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Oggetto	:	The Board of Directors has approved certain incentive plans based on financial instruments

Testo del comunicato

Vedi allegato

THE BOARD OF DIRECTORS HAS APPROVED CERTAIN INCENTIVE PLANS BASED ON FINANCIAL INSTRUMENTS

Colleferro (Rome), 29 July 2026 – Following the announcement made on 8 July 2026, the Board of Directors of Avio S.p.A. ("Avio" or the "Company") has approved today, *inter alia*, with the favorable opinion of the Nomination and Remuneration Committee:

a) an incentive plan based on stock option in favor of the Chairman, the Chief Executive Officer, the executives with strategic responsibilities and other managerial figures of Avio, based on the free of charge allocation of stock options granting the right to subscribe for newly issued Avio ordinary shares deriving from the capital increase pursuant to art. 5.4 of the by-laws of Avio;

b) a *performance share* plan in favor of the Chief Executive Officer, the executives with strategic responsibilities and other managerial figures of Avio, based on the free of charge allocation of Avio shares which will be subject to the approval of the Shareholders' Meeting. Vesting is subject to the achievement of certain performance targets;

c) a *restricted share* plan in favor of managerial figures of Avio other than the Chairman, the Chief Executive Officer and the executives with strategic responsibilities, based on the free of charge allocation of Avio shares which will be subject to the approval of the Shareholders' Meeting. Vesting is subject exclusively to the continuity of the beneficiary's employment relationship at the end of the *vesting* period.

As part of the overall incentive scheme, the Board of Directors also approved a co-investment opportunity based on warrant in favor of the Chairman, the Chief Executive Officer and the executives with strategic responsibilities of Avio, based on the against payment allocation of warrants granting the right to subscribe for Avio ordinary shares deriving from the capital increase pursuant to art. 5.4 of the by-laws of Avio.

For further information, reference is made to the information document prepared pursuant to art. 114-bis of the CFA and art. 84-bis of the Issuers' Regulation which will be made available to the public within the terms and in accordance with applicable law.

The Board of Directors has also resolved:

(i) to amend Section I of the remuneration policy approved by the ordinary shareholders' meeting of Avio on 28 April 2026 in order to take into account the above-mentioned plans;

(ii) to call the ordinary shareholders' meeting for September 8, 2026, within the terms and in accordance with applicable law, on the following items on the agenda:

   1) amendment of Section I of the remuneration policy approved by the ordinary shareholders' meeting on 28 April 2026;

   2) approval of incentive plans based on financial instruments pursuant to art. 114-bis of Legislative Decree no. 58/98;

   3) approval of the proposal to authorize the purchase of treasury shares pursuant to and for the purposes of articles 2357 et seq. of the Italian Civil Code, as well as

article 132 CFA and article 144-bis of the Issuers' Regulation.

It should be noted that the explanatory reports of the Board of Directors concerning the items on the agenda of the ordinary shareholders' meeting convened for September 8, 2026 and the remaining documents to be published in preparation for the Shareholders' Meeting in accordance with applicable laws and regulations will be made available to the public at the registered office at Via Bissolati 76, Rome, on the Company's website (www.avio.com, Section "Investors/Shareholders' Meeting September 8, 2026") and at the authorized storage mechanism "eMarket STORAGE" (www.emarketstorage.it).

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Avio is a leading international group engaged in the manufacturing and development of space launchers and solid, liquid and cryogenic propulsion systems. The experience and know-how built up over more than 50 years puts Avio at the cutting-edge of the space launcher sector and defense programs. Avio is present in Italy, France, United States and French Guiana, employing more than 1,500 highly qualified personnel. Avio is the prime contractor for the Vega program and a sub-contractor for the Ariane program, as well as a leading solid rocket motor subcontractor for the design and manufacturing of major European tactical missile programs.

For further information

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