi allegato

FINCANTIERI: LAUNCH OF THE SHARE BUYBACK PROGRAM SERVING THE “PERFORMANCE SHARE PLAN 2022-2024”

FINCANTIERI S.p.A. (“Fincantieri” or the “Company”) announces that, implementing the authorization granted by the Shareholders’ Meeting of May 14, 2026, it will launch a share buyback program (“the Program”) on June 11, 2026. The Program serves the Company’s outstanding share-based incentive plans and particularly the “Performance Share Plan 2022-2024” and it will be implemented using the safe harbour pursuant to Article 5 of Regulation (EU) No. 596/2014 (the “MAR”).

Here below we outline the details of the Program, in compliance with Article 144-bis, paragraph 3, of the Consob Regulation No. 11971/1999 (the “Issuers Regulation”) and Article 2, paragraph 1, of the Delegated Regulation (EU) 2016/1052 (the “MAR Delegated Regulation”).

Purpose of the Program

The Program is carried out to serve the Company’s outstanding share-based incentive plans and particularly the management “Performance Share Plan 2022-2024” approved by the Shareholders’ Meeting of April 8, 2021.

Maximum number of shares and maximum outflow

The Program envisages the purchase of a maximum number of shares of 1,000,000, equivalent to approximately 0.28% of the Company’s share capital.

The purchases will be made for a total estimated disbursement of Euro 10,960,000, taking into consideration the closing price of Euro 10.96, registered by Fincantieri shares in the trading session of Euronext Milan, organised and managed by Borsa Italiana S.p.A., as of June 10, 2026.

Duration

Purchases will run from June 11, 2026 to June 19, 2026.

Minimum and maximum purchase price and number of purchased shares

Purchases will be carried out in accordance with the provisions of Article 3, paragraph 2 of the MAR Delegated Regulation. In particular, the purchase price of the shares shall not exceed the higher between the price of the last independent trade and the highest current independent purchase bid on Euronext Milan, organized and managed by Borsa Italiana S.p.A. In any case, the purchase price shall not diverge by more than 10% lower or higher than the reference price of Fincantieri’s shares on Euronext Milan in the trading day preceding each individual transaction.

The amount of shares purchased on each trading day shall not exceed 25% of the average daily volume of Fincantieri shares traded on Euronext Milan during the 20 trading days preceding the date of purchase.

Procedures

In order to implement the Program, Fincantieri will make use of an authorized intermediary who will make decisions on purchases, also in regard to their timing, in full independence and without any involvement by Fincantieri, in compliance with the parameters and criteria contractually pre-defined, and with the daily price and volume limits set forth by the Shareholders' Meeting on May 14, 2026 and by Article 5 of the MAR as well as Article 2 and 3 of the MAR Delegated Regulation.

Purchases will be made on Euronext Milan to ensure equal treatment among shareholders and pursuant to Article 144-bis, paragraph 1, letter b) of the Issuers Regulation, as well as in accordance with the provisions of the MAR and Article 3 of the MAR Delegated Regulation.

The transactions carried out under the Program will be reported to Consob and disclosed to the market, in both aggregated and detailed form, within the terms and conditions required by Article 2 of the MAR Delegated Regulation.

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The Company will promptly communicate any changes to the above mentioned Program.

To date, the Company holds No. 500,177 own shares, equal to 0.14% of the share capital.

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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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