

**Ordinary and Extraordinary Shareholders' Meeting of Arnaldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10 of the Agenda:

“Appointment of the Board of Statutory Auditors for the years 2024/2025/2026“

**List of candidates for appointment to the Board of Statutory Auditors
of the Company *ARNOLDO MONDADORI EDITORE S.P.A.*
submitted by the shareholder *FININVEST S.P.A.***

The shareholder FININVEST S.p.A. hereby files the following list of candidates for appointment to the Board of Statutory Auditors of Arnaldo Mondadori Editore S.p.A. “Mondadori”, which shall be put to the vote of the Shareholders' Meeting mentioned above according to the procedure set out in Art. 27 of the Company's Articles of Association:

<i>Candidates to the position of Regular Auditor</i>
1. Ezio Maria Simonelli 2. Francesca Meneghel 3. Fabrizio Malandra

<i>Candidates to the position of Alternate Auditor</i>
1. Annalisa Firmani 2. Emilio Gatto 3. Alessia Bastiani

In compliance with the Company Articles of Association of Mondadori and Consob Regulation No. 11971/1999, the following are attached hereto:

- A** 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 Statutory Auditor.
- B-** Declarations with which each candidate accepts their nomination and declares inter alia: *(i)* that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation; *(ii)* that they do not hold any positions of management or control that would exceed the limits established by applicable law and regulations; *(iii)* that they meet the integrity and competence requirements demanded of members of the Company's Board of Statutory Auditors; *(iv)* that they are included in the Register of Auditors established pursuant to law and that they have performed auditing activities for at least three years; *(v)* that they have not accepted any other nomination to the Board of Statutory Auditors of Mondadori
- C-** Curriculum vitae of each of the six candidates, containing exhaustive information on personal and professional characteristics accompanied by a list of the positions of management and control held with other 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. 27, paragraph 4. 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 for the Board of Statutory Auditors.

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 item on the agenda:

10.1 Determination of fees for the standing members of the Board of Statutory Auditors.

“The Shareholders' Meeting

resolves

that the gross annual compensation due to the auditors, in addition to the reimbursement of the expenses incurred for carrying out their office, be determined as follows:

- EUR 60,000.00 (sixty thousands) for the Chairman of the Board of Statutory Auditors,
- EUR 40,000.00 (forty thousands) for each Regular Auditor".

Milan, 29 March 2024

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

**Ordinary and Extraordinary Shareholders' Meeting of Arnaldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10 of the Agenda:

“Appointment of the Board of Statutory Auditors for the years 2024/2025/2026”

**List of candidates for appointment to the Board of Statutory Auditors
of the Company *ARNOLDO MONDADORI EDITORE S.P.A.*
submitted by the shareholder *FININVEST S.P.A.***

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 Arnaldo 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
(*Daniela Pellegrino*)

Certificazione

Attachment A.1

Intermediario che rilascia la certificazione

ABI CAB

denominazione INTESA SANPAOLO PRIVATE BANKING S.p.A.

Intermediario partecipante se diverso dal precedente

ABI (n.ro conto MT)

denominazione _____

data della richiesta

data di invio della certificazione

n.ro progressivo annuo

nominativo del richiedente, se diverso dal titolare degli strumenti finanziari

titolare degli strumenti finanziari:

cognome FINANZIARIA DI INVESTIMENTO FININVEST

nome _____

codice fiscale

comune di nascita _____ provincia di nascita

data di nascita Nazionalità ITALIANA

indirizzo LARGO DEL NAZARENO 8

città 00187 ROMA (RM) Stato ITALIA

strumenti finanziari oggetto di certificazione:

ISIN

denominazione MONDADORI AZ VM

quantità strumenti finanziari oggetto di certificazione:

vincoli o annotazioni sugli strumenti finanziari oggetto di certificazione

Natura vincolo _____

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

data di riferimento certificazione

termine di efficacia

oppure

fino a revoca

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 CANDIDATURE 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





BNL
BNP PARIBAS

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)

N.D'ORDINE	DATA DI RILASCIO
-	26/03/2024

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

N.PROG.ANNUO	CODICE CLIENTE
-	4312 4300586791 0

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.I. 9-2000)

**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10.2 of the Agenda:
“Appointment of the members of the Board of Statutory Auditors“

I, EZIO SIMONELLI, born in Macerata on 12/02/1958, with tax identification No. SMN ZEI 58B12 E783T, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. (“**Mondadori**”) filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Statutory Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the “**Consolidated Finance Law**”):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I do not hold any positions of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.

In witness whereof.

Milan, 26 March 2024


Ezio Simonelli

**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10.2 of the Agenda:

“Appointment of the members of the Board of Statutory Auditors“

I, Francesca MENEGHEL, born in Treviso on 02/12/1961, with tax identification No. MNG FNC 61T42 L407T, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. (“**Mondadori**”) filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Statutory Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the “**Consolidated Finance Law**”):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I undertake not to hold, at the moment of my appointment, any position of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.

In witness whereof.

Milan, 26 March 2024

Francesca Meneghel

A handwritten signature in cursive script, appearing to read "Francesca Meneghel", written in dark ink on a white background.

**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

**Resolutions pursuant to item 10.2 of the Agenda:
*"Appointment of the members of the Board of Statutory Auditors"***

I, Fabrizio MALANDRA, born in Turin on 10/11/1947, with tax identification No. MLN FRZ 47S10 L219Z, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. ("Mondadori") filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Statutory Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the "**Consolidated Finance Law**"):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I do not hold any positions of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.
In witness whereof.

Milan, 26 March 2024

Fabrizio Malandra

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

**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10.2 of the Agenda:

“Appointment of the members of the Board of Statutory Auditors“

I, ANNALISA FIRMANI, born in Pescara on 31/01/1971, with tax identification No. FRM NLS 71A71 G482H, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. (“**Mondadori**”) filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Alternate Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the “**Consolidated Finance Law**”):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I do not hold any positions of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.
In witness whereof.

Milan, 26 March 2024

Annalisa Firmani


**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10.2 of the Agenda:

"Appointment of the members of the Board of Statutory Auditors"

I, EMILIO GATTO, born in Genova on 01/10/1969, with tax identification No. GTT MLE 69R01 D969V, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. ("**Mondadori**") filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Alternate Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the "**Consolidated Finance Law**"):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I do not hold any positions of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.
In witness whereof.

Milan, 26 March 2024

Emilio Gatto

A handwritten signature in black ink, appearing to read 'Emilio Gatto', with a horizontal line underneath.

**Ordinary and Extraordinary Shareholders' Meeting of Arnoldo Mondadori S.p.A.,
convened in Segrate, Via Mondadori 1, at 10:30 am,
on 24 April 2024 on first call and, on second call, on 26 April 2024**

Resolutions pursuant to item 10.2 of the Agenda:

“Appointment of the members of the Board of Statutory Auditors“

I, Alessia BASTIANI, born in Florence on 12/07/1968, with tax identification No. BST LSS 68L52 D612E, with reference to the list of candidates for appointment to the Board of Statutory Auditors of Arnoldo Mondadori Editore S.p.A. (“**Mondadori**”) filed by the shareholder FININVEST S.p.A., a company with its registered office at Largo del Nazareno No. 8, Rome, and with tax identification No. and Rome Companies Register No. 03202170589, and which will be put to the vote of the Shareholders' Meeting mentioned above in compliance with Art. 27 of the Company Bylaws,

hereby declare, under my own responsibility, as follows:

- a) that I accept my nomination and - if elected - my appointment to the office of Alternate Auditor of Mondadori for the fiscal years 2024, 2025 and 2026 thus allowing the filing for registration of the possible appointment in the Companies Register;
- b) that there are no grounds for ineligibility, incompatibility or forfeiture envisaged by current legislation for my appointment to the office and, in particular, pursuant to Art. 148, para 3 of Legislative Decree No. 58/1998 (the “**Consolidated Finance Law**”):
 - b.1) that I do not fall under the assumptions envisaged by Art. 2382 of the Italian Civil Code;
 - b.2) that I am not the spouse or a relative by consanguinity or by affinity up to the fourth degree of any directors of Mondadori and that I am not a director, nor am I the spouse or a relative by consanguinity or by affinity up to the fourth degree of the directors, of any of its subsidiaries, parent companies or sister companies;
 - b.3) that I am not bound to Mondadori or any of its subsidiaries, parent companies or sister companies, or to any of the directors of Mondadori or persons referred to in letter b.2), by any employment relationship, contractor relationship or by any pecuniary or professional relationship that could compromise my independence;
- c) that I possess the integrity and competence requirements provided for by the laws and regulations in force, including article 148, paragraph 4 of the Consolidated Finance Law and the Ministerial Decree 30 March 2000 n. 162, as set out in article 27 of the Mondadori bylaws, and in particular:
 - c.1) that I do not fall under any of the impediment situations, prescribed by the aforementioned applicable provisions of law;
 - c.2) that I am included in the Register of Auditors established pursuant to law and that I have performed auditing activities for at least three years;
- d) that I hold the positions of management and control in other companies as stated in the attachment;
- e) that I undertake not to hold, at the moment of my appointment, any position of management or control that would exceed the limits established by applicable law and regulations, including the provisions of article 148-bis of the Consolidated Finance Law and the relative implementation rules;
- f) that I meet the independence requirements laid down in the Corporate Governance Code for Italian listed companies, as adopted by Borsa Italiana S.p.A., to which Mondadori has adhered also taking into account what is foreseen 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 aforementioned Code;
- g) that I have not accepted any other nomination to the Board of Statutory Auditors of Mondadori;
- h) that, pursuant to and for the purposes of Regulation (EU) 2016/679 and its subsequent amendments and additions 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 undertake to promptly notify the Board of Directors of Mondadori of any changes to the declarations and information contained herein, and to submit documentation to support these declarations.
In witness whereof.

Milan, 28 March 2024

Alessia Bastiani

A handwritten signature in blue ink, appearing to read 'Alessia Bastiani', written in a cursive style.



PERSONAL DETAILS

Name: **Ezio SIMONELLI**
Birth: Macerata (Italy), 12/02/1958
Address: Milan, Via Vivaio n. 22
Office: Milan, Piazza Cavour n. 3
Telephone: 02/45491834
Fax : 02/45493621
E-mail : ezio.simonelli@simonelliassociati.it

EDUCATION AND QUALIFICATIONS

1980: University of Perugia (Italy) - University Degree in Economics
Grade: 110/110 cum laude

1982: Italian qualified Chartered Accountant and Tax Adviser (District of Milan)

1985: Italian qualified Chartered Statutory Auditor

1997: Journalist and Publicist

2013: Appointed **Honorary Consul of Canada in Milan** by the Government of Canada, admitted by a decision issued on 06.03.2013 by the Ministry of Foreign Affairs until 23.05.2023

CURRENT WORK EXPERIENCE

Managing Partner of Studio Legale Tributario Simonelli Associati, with offices in Milan and more than 20 professionals

Member of Statutory Auditor in a number of financial institutions and corporations, either listed or not listed, which primarily include:

Companies listed on Italian Stock Market

- **ARNOLDO MONDADORI EDITORE SpA** (Member of Statutory Auditors)
- **RECORDATI SPA** (Member of Statutory Auditors)

**PREVIOUS WORK
EXPERIENCE**

Banks and Financial Institutions

- **AMCO SPA** (Member of Board of Directors)
- **F2I SGR SPA** (Member of Statutory Auditors)

Other Companies

- **MEDIASET SpA** (Chairman of Statutory Auditors)
- **APRILIA RACING SRL** (Chairman of Statutory Auditors)
- **SISAL SpA** (Chairman of Statutory Auditors)

Liquidator of Italian **NATIONAL PROFESSIONAL FOOTBALL LEAGUE**

Holding positions as Chairman or member of Supervisory Boards pursuant to Legislative Decree 231/01 in listed and unlisted companies, including:

- **FONDAZIONE MILANO CORTINA 2026** (Member of the Supervisory Board)
- **APRILIA RACING SRL** (Member of the Supervisory Board)
- **DIASORIN SPA** (Chairman of the Supervisory Board)

Member of the Board of Directors of **BANCA NAZIONALE DELL'AGRICOLTURA, INTERBANCA** and **DEPOBANK – BANCA DEPOSITARIA ITALIANA**.

Member of the Supervisory Board of **BANCA POPOLARE DI MILANO SCARL**.

Chairman of Statutory Auditors of **UBS ITALIA, ING GROUP ITALIA, DEXIA CREDIOP, ALBA LEASING, MEDIOLANUM, CREMONINI, MERIDIANA, AREXPO e LEGA NAZIONALE PROFESSIONISTI SERIE A E SERIE B**.

Member of the Statutory Auditors of **CERVED, BANCA AKROS, ABAXBANK, MONTETITOLI, E-MID, SEA - SOCIETA' PER AZIONI ESERCIZI AEROPORTUALI**.

Chairman or member of Supervisory Boards pursuant to Legislative Decree 231/01 of **AGC BIOLOGICS SpA, LA VILLATA SpA**. Member of the Supervisory Board of **AREXPO SpA**.

PUBLICATIONS

Author or Co-author of the following books

"L'IMPRESA E IL NUOVO TESTO UNICO DELLE IMPOSTE DIRETTE" (IPSOA EDITORE 1988)

"L'ATTUAZIONE DELLA IV DIRETTIVA CEE" (Giuffré Editore 1992)

"ONERI DEDUCIBILI" (Giuffré Editore 1993)

"IL REVISORE CONTABILE" (Editore IL SOLE 24 ORE 1996)

"TASSAZIONE DELL'UTILE E POLITICHE FISCALI SUI DIVIDENDI"

(Maggioli Editore 1997)

"FINANZA STRAORDINARIA D'IMPRESA" (Editore IL SOLE 24 ORE 1999)

"ECOMONIA E GESTIONE DELLA BANCA" (Editore MC GROW-HILL 2010)

DEBT RESTRUCTURING

Wide experience in all type of restructuring matters, advising corporate clients operating in a range of industries and financial services.

Successful engagements as attestors in some of the largest bankruptcy and out-of-court restructuring cases, including Premafin Finanziaria SpA, parent company of Fondiaria-SAI Insurance Group

FOREIGN LANGUAGES

English (fluent), Spanish (Fluent), French (good knowledge)

Milan, 26 March 2024

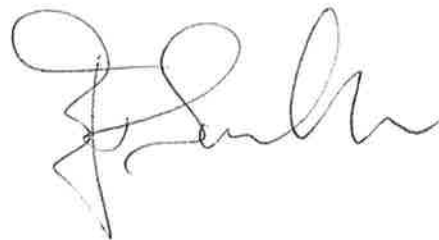
A handwritten signature in blue ink, appearing to be 'G. S. S. S.', written in a cursive style.

EZIO SIMONELLI

LIST OF MANAGEMENT AND CONTROL POSITIONS

POSITION	COMPANY	TAX ID N.
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	APRILIA RACING SRL	C.F. 01880941206
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	ATEX SPA IN LIQUIDAZIONE	C.F. 10946470159
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	BRANCHINI ASSOCIATI S.P.A	C.F. 09317210152
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	INTRACO SPA	C.F. 06238370966
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	MEDIASET SPA	C.F. 10900040964
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	MFE ADVERTISING SPA	C.F. 12993370969
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	SISAL GAMING SRL	C.F. 02332450309
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	SISAL ITALIA SPA	C.F. 02433760135
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	SISAL SPA	C.F. 05425630968
CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS	VORTICE SPA	C.F. 10766420151
STATUTORY AUDITOR (LISTED)	ARNOLDO MONDADORI EDITORE SPA	C.F. 07012130584
STATUTORY AUDITOR	AZZURRA INVESTMENT II SPA	C.F. 13420000963
STATUTORY AUDITOR	DIFFERENT SPA	C.F. 13198000153
STATUTORY AUDITOR	F2I SGR SPA	C.F. 05601780967
STATUTORY AUDITOR	MONDADORI SCIENZA SPA	C.F. 09440000157
STATUTORY AUDITOR (LISTED)	RECORDATI SPA	C.F. 00748210150
STATUTORY AUDITOR	KLEPIERRE MANAGEMENT ITALIA SRL	C.F. 03833400157
STATUTORY AUDITOR	ISCI SRL	C.F. 07128190969
BOARD MEMBER	AMCO SPA	C.F. 05828330638
BOARD MEMBER	FONDAZIONE BPM	C.F. 09722490969
BOARD MEMBER	PLUSADVANCE SRL	C.F. 01929410437
SOLE ADMINISTRATOR	GOSEN SRL	C.F. 06091130960
SOLE ADMINISTRATOR	GOSEN IMMOBILIARE SRL	C.F. 06128260962
SOLE ADMINISTRATOR	IMMOBILIARE SAN SEBASTIANO SPA	C.F. 01971120157
SOLE ADMINISTRATOR	UBK SPA	C.F. 11315380151
SOLE ADMINISTRATOR	WINGS OF HERMES SRL	C.F. 10979050969
SOLE ADMINISTRATOR	ARGENTO VIVO SRL	C.F. 13047360964
LIQUIDATOR	LEGA NAZIONALE PROFESSIONISTI IN LIQUID.	C.F. 09069010156
AUDITOR MEMBER	FONDAZIONE ALTAGAMMA	C.F. 97485220152
AUDITOR MEMBER	FEDERLEGNO ARREDO	C.F. 97228150153

Milano, 26 Marzo 2024



CURRICULUM VITAE

Attachment C.2

FRANCESCA MENEGHEL was born in Treviso (TV) on the 02.12.1961 and graduated in Economics and Management from the Luigi Bocconi University in Milan.

She is a member of the Association of Chartered Accountants of Milan and she is also listed in the Register of Legal Auditors.

She has been practicing as a chartered accountant since 1993 and has accumulated experience in the industrial, commercial, banking, financial and advertising sectors.

She is member of the Board of Directors, the Board of Statutory Auditors and the Supervisory Body, in compliance with Legislative Decree no. 231/2001, for Italian and multinational companies in the industrial, commercial, banking, financial and advertising sectors, also listed on the Italian Stock Exchange.

Since 2016, she has held the position of Independent Director, Chairman of the Control, Risks and Sustainability Committee and Lead Independent Director for Geox S.p.A. and since March 2024 she is member of the "Diversity, Equity & Inclusion Committee" in compliance with UNI PdR 125:2022.

Since 2021 she has been member of the Statutory Auditors for Pirelli & C. S.p.A..

Some of her roles as Chairman/member of the Board of Statutory Auditors include Mediolanum Gestione Fondi SGR p.A., Publitalia'80 S.p.A., Avon Cosmetics S.r.l., Electa S.p.A., Mondadori Scuola S.p.A., Marzotto SIM S.p.A., Mediolanum Comunicazione S.p.A..

Additionally, she serves as Chairman of the Board of Auditors for Fondazione Mediolanum EF and as member of the Board of Auditors for Mediafriends Onlus.

She is Chairman of the Supervisory Body for Mediolanum Gestione Fondi SGR p.A. and member of the Supervisory Body for A2A Ambiente S.p.A..

Her previous roles include Chairman of the Board of Statutory Auditors and Chairman of the Supervisory Body for Banca Mediolanum S.p.A., Chairman of the Board of Statutory Auditors for Finanza & Futuro Banca S.p.A. (Deutsche Bank Group), Statutory Auditor for Mediaset S.p.A. (MFE-MEDIAFOREUROPE NV), Statutory Auditor for EI Towers S.p.A., Statutory Auditor and member of the Supervisory Body for Geox S.p.A., Chairman of the Board of Statutory Auditors for A2A Calore e Servizi S.p.A., Duemme SGR S.p.A. (Mediobanca SGR p.A.), Esperia Servizi Fiduciari S.p.A., Mediolanum Fiduciaria S.p.A., Flowe S.p.A.-SB.

Milan, 26.03.2024



ADMINISTRATION AND CONTROL ROLES

(ex art. 2400, last paragraph, Italian Civil Code)

held by

MENEGHEL FRANCESCA

- **Member of the Board of Directors**

GEOX SPA: Independent Director, Chairman of the Control, Risk and Sustainability Committee, Rischi e Sostenibilità, Lead Independent Director

- **Member of the Board of Statutory Auditors (P= president; SA= statutory auditor)**

ADTECH VENTURES SPA	SA
AVON COSMETICS SRL	P
BOING SPA	SA
DIGITALIA '08 SRL	P
DIRECT CHANNEL SPA	SA
DOLCEDRAGO SPA	SA
ELECTA SPA	SA
ELETTRONICA INDUSTRIALE SPA	SA
FASCINO SRL	SA
GIULIO EINAUDI EDITORE SPA	SA
IMMOBILIARE IDRA SPA	P
MARZOTTO SIM SPA	SA
MEDIAMOND SPA	P
MEDIOLANUM COMUNICAZIONE SPA	SA
MEDIOLANUM GESTIONE FONDI SGR PA ⁽¹⁾	P
MEDUSA FILM SPA	P
MONDADORI MEDIA SPA	SA
MONDADORI SCUOLA SPA	SA
PBF SRL	SA
PIRELLI & C. SPA	SA
PUBLITALIA '80 SPA	P
RTI SPA	SA
VACANZE ITALIA SPA	SA
VIDEOWALL SRL	SA

⁽¹⁾ to the Board of Statutory Auditors have been also assigned the functions of Supervisory Body ex Legislative Decree n. 231/2001

Milano, 26 March 2024



CURRICULUM VITAE

Dr. Fabrizio Malandra

Born in: Turin on November 10, 1947

Office Address: Via Mario Pagano n. 63

20145 Milan

Tel. 02.48004583 / 02.48195436

Cell: 335/6860851

Fax: 02.48194336

e – mail: fmalandra@madepov.it

Qualifications:

- Graduated in Accounting at Collegio San Carlo in Milan in 1968;
- Graduated in Economics and Commerce at L. Bocconi University, with a thesis in Business Economics in 1973, after having performed his military service;
- Registered in the Register of Chartered Accountants of Milan on 14.03.1979 under no. 1170;
- Member of the R.U.C. since 1983;
- Registered in the Register of Auditors with Ministerial Decree 12/4/1995 at n. 34165 ;

Activities:

- Consultant in the field of corporate, administrative and tax consultancy;
- Appraisals and valuations of companies for both tax and equity transfer purpose;
- Statutory and auditing positions;

Main companies and groups

with which professional are held:

CA Indosuez Fiduciaria S.p.a.:

President of the Board of Statutory Auditors;

Flakt Group Italia S.p.a.:

Statutory Auditors;

Hikma Italia S.p.a.:

Statutory Auditors;

Il Teatro Manzoni S.p.a.:

Statutory Auditors;

Isim S.p.A.:

Statutory Auditors;

Vacanze Italia S.p.a. in liquidation:

Statutory Auditors;;

Mondadori Retail S.p.A.:

Statutory Auditors;

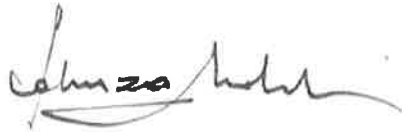
Costa Turchese S.p.A.:

Statutory Auditors;

Vacanze Italia S.p.A in liquidazione:

Statutory Auditors;

Milan, March 26, 2024

A handwritten signature in black ink, appearing to be 'John 20', with a long horizontal flourish extending to the right.


STUDIO
MALANDRA - DE' GIACOMI - POVOLERI
DOTTORI COMMERCIALISTI

Spett.le

ARNOLDO MONDADORI EDITORE S.p.A.

ELENCO DEGLI INCARICHI RICOPERTI ALLA DATA DEL 26 MARZO 2024

. C.A. INDOSUEZ FIDUCIARIA S.P.A.	Presidente del Collegio Sindacale
. FLAKT GROUP ITALIA S.P.A.	Sindaco effettivo
. HIKMA ITALIA S.P.A.	Sindaco effettivo
. II TEATRO MANZONI S.P.A.	Sindaco effettivo
. ISIM S.P.A.	Sindaco effettivo
. COSTA TURCHESE S.p.A.	Sindaco effettivo
- MONDADORI RETAIL S.p.A.	Sindaco effettivo
- VACANZE ITALIA S.p.A. in liquidazione	Sindaco effettivo



FABRIZIO MALANDRA

Address: Piazza S. Agostino, 7
20123 Milan
Cell: +39 3479383703
e-mail: annalisa.firmani@gmail.com



Annalisa Firmani

PERSONAL DATA

Nationality: Italian
Date of birth: 31/01/71
Fiscal Code: FRMNL571A71G482H

PROFESSIONAL EXPERIENCE

Since 04/2011

Chartered Accountant and Auditor (provides consultancy at: Studio Legale Fiscale (formerly Studio Leo Associati) – Morri Rossetti – Studio Legale Tributario Societario Libroia Gallo D'Abruzzo – Studio Chiaravalli Reali Associati - Aristeia Risk Consulting S.r.l.)

Tax and accounting assistance.

Assistance during tax audits, tax litigation and tax collection. Transfer pricing policies and international taxation assistance.

Compliance and risk assessment assistance (Tax Control Framework, Patent Box Regime)
Outsourcing of internal audit activities.

Training courses and conferences in Compliance (with focus on D.Lgs 231/01, 231/07),
Internal audit and tax law.

Professional assignments

Chairman of the Board of Statutory Auditors of:

- Cassa di Previdenza dei Dirigenti e degli Impiegati della McKinsey & Company Inc. Italy;
- Spazio Multiservices S.p.A.

Statutory Auditor at:

- Astellas Pharma S.p.A.;
- Ethica Holding S.p.A.;
- Ethica Friends S.p.A.;
- Ethica SIM S.p.A. in liquidazione;
- Xyence Capital SGR – Società di Gestione del Risparmio S.p.A. (formerly Principia SGR S.p.A.);
- Fabbrica Servizi S.r.l.;
- Fondazione Generation Italy ETS;
- Prysmian Servizi S.p.A.;
- Nord Est Trasporti S.r.l. (N.E.T. S.r.l. ATM Group).

Alternate Auditor at INDEL B S.p.A..

Has supported the Boards of Auditors and the Supervisory Bodies of Compass Banca S.p.A.; SelmaBipiemme Leasing S.p.A.; Palladio Leasing S.p.A. (Mediobanca Group) and Prysmian S.p.A..

Member of the Supervisory Board at

- AFV Acciaierie Beltrame S.p.A. (IR Idroelettriche Riunite S.p.A. incorporated in AFV Acciaierie Beltrame S.p.A. as of 2023.12.31).
- Lario Reti Holding S.p.A.;
- Belfor Italia S.r.l. (monocratic);
- Consorzio per la tutela dell'Asti DOCG (monocratic).

Was member of the Supervisory Board of Selex Service Management S.p.A. (Leonardo Group).

- 09/2008-04/2011 **AFV Beltrame Group (multinational steel manufacturing company)**
Central Director of Auditing and Internal Control (Manager) and member of the Supervisory Board) - implementation and start up of internal audit functions, and organizational model (D.Lgs 231/2001), monitoring the ISC (Internal System Control) also in the implementation of SAP.
- 10/2003-08/2008 **Italian Revenue Office, Central Direction of Internal Audit and Safety**
Audit manager performed fraud audit and internal audit activities. During the setting up of Central Direction of Internal Audit and Security took part in the implementation activities of the organizational model, collaborating with Ernst&Young. Performed process audits on central structures (HQ) on governance processes and coordinated audit activities carried out by regional offices.
- 10/1999-09/2003 **Italian Revenue Office, Central Direction Control of International and relevant Groups**
Mainly dealt with carrying out review activities and development of audit methodologies of relevant companies. Engaged in training auditors for international tax elusion issues.
- 9/1996 – 9/2003 **Freelancer c/o professional firms**
Tax adviser assisted clients of several fields, in local contexts as in the international environment. Acted as external advisor support involved in reviewing and/or implementing new internal control procedures.

EDUCATION and TRAINING

- 2005-2010 Various training on internal audit issues and related rules made by national (Banca d'Italia, Consob, Confindustria, etc.) and international (Committee of Basilea, COSO, IIA, etc.) regulators.
- 04/04-10/05 **Master in "Auditing and internal control"**
Organized by Pisa University
- 10/04 **Internal Audit course** - Organized by " **Scuola Superiore dell'Economia e delle Finanze**" in cooperation with **AIIA**.
- 10/01 - 12/02 **Course** in enterprise's tax law "**Corso di perfezionamento in diritto tributario dell'impresa**"
Organized by **Bocconi University**, Milan
- 2001 **Revisore dei Conti**
Italian equivalent of CA – **Certified Auditor**
Dottore Commercialista
Italian equivalent of CPA – **Certified Public Accountant**
- 9/95 - 9/96 **Master's on environmental management "Imprenditorialità e Management Ambientale Innovativo"**
Organized by "Società per l'Imprenditorialità Giovanile S.p.A." in cooperation with WWF Italia.
- 1991-1995 **"G. D'Annunzio" University**, Pescara.
Degree in Economics. - Final score: 105/110. - Issue: "The Environmental auditing."

PROFESSIONAL QUALIFICATIONS

- 2001 **Qualification as a Chartered Accountant** attained at the "G. D'Annunzio University of Pescara
Registered with the Order of Chartered Accountants and Accounting Experts of Milan.
- 2002 Entry in the **Register of Auditors**

Contributions (Part Third "The organizational models") in the new publication edited by Mauro Bramieri, Diego Bagaglia, Annalisa Firmani and Andrea Mifsud.

Various publications on tax (control methods) and Internal Audit issues.

PUBLICATIONS

02/08

"La Responsabilità amministrativa - e penale delle imprese" edited by EGEA

Contributions (Part Third "The organizational models") in the new publication edited by Mauro Bramieri, Diego Bagaglia, Annalisa Firmani and Andrea Mifsud.

Various publications on tax (control methods) and Internal Audit issues.

KAY SKILLS

Foreign languages: fluent English: (6/1999 - 9/1999 Cambridge-EF International School of English
14/07/2008-05/08/2008 Boston-Kaplan School).

fluent French: (12/2008 – 04/2009 e 10/2009 fino al 03/2010 Vicenza – Interlingua).

Proficient in the use of MS Office, Lotus Notes, SAP.

I hereby authorise the use of my personal details solely for circulation within the company (D.Lgs. 196/2003 and GDPR 679/16)

2024.03 26

Annalisa Firmani


SELF-DECLARATION CONCERNING THE HOLDING OF POSITIONS OR OFFICES IN
OTHER COMPANIES

The undersigned ANNALISA FIRMANI, born in Pescara (PE), on 1971/01/31, tax code FRMNL571A71G482H, with reference to the acceptance of the candidacy as member of the Board of Statutory Auditors of the company Arnoldo Mondadori Editore S.p.A.

HEREBY DECLARES

that she has administration and control positions in the following companies.

- Cassa di Previdenza dei Dirigenti e degli Impiegati della McKinsey&Company Inc., Italy – Chairman of the Board of Statutory Auditors;
- Spazio Multiservices S.p.A. - Chairman of the Board of Statutory Auditors;
- Astellas Pharma S.p.A. – Statutory Auditor;
- Ethica Holding S.p.A. – Statutory Auditor;
- Ethica Friends S.p.A. - Statutory Auditor;
- Ethica SIM S.p.A. in liquidation - Statutory Auditor;
- Xyence Capital SGR S.p.A. - Statutory Auditor;
- Fabbrica Servizi S.r.l. - Statutory Auditor;
- Fondazione Generation Italy ETS - Statutory Auditor;
- Prysmian Servizi S.p.A. - Statutory Auditor;
- Nord Est Trasporti S.r.l. - Statutory Auditor.

Sincerely,



Signature

Milan, 2024 March the 26th

Place and Date

Curriculum Vitae

PERSONAL

Name Emilio Gatto
Address Via Ippolito D'Aste, 8/7, 16121 Genoa
E-mail emiliogatto.ge@gmail.com
Date of Birth 1 th October 1969
Place of Birth Genoa

EDUCATION AND QUALIFICATIONS

1987 **Diploma of Classical Baccalaureate**
Vittorino da Feltre Institute, Genoa

1992 **Degree in Economics**
University of Genoa

1993 **Qualified to practice as a chartered accountant**
Register of Chartered Accountants and Accounting Experts of Genoa n. 873 A from 27/10/1993


1999 **Register of Statutory Auditors n. 83265 D.M. 28/09/1999 in G.U. n.77, 28/09/1999**

2019 **List of Experts for the award of inspection assignments at trust companies and trust and auditing companies, referred to Ministerial Decree June 18, 1993**

2023 **Register of subjects appointed by the judicial authority with management and control functions in the procedures referred to in article 356 of legislative decree 12 January 2019, n. 14 at no. 11796.**

WORK EXPERIENCE

1993 Since 1993 he has continuously and exclusively carried out the profession of Chartered Accountant, in the corporate and tax sector, also with judicial positions in the civil and criminal fields, holding positions as Liquidator, Liquidator Commissioner, Judicial Administrator, Statutory Auditor and Director in various listed and non-listed companies, operating in the banking, industrial, commercial, financial sectors, as well as auditor in Foundations and Institutions.

26/03/2024 

Dr. Emilio Gatto - assignments updated to 26/03/2024

Company name	tax code	appointment date	expiry date	position
Monti & Barabino S.p.A.	01189930991	29/07/2022	balance sheet approval 2024	Statutory Auditor
Alba - Servizi Aerotrasporti S.p.A.	01940340159	28/04/2022	balance sheet approval 2024	Statutory Auditor
Ansaldo Green Tech S.p.A.	02756840993	01/07/2021	balance sheet approval 2023	Statutory Auditor
L'Orto di Liguria S.r.l.	01236410096	09/05/2023	balance sheet approval 2025	Auditor
Azienda Agraria Anfossi Soc. Agricola S.r.l.	01750470096	09/05/2023	balance sheet approval 2025	Auditor
Fondazione Ansaldo	03861620106	03/05/2023	balance sheet approval 2025	President of the board of auditors
Fondazione Casa America	95059340109	07/12/2022	balance sheet approval 2024	President of the board of auditors
Italian Fine Food S.r.l.	09987460962	29/06/2022	balance sheet approval 2024	Auditor
Chemiba S.r.l.	03419920107	28/07/2021	balance sheet approval 2023	Auditor
Compagnia del Basilico soc. agricola cons a r.l.	01667130098	20/05/2021	balance sheet approval 2023	Auditor
Fininvest Real Estate & Services S.p.A.	05105950157	29/04/2022	balance sheet approval 2024	Alternate Auditor
Il Teatro Manzoni S.p.A.	04176430157	28/04/2022	balance sheet approval 2024	Alternate Auditor
Aeroporto di Genova S.p.A.	02701420107	27/05/2021	balance sheet approval 2023	Alternate Auditor
Associazione Calcio Monza S.p.A.	09141370966	29/04/2021	balance sheet approval 2023	Alternate Auditor
Arnoldo Mondadori Editore S.p.A.	07012130584	27/04/2021	balance sheet approval 2023	Alternate Auditor
Vancini Coop a r.l. in L.C.A.	03407510100	21/09/2012	-	Liquidator Commissioner
Moneglia Frontemare parking Soc. Coop	02116080991	23/03/2021	-	Liquidator Commissioner





PERSONAL INFORMATION

Name **ALESSIA BASTIANI**
Address
Nationality: italian
Date of birth
C.F.
Fax
E-mail

PROFESSIONAL EXPERIENCE

- dal 1996
She founded the firm "Studio Bastiani" for the practice of the profession of Certified Public Accountant with specialization in corporate governance and business crisis management.
She held assignments as **member of the board of directors and member of boards of statutory auditors in Public-Interest Entities and Large Company**. Main tasks Poste Italiane Spa; Monte dei Paschi di Siena Spa; Molmed Spa; Iniziative Industriali Spa; Savino del Bene Spa; Azzurra Aeroporti Spa; SACBO Spa; BYBLOS Fondo Pensione Complementare; DGPA SGR; Movyon Spa; Gruppo Interconnector; Publiacqua S.p.A; Comieco - Consorzio Nazionale per il recupero ed il riciclo degli imballaggi a base cellulosica; Agea - Agenzia per le Erogazioni in Agricoltura; SIN S.p.A. Sistema informativo Nazionale per lo sviluppo dell'agricoltura; Unirelab Spa; ENCI-Ente Nazionale Della Cinofilia Italiana; Istituto Nazionale Ricerche Turistiche IS.NA.R.T. Scpa; C.C.I.A.A. di Firenze; Gallerie degli Uffizi; Museo Nazionale Romano; Teatro Maggio Musicale Fiorentino; Centrale del Latte di Firenze Pistoia e Livorno Spa; Firenze Mostre Spa; Firenze Fiera Spa; Gruppo Sebach Spa; ATAF SPA; S.O.F. Servizi Ospedalieri Fiorentini Spa; Namet Spa ecc...
She is **member of Supervisory Board - legislative decree 231/2001** Main tasks: Arexpo Spa; San.Arti Fondo Sanitario Integrativo; Interporto della Toscana Centrale Spa; Spezia & Carrara Cruise Terminal Spa; IFOM (FIRC – AIRC); Cogentech Società Benefit; Interconnector Energy Italia Soc. Consortile per Azioni; MONITA Interconnector Srl; Pi.Sa. - Piemonte Savoia S.R.L; Aprile Spa; Arimar International Spa; Commercial Department Containers - C.D.C. Spa; Gas Intensive Società Consortile A R.L; Copit Spa; Value Italy SGR S.p.A; Terrae Spa; ecc...
She is **Consultant Advisor** for investment and venture capital operations.
She carries out **statutory audit activities**.
She was the head of "**Internal Auditing**" in listed company and a state company.

- dal 1993 al 1995
KPMG S.p.A.: Audit work on: Ferrovie dello Stato; Nuovo Pignone Spa; Supermercati Superall Spa; Sampellegrino Spa; Boehringer Ingelheim spa; Immuno Spa; Bring's Spa. Achieving the qualification "Bank Team Member" Audit work on: Credito Italiano Spa, Rolo Banca 1492 Spa; Banca Popolare di Spoleto; Cofimedit Sim; Fondiaria Spa, Centreleasing Spa, ecc.

**PROFESSIONAL TITLES AND
ACCREDITATIONS**

- 2013
Enrollment in the Register of Independent Technical Consultants with the Provincial Tax Commission of Rome and the Regional Tax Commission of Lazio.
- 2012
Enrollment in the Register of Statutory Auditors for Local Authorities.
- 1999
Enrollment in the Register of Statutory Auditors n. 85543.
- 1995
Diploma and EU accreditation for access to national and european funding (Ministry of Foreign Trade /Ice).
- 1995
Enrolment in the Register of Independent Technical Consultants at the Court of Florence.

- 1995 Enrollment in the Register of Certified Public Accountant from 11/5/1995 n. 904 e n. 1072.
- 1994 Qualification for the profession of Certified Public Accountant at the University of Florence in the second session of the year 1994.

TEACHING AND STUDY

from 2023 to date

Effective member of the working group "COMPANY CLUSTER AND INDUSTRIAL DISTRICTS" established by the National Council of Certified Public Accountants and Accounting Experts within the "COMPLIANCE AND ORGANIZATIONAL MODELS OF BUSINESSES" area.

from 2017 to 2022

Effective member of the working group "Wealth Management" established by the National Council of Certified Public Accountants and Accounting Experts within the "Corporate Finance" area. Publication in July 2018 of the document "Wealth Planning. Instruments for the protection of assets".

- from 2014 to '17

Effective member of the National Committee "Corporate Finance and Insurances" of the National Council of Certified Public Accountants and Accounting Experts

- from 2012 to '17

Member of the "Equal Opportunity Committee" of the Order of Certified Public Accountants and Accounting Experts of Florence

- from 2011 to '15

Subject Expert in "Company Evaluation" at the University of Naples "Parthenope". Participation in the teaching activities.

- from 2003 to '09

Effective member of The National Commission "Public Bodies" established by the National Council of Certified Public Accountants and Accounting Experts

Delegate at Unioncamere for studying the transfer to economic accounting of Chambers of Commerce. Effective member of the working groups "Accounting Standard" and "Public Services"

- from 2000 to '02

Member of CRUI per la valutazione esterna dei diplomi universitari for the external evaluation of university degrees.

- from '96 to 2000

Subject Expert in "Marketing and Business Strategy" at the University of Florence. Participation in the teaching activities.

- from 1990 to '91

Market research: "Management control of Prato's companies" conducted on behalf of the Unione Giovani Industriali di Prato. "Technological Pole in Florence" conducted on behalf of NOMISMA /UNIFI

EDUCATIONAL QUALIFICATIONS AND TRAINING

- 1992

Degree in Business Economics from the University of Florence with evaluation of 110/110 with honours, discussing the following thesis "Internal and external auditing of derivative financial transactions in financial intermediaries."

- 1992

Six-month training scholarship obtained with the "COMETT II" program launched by the EEC: Consequent internship in London at Ausimont U.K. Ltd. and Euroil Exploration Ltd on the budgeting and reporting system and the legal-contractual aspects of the oil companies

- 1992

Internship in Milan at San Paolo Finance Spa and Eurofutura Holding Sim Spa focuses on the operational and management aspects of derivative finance products

- 1991

Scholarship at the Victorian University of Technology of Melbourne Australia. Fall semester as an "Exchange Student". High distinction in Quantitative Methods, Management and Financial Accounting, Audit Process.

- 1990

La Jolla University di San Diego. Summer Section in Finance subject

NATIVE LANGUAGE

ITALIAN

FOREIGN LANGUAGES

ENGLISH: SPOKEN AND WRITTEN

I authorize the processing of data D.Lgs. 196/2003 s.m.i.

Alessia Bastiani Firenze, 28 marzo 2024

DENOMINAZIONE

Savino del Bene S.p.A.
Aprile S.p.A.
Albatrans S.p.A.
Commercial Depatment Container CDC S.p.A.
Arimar International S.p.A. a socio unico
Monita Interconnector Srl
Resia Interconnector Srl
Cogentech S.R.L. Società Benefit a Socio Unico
CNA Servizi e Consulenze S.r.l .
Azzurra Aeroporti S.p.A.
Movyon Spa
I Praticelli Srl

TOTALE**IN CARICA**

Componente Collegio Sindacale
Componente Collegio Sindacale
Componente Collegio Sindacale
Componente Collegio Sindacale
Componente Collegio Sindacale
Presidente Collegio Sindacale
Presidente Collegio Sindacale
Presidente Collegio Sindacale
Componente Collegio Sindacale
Presidente Collegio Sindacale
Componente Collegio Sindacale
Sindaco unico

Dott. Alessia Bastiani



Firenze, 28 - 3 -2024

L'elenco fa riferimento agli incarichi di amministrazione e controllo ricoperti presso altre società ai fini dell'art. 2400 c.c. (libro V, titolo V, capi V, VI e VII c.c)