

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) 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 | 7. Francesco Currò |
| 2. Antonio Stefano Porro | 8. Angelo Renoldi (*) |
| 3. Pier Silvio Berlusconi | 9. Mario Resca |
| 4. Alessandro Franzosi | 10. Cristina Rossello |
| 5. Elena Biffi (*) | 11. Paola Elisabetta Galbiati (*) |
| 6. Danilo Pellegrino | 12. Valentina Casella (*) |

() 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: (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 independence requirements evaluation criteria of the 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.

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 by the Board of Directors.

The shareholder Fininvest S.p.A. also puts forward the following proposed resolutions to be submitted to the vote of the Shareholders' Meeting in relation to the following items on the agenda:

6.1 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."

6.2 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 and in any event up to the date of the Shareholders' Meeting called to approve the financial statements at 31 December 2023".

6.3 Determination of remuneration.

"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 taken during the year including in multiple payments".

Milan, 2nd April 2021

FININVEST S.p.A.
The Chief Executive Officer
(*Daniela Pellegrino*)

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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- <i>quinquies</i> 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, 2nd April 2021

FININVEST S.p.A.
The Chief Executive Officer
(*Daniela Pellegrino*)

Annex 1.1

Comunicazione ex artt. 43 - 44 - 45 del Provvedimento Unico sul Post-Trading del 13 agosto 2018

1. Intermediario che effettua la comunicazione			
ABI (conto MT)	03239	CAB	87683
denominazione INTESA SANPAOLO PRIVATE BANKING S.P.A.			
2. Ultimo intermediario, se diverso dal precedente, o intermediario cedente in caso di trasferimento tra intermediari			
ABI		CAB	
denominazione			
3. data della richiesta (ggmmssaa)		4. data di invio della comunicazione (ggmmssaa)	
30032021		30032021	
5. n.ro progressivo semio	6. n.ro della comunicazione precedente	7. causale	
24100018	00000000	INS	
8. nominativo del richiedente, se diverso dal titolare degli strumenti finanziari			
9. titolare degli strumenti finanziari:			
cognome o denominazione FINANZIARIA DI INVESTIMENTO FINI			
nome NVEST			
codice fiscale 03202170589			
comune di nascita		provincia di nascita	
data di nascita (ggmmssaa)	00000000	nazionalità	ITALIA
indirizzo LARGO DEL NAZARENO 8			
città	ROMA (RM)	Stato	ITALIA
10. strumenti finanziari oggetto di comunicazione:			
ISIN o Cod. interno IT0005366684			
denominazione MONDADORI AZ VM			
11. quantità strumenti finanziari oggetto di comunicazione:			
105.085.514,000			
12. vincoli o annotazioni sugli strumenti finanziari oggetto di comunicazione			
natura 00 -			
Beneficiario vincolo			
13. data di riferimento (ggmmssaa)		14. termine di efficacia	15. diritto esercitabile
30032021		02042021	DEP
16. note			
PRESENTAZIONE LISTE PER IL RINNOVO DEL CDA			
Firma dell'Intermediario			
17. Sezione riservata all'Emittente			
Data della rilevazione nell'Elenco			
Causale della rilevazione:			
<input type="checkbox"/> Iscrizione <input type="checkbox"/> Maggiorazione <input type="checkbox"/> Cancellazione			
Motivazione della cancellazione o del rifiuto di iscrizione			

Firma dell'Emittente

Intesa Sanpaolo Private Banking SpA
Filiale Private Bank Milano - 04205

Copia Cliente



CERTIFICAZIONE DI PARTECIPAZIONE AL SISTEMA
DI GESTIONE ACCENTRATA MONTE TITOLI
(art.43/45 del provvedimento Banca d'Italia/Consob 13/08/2018)

Intermediario che rilascia la certificazione

ABI 03307 CAB 01722
denominazione **Societe Generale Securities Service S.p.A**

Intermediario partecipante se diverso dal precedente

ABI
denominazione

data della richiesta

30/03/2021
ggmmssaa

data di invio della comunicazione

30/03/2021
ggmmssaa

n° progressivo annuo

508243

n° progressivo certificazione
a rettifica/revoca

causale della rettifica/revoca

Su richiesta di:

UNICREDIT SPA

Titolare degli strumenti finanziari:

cognome o denominazione **FINANZIARIA D'INVESTIMENTO FININVEST S.P.A.**
nome
codice fiscale / partita iva **3202170589**
comune di nascita provincia di nascita
data di nascita nazionalità
ggmmssaa
indirizzo **LARGO DEL NAZARENO 8**
città **187 ROMA RM**

Strumenti finanziari oggetto di certificazione:

ISIN **IT0005366684**
denominazione **MONDADORI ED VM CUM**

Quantità degli strumenti finanziari oggetto di certificazione:

34.290.436

Vincoli o annotazioni sugli strumenti finanziari oggetto di certificazione

data di: ☐ costituzione ☐ modifica ☐ estinzione
ggmmssaa

Natura vincolo

Beneficiario vincolo (denominazione, codice fiscale, comune e data di nascita, indirizzo e città di residenza o della sede)

data di riferimento

30/03/2021
ggmmssaa

termine di efficacia/revoca

02/04/2021
ggmmssaa

diritto esercitabile

DEP

Note

certificazione di possesso per presentazione liste Consiglio di amministrazione

Firma Intermediario

**SOCIETE GENERALE
Securities Service S.p.A.**

Matteo Draghetti

Digitally signed by
Matteo DRAGHETTI
Date: 2021.03.30
11:42:49 +02'00'

SGSS S.p.A.

Sede legale
Via Benigno Crespi, 19/A
20159 Milano
Italy

Tel. +39 02 9178.1
Fax. +39 02 9178.9999
www.securities-
services.societegenerale.com

Capitale Sociale € 111.309.007,08
interamente versato
Banca iscritta all'Albo delle Banche
cod. 5622
Assoggettata all'attività di direzione e
coordinamento di Société Générale S.A.

Iscrizione al Registro delle Imprese di
Milano, Codice Fiscale e P. IVA
03126570013 Aderente al Fondo
Interbancario di Tutela dei Depositi

Annex 2

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
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**Resolution pursuant to item 6.4) 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 Elena Biffi

Annex 2.6

CV of Danilo Pellegrino

Annex 2.7

CV of Francesco Currò

Annex 2.8

CV of Angelo Renoldi

Annex 2.9

CV of Mario Resca

Annex 2.10

CV of Cristina Rossello

Annex 2.11

CV of Paola Elisabetta Galbiati

Annex 2.12

CV of Valentina Casella

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
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Resolution pursuant to item 6.4) of the agenda:
"Appointment 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 Mediaset S.p.A. and has been a Director of Mediobanca S.p.A. from 2008 to 2012.

Milan, 29 March 2021



**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
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ANTONIO PORRO

Antonio Porro has been deputy chairman and managing director of Mondadori Libri S.p.A. since February 2018, as well as chairman and managing director of Mondadori Education S.p.A. and Mondadori Electa S.p.A. since June 2011, managing director of Rizzoli Education S.p.A. and chairman of Rizzoli International Publications Inc. since September 2016.


Mr. Porro was born in Milan in 1965 and earned a degree in economics and business administration at the Catholic University of Milan.

His professional career started 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, within 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..

Segrate, 29 March 2021

A handwritten signature in black ink, appearing to read 'Antonio Porro', is written over a horizontal dashed line.

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PIER SILVIO BERLUSCONI

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

He begins his professional experience in 1992 in the marketing department of Publitalia, subsequently moving to the Italia 1 television network. In November 1996, he becomes Head of Coordination of Programmes/Scheduling of the Mediaset networks. In 1999, he is appointed Deputy General Manager of Content at R.T.I. Since April 2000, he has been Vice Chairman of the Mediaset Group, as well as Chairman and CEO of R.T.I.

He is Chairman of Medusa Film S.p.A. and member of the Boards of Directors of Fininvest S.p.A., Arnoldo Mondadori Editore S.p.A., Publitalia '80 S.p.A., and, since 2015, CEO of Mediaset S.p.A.

Milan, 31 March 2021

Pi S C Ber

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
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ALESSANDRO FRANZOSI

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.

Segrate, 29 March 2021



ELENA BIFFI

✉ elena.biffi@pec.it
elena.biffi@icloud.com

Via Amendola, 16
Cernusco sul Naviglio (MI)

She was born in 1966 in Milan, Italy.

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

(2016-) Insolvency official receiver of insurance company "La Concordia S.p.a. in L.c.a."

(2017-) Independent Director of FincoBank S.p.A. (Chairperson of Nomination Committee, Member of Audit Committee)

(2018-) Independent Director of Arnoldo Mondadori Editori S.p.A. (member of Nomination and Remuneration Committee and Related Parties Committee)

She is member of AIAF (Italian Society of Financial Analysts), AIFIRM (Associazione Italiana Financial Industry Risk Managers), WCD (Women Corporate Directors); 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, Enterprises.

Previous positions:

- 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
- 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.l.
- 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.

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 of Milan 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. 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.

Paper

- *Commentario al codice delle assicurazioni private* (artt.36-51), a cura del Prof. Carriero e della Prof.ssa Candian, Edizioni Scientifiche Italiane.
- *La determinazione dell'ammontare minimo delle attività della gestione separata*, Atti del convegno Organismo di Ricerca Giuridico-economica, 2011.
- *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.
- *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, settembre 2007 e pubblicato in 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, settembre 2007 e pubblicato in 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.
- *Numero e tempo per la comprensione dell'economia*, KOS Europa Scienze Umane Editrice, Rivista di medicina, cultura e scienze umane n. 237, giugno 2005.
- *La misurazione della creazione di valore nelle imprese assicurative*, Quaderno AIAF n.121, Luglio 2004.
- *Application of LAS 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 Riccardo Sabbatini, IRSA 2003, Giuffrè.
- *L'Embebed 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'impresa di assicurazione* a cura di Macros Consulting, Franco Angeli, 2002.
- *Cosa insegna il caso Alleanza*, Bloomberg Investimenti, 25/05/2001.
- *Considerazioni sulla rischiosità di una Compagnia di Assicurazioni sulla vita*, con G. Redaelli, Contributi in Matematica finanziaria e scienze statistiche e attuariali (n.13), Istituto di Econometria e matematica, Università Cattolica di Milano, 1997.

Milan, 26 March 2021

Elena Biffi

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"Appointment of the Board of Directors."

DANILO PELLEGRINO

Born on 18 September 1957 in Milan, Danilo Pellegrino is Chief Executive Officer of Fininvest S.p.A.

During his studies in economics and business administration at Cattolica University in Milan, in 1975 he joins Magneti Marelli S.p.A., company of the Fiat Group in which he covers a number of positions, from Manager of Administration to Head of Management Control. In 1988, he joins Fininvest S.p.A., first as head of Budget and Reporting, from 1999 as Head of Administration, Planning and Control and from 2003 until 2016 as General Manager.

Member of the Board of Directors of Arnoldo Mondadori Editore S.p.A. since February 2013.

Danilo Pellegrino is also Chairman of Il Teatro Manzoni in Milan, Alba Servizi Aerotrasporti and ISIM, and Director of A.C. Monza S.p.A., companies of the Fininvest Group.

Milan, 29 March 2021



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FRANCESCO CURRO'

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

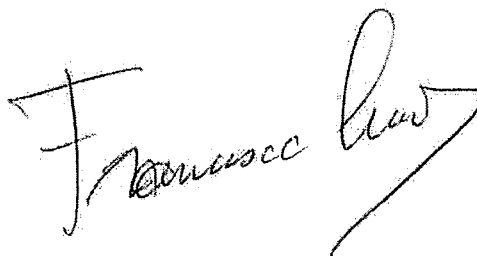
A professional journalist since 1978, he works in various newspapers and periodicals as a columnist, special correspondent and chief editor for economics and finance.

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, 29 March 2021

A handwritten signature in black ink, appearing to read 'Francesco Curro' with a stylized flourish at the end.

PROF. DR. ANGELO RENOLDI
ORDINARY PROFESSOR OF ECONOMICS AND CORPORATE
MANAGEMENT AT THE UNIVERSITY OF BERGAMO
CHARTERED ACCOUNTANT - AUDITOR

20145 MILAN-VIA MASCHERONI 18
TEL. 02.463963 - FAX 02.4989651
e-mail: prof@studiorenoldi.com
angelo.renoldi@legalmail.it

ANGELO RENOLDI
Curriculum Vitae

- Born on 7 August 1949 in Busto Arsizio (VA)
- Degree in Business Administration – Bocconi University

EDUCATION AND ACADEMIC CAREER

- Professor at the Department of Business Sciences, University of Bergamo. He teaches “Business Management and Value Creation” and “Economics and Business Management”.
- Associate Professor of “Corporate Finance” at Bocconi University (until 1994);
- Deputy Rector of the University of Bergamo (1999-2009);
- Director of the *SDM School of Management*, University of Bergamo (2004-2008)
- Scientific Controller for the University of Bergamo of the “Management Training Courses of the School of Management in Health Care”;
- Director of the PhD in “Logistics and Supply Chain Management” with Italcementi Group, Luigi Bocconi University and Zaragoza Logistics Center (MIT- Zaragoza International Logistics Program) (until 2014);
- Member of the Commission of the Master in “Marketing Management for International Business”;
- Director of the First Level University Master “Strategic management of the environment and social responsibility in organizational processes”.
- Member of the Faculty Board of the PhD Programme in Business & Law (Economics and Corporate Law).

MAIN SCIENTIFIC AND PROFESSIONAL PUBLICATIONS

He is the author of several articles and essays on management, including:

- Renoldi A., Bergamaschi M. (edited by), *Logistica e Supply Chain Management*, Pearson Education, Milano.
- Bettinelli C., Cucculelli M., Renoldi A., *How Small-Medium Enterprises Leverage Intangibles During Recessions. Evidence from the Italian Clothing Industry*, in “Management Decision”.
- Renoldi, A., *Logica differenziale e valutazione economica del risarcimento del danno*. “Il Diritto Industriale” (2), 121-126.
- Manzoni, A., Bettinelli, C., Renoldi, A., *The importance of Being... Intangible: An empirical research on intangible resources and their impact on firm performance*. In Danes, Sharon M. (Eds.), 517-532.



PROF. DR. ANGELO RENOLDI

- Renoldi, A., *Hard e soft intangibles di mercato*. EGEA, Milan.
- Renoldi, A., *Brevetti, trade secrets e danno per violazione. La prospettiva dell'economia d'impresa*, EGEA-Università Bocconi Editore, Milan.
- Renoldi, A., *Valore dell'impresa, creazione di valore e struttura del capitale*, EGEA.
- Renoldi, A., *La valutazione dei beni immateriali*, EGEA.
- Renoldi, A., *La competitività nell'oligopolio internazionale*, EGEA.
- Renoldi, A., *Amministrazione e Controllo*, EGEA.
- Renoldi, A., *Elementi di pianificazione e controllo finanziario nelle imprese industriali*, Giuffrè.

PROFESSIONAL PROFILE

- He has served in an independent capacity on the Boards of Directors of the companies Mediolanum SpA and Banca Mediolanum SpA from 2002 to 2017.
- He is Chairman, in an independent capacity, of the Boards of Directors of Mediolanum Vita SpA and Mediolanum Assicurazioni SpA.
- He served in an independent capacity on the Board of Directors of Arnoldo Mondadori Editore SpA.
- Chartered Accountant (since 1979), registered with the Milan Association; Auditor.
- Owner of the firm of the same name, he collaborates with SEFIM Srl – Società di Economia e Finanza d'Impresa.
- He provides advisory and arbitration services at national and international level in the following fields:
 - a) corporate transactions, valuation of companies and intangible assets.
 - b) unfair competition, anti-trust issues and counterfeiting of intellectual property.

HOBBIES

- Sailing
- Skiing
- Mountain hiking

Milan, 30 March 2021





Mario Resca

Annex 2.9

Mario Resca (Ferrara, 1945), a graduate from Bocconi University. He is a member of the Board of Directors of Mondadori and Chairman of Mondadori Retail, the company of the Group which manages a network of 600 bookstores and franchises. In 2002 he received the Cavaliere del Lavoro award.

In 1999 he founded Confimprese, the association of modern commerce that brings together companies active in franchising, large scale distribution and direct networks.

From 2011 Senior Advisor of Ergon Capital P.E.

From 2019 Chairman Sicuritalia Spa

Until September 2012, General Manager of Cultural Heritage Valorization at the Ministry of culture.

From 1995 to 2007 he was Chairman and CEO of McDonald's Italy re-launching the brand and contributing to the opening of 350 restaurants.

From 2003 to 2007 Extraordinary Commissioner for the Cirio-Del Monte Group, with a consolidated 1 Billion Euro turnover and 60 companies operating on four continents (Europe, Asia, Africa and South America) with the goal of managing all the companies belonging to the Group and selling the assets at auctions.

President of The American Chamber of Commerce in Italy and a Member of Aspen Italy.

From 2002 to 2012 Member of the Board of Directors of Eni as well as Chairman of the Compensation Committee, Member of the Oil and Gas Committee and of the Nomination Committee.

A Board Member of Lancôme-L'Oréal, Versace, Rizzoli Rcs, Upa, President of Kenwood Electronics, President of Italia Zuccheri and Bionergy CG (Renewable Energy) and Advisor to the Oaktree Capital fund.

From 1976 to 1991 Partner of Egon Zehnder (world leader in executive search). Country Manager of Italy and worldwide Mergers and Acquisitions.

1969-75 Chase Manhattan Bank Head of the Credit Department, Second Vice President and Branch Manager Rome.

1968-69 Journalist at Espansione (Mondadori-McGrow Hill).

Milan, 31st march 2021

Cristina Rossello

Annex 2.10



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 the National League of Professionals and Deputy Commissioner of the CONI (Italian National Olympic Committee) in sports federations. She conceived and chairs 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 27th March 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 XIVth 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.

In witness whereof.

Milan, 30 March 2021

Cristina Rossello

A handwritten signature in black ink, appearing to read 'Cristina Rossello', written in a cursive style.

Paola Elisabetta Galbiati

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



Italian citizen
 Married, two sons

- Feb 2021 to date** **Independent Board Member** in **Illimity Bank**, listed in Italian Stock Exchange, Remuneration Committee Chair, Sustainability Committee Member
- Jul 2020 to date** **Independent Board Member** in **Illimity Sgr**
- Feb 2020 to date** **Independent Board Member** in **Unleuro**, 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**
- May 2018-2021** Invited lecturer at The effective Board by NED Community-AIDC
- March 2018-2021** Invited lecturer at Corporate Turnaround Master – Bergamo University
-
- May 2020- Dec 2020** **Independent 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

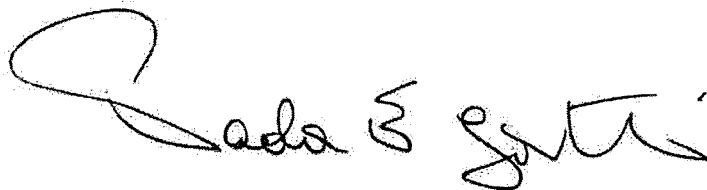
- "Corporate Turnaround – The Italian perspective", co-author and editor, McGraw Hill, 2020
- "Brand value preservation" in Brand : what is it worth?, Egea, 2004

"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

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)

April 1st, 2021

A handwritten signature in black ink, appearing to read "Rada E. Gatti". The signature is fluid and cursive, with a large initial 'R' and a stylized 'G'.

VALENTINA CASELLA

October 19, 1979, Boston (USA) - vcasella@casellaassociati.com - +390245474800

BOARD APPOINTMENTS

- 2019 - present **BANCO DI DESIO E DELLA BRIANZA SPA** **Desio, Italy**
Independent Director
- President of Compensation Committee and member of Related Party Transactions Committee
- 2017 - 2020 **ITALMOBILIARE SPA** **Milan, Italy**
Independent Director
- President of Related Party Transactions Committee and member of Risk and Sustainability Committee

PROFESSIONAL EXPERIENCE

- 2014 - present **CASELLA e ASSOCIATI - STUDIO LEGALE** **Milan, Italy**
Partner (Private and Corporate Law)
- Corporate governance advisory
 - Domestic and cross-border M&A, joint ventures, strategic investments
 - Private equity & venture capital transactions
 - Domestic and International commercial agreements
 - Litigation and arbitration
- 2007 - 2012 **SIMPSON THACHER & BARTLETT LLP** **New York, USA**
Associate (Corporate; M&A)
- Domestic and cross-border M&A, joint ventures, spin-offs and corporate reorganizations
 - Advising board of directors in connection with strategic transactions and corporate restructurings
 - Creation of onshore and offshore private equity funds
 - Acquisition finance, syndicated loan and project finance transactions, on the lender and borrower side
 - *Pro Bono*: coordinated the firm's political asylum practice in New York, represented refugees of disparate nationalities seeking asylum in the USA
- Major Representations Include**
- U.S. Treasury Department in implementation of Public-Private Investment Program, aimed at valuating and acquiring non-performing loans and mortgage-backed securities from financial institutions
 - ITT Corporation in reorganization and spin-off of main businesses units
 - Apax Partners in sale of Tommy Hilfiger to Phillips-Van Heusen Corporation
 - Ingersoll-Rand Company Limited in financing of its acquisition of Trane Inc.
- 2004 - 2006 **STUDIO LEGALE AVV. PROF. GIOVANNI PANZARINI** **Milan, Italy**
Trainee Attorney (Litigation and Arbitration - Private, Corporate and Securities Law)

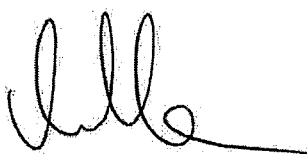
EDUCATION

- 2013 **INSEAD**, Master of Business Administration (M.B.A.) **France/Singapore**
- 2006-2007 **COLUMBIA UNIVERSITY LAW SCHOOL**, Master of Laws (LL.M.) **New York, USA**
Harlan Fiske Stone Scholar
- 2001 **UNIVERSITÉ PARIS V DESCARTES**, Diplôme d'Études de l'Union Européenne **Paris, France**
European Union sponsored "Erasmus" six-month scholarship
- 1998-2003 **UNIVERSITA' DEGLI STUDI DI MILANO**, Juris Doctor (J.D.), *cum laude* **Milan, Italy**
Winner of Corporate Law Moot Court Competition

LICENCES TO PRACTICE LAW

- 2006 Bar of Milan (Italy)
- 2008 Bar of New York (USA)

LANGUAGES Italian (native), English (fluent), French (proficient)

Milano, 26 Marzo 2021 

Annex 3

**Ordinary Shareholders' Meeting of Arnoldo Mondadori Editore S.p.A.,
convened in Segrate, via Mondadori No. 1, at 11.00 am
on 27 April 2021 and 28 April 2021, respectively in first and second call**

**Resolutions pursuant to item 6 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 regarding the criteria for assessing the independence requirements of 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 Elena Biffi

Annex 3.6

Declaration of Danilo Pellegrino

Annex 3.7

Declaration of Francesco Currò

Annex 3.8

Declaration of Angelo Renoldi

Annex 3.9

Declaration of Mario Resca

Annex 3.10

Declaration of Cristina Rossello

Annex 3.11

Declaration of Paola Elisabetta Galbiati

Annex 3.12

Declaration of Valentina Casella

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 29 March 2021

Marina Berlusconi



**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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 2021


Antonio Stefano Porro

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:

"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 31 March 2021

Pier Silvio Berlusconi



**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 30 March 2021

Alessandro Franzosi



**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment of the Board of Directors."

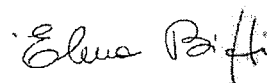
I, the undersigned ELENA BIFFI, born in Milan on 27/01/1966, tax code BFF LNE 66A67 F205R with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("**Mondadori**"), that will be filed by the shareholder FININVEST S.p.A., company with registered 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) 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;
- d) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by Mondadori, as well as those provided by the "Policy on independence requirements evaluation criteria of the Directors" adopted by the company as set out in no. 7 Recommendation of the mentioned Code;
- e) not to have accepted another nomination for the office of director of Mondadori;
- f) 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;
- g) 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 2021



Elena Biffi

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:

"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 29 March 2021


Danilo Pellegrino

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 29 March 2021


Francesco Curro

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment of the Board of Directors."

I, the undersigned ANGELO RENOLDI, born in Busto Arsizio (VA) on 7/08/1949, tax code RNL NGL 49M07 B300W 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,

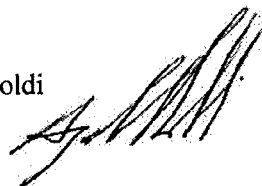
under my own responsibility for all legal purposes, hereby declare:

- a) acceptance of my nomination and hereby, if elected, of the office of director of Mondadori;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) 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;
- d) possession of the independence requirements provided by the "Policy on independence requirements evaluation criteria of the Directors" adopted by the company as set out in no. 7 Recommendation of the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by Mondadori;
- e) not to have accepted another nomination for the office of director of Mondadori;
- f) 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;
- g) 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, 30 March 2021

Angelo Renoldi



**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment of the Board of Directors."

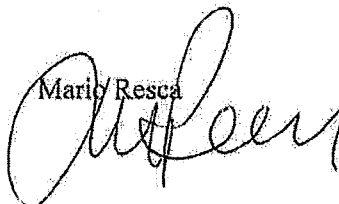
I, the undersigned MARIO RESCA, born in Ferrara on 21/12/1945, tax code RSC MRA 45T21 D548Q, with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with registered 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 31 March 2021

Mario Resca


**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

**Resolution pursuant to item 6.4) of the agenda:
*"Appointment 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) not to have accepted another nomination for the office of director of Mondadori;
- d) 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;
- e) 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, 30 March 2021

Cristina Rossello


**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment of the Board of Directors."

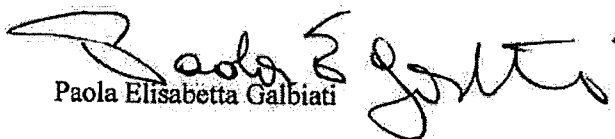
I, the undersigned PAOLA ELISABETTA GALBIATI, born in Milan on 12/01/1958, tax code GLB PLS 58A52 F2050 with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("**Mondadori**"), that will be filed by the shareholder FININVEST S.p.A., company 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) 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;
- d) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by Mondadori, as well as those provided by the "Policy on independence requirements evaluation criteria of the Directors" adopted by the company as set out in no. 7 Recommendation of the mentioned Code;
- e) not to have accepted another nomination for the office of director of Mondadori;
- f) 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;
- g) 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, 31 March 2021


Paola Elisabetta Galbiati

**Ordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 11:00 am,
on 27 April 2021 in first call and, in second call, on 28 April 2021**

Resolution pursuant to item 6.4) of the agenda:
"Appointment of the Board of Directors."

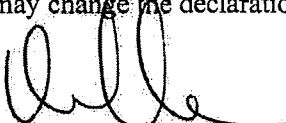
I, the undersigned VALENTINA CASELLA, born in Boston (USA) on 19/10/1979, tax code CSL VNT 79R59 Z404I with reference to the list of names of candidates for the office of directors of Arnoldo Mondadori Editore S.p.A. ("Mondadori"), that will be filed by the shareholder FININVEST S.p.A., company with 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;
- b) that there are no grounds for ineligibility, incompatibility and forfeiture envisaged by current legislation 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) 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;
- d) possession of the independence requirements provided for by the Corporate Governance Code issued by Borsa Italiana S.p.A. and adopted by Mondadori, as well as those provided by the "Policy on independence requirements evaluation criteria of the Directors" adopted by the company as set out in no. 7 Recommendation of the mentioned Code;
- e) not to have accepted another nomination for the office of director of Mondadori;
- f) 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;
- g) 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, March 26, 2021


Valentina Casella