

FERRETTI S.P.A.

Registered office in Via Irma Bandiera 62, Cattolica (RN) – share capital Euro 338,482,654.00

Register of Companies of Romagna Forlì-Cesena and Rimini, tax code and VAT number no. 04485970968 REA
RN 29 – 296608



FERRETTIGROUP

**GUIDANCE ON THE QUANTITATIVE AND QUALITATIVE
COMPOSITION OF THE BOARD OF DIRECTORS OF FERRETTI
S.P.A. DEEMED AS OPTIMAL**

Approved by the Board of Directors' meeting held on 24 February 2026

Guidance on the quantitative and qualitative composition of the Board of Directors of Ferretti S.p.A. deemed as optimal

In accordance with Recommendation no. 23 of the Corporate Governance Code – January 2020 edition (the “**Corporate Governance Code**”), the Board of Directors of Ferretti S.p.A. (“**Ferretti**”), with the support of the Nomination Committee set up within the same Board of Directors, has developed its own orientation on the quantitative and qualitative composition of the Board of Directors itself deemed as optimal in view of the renewal of the administrative body (the “**Guidance**”) by the next Shareholders’ Meeting, scheduled for 14 May 2026.

In particular, this Guidance has been drawn up with the hope that the Shareholders, on the occasion of the presentation of the slates for the appointment of the new Board of Directors, will evaluate, also in the light of the same, the personal, experience, including managerial, and gender characteristics of the candidates, in relation to the size of Ferretti and the related Group, the complexity and specificity of the business sector in which it operates, as well as the size of the administrative body.

The Guidance takes into account the results of the self-assessment of the size, composition and functioning of the Board of Directors and its internal Committees.

The Guidance approved by the Board of Directors and addressed to the Shareholders – which fully recalls the criteria set out in Article 3 of the “*Diversity Policy of the Administrative and Audit Bodies*” adopted by the Board of Directors on 18 May 2023 and available on the *website* (www.ferrettigroup.com – Section Investor Relations - Governance) – notes the opportunity to:

- (i) Ensure and enhance gender diversity in compliance with the provisions of the Corporate Governance Code and applicable legislation;
- (ii) Enhance the various professional skills within the Board of Directors, considering it advisable to have individuals who have preferably gained skills in economic, financial, accounting, risk management, marketing, digital innovation or sustainability/ESG subjects, in order to obtain a mix of different and complementary skills and experiences;
- (iii) Consider the balanced distribution of directors by age and seniority.

Pursuant to Recommendation no. 23 of the Corporate Governance Code, the Board of Directors invites those who submit a slate containing more than half of the candidates for the office of directors of Ferretti to be elected, to provide adequate information on the compliance of the slate with this Guidance and with the provisions of the “*Diversity Policy of the Administrative and Audit Bodies*” referred to herein in full, also with reference to the diversity criteria provided for in principle VII and Recommendation no. 8 of the Corporate Governance Code, and to indicate its candidate for the office of Chairman of the Board of Directors, it being understood that the same will be elected in accordance with the procedures identified in Ferretti’s bylaws.