Resolution pursuant to item 9) of the agenda: "Appointment of the Board of Directors."

LIST OF CANDIDATES FOR THE OFFICE OF DIRECTOR OF THE COMPANY ARNOLDO MONDADORI EDITORE S.P.A. SUBMITTED BY THE SHAREHOLDER FININVEST S.P.A.

The shareholder FININVEST S.p.A. hereby deposits the following list of candidates for the office of director of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), to be submitted to the vote of the aforementioned Shareholders' Meeting, according to the procedure provided for in Art.17 of the Articles of Association:

- 1. Marina Berlusconi
- 2. Antonio Stefano Porro
- 3. Pier Silvio Berlusconi
- 4. Alessandro Franzosi
- 5. Danilo Pellegrino
- 6. Elena Biffi (*)

- 7. Francesco Currò
- 8. Cristina Rossello
- 9. Paola Elisabetta Galbiati (*)
- 10. Marina Rubini (*)
- 11. Riccardo Perotta (*)
- 12. Lara Livolsi (*)
- (*) Candidates who declare that they can take on the role of independent director

In compliance with the requirements of Art. 17 of Mondadori's Articles of Association and current legislation on the matter, the following are attached to this letter:

- 1. Prospectus concerning the shareholder FININVEST S.p.A., indicating the percentage shareholding held and certifications proving its ownership of shares representing more than 2,5% of the share capital, thus entitling the shareholder to submit a list of candidates to the position of director.
- 2. Comprehensive information on the personal and professional qualities of the candidates, with the curriculum vitae of each candidate for the office of director.
- 3. Declarations with which each candidate, inter alia: (i) accepts their nomination; (ii) certifies the possession of the requirements provided for by law, as well as the possible possession of the independence requirements provided for in Art. 148, paragraph 3 of Legislative Decree No. 58/1998 and the additional requirements provided for by the Corporate Governance Code promoted by Borsa Italiana S.p.A., to which Mondadori has adhered, as well as those provided for by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by the company referred to in Recommendation No. 7 of the aforementioned Code; (iii) declares not to have accepted another nomination for the position of director of Mondadori (iv) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment they may have, either work or professional, the number of roles as director or auditor they may have in other listed or significant companies

It should be noted that, since this is a list presented by the party who holds the controlling shareholding in the Mondadori company, it is not necessary to submit the declaration pursuant to Art. 17, paragraph 3. lett. b) of the Articles of Association, certifying the absence or presence of affiliations as provided for by Art. 144-quinquies, first paragraph, Consob Regulation No. 11971/1999 and by Consob Communication No. DEM/9017893 of 26 February 2009.

Fininvest S.p.A., as shareholder presenting a list containing more than half the number of candidates to be elected, declares that the list presented is in line with the guidelines formulated by the Mondadori Board of Directors regarding the qualitative and quantitative composition considered optimal for the Board of Directors.

The shareholder Fininvest S.p.A. also puts forward, pursuant to art. 126-bis, paragraph 1, penultimate period of Legislative Decree No. 58/1998, the following proposed resolutions to be submitted to the vote of the Shareholders' Meeting in relation to the following items on the agenda:

9.1 Determination of the number of members.

"The Shareholders' Meeting

resolves

- to entrust the administration of the Company to a Board of Directors consisting of 12 members."
- 9.2 Determination of the term of office.

"The Shareholders' Meeting

resolves

- to fix the term of office of the Board of Directors at three financial years with expiry of the term on the date of the Shareholders' Meeting to be held for the approval of the financial statements at 31 December 2026".
- 9.3 Determination of fees.

"The Shareholders' Meeting

resolves

to determine, until a new resolution, the overall gross annual emolument due to the Board of Directors as EUR 185,000.00 (one hundred eighty-five thousand) to be divided as follows:

- EUR 20,000.00 (twenty thousand) for the Chairman;
- EUR 15,000.00 (fifteen thousand) for each of the other Directors; with the right for it to be paid during the year also in several solutions ".

Milan, 29 March 2024

FININVEST S.p.A.
The Chief Executive Officer
(Danilon Pollegrino)

Resolution pursuant to item 9) of the agenda: "Appointment of the Board of Directors."

LIST OF CANDIDATES FOR THE OFFICE OF DIRECTOR OF THE COMPANY ARNOLDO MONDADORI EDITORE S.P.A. SUBMITTED BY THE SHAREHOLDER FININVEST S.P.A.

Prospectus concerning the shareholder FININVEST S.p.A., indicating the percentage shareholding held and certifications issued by authorised intermediaries proving its ownership of shares representing more than 2,5% of the share capital, thus entitling the shareholder to submit a list of candidates for appointment to the position of directors

Name:

Finanziaria d'Investimento Fininvest S.p.A. or in short FININVEST S.p.A.

Registered office:

Rome - Largo Del Nazareno No. 8

Tax Identification number and Rome Companies Register number:

03202170589

Share capital:

€208,000,000

Overall shareholding in the Company

53.299% of the fully paid-up share capital of EUR 67,979,168.40, consisting of 261,458,340 shares with voting rights, with a par value of EUR 0.26 each.

Certifications proving ownership of shares representing more than 2.5% of share capital

Please find attached **two** certifications issued by intermediaries pursuant to Art. 83-quinquies of Legislative Decree No. 58/1998, indicating the number of shares registered in the relevant ledgers of authorised intermediaries and the related corporate rights which may be exercised.

for a total of 139,355,950 Arnoldo Mondadori Editore S.p.A. shares, equal to 53.299% of the share capital.

Milan, 29 March 2024

FININVEST S.p.A.
The Chief Executive Officer
(Danilo Integrino)

Certificazione

Intermediario che rilascia	la certificazione Annex 1.1
ABI	3239 CAB
denominazione	INTESA SANPAOLO PRIVATE BANKING S.p.A.
Intermediario partecipant	se diverso dal precedente
ABI (n.ro conto MT)	
denominazione	
data della richiesta	data di invio della certificazione n.ro progressivo annuo
26.03.2024	26.03.2024
nominativo del richiedente	se diverso dal titolare degli strumenti finanziari
titolare degli strumenti fin	
cognome	FINANZIARIA DI INVESTIMENTO FININVEST
nome	
codice fiscale	03202170589
comune di nascita	provincia di nascita
data di nascita	Nazionalità <u>ITALIANA</u>
indirizzo <u>LARGO E</u>	EL NAZARENO 8
città00187	OMA (RM) Stato ITALIA
strumenti finanziari ogget	o di certificazione:
ISIN IT000536668	
denominazione	MONDADORI AZ VM
quantità strumenti finanzia	ri oggetto di certificazione:
105.065.514,000	
vincoli o annotazioni sugli	trumenti finanziari oggetto di certificazione
Natura vincolo	
Beneficiario vincolo (ognome/denominazione, nome, codice fiscale, comune e data di nascita, indirizzo, città di residenza o sede)
data di riferimento certific	zione termine di efficacia oppure 🛭 fino a revoca
26.03.2024	30.03.2024
Diritto esercitabile:	

CERTIFICAZIONE DI POSSESSO DEI TITOLI DALLA DATA DEL 26/03/2024 AL 30/03/2024, PER LA COMUNICAZIONE PER L'ESERCIZIO DEL DIRITTO DI PRESENTARE CANDIDADURE DI AMMINISTRATORI E SINDACI. D.A. 4200/1194704/1 COD LEI 8156009D1354C08B6354

INTESA SANPAOLO S.P.A

Per procura di I.S.P.B. S.p.A. Anagrafe ed Amministrazione Strumenti Finanziari

General Navie Do a Solvani



La banca per un mondo che cambia

CERTIFICAZIONE DI PARTECIPAZIONE AL SISTEMA MONTE TITOLI

(D.Lgs. 24 febbraio 1998 n. 58, D.Lgs. 24 giugno 1998 n.213, Artt. 43/45 Provv. Banca d'Italia/Consob 13 agosto 2018)

1 (#C)	26/03/2024
N.D'ORDINE	DATA DI RIVASCIO

N.PROG.ANNUO CODICE CLIENTE 4312 4300586791 0

FININVEST S.P.A. LARGO DEL NAZARENO N. 8 00187 ROMA (RM)

C.F.: 03202170589

A richiesta di FININVEST S.P.A.

La presente certificazione, con efficacia sino al 30/03/2024 incluso, attesta la partecipazione al sistema Monte Titoli del nominativo sopraindicato con i seguenti titoli alla data odierna del 26/03/2024.

CODICE	DESCRIZIONE, TITOLO	QUANTITA
IT0005366684	MONDADORI - VOTO MAGGIORATO	34,290,436,00

Su detti titoli risultano le seguenti annotazioni:

NULLA

La presente certificazione viene rilasciata per l'esercizio del seguente diritto:

La presente certificazione, ai sensi degli articoli 21/22/23 del Provvedimento emesso in data 22 febbraio 2008 congiuntamente con la CONSOB e Banca d'Italia riguardante la "Disciplina dei servizi di gestione accentrata di liquidazione, dei sistemi di garanzia e delle relative società di gestione" e successive modifiche e dell'art. 147-ter del TUF, viene rilasciata per la presentazione delle liste dei candidati per il rinnovo dei componenti del Consiglio di Amministrazione e del Collegio Sindacale di Arnoldo Mondadori Editore S.p.A. e attesta il possesso dei titoli sopra indicati sino alla data del 30/03/2024 incluso.

BANCA NAZIONALE DEL LAVORO S.p.A

Mod 854/TI (D.A.1. 9-2000)

Banca Nazionale del Lavoro SpA - Iscritta all'Atbo delle banche e capogruppo del gruppo bencario BNL, iscritto all'Atbo dei gruppi bancari presso la Banca d'Italia · Società soggetta ad attività di direzione e coordinamento del socio unico BNP Paribas S.A., Parigi · Codice fiscale, Partita IVA e n. di iscrizione nel Reg. Imprese di Roma 09339391006 · Capitale sociale Euro 2.076.940.000,00 i.v., · Aderente al Fondo interbancario di tutela dei depositi · Sede Legale e Direzione Generale: Viale Altiero Spinelli, 30 – 00157 Roma · Tel. •39 06 47021 · bnl.lt

Classification: Confidential

Resolution pursuant to item 9) of the agenda: "Appointment of the Board of Directors."

LIST OF CANDIDATES FOR THE OFFICE OF DIRECTOR OF THE COMPANY ARNOLDO MONDADORI EDITORE S.P.A. SUBMITTED BY THE SHAREHOLDER FININVEST S.P.A.

Information on the personal and professional qualities of the candidates, with the curriculum vitae of each candidate for the office of director:

Annex 2.1

CV of Marina Berlusconi

Annex 2.2

CV of Antonio Stefano Porro

Annex 2.3

CV of Pier Silvio Berlusconi

Annex 2.4

CV of Alessandro Franzosi

Annex 2.5

CV of Danilo Pellegrino

Annex 2.6

CV of Elena Biffi

Annex 2.7

CV of Francesco Currò

Annex 2.8

CV of Cristina Rossello

Annex 2.9

CV of Paola Elisabetta Galbiati

Annex 2.10

CV of Marina Rubini

Annex 2.11

CV of Riccardo Perotta

Annex 2.12

CV of Lara Livolsi

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

MARINA BERLUSCONI

Marina Berlusconi was born in Milan on 10 August 1966.

She joined the Company at a very young age and has always been deeply interested and involved in the management and development of the Group's economic and financial strategies.

Since February 2003, she is the Chairman of Arnoldo Mondadori Editore S.p.A.

In July 1996, she was appointed Deputy Chairman of Fininvest, a position she held until October 2005, when she was appointed Chairman of the holding company.

She is also Director of MFE-MEDIAFOREUROPE N.V. and has been a Director of Mediobanca S.p.A. from 2008 to 2012.

Milan, 26 March 2024

May har Delynami

Antonio Porro has been Chief Executive Officer of the Mondadori Group since April 2021.

He also holds the positions of Chair of Mondadori Libri S.p.A., Mondadori Scuola S.p.A., Mondadori Media S.p.A. as well as Head of Development and Management of Sustainability Plan activities and related issues.

Porro was born in Milan in 1965 and graduated in economics and business at the Catholic University of Milan.

He started his professional experience in 1991 in the Business Development area of Fininvest. In 1993, he joined Mondadori as head of Development Projects.

Porro then gained over ten years' experience at Telecom Italia: from 1995, in the Business Division, he took on positions of increasing responsibility, including Strategic Marketing, and then moved – from 2001 – to the International Division as head of Operations of the subsidiaries.

In January 2009, he returned to Mondadori as head of Group Mergers & Acquisitions; in 2011, he was appointed general manager Educational and in January 2015 managing director of the educational area of Mondadori Libri S.p.A.

Milan, 26 th March 2024

Antonio Porro

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

PIER SILVIO BERLUSCONI

Pier Silvio Berlusconi was born in Milan on 28 April 1969.

He began his professional career in 1992 working for Publitalia in the marketing area, moving on to the Italia 1 television network. In November 1996, he became head of scheduling and programme coordination for Mediaset networks. In 1999, he was appointed General Deputy Manager of RTI content and since April 2000 he has been Chairman and CEO of RTI as well as Deputy Chairman of Mediaset. Since April 2015, he has been CEO of Mediaset Group (now MFE-MEDIAFOREUROPE). Since February 2020, he has been Deputy Chairman and CEO of Mediaset S.p.A.. Since June 2020, he has been Chairman of Medusa Film S.p.A. He is also a Board Member of the following companies: Arnoldo Mondadori Editore S.p.A., Fininvest S.p.A. and Publitalia S.p.A.

Milan, 26 March 2024

Jes.

Alessandro Franzosi has been an executive director of the Mondadori Group since May 2020 and Chief Financial Officer since June 2020.

Born in Milan in 1964, he graduated in Economics from Bocconi University and joined the holding company Fininvest S.p.A. in 1990, where he initially worked on strategic planning, before moving on to the Corporate Development department in 1994.

Since 1995 he has been with Olivetti Telemedia, in the Business Development area, and then moved on to the internet and multimedia division as CFO. In 1997 he joined the M&A department of Banca Imi, with a focus on the Media and Telecommunications sectors.

In 1999 he joined Morgan Stanley, where he became Managing Director in 2005.

After more than 10 years he moved to Société Générale, where in 2010 he was appointed head of M&A activities for Italy, before returning in 2013 to Fininvest S.p.A. as Director of Corporate Finance and Business Development.

Milan, 26 March 2024

MI

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

Danilo Pellegrino was born in Milan on 18 September 1957, and studied Business Management at Cattolica University, Milan. In 1975, he joined Magneti Marelli S.p.A., a Fiat Group company where he held various positions in the Administration and Control Area. He joined the Fininvest Group in 1988. He is currently CEO of Fininvest S.p.A. and holds the following positions in the Group's companies: He is Chairman of Alba Servizi Aerotrasporti S.p.A. and of ISIM S.p.A., Deputy Chairman of Teatro Manzoni S.p.A., Milan, and Director of A.C. Monza. He is a member of the Board of Directors of Arnoldo Mondadori Editore S.p.A. and MFE-MEDIAFOREUROPE N.V. Milan, 26 March 2024



ELENA BIFFI

elena.biffi@pec.it elena.biffi@icloud.com biffi.elena@gmail.com +39 335 73 69 574

Born in Milan in 1966. She graduated in Economics with honors at Luigi Bocconi University in 1989, she received scholarships to study and run research in the mathematics department of Bocconi University. In 1995, she attended the specialization "Financial risk management in insurance business" at the Scuola Normale Superiore in Pisa.

Current board positions

- (2017-) Independent Director of FinecoBank S.p.A.

 (Chairperson of Nomination Committee, Member of Risk and Related Parties Committee)
- (2018-) Independent Director of Arnoldo Mondadori Editori S.p.A.

 (Chairperson of Related Parties Committee, Member of Nomination and Remuneration Committee)
- (2021-) Independent Director of Revo Insurance S.p.A.

 (Chairperson of Internal Control and Risks Committee, Member of Related Parties Committee)
- (2016-) Insolvency official receiver of insurance company "La Concordia S.p.a. in L.c.a." (IVASS Nomination)

No-Profit Activities

- (2021-) Advisory Board Member of Assofintech, the Italian Association for fintech, insurtech and propotech
- (2022-) Member of Technical Committee of Friend of the Sea, a project of the World Sustainability Organization, an international NGO whose mission is to promote environmental conservation.
- (2022-) Board Member Fondo Pensione Vaticano
- (2022-) Partner Member of Bocconi Istituto Javotte.

Member of AIFIRM (Associazione Italiana Financial Industry Risk Managers)

She is Founding Partner of SEM Data (2021). A technology consultancy and managed services provider of Technology Business Management solutions.

She is Founding Partner of EM Associates (2002). Management consulting firm

Her main professional areas of consulting activities are finance, investment, insurance, sustainability, valuation and agri-food distribution. She has developed mathematical and organizational models such as Risk Management Systems, valuation of Assets and illiquid Assets, Products.

Previous positions

- Independent Director of REVO SPAC
- Independent Director of Elba Compagnia di Assicurazioni e Riassicurazioni S.p.A.
- Director and Co-founder of CSIP, Certified Sustainability Insurance Partners (no-profit association)
- Chairperson of the Board of Statutory Auditors of Fondartigianato and Chairperson of Supervisory Board on the Organizational Model provided for by Italian Legislative Decree no. 231/2001 (appointed by the Italian Minister of Labour and Social Policies)
- Independent Director of Mediolanum S.p.a., (member of Nomination and Remuneration Committee), Mediolanum Vita, Mediolanum Assicurazioni
- Chief Executive Officer of EM Associates S.r.I.
- Board of Statutory Auditors of Vittoria Lavoro Pension Fund
- Director of GT Assicurazione & Finanza S.r.l.
- Member of Consulta di Esperti, Technical Committee of VI Commission of Chamber of Deputies
- Contract Professor (academic year 2014-2015) of Mathematics Actuarial Science, Catholic University of Milan.

She was a consultant for Public Companies as Investor Relator; since 1991 to 1998 she had been working at Studio Attuariale Ottaviani on Non-Life, Life and pension funds.

Adjunct Professor at Catholic University of Milan, Actuarial Life Insurance. In 1995 she was appointed subject matter expert of Mathematics for Actuarial Science at the Catholic University of Milan and since then she has held seminars and workshops in financial and actuarial mathematics courses. For several years she has been teaching at the GETA Master at the Catholic University and at the Master in Financial Management at La Sapienza University of Rome with a focus on risk management. She has thought lectures and held training courses at the AIAF and participated in its working groups to address critical Actuarial Science challenges. She contributes to the Bicameral Commission on pension issues. She has been invited to hearings at the Chamber of Deputy to report on the annuity conversion coefficients.

Papers

Sustainability:

- Sustainability Game, con M. Pedol, S. Melzi, Corporate Social Responsibility and Environmental Management, luglio 2021, Volume 28, Issue 4
- I quattro cavalli, Franco Angeli, 2022. Capitoli: Ecosistema d'argento (EA): un modello sostenibile e I bisogni degli anziani: le risposte del nuovo welfare e della silver economy
- Economia Sostenibile: Rischi e Opportunità per il Sistema Bancario Italiano, Position Paper 31, agosto 2021,
 AIFIRM
- The proposed life annuity from the Insurance Companies for the supplementary pension market is distinguished between genders. What's option?, Dialogo. Donne e Pensioni, a cura di Marcella Corsi, Economia & Lavoro, Rivista quadrimestrale di politica economica, sociologia e relazioni industriali fondata da Brodolini, ANNO XLV, sett-dic 2011, n.3.
- *Numero e tempo per la comprensione dell'economia*, KOS Europa Scienze Umane Editrice, Rivista di medicina, cultura e scienze umane n. 237, giugno 2005.

Legal Area:

- Commentario al codice delle assicurazioni private (artt.36-51), Edizioni Scientifiche Italiane. 2020 e successivi aggiornamenti.
- La determinazione dell'ammontare minimo delle attività della gestione separata, Atti del convegno Organismo di Ricerca Giuridico-economica, 2011.

Mathematics:

- Monte Carlo semi-Markov methods for credit risk migration models and Basel II rules. II Part. Monte Carlo semi-Markov methods for credit risk migration models and Basel II rules. I Part Matematica, Sweden. Proceedings of the International School "Finance, Insurance and Energy Markets Sustainable Development, May 2008, ISBN 978-91-977493-3-6.
- *Un modello Monte Carlo semi-markoviano per la misura della riserva sinistri*, con R. Manca e J.Janssen. Presentato al Congresso nazionale degli Attuari, 2007, Atti dell'VIII Congresso Nazionale degli Attuari.
- Alcune riflessioni sul Liability Adequacy Test applicato alle polizze vita, con D. Mondelli, Presentato al Congresso nazionale degli Attuari, 2007, Atti dell'VIII Congresso Nazionale degli Attuari.
- Le gestioni separate assicurative: La duration delle polizze. I modelli stocastici. La performance attribution nelle Gestioni separate. Quaderno AIAF n.123, Luglio 2005.
 Considerazioni sulla rischiosità di una Compagnia di Assicurazioni sulla vita, Contributi in Matematica finanziaria

e scienze statistiche e attuariali (n.13), Istituto di Econometria e matematica, Università Cattolica di Milano, 1997

Economic Area:

- La gestione della Tesoreria Manuale gestione assicurativa III Edizione -Cedam 2021
- La misurazione della creazione di valore nelle imprese assicurative. Quaderno AIAF n.121, 2004.
- Application of IAS to the financial statements of Italian insurance companies, Atti del Congresso dell'Istituto italiano degli attuari, 2004.
- Informazione e valore nelle compagnie di assicurazione vita, in "Il valore delle imprese assicurative", a cura di Riccardo Sabbatini, IRSA 2003, Giuffrè.
- Il valore intrinseco del portafoglio polizze, in "Il valore delle imprese assicurative", a cura di R. Sabbatini, IRSA 2003, Giuffrè.
- L'Embebbed Value nelle Compagnie assicurative vita, Quaderno AIAF n.109, Luglio 2002
- Il valore intrinseco delle polizze index-unit linked, Quaderno AIAF n.109, Luglio 2002.
- Asset liability management nelle gestioni separate, in L'asset-liability management nell'imprese di assicurazione a cura di Macros Consulting, Franco Angeli, 2002.
- Cosa insegna il caso Alleanza, Bloomberg Investimenti, 25/05/2001.

Elena Biff

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

FRANCESCO CURRO'

Born in Genoa on 9 July 1954, after studying political science he began working as a journalist at Ansa.

A professional journalist since 1978, he works in various newspapers and periodicals as a columnist, special correspondent and chief editor for economics and finance.

From 1990 to 1997 he held top positions in the Mondadori Group's titles *Fortune Italia*, Epoca and *Panorama*.

In 1997 he joined Fininvest S.p.A. as head of the Special Communication Initiatives; in 2003 he became Head of the Communication Department.

Member of the Board of Directors of Arnoldo Mondadori Editore S.p.A. since April 2018.

Milan, 26 March 2024

Francesco Currò



Cristina Rossello Lawyer for High Net Worth Individuals

Cristina Rossello graduated in law with honours at the University of Genoa with a dissertation deemed worthy of publication and a special mention in the Annals of the Faculty. She is a lawyer also qualified to appear before the Court of Cassation. She has her own law firm with offices in Milan, Rome and Brussels.

She is a strategic consultant for industrial family businesses and for international groups operating in the banking, publishing and sports worlds with experience in receivership, judicial administration of confiscated assets as well as in extraordinary administration for interdiction orders and receiverships.

She has more than 25 years of experience in listed companies including as a bank Deputy Chairman, Internal Audit and Risk Committee Chairman, Chairman of the Appointments Committee, Independent Committee Chairman and member of the Related Parties Committee. She is Lead Independent Director in listed companies and has carried out activities in Sports Law. She teaches a graduate course in Sports Law and Sports Justice at the Università Statale di Milano.

Previously in charge of the Legal Department and assistant to the Chairman for the strategies of Lega Calcio, the National League of Professionals and Deputy Commissioner of the CONI (Italian National Olympic Committee) in sports federations. She conceived and chaired the mentoring association "Progetto Donne e Futuro" (Women and Future Project) for the enhancement of female excellence and support to young women wishing to access the labour market offering them professional development support.

Since March 27, 2018 she is also a member of the Italian Parliament elected in Forza Italia. Since June 28, 2018 she is the Head of the Forza Italia Group in the XIV Committee of the Chamber of Deputies for European Policies. Since September, 14, 2018 she is in charge of the European Policies Department of Forza Italia. Since May 13, 2019 she is City Commissioner for the City of Milan.

Since September 25, 2022 she is re-elected as a member of the Italian Parliament in Forza Italia lists, with reappointment of all previous positions.

Since January 20, 2024, she is City Secretary for the City of Milan.

In witness whereof.

Paola Elisabetta Galbiati

paola.galbiati@unibocconi.it paolagalbiati121@gmail.com Milano, Piazza S. Ambrogio, 25 +39 335 6115772



Italian citizen Married, two sons

Apr 2021 to date	Independent Board Member in Arnoldo Mondadori Editore listed in Italian Stock	
	Exchange, Related-Party Committee Member	
Feb 2021 to date	Independent Board Member in Illimity Bank, listed in Italian Stock Exchange,	
	Remuneration Committee Chair, Related Party Committee Member	
Jul 2020 to date	Independent Board Member in Illimity Sgr	
Feb 2020 to date	Independent Board Member in Unieuro, listed in Italian Stock Exchange,	
	Sustainability Committee Member, Audit and Risk Assessment Committee Member	
2010 to date	Board Member Dr. Ambrosoli Memorial Hospital Foundation (supporting	
	Dr.Ambrosoli Memorial Hospital, Kalongo, Uganda)	
1996 to date	Corporate Finance Professor at Bocconi University, Milan. Now in charge of	
	two graduate courses "Strategic analysis and Corporate Valuation" and	
	"Corporate turnaround and restructuring"	
1994 to date	Chartered accountant and Registered Independent Auditor	
March 2018 to date	Invited lecturer at Corporate Turnaround Master – Bergamo University	
May 2018 to date	Invited lecturer at The effective Board by NED Community-AIDC	

- May 2020- Dec 2020 Indipendent Board Member in Banca Akros (stepping down to avoid interlocking with Illimity)
- Apr 2017 Apr 2020 Independent Board Member in Banco BPM, listed in Italian Stock Exchange, Remuneration Committee Member
- Apr 2015 Apr 2018 Statutory Auditor in Tamburi Investment Partners S.p.A., listed at the Italian Stock Exchange
- **2014 2019** European Expert Evaluator European Commission Horizon 2020
- Apr 2012 Apr 2018 Independent Board Member in Servizi Italia S.p.A., listed at the Italian stock exchange. Nominee and Remuneration Committee Chairwoman, Audit and Risk Management Committee Member.
- Apr 2013 Jan 2018 Investment committee member in Teze Mechatronics (business incubator)
- Jun 2016 Jun 2017 Independent Board Member in Silver Fir SGR
- Apr 2016 Dec 2016 Supervisory Board Member in Banca Popolare di Milano, listed at the Italian Stock Exchange, Nominee Committee Member
- Nov 2013 –Dec 2014 Independent Board Member in Fullsix S.p.A., listed at the Italian Stock Exchange.

 Audit and Risk Assessment Committee Member
- Jan 2005 Dec 2012 Independent Consultant in AlixPartners Restructuring, turnaround, financial advisory, independent economic expert in litigations
- Jun 2003 Apr 2005 Chief Executive Officer in Dianos S.p.a. (IT financial service for banks, turnaround completed successfully, company sold to a large competitor)
- Jan 1982-Dec 2005 Project head and team leader in Brugger Associates (ex Finlexis) Restructuring, turnaround, liabilities restructuring and rescheduling, developing achievable business plans with top executives
- 1990-1993 Corporate Finance Professor at evening MBA SDA Bocconi.
- 1987-1989 Corporate Finance Professor at MBA SDA Bocconi.

Author of some books and publications among which

"La Governance nelle aziende in crisi", co-author and editor, McGraw Hill, 2024

"La valutazione delle operazioni di finanza straordinaria" chapter 13 in Directors – La buona governance vista dai NED, Egea, 2022

"Corporate Turnaround - The Italian perspective", co-author and editor, McGraw Hill, 2020

"Brand value preservation" in Brand : what is it worth?, Egea, 2004

"The capital structure decisions" Egea, 1999

"IRAP and corporate choices: anticipated and unanticipated effects" in Finanza Marketing e Produzione, 1999/1

"Contributions in kind and spinoffs" Egea, 1995

"Flexibility issues and economic valuations" with A. Grando, Finanza Marketing e Produzione 1992/3

"Change and Risk" with S. Frova and M. Massari in Finanza, marketing e produzione, n.4/92 "Payables/receivables management" in G. Brugger "Working Capital Management" Egea 1991

Sada & Galhir

Education

2017 ABI Servizi training for Board Members 2015 Assogestioni training for Board Members 1984 International Teachers' Program - London Business School (London) 1982 Business administration degree (cum laude) - Università Bocconi (Milano)

March 26th, 2024

Marina Rubini

		-
EXPERIENC	$\mathbf{\underline{c}}$	
2021- 2024	ABB S.P.A. Regional General Counsel EMEA – Robotics and Discrete Automation ABB S.p.A.	Milan, Italy
2018-2021	COCA-COLA ITALIA S.R.L. Legal Director, Central Europe and Italy	Milan, Italy
2015-2018	DLA PIPER GLOBAL LAW FIRM Of Counsel	Milan, Italy
2012-2014	NOVARTIS VACCINES AND DIAGNOSTICS S.R.L. Head of Legal and Compliance Italy and Southern Europe Cluster	Siena, Italy
2010-2011	BAYER S.P.A. Head of Compliance, Antitrust & Commercial Contracts	Milan, Italy
2005-2010	TAMOIL ITALIA S.P.A. Head of Corporate Team	Milan, Italy
2002-2005	LAW FIRM GIANNI & ORIGONI Senior Associate	Rome, Italy
2000-2002	LAW FIRM BONELLIEREDE Senior Associate	Brussels, Belgium
1998-2000	PRICEWATERHOUSECOOPERS Junior Associate	Milan, Italy
1995-1997	LAW FIRM BONELLIEREDE Legal Trainee	Brussels, Belgium
PRESENT AP	POINTMENTS	
2018-2024	BANCA NAZIONALE DEL LAVORO S.P.A. Appointed in 2018 and renewed in 2021 2018 – 2024: Member of the Board of Directors 2018 – 2024: Member of the Internal Control and Risk Committee and Surveillance Body (Legislative Decree No. 231/2001) 2021 – 2024: Member of the Nomination Committee 2018 – 2021: Member of the Remuneration Committee	Rome, Italy
PAST APPOIN	NTMENTS	
2014-2023	LEONARDO S.P.A. Appointed by the minority shareholders' list presented by a group of investment comparinvestors and renewed twice to the Board for an additional three-year term. 2020 – 2023: Member of the Board of Directors 2020 – 2023: Member of the Control and Risks Committee 2014 – 2023: Member of the Remuneration Committee 2017 – 2020: Member of the Nomination, Governance and Sustainability Committee 2014 – 2017: Member of the Nomination Committee	Rome, Italy nies and institutional
2018-2021	RETELIT S.P.A. Member of the Board of Directors President of the Control, Risk and Related Parties Committee Member of the Nomination and Remuneration Committee	Milan, Italy

2014-2017 CONSAP S.P.A. Rome, Italy

Member of the Surveillance Body (Legislative Decree No. 231/2001)

2013-2015 BANCA MONTE DEI PASCHI DI SIENA S.P.A. Siena, Italy

Member of the Board of Directors

Member of the Related Parties Committee

Member of the Surveillance Body (Legislative Decree No. 231/2001)

PROFESSIONAL QUALIFICATION

1998 Qualified to practice law in Italy - Admitted to the Italian Bar

EDUCATION

1998 BAR/BRI BAR REVIEW COURSE FOR THE NEW YORK BAR EXAM Chicago, USA

1998 NORTHWESTERN UNIVERSITY SCHOOL OF LAW Chicago, USA

LL.M. with Honors

1995 UNIVERSITÀ CATTOLICA DEL SACRO CUORE Milan, Italy

Laurea in Giurisprudenza (Bachelor's Degree in Law)

Grade: A+ Level equivalent

LANGUAGES

Italian (mother tongue)

English (fluent)

• French (fluent)

HONORS & AWARDS

Included in the General Counsel Powerlist Italy – Legal 500
 Recognition of my CV in the EWoB Talent Pool - European Women on Boards
 "Donne ad Alta Quota", an award given to the first women appointed to the boards of Italian public companies

- Fondazione Bellisario

2012 Recognition of my CV in the "1000 Excellent Curriculum Vitae" database in Italy - Fondazione Bellisario

Milan, March 26, 2024

Marine Rubini

CURRICULUM VITAE

RICCARDO PEROTTA

Biographical Notes

Born on April 21, 1949, Riccardo Perotta holds a degree in Economics and Commerce from Bocconi University.

Academic Background

Senior Professor at Bocconi University, where he teaches Accounting and Extraordinary Management Operations to first-year students of the CLELI Master of Sciences program. The aim of the course is to illustrate the various aspects of extraordinary operations, both in terms of valuation and accounting representation, domestically and internationally, as well as in civil and tax law, emphasizing their peculiar and current characteristics. Topics covered include: extraordinary operations in development and corporate restructuring strategies; accounting for acquisition operations in international practice according to IFRS 3 and its draft; company and share transfers; company and share contributions; share exchange through exchange or contribution; merger, reverse merger, leveraged buyout; demerger, non-proportional demerger, reverse demerger; liquidation; extraordinary operations in international contexts. He has served as a speaker at numerous conferences on extraordinary operations and corporate governance.

Professional Activities

He has been a Chartered Accountant since February 21, 1975, in Milan. His practice mainly involves:

- Business and business branch valuations, also for extraordinary operations (acquisitions, contributions, mergers, demergers) and capital increases;
- Impairment tests, fairness opinions, also in the context of extraordinary operations or related party transactions;
- Certifications required by bankruptcy law;
- Opinions on financial statements and national and international accounting principles;
- Corporate consultancy;
- Expert opinions as court-appointed or party-appointed experts in civil and criminal disputes;
- Preparation of business plans for corporate reorganization processes, corporate restructuring, and debt restructuring;
- Independent business reviews, project monitoring;
- Design and implementation of acquisition and divestment operations as well as business due diligence.
- Design and implementation of management control systems and directional reporting systems. He
 has been President of the Corporate Governance Commission of listed companies at the Order of
 Chartered Accountants of Milan. He is registered with the Register of Statutory Auditors with
 Decree of 12/04/1995, published in the Official Gazette No. 31/bis of 21/04/1995, progressive
 number 44747.

Publications

a) Monographs

- Merger Valuations. Problems of economic calculation and representation, Giuffrè, Milan, 1983, pp. 202;
- Extraordinary Management Operations, Giuffrè, Milan, 1999, pp. 567;
- Business Contribution, Giuffrè, Milan, 2005, pp. 418;
- Demerger Valuations, Giuffrè, Milan, 2006, pp. 304;
- Application of international accounting standards to business combinations. Comparison with internal regulations, Giuffrè, Milan, 2006, pp. 406;
- Reverse Merger. Internal discipline and international accounting principles, Giuffrè, Milan, 2007, pp. 211:
- Extraordinary Operations (with Luca Bertoli), Giuffrè, Milan 2015, pp. 956.

b) Articles

- Liquidation: legal aspects, economic-business outlines, and tax profiles, in Journal of Chartered Accountants, 1996, pp. 1003-1043 and 1997, pp. 95-136;
- Differences between merger and demerger: nature, economic significance, and consequent representation according to business and legal profiles, in Journal of Chartered Accountants, 2006, pp. 507-546;
- Different methods of implementing reverse merger and demerger, in Commercial Jurisprudence,
 2007, pp. 26;
- The statutory auditors: nature of control and required competencies, in Journal of Chartered Accountants, 2008, pp. 283-304;
- Applicability of IFRS 3 in case of transition from sole control to joint control. The accounting representation of the subsequent merger between companies under common control (with Giovanni Strampelli), in Commercial Jurisprudence, 2009, pp. 12;
- Extraordinary operations and net equity in financial statements prepared according to international accounting principles (with Luca Bertoli), in Commercial Jurisprudence, 2009, pp. 938-969;
- Tasks of control bodies in the presence of extraordinary operations: reflections (with Luca Bertoli), in AA.VV., Business Economics and Management: writings in honor of Vittorio Coda, edited by Airoldi, Brunetti, Corbetta and Invernizzi, Milan, Bocconi University Publisher, 2010, pp. 11;
- Organizational structures, strategic plans, internal control system, and risk management. Corporate Governance ten years after the reform of company law (with Luca Bertoli), in Journal of Chartered Accountants, 2013, pp. 853-875.

List of Current Corporate Positions

Boing S.p.a. (Auditor), Cassa Lombarda S.p.a. (Chairman of the Board of Statutory Auditors), Creset S.p.a. (Chairman of the Board of Statutory Auditors), Fire S.p.a. (Chairman of the Board of Statutory Auditors), Fire Group S.p.a. (Chairman of the Board of Statutory Auditors), FSI Sgr S.p.a. (Chairman of the Board of Statutory Auditors); Mittel S.p.a. (Independent Director), Saipem Offshore Construction S.p.a. (Chairman of the Board of Statutory Auditors), Servizi Energia Italia S.p.a. (Auditor).

List of Previous Corporate Positions

AGC Biologics S.p.a. (Chairman of the Board of Statutory Auditors); Banca IMI S.p.a. (Chairman), Campari S.p.a. (Auditor), Coface Assicurazioni S.p.a. (Chairman), Compagnia Italiana di Navigazione S.p.a. (Director), El Towers S.p.a. (Auditor), Eni S.p.a. (Auditor), Fiat S.p.a. (Chairman), Gewiss S.p.a. (Chairman), Intesa Sanpaolo Private Banking S.p.a. (Director), Mediaset S.p.a. (Auditor), Mediolanum S.p.a. (Auditor), Parmalat S.p.a. (Director, Chairman of the Control and Risks Committee), Prada S.p.a. (Auditor), Saipem S.p.a. (Auditor), Savio Macchine Tessili S.p.a. (Auditor), Snam Rete Gas S.p.a. (Chairman, then Auditor), Value Partners Management Consulting S.p.A. (Director).

AUTHORIZATION

I hereby authorize the processing and communication of my data for the conduct of the selection of the application under Italian Law Decree 30 June 2003 n. 196 and further amendments and under UE egulation 27 April 2016, n. 679 (General Data Protection Regulation - GDPR).

Ricalaters

LARA LIVOLSI Via Lamarmora 36 20122 Milano - Tel <u>+ 39/338/6650039</u> e-mail laralivolsi@livolsi.com

■ EDUCATION
 ✓ Graduated from American High school ✓ Degree in law "Università Cattolica del Sacro Cuore" Bar exame
✓ Master's degree in Corporate and Finance 2003 (one year full time master -SDA Bocconi)
WORK EXPERIENCE
From April 2013 to April 2022
• GEOX SPA
O Independent member of the Board of Directors
O Chairman of the Appointment and Remuneration Committee
From April 2022 to date
• GEOX SPA
O Non-independent member of the Board of Directors
O Member of the Appointment and Remuneration Committee
From April 2013 to June 2021
DIADORA SPA
O member of the Board of Directors of Diadora Spa
From April 2016 to November 2018
NOVA RE SIIQ SPA
O Independent member of the Board of Directors (subject to management and coordination of Sorgente SGR SpA)
O Chairman of Control and Risk Committee
O Chairman of Remuneration Committee
From April 2017 to date
FININVEST REAL ESTATE & SERVICE SPA
O Member of the Board of Directors

From April 2017 to date

ALESSANDRO PASSARÈ FOUNDATION

Member of the Board of Directors

From April 2018 to date

TEATRO IL MANZONI SPA

Member of the Board of Directors

From April 2021 to date

ALBA SERVIZI AEROTRASPORTI SPA

Member of the Board of Directors

From April 2022 to date

MEDIOLANUM GESTIONE FONDI SGR

ADVISORY ACTIVITIES

From 1997 to 2007

Chiomenti Law firm in New York

Negri Clementi Montironi e Soci (currently, NCTM)

Mazzoni Associati

Freshfield Bruckhaus Deringer

O Member of the Board of Directors

- LIVOLSI & PARTNERS SPA
- O Chief Legal Officer

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According to the Law D. Lgs. n. 196/03 I authorize the collection, treatment, and communication of my personal data, that will be used to selecting purposes.

Resolution pursuant to item 9) of the agenda: "Appointment of the Board of Directors."

LIST OF CANDIDATES FOR THE OFFICE OF DIRECTOR OF THE COMPANY ARNOLDO MONDADORI EDITORE S.P.A. SUBMITTED BY THE SHAREHOLDER FININVEST S.P.A.

Declarations with which each candidate: (i) accepts their nomination; (ii) certifies the possession of the requirements provided for by law, as well as the possible possession of the independence requirements provided for in Art. 148, paragraph 3 of Legislative Decree No. 58/1998 and the additional requirements provided for by the Corporate Governance Code promoted by Borsa Italiana S.p.A., to which Mondadori has subscribed, as well as those provided for by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by the company referred to in Recommendation No. 7 of the aforementioned Code; (iii) declares not to have accepted another nomination for the position of director of Mondadori (iv) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment they may have, either work or professional, the number of roles as director or auditor they may have in other listed or significant companies.

Annex 3.1

Declaration of Marina Berlusconi

Annex 3.2

Declaration of Antonio Stefano Porro

Annex 3.3

Declaration of Pier Silvio Berlusconi

Annex 3.4

Declaration of Alessandro Franzosi

Annex 3.5

Declaration of Danilo Pellegrino

Annex 3.6

Declaration of Elena Biffi

Annex 3.7

Declaration of Francesco Currò

Annex 3.8

Declaration of Cristina Rossello

Annex 3.9

Declaration of Paola Elisabetta Galbiati

Annex 3.10

Declaration of Marina Rubini

Annex 3.11

Declaration of Riccardo Perotta

Annex 3.12

Declaration of Lara Livolsi

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned MARINA BERLUSCONI, born in Milano on 10/08/1966, tax code BRL MNL 66M50 F205C, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Marina Berlusconi

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned ANTONIO STEFANO PORRO, born in Milano on 28/02/1965, tax code PRR NNS 65B28 F205N, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Antonio Stefano Porre

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned PIER SILVIO BERLUSCONI, born in Milano on 28/04/1969, tax code BRL PSL 69D28 F205E, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Pier Silvio Berlusconi

Pi Contsc_

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned ALESSANDRO FRANZOSI, born in Milano on 10/07/1964, tax code FRN LSN 64L10 F205E, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;

b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;

c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;

d) not to have accepted another nomination for the office of director of Mondadori;

e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;

f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Alessandro Franzosi

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned DANILO PELLEGRINO, born in Milano on 18/09/1957, tax code PLL DNL 57P18 F205O, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Danilo Perlegrino

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned ELENA BIFFI, born in Milan on 27/01/1966, tax code BFF LNE 66A67 F205R with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- that I am not subject, pursuant to art. 2383, paragraph I, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) possession of the independence requirements provided for by the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 58/1998;
- e) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. to which Mondadori has adhered, as well as those provided by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by Mondadori as set out in Recommendation no. 7 of the mentioned Code;
- f) not to have accepted another nomination for the office of director of Mondadori;
- g) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional and the number of roles as director or auditor I may have in other listed or significant companies;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Elena Biffi
Elena BH

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned FRANCESCO CURRO', born in Genova on 09/07/1954, tax code CRR FNC 54L09 D969U, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998:
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Francesco Currò

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned CRISTINA ROSSELLO, born in Finale Ligure (SV) on 24/12/1961, tax code RSS CST 61T64 D600F, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) not to have accepted another nomination for the office of director of Mondadori;
- e) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional, the number of roles as director or auditor I may have in other listed or significant companies;
- f) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Cristina Rossello

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned PAOLA ELISABETTA GALBIATI, born in Milan on 12/01/1958, tax code GLB PLS 58A52 F205O with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) possession of the independence requirements provided for by the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 58/1998;
- e) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. to which Mondadori has adhered, as well as those provided by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by Mondadori as set out in Recommendation no. 7 of the mentioned Code;
- f) not to have accepted another nomination for the office of director of Mondadori;
- g) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional and the number of roles as director or auditor I may have in other listed or significant companies;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Paola Elisabetta Galbiati

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned MARINA RUBINI, born in Verona on 16/04/1969, tax code RBN MRN 69D56 L781T with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) possession of the independence requirements provided for by the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 58/1998;
- e) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. to which Mondadori has adhered, as well as those provided by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by Mondadori as set out in Recommendation no. 7 of the mentioned Code;
- f) not to have accepted another nomination for the office of director of Mondadori;
- g) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional and the number of roles as director or auditor I may have in other listed or significant companies;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Marina Rubini

Leone Rusia

Resolution pursuant to item 9.4) of the agenda: "Appointment of the members of the Board of Directors."

I, the undersigned RICCARDO PEROTTA, born in Milan on 21/04/1949, tax code PRT RCR 49D21 F205T with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- c) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) possession of the independence requirements provided for by the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 58/1998;
- e) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. to which Mondadori has adhered, as well as those provided by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by Mondadori as set out in Recommendation no. 7 of the mentioned Code;
- f) not to have accepted another nomination for the office of director of Mondadori;
- g) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional and the number of roles as director or auditor I may have in other listed or significant companies;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan,26 March 2024

Riccardo Perotta

Resolution pursuant to item 9.4) of the agenda:
"Appointment of the members of the Board of Directors."

I, the undersigned LARA LIVOLSI, born in Milan on 02/08/1974, tax code LVL LRA 74M42 F205P with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered office in Rome - Largo del Nazareno 8, tax code and Rome Register of Companies registration no. 03202170589, and that will be submitted to the vote of the Shareholders' meeting specified above, in compliance with the provisions of Article 17 of the Company Bylaws,

under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation and regulations (including Articles 2382 and 2390 of the Italian Civil Code) for my appointment to the office and that I possess the integrity requirements prescribed by the combined provisions of Articles 147-quinquies, paragraph 1 and 148, paragraph 4, of Italian Legislative Decree 58/1998;
- C) that I am not subject, pursuant to art. 2383, paragraph 1, last sentence, of the Italian Civil Code, to disqualification from the office of director as a result of measures adopted against me in a member State of the European Union;
- d) possession of the independence requirements provided for by the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3, of Legislative Decree 58/1998;
- e) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. to which Mondadori has adhered, as well as those provided by the "Policy on criteria for assessment of the independence requirements for Directors" adopted by Mondadori as set out in Recommendation no. 7 of the mentioned Code;
- not to have accepted another nomination for the office of director of Mondadori;
- g) to be able to dedicate sufficient time for the effective and diligent execution of duties as director of Mondadori taking into account the commitment I may have, either work or professional and the number of roles as director or auditor I may have in other listed or significant companies;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and integrations and any regulations applicable from time to time, I have been informed that all personal data gathered will be processed by Mondadori, including using information technology equipment, solely within the context of the procedure for which this declaration is made and, therefore, I authorise for these data to be so processed.

I, the undersigned, undertake, if requested, to submit the appropriate documentation to confirm the veracity of the declared data and to communicate any facts that may change the declaration.

In witness whereof. Milan, 26 March 2024

Lara Livolsi