

Ferretti International Holding S.p.A.
Società con sede legale in Milano, Via Alessandro Manzoni, 41
Cap. soc. sottoscritto e versato Euro 146.937.654,00
Cod. fisc. e n. di iscrizione al Registro delle Imprese di Milano 07739200967

Spettabile
Ferretti S.p.A.
Via Irma Bandiera n. 62
Cattolica (RN) – Italia

Milano, 19 aprile 2026

OGGETTO: ASSEMBLEA DI FERRETTI S.P.A. DEL 14 MAGGIO 2026 – PRESENTAZIONE DELLA LISTA PER L'ELEZIONE DEL CONSIGLIO DI AMMINISTRAZIONE E RELATIVE DELIBERE

La scrivente Ferretti International Holding S.p.A., società con sede legale in Milano, via Alessandro Manzoni, n. 41, iscritta al Registro delle Imprese di Milano al n. 07739200967, titolare alla data della presente di n. 133.805.907 azioni ordinarie di Ferretti S.p.A. (nel seguito, la “**Società**” o “**Ferretti**”), rappresentative del 39,531% del capitale sociale ordinario. Il possesso della quota di partecipazione minima richiesta dalla normativa applicabile, dallo Statuto di Ferretti e dall'avviso di convocazione dell'assemblea in oggetto per la presentazione delle liste e di proposte sugli argomenti all'ordine del giorno risulta dalla comunicazione effettuata ai sensi dell'articolo 43 del Regolamento congiunto Banca d'Italia-Consob in materia di *post-trading* (Regolamento sulla disciplina delle controparti centrali, dei depositari centrali e dell'attività di gestione accentrata del 13 agosto 2018, e successive modificazioni) trasmessa alla Società dagli intermediari autorizzati nei termini previsti dalla normativa applicabile,

visto

- l'avviso di convocazione dell'assemblea ordinaria della Società per il 14 maggio 2026, in unica convocazione, per deliberare sulla nomina del consiglio di amministrazione della Società,
- l'articolo 19 dello statuto della Società;
- gli orientamenti sulla composizione quantitativa e qualitativa del consiglio di amministrazione di Ferretti ritenuta ottimale, approvati dal consiglio di amministrazione della Società e pubblicati in data 24 febbraio 2026, e la Politica sulla diversità degli organi di amministrazione e controllo ivi richiamata;

presenta

la seguente lista di candidati per la nomina a consiglieri di amministrazione della Società, redatta ai sensi di quanto previsto dalla normativa applicabile nonché dallo statuto sociale:

1. Tan Ning(**), nato a Shandong, Cina, il 28 novembre 1981, C.F. TNANNG81S28Z210W, genere uomo;
2. Patrick Sun(*), nato nella Regione Amministrativa Speciale di Hong Kong della Repubblica Popolare Cinese il 21 dicembre 1958, C.F. SNUPRC58T21Z221F, genere uomo;
3. Stassi Anastassov, nato a Pleven, Bulgaria il 29 giugno 1961, C.F. in corso di attribuzione, genere uomo;
4. Zhang Xiaomei, nata a Xinjiang, Cina, il 27 agosto 1985, C.F. ZHNXMI85M67Z210O, genere donna;
5. Federica Marchionni(*), nata a Civitavecchia (Roma), Italia il 23 dicembre 1971, C.F. MRCFRC71T63C773D, genere donna;
6. Jin Zhao, nato a Shandong, Cina, il 16 agosto 1985, C.F. JNIZHA85M16Z210D, genere uomo;
7. Zhu Yi(*), nata a Xinjiang, Cina, il 31 dicembre 1976, C.F. ZHUYIX76T71Z210G, genere donna;

8. Donatella Sciuto(*), nata a Varese, Italia il 5 gennaio 1962, C.F. SCTDTL62A45L682A, genere donna;
9. Marina Berlinghieri(*), nata a Pisogne (Brescia), Italia il 13 settembre 1968, C.F. BRLMRN68P53G710N, genere donna.

(*). Identifica i candidati amministratori in possesso dei requisiti di indipendenza previsti dalla normativa applicabile, dallo Statuto sociale e dal Codice di Corporate Governance.

(**). Identifica i candidati amministratori alla carica di Presidente del Consiglio di Amministrazione.

presenta

le seguenti proposte di deliberazione relative alla nomina dei componenti del Consiglio di Amministrazione della Società:

Proposta relativa alla determinazione del numero dei componenti del Consiglio di Amministrazione (punto 3.1 all'ordine del giorno):

La scrivente società propone di determinare in 9 (nove) il numero dei componenti del Consiglio di Amministrazione di Ferretti.

Proposta relativa alla determinazione della durata in carica del Consiglio di Amministrazione (punto 3.2 all'ordine del giorno):

La scrivente società propone di determinare in 3 (tre) esercizi sociali la durata in carica del nuovo Consiglio di Amministrazione e, pertanto, sino alla data dell'Assemblea convocata per l'approvazione del bilancio di esercizio chiuso al 31 dicembre 2028.

Proposta relativa alla nomina del Presidente del Consiglio di Amministrazione (punto 3.4 all'ordine del giorno):

La scrivente società propone di nominare alla carica di Presidente del Consiglio di Amministrazione Tan Ning.

Proposta relativa alla determinazione degli emolumenti dei componenti del Consiglio di Amministrazione (punto 3.5 all'ordine del giorno):

La scrivente società propone di fissare in un importo annuo netto complessivo pari a EUR 40.000,00 il compenso totale da attribuire a ciascun membro del Consiglio di Amministrazione; tale compenso non include la remunerazione degli amministratori investiti di particolari cariche.

Si allega:

- la certificazione emessa dall'intermediario autorizzato comprovante la titolarità da parte della scrivente società della quota di partecipazione minima richiesta dalla normativa applicabile, dallo Statuto di Ferretti e dall'avviso di convocazione dell'assemblea in oggetto per la presentazione delle liste e di proposte sugli argomenti all'ordine del giorno;
- una dichiarazione con la quale i singoli candidati accettano la candidatura e l'eventuale nomina alla carica di amministratore della Società e dichiarano, sotto la propria responsabilità, l'inesistenza di cause di ineleggibilità, incompatibilità o decadenza, nonché il possesso dei requisiti richiesti in base alle leggi e ai regolamenti e l'eventuale possesso dei requisiti di indipendenza richiamati dall'art. 147-ter, comma 4, del d.lgs. 24 febbraio 1998, n. 58, dei requisiti richiesti ai sensi della Sezione 3.13 delle Hong Kong Listing Rules e di quelli ulteriori previsti dal Codice di Corporate Governance emanato dal Comitato per la Corporate Governance di Borsa Italiana S.p.A.;
- il *curriculum vitae* di ciascun candidato contenente un'esauriente informativa sulle loro caratteristiche personali e professionali corredati dell'elenco degli eventuali incarichi di amministrazione e controllo ricoperti in altre società.

Con la presente, la scrivente società richiede alla Società di provvedere a ogni adempimento, anche pubblicitario, relativo e/o connesso al deposito della lista e alle delibere proposte, nei termini e con le modalità prescritti dalla normativa, anche regolamentare, vigente.

Cordiali saluti,

Ferretti International Holding S.p.A.



Jin Zhao

Comunicazione ex artt. 43, 44 e 45 del Provvedimento Unico sul Post Trading
1. Intermediario che effettua la comunicazione

 ABI (conto MT) CAB

 Denominazione **Societe Generale Securities Services S.p.A.**
2. Ultimo Intermediario, se diverso dal precedente

 ABI CAB

denominazione

3. data della richiesta (ggmmssaa)

4. data di invio della comunicazione (ggmmssaa)

5. n.ro progressivo annuo

6. n.ro della comunicazione precedente

7. causale

8. nominativo del richiedente, se diverso dal titolare degli strumenti finanziari

UniCredit Spa

9. titolare degli strumenti finanziari:

 cognome o denominazione **FERRETTI INTERNATIONAL HOLDING SPA**

nome

 codice fiscale o LEI **07739200967**

comune di nascita _____ provincia di nascita _____

data di nascita (ggmmssaa) _____ nazionalità _____

 Indirizzo o sede legale **VIA ALESSANDRO MANZONI 41**

 città **20121 MILANO MI** Stato _____

10. strumenti finanziari oggetto di comunicazione:

 ISIN o Cod. interno

 denominazione
11. quantità strumenti finanziari oggetto di comunicazione:

12. vincoli o annotazioni sugli strumenti finanziari oggetto di comunicazione

natura

13. data di riferimento (ggmmssaa)

14. termine di efficacia

15. diritto esercitabile

16. note

Certificazione di possesso per la presentazione delle liste per il Consiglio di Amministrazione e per il Collegio Sindacale e proposte di deliberazione relative alla nomina del Consiglio di Amministrazione e del Collegio Sindacale

Firma dell'Intermediario _____

17. Sezione riservata all'Emittente (solo per Comunicazioni ai sensi dell'art. 44 del Provvedimento)
Data della rilevazione nell'Elenco

Causale rilevazione:	Iscrizione <input type="checkbox"/>	Maggiorazione <input type="checkbox"/>	n. voti [2]	Cancellazione <input type="checkbox"/>
Numero voti (NV) incrementali al		3V- gg.mm.aaaa	4V- gg.mm.aaaa	5V- gg.mm.aaaa
6V- gg.mm.aaaa	7V- gg.mm.aaaa	8V- gg.mm.aaaa	9V- gg.mm.aaaa	10V - gg.mm.aaaa

**Per informazioni sui diritti voto esercitabili rivolgersi a:
 Motivazione della cancellazione o del rifiuto di iscrizione**

Firma dell'Emittente _____

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

16 April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Tan Ning, born in Shandong China, on 28 November 1981, tax code TNANNG81S28Z210W, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“**FIH**”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director and Chair of the board of directors of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;

- (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;
- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code;

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



A handwritten signature in black ink, appearing to be in Chinese characters, is written over a light gray rectangular background.

** * **

Attachments:

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

2018 – present Director of Ferretti Asia (Zhuhai) Co., Ltd.

TAN NING RENEWAL

Chairman of the Board of Directors

LOCATION: Italy/China**LANGUAGES:** Chinese
(Native), English (Fluent)

Mr. Tan Ning is a seasoned international business executive with nearly 20 years of experience in the shipbuilding and equipment manufacturing sectors. Since joining Ferretti Group in 2012, he has held a number of senior operational and managerial positions within the Group and across its Asia-Pacific operations, gaining extensive international experience in Italy, the United States, and China. He has developed strong expertise in international business coordination, cross-border management, and the oversight of operations across diverse markets. He also brings substantial experience in supporting the Group's strategic development and fostering collaboration across international teams and business functions. He currently serves as Executive Director and Chief Audit Executive (LARMS Director) of Ferretti S.p.A.

Nationality	CN
Gender	M
Age (as at May, 2026)	44
Tenure on Ferretti Board	1

PROFESSIONAL EXPERIENCES**Ferretti S.p.A. (HKEX: 9638; Euronext Milan: YACHT) and its Affiliates**

2025 – present	Executive Director & Chief Audit Executive (IARMS Director)
2018 – present	Director of Ferretti Asia (Zhuhai) Co., Ltd.
2015 – 2020	Vice Director of Sales, Mainland China, Sales and Marketing of the Asia Pacific
2012 – 2015	Assistant to the President

Bostar Marine Technology (Qingdao) Co., Ltd.

2022 – 2025	Director and General Manager
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Changzhou FRP Boatbuilding Co., Ltd.

2020 – 2025	Director and General Manager
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Weichai Holding Group Co., Ltd.

2012 – 2013	Manager of foreign affairs management
2005 – 2007	Business coordination manager

Weichai Power Co., Ltd. (HKEX: 2338; SZSE: 000338)

2007 – 2012	Manager of international business
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EDUCATION

2004 *B.A. in Marketing, SHANGHAI UNIVERSITY FOR SCIENCE AND TECHNOLOGY*

2017 *Executive Training Program, JACOBS UNIVERSITY BREMEN*

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

14, April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Patrick Sun, born in Hong Kong, on 21st December, 1958, tax code SNUPRC58T21Z221F, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“**FIH**”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA ;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



*** **

Attachments:

- *Curriculum vitae*

- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

Listed Companies

Name	Country of incorporation	Nature of appointment
Kunlun Energy Co. Ltd.	Bermuda	Independent non-executive Director
Austasia Group Limited	Singapore	Independent non-executive Director
Voyah Automotive Technology Co., Ltd.	China	Independent non-executive Director

PATRICK SUN RENEWAL
Independent Non-Executive Director

LOCATION: Hong Kong
LANGUAGES: Chinese
(Native),
English (Fluent)



Mr. Patrick Sun has worked in the financial services industry in Hong Kong for over 30 years. He was the Senior Country Officer and Head of Investment Banking for Hong Kong at J.P. Morgan. Prior to that, he was Group Executive Director and Head of Investment Banking for Greater China at Jardine Fleming Holdings Limited. Mr. Sun has also held senior positions in several regulatory bodies in Hong Kong. He served as Chairman of The Chamber of Hong Kong Listed Companies from 2013 to 2015. He was also a Council Member of The Stock Exchange of Hong Kong and Deputy Convenor of its Listing Committee, as well as a member of the Takeovers and Mergers Panel and the Takeovers Appeal Committee of the Securities and Futures Commission of Hong Kong. Mr. Sun has extensive experience serving as an independent non-executive director of major listed companies in Hong Kong and Shanghai.

Nationality	GB/CN
Gender	M
Age (as at May, 2026)	67
Tenure on Ferretti Board	4

PROFESSIONAL EXPERIENCES

VOYAH Automotive Technology Co., Ltd. (HKEX: 7489)

2025 – present Independent Non-executive Director

AustAsia Group Ltd. (HKEX: 2425)

2022 – present Independent Non-executive Director

Ferretti S.p.A. (HKEX: 9638; Euronext Milan: YACHT)

2021 – present Independent Non-executive Director

Kunlun Energy Company Limited (HKEX: 0135)

2016 – present Independent Non-executive Director

CRRC Corporation Limited (HKEX: 1766; SSE: 601766)

2015 – 2021 Independent Non-executive Director

China Railway Signal & Communication Corporation Limited (HKEX: 3969)

2015 – 2018 Independent Non-executive Director

China Railway Construction Corporation Limited (HKEX: 1186; SSE: 601186)

2014 – 2021 Independent Non-executive Director

Sihuan Pharmaceutical Holdings Group Ltd. (HKEX: 00460)

2010 – 2023 Independent Non-executive Director

China NT Pharma Group Company Limited (HKEX: 1011)

2010 – 2019 Independent Non-executive Director

China Railway Group Limited (HKEX: 0390; SSE: 601390)

2008 – 2014 Independent Non-executive Director

Trinity Limited

2008 – 2020 Independent Non-executive Director

Value Convergence Holdings Limited (HKEX: 0821)

2006 – 2009 Chief Executive Officer and Executive Director

Link Real Estate Investment Trust (HKEX: 0823)

2004 – 2007 Independent Non-executive Director

Sunwah Kingsway Capital Holdings Limited (HKEX: 0188)

2004 – 2006 Executive Director

J.P. Morgan

2000 – 2002 Senior Country Officer and Head of Investment Banking for Hong Kong

Jardine Fleming Holdings Limited

1996 – 2000 Group Executive Director and Head of Investment Banking for Greater China

OTHER POSITIONS

2012 – 2021 Member of the Executive Board for Asia of the Wharton School of the University of Pennsylvania

2013 – 2015 Chairman of the Chamber of Hong Kong Listed Companies

1995 – 2000 Council Member of The Stock Exchange of Hong Kong Limited

2000 – 2002 Deputy Chairman of the Listing Committee of The Stock Exchange of Hong Kong Limited

1995 – 1997 Member of the Takeovers and Mergers Panel and

1999 – 2001 Member of the Takeovers Appeal Committee of the Securities and Futures Commission

EDUCATION

1981 *Bachelor of Science in Economics, WHARTON SCHOOL OF THE UNIVERSITY OF PENNSYLVANIA*

2000 *Stanford Executive Program, STANFORD BUSINESS SCHOOL*

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

18 April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Stassi Anastasov, born in Pleven, Bulgaria, on 29.06.1961, tax code to be assigned, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“**FIH**”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,

18 April 2026

** * **

Attachments:

Stassi Anastassov

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

2020 – Present JS Global Lifestyle, Independent Non-Executive Director

2015 – Present Better Shelter, Lead Board Member

2015 – Present NEO Silver (France), Advisor / Board Member

STASSI ANASTASSOV **NEW**

Director

LOCATION: Switzerland**LANGUAGES:** Bulgarian (Native), English, French, Swedish (Fluent)

Mr. Stassi Anastassov is an international business leader with over 30 years of experience across global industrial and consumer businesses in Europe, the United States, the Middle East, and China. He has held senior executive positions, including President and Chief Executive Officer of Duracell, as well as leadership roles at Procter & Gamble, and has extensive experience in operations, brand development, corporate governance, and strategic transformation. He also serves as a board member and advisor to international companies and private equity firms.

Nationality	SE&CH
Gender	M
Age (as at May, 2026)	64
Tenure on Ferretti Board	New

PROFESSIONAL EXPERIENCES**Duracell**

2010 – 2014 President & CEO

Procter & Gamble (NYSE: PG)

2015 Strategic Advisor to CEO – Global Divestitures

2001 – 2010 Vice President – Paper and Snacks, CEEMEA Region

1999 – 2001 General Manager – Near East

1997 – 1999 General Manager – Eastern Europe

1995 – 1997 Marketing Director – Russia & Eastern Europe

1993 – 1995 Marketing Director – European Fabric and Home Care

1990 – 1993 Marketing Manager – Nordic Region

1985 – 1990 Assistant Brand Manager – Nordic Region & France

OTHER POSITIONS

2020 – Present Independent Non-Executive Director of JS Global Lifestyle (HKEX: 1691)

2015 – Present Lead Board Member of Better Shelter

2015 – Present Advisor / Board Member of NEO Silver (France)

2020 – 2024 Senior Advisor of Triton Partners

2020 – 2024 Board Member of Nanfu Battery

2017 – 2021 Senior Advisor of Cerberus Capital Management

2015 – 2020 Senior Advisor of CDH Investments

2010 – 2015 Chairman of Nanfu Battery

EDUCATION1987 *B.A. in Business Administration & International Management, UPPSALA UNIVERSITY*

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

17 April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Zhang Xiaomei, born in Xinjiang China, on 27 August 1985, tax code ZHNXMI85M67Z210O, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“**FIH**”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;

- (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;
- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code;

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



** * **

Attachments:

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

2025 – present KION Group AG, Supervisory Board Member

ZHANG XIAOMEI **NEW**

Director

LOCATION: Italy/China**LANGUAGES:** Chinese
(Native), English (Fluent)

Ms. Zhang Xiaomei is a legal and compliance professional with over 17 years of experience in corporate legal affairs and compliance management. Her expertise includes corporate governance, business legal affairs, cross-border legal risk management and regulatory compliance across multiple jurisdictions. She has extensive experience in advising on corporate governance and regulatory matters, and in supporting the board and senior management on legal and compliance issues. She also brings strong capabilities in identifying and managing legal and regulatory risks in complex business environments. She currently serves as General Counsel and Joint Company Secretary of Ferretti S.p.A.

Nationality	CN
Gender	F
Age (as at May, 2026)	40
Tenure on Ferretti Board	New

PROFESSIONAL EXPERIENCES

Ferretti S.p.A. (HKEX: 9638; Euronext Milan: YACHT)

2025 – present General Counsel; Secretary of the Board; Head of the Board Office; Alternate Authorized Representative; Joint Company Secretary

Weichai Power Co., Ltd. (HKEX: 2338; SZSE: 000338) and its Affiliates

2024 – 2025 Deputy General Manager, Director of Legal Affairs and Head of the Legal and Internal Control Department of Overseas Market Centre
 2024 – 2025 Secretary of the Board of Directors of Weichai America Corp.
 2023 – 2025 Legal Consultant of Weichai America Corp.
 2021 – 2025 Deputy Director of the Legal and Compliance Department
 2018 – 2021 Assistant to the Director of the Legal and Compliance Department
 2016 – 2018 Deputy Manager of the Audit and Legal Department / Legal Affairs Department
 2009 – 2016 Legal Counsel, Audit and Legal Department

China National Heavy Duty Truck Group Co., Ltd. (CNHTC)

2020 Deputy Head of the Legal Affairs Department (Secondment)

OTHER POSITIONS

2025 – present KION Group AG (XETRA: KGX), Supervisory Board Member
 2021 – 2025 Weichai Ballard Hydrogen Energy Technology Co., Ltd., Supervisor
 2021 – 2025 Weifang Weichai Power Technology Co., Ltd., Supervisor

EDUCATION

2009 LL.B. in Law, SHANDONG UNIVERSITY
 2025 Part-time Master's candidate in Corporate Management, RENMIN UNIVERSITY OF CHINA

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

11, April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Federica Marchionni, born in Civitavecchia (Rome, Italy), on 23/12/1971, tax code MRCFRC71T63C773D, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“**FIH**”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;

- (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;
- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- x to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- x to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code;

- x to be not to be

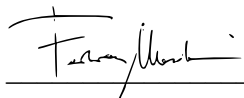
in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



** * **

Attachments:

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

NA

Spettabile
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italia

11 Aprile 2026

Oggetto: Accettazione della candidatura e della nomina alla carica di consigliere di amministrazione di Ferretti S.p.A. (“Ferretti” o la “Società”) e attestazione dell’assenza di cause di ineleggibilità, decadenza e incompatibilità, nonché conferma del possesso dei requisiti di indipendenza previsti dall’art. 148, comma 3, del D. Lgs. n. 58 del 24 febbraio 1998 (“TUF”), richiamato dall’art. 147-ter, comma 4, del TUF, e dal Codice di Corporate Governance

Il/La sottoscritto/a Federica Marchionni, nata a Civitavecchia (Roma), il 23/12/1971, codice fiscale MRCFRC71T63C773D, avendo ricevuto l’invito ad essere inclusa nella lista che il socio Ferretti International Holding S.p.A. (“**FIH**”) intende presentare per la carica di amministratore in occasione dell’assemblea ordinaria di Ferretti, convocata in unica convocazione per il giorno 14 maggio 2026 per deliberare, *inter alia*, sulla nomina del Consiglio di Amministrazione:

ACCETTA

la sopramenzionata candidatura e sin d’ora, ove nominato/a, la carica di amministratore di Ferretti e, pertanto, sotto ogni propria responsabilità a tal fine prevista dalla legge

VISTI

- il Decreto del Ministero della Giustizia 30 marzo 2000, n. 162, come richiamato dall’art. 147-quinquies, comma 1 e dall’art. 148, comma 4 del Decreto Legislativo 24 febbraio 1998, n. 58 (il “**TUF**”);
- l’art. 148, comma 3, del TUF, richiamato dall’art. 147-ter, comma 4, del TUF, e l’art. 2, Raccomandazione 7 del Codice di Corporate Governance approvato dal Comitato per la *Corporate Governance* (il “**Codice di Corporate Governance**”);
- la normativa vigente, i regolamenti applicabili e lo Statuto della Società attualmente in vigore

DICHIARA E ATTESTA

ai sensi degli artt. 46 e 47 del D.P.R. 28 dicembre 2000, n. 445, sotto la propria responsabilità e consapevole delle sanzioni penali previste dall’art. 76 del medesimo D.P.R. in caso di dichiarazioni mendaci, falsità negli atti e uso di atti falsi o contenenti dati incorretti costituiscono reato ai sensi del Codice Penale e delle leggi speciali in materia

- l’assenza di cause di ineleggibilità, decadenza o incompatibilità per la carica di amministratore di Ferretti, nonché il possesso dei requisiti previsti dalla legge applicabile e dallo Statuto di Ferretti per ricoprire tale carica. In particolare:
 - (a) di non essere stato/a candidato/a in alcuna altra lista per la nomina ad amministratore di Ferretti;
 - (b) l’assenza delle cause di ineleggibilità e decadenza previste dall’art. 2382 del Codice Civile e di non essere stato/a dichiarato/a decaduto/a dalla carica di amministratore in alcuno Stato membro dell’Unione Europea;

- (c) di possedere i requisiti di onorabilità richiesti per i sindaci delle società quotate, ai sensi dell'art. 148, comma 4 del TUF e dell'art. 2 del Decreto Ministeriale n. 162 del 30 marzo 2000, richiamato dall'art. 147-quinquies, comma 1 del TUF;
- (d) di non essere socio/a illimitatamente responsabile di società in concorrenza con Ferretti, di non svolgere attività in concorrenza in proprio o per conto di terzi e di non ricoprire la carica di amministratore o direttore generale in società concorrenti, ai sensi dell'art. 2390 c.c.;
- (e) di poter dedicare il tempo necessario per svolgere in modo efficace e diligente il ruolo di amministratore;

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dall'art. 148, comma 3 del TUF, richiamato dall'art. 147-ter, comma 4 del TUF;

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dal Codice di Corporate Governance;

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dalla sezione 3.13 delle Hong Kong Listing Rules.

La sottoscritta si impegna, se richiesto, a fornire idonea documentazione comprovante la veridicità delle informazioni rese e a comunicare tempestivamente al Consiglio di Amministrazione qualsiasi variazione successiva.

La sottoscritta allega copia del proprio documento di identità, il *curriculum vitae* (contenente informazioni complete sulle proprie caratteristiche personali e professionali), nonché l'elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società, e ne autorizza la pubblicazione da parte dei presentatori e della Società in conformità alla normativa applicabile.

La sottoscritto/a autorizza inoltre il trattamento dei dati personali raccolti ai sensi della legge per le finalità connesse alla presente procedura.

Cordiali saluti,



** * **

Allegati:

- *Curriculum vitae*
- Elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società aggiornato alla data della presente dichiarazione

Allegato

Elenco degli incarichi di amministrazione e controllo in altre società

NA

FEDERICA MARCHIONNI **NEW**

Independent Non-Executive Director

LOCATION: Italy**LANGUAGES:** Italian (Native),
English, French, Spanish (Fluent)

Ms. Federica Marchionni is a senior executive with extensive international leadership experience in the fashion, luxury, technology and e-commerce industries. She has held chief executive and senior management positions in global organizations, including publicly listed companies, leading business transformation, brand development and global expansion initiatives. Her expertise includes corporate strategy, M&A, supply chain management, global market development and brand positioning.

Nationality	IT
Gender	F
Age (as at May, 2026)	54
Tenure on Ferretti Board	New

PROFESSIONAL EXPERIENCES**Global Fashion Agenda**

2021 – Present Chief Executive Officer

Secoo Holding Limited

2017 – 2020 International CEO & Group CSO

Lands' End, Inc. (NASDAQ: LE)

2015 – 2016 Chief Executive Officer & Board Director

Dolce & Gabbana USA, Inc.

2011 – 2014 President

Ferrari S.p.A (NYSE: RACE; Euronext Milan: RACE)

2010 – 2011 Senior Vice President, Brand Business Unit

Dolce & Gabbana S.r.l.

2001 – 2010 Vice President, Business Development

Ericsson | Philips | Samsung Electronics Co., Ltd. (KRX: 005930)

1996 – 2001 Director, Marketing & Sales (TLC)

OTHER POSITIONS

Present Advisor at Re&Up Technology

EDUCATION1995 *Master Degree in Business Administration (Summa cum laude), UNIVERSITÀ DI ROMA LA SAPIENZA*

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

17, April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Jin Zhao, born in Shandong, China, on 16 August 1985, tax code JNIZHA85M16Z210D, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“FIH”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“Corporate Governance Code”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code;

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



*** **

Attachments:

- Curriculum vitae
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

- 2025 - present Weichai Power (Luxembourg) Holding S.à r.l., Chairman of the Board of Directors
- 2025 - present Ferretti International Holding S.p.A., Chairman of the Board of Directors
- 2025 - present Power Solutions International, Inc, Director
- 2025 - present Weichai Holding Group Co., Ltd., Deputy General Manager

JIN ZHAO RENEWAL

Director

LOCATION: China
LANGUAGES: Chinese
(Native), English (Fluent)

Mr. Jin Zhao is an accomplished international sales and business leader with over 20 years of experience in global markets. He possesses extensive expertise in international business strategy, cross-border operations, product application, and engineering development. He has a strong track record in driving business growth, expanding market presence, and leading complex projects across multiple markets. Mr. Jin is also experienced in managing multicultural teams and fostering strategic partnerships with global stakeholders. His leadership combines commercial insight with technical understanding, enabling him to effectively bridge market needs with product and engineering solutions. He currently serves as Deputy General Manager of Weichai Holding Group Co., Ltd. (“Weichai Group”), General Manager for the European Region and chief representative for European power business of Weichai Group, and a Non-Executive Director of Ferretti S.p.A.

Nationality	CN
Gender	M
Age (as at May, 2026)	40
Tenure on Ferretti Board	1

PROFESSIONAL EXPERIENCES**Weichai Holding Group Co., Ltd.**

2025 – present Deputy General Manager; General Manager in the European Region and Chief Representative for European Power Business

Weichai Power Co., Ltd. (HKEX: 2338; SZSE: 000338) and its Affiliates

2024 – 2026 Deputy General Manager of the Global Sales Centre
 2023 – 2025 Chief Representative stationed at Baudouin Moteurs (an overseas subsidiary of Weichai Power Co., Ltd.)
 2024 – 2025 General Manager of the European, Middle Eastern and African Region of Complete Power Equipment Business
 2022 – 2024 Assistant to the General Manager, Vice President, and Executive President
 2020 – 2022 Director of the Import and Export Business
 2019 – 2020 Director of the International Business Synergy Department
 2015 – 2019 Deputy Department Head of the Application Engineering Centre
 2013 – 2015 Assistant to the Department Head of the Application Engineering Centre
 2005 – 2013 Project Manager

Weichai Power (Luxembourg) Holding S.à r.l.

2025 – present Chairman of the Board of Directors

Ferretti S.p.A (HKEX: 9638; Euronext Milan: YACHT)

2025 – present Non-executive Director

Ferretti International Holding S.p.A.

2025 – present Chairman of the Board of Director

OTHER POSITIONS

2025 – present Director of Power Solutions International, Inc. (NASDAQ: PSIX)

2022 – 2024 General Manager of Weichai Power Equipment Co., Ltd.

2020 – 2022 General Manager of Shandong Weichai Import and Export Corp.

EDUCATION

2005 *Bachelor's Degree in Thermal Energy and Power Engineering, HARBIN INSTITUTE OF TECHNOLOGY*

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

17 April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Zhu Yi, born in Xinjiang, China, on December 31, 1976, tax code ZHUYIX76T71Z210G, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“FIH”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



** * **

Attachments:

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

Chongqing Afari Intelligent Drive Technology Co., Ltd.

2025 – Present Director& CFO

ZHU YI **RENEWAL**

Independent Non-Executive Director

LOCATION: Shanghai, China

LANGUAGES: Chinese
(Native),
English (Fluent)



Ms. Zhu Yi has over 20 years of experience in the investment banking industry. She has long focused on investments in the intelligent manufacturing sector and has extensive investment research experience in the automotive, high-end manufacturing and infrastructure industries. She has a deep understanding of investment trends and opportunities in the era of artificial intelligence.

Nationality	HK/CN
Gender	F
Age (as at May, 2026)	49
Tenure on Ferretti Board	2

PROFESSIONAL EXPERIENCES

Morgan Stanley (NYSE: MS)

2002 – 2020 Managing Director

Shanghai Huasheng Youge Equity Investment Management Co., Ltd.

2020 – 2024 Partner

Ferretti S.P.A. (HKEX: 9638; Euronext Milan: YACHT)

2024 – Present Independent Non-Executive Director

Chongqing Afari Intelligent Drive Technology Co., Ltd.

2025 – Present Director& CFO

OTHER POSITIONS

2024 – 2025 Partner of Mariposa Enterprise Management Consulting Co., Ltd.

EDUCATION

1998 Bachelor's Degree in Economics, SHANGHAI UNIVERSITY OF FINANCE AND ECONOMICS

2001 Master's Degree in Finance, SHANGHAI UNIVERSITY OF FINANCE AND ECONOMICS

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

Milano, April 10, 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Donatella Sciuto, born in Varese, on January 5, 1962, tax code SCTD'TL62A45L682A, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“FIH”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under his/her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that he/she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on his/her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that he/she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- X to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA;

- X to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code

- X to be not to be

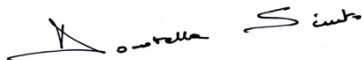
in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of his/her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



** * **

Attachments:

- *Curriculum vitae*
- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

- 2025 – 2028 Member of the Board of Directors of Tech Europe Foundation
- 2025 – 2028 Member of the Board of Directors of Dassault Systèmes (listed company in France)
- 2024 – 2027 Member of the Board of Directors of Fondazione TOG
- 2023 – 2028 Member of the Board of Directors of Biblioteca Europea di Informazione e Cultura (BEIC)
- 2023 – 2026 Member of the Board of Directors of Fondazione TIM
- 2023 – 2027 Member of the Board of Directors of Fondazione Corriere
- 2023 – 2028 President of the Supervisory Board of Politecnico di Milano as Rector
- 2023 – 2027 Member of the Board of Directors of Fondazione Anthem
- 2022 – 2026 Member of the board of directors of Centro Nazionale di Ricerca in High-Performance Computing, Big Data and Quantum Computing (Fondazione ICSC)
- 2020 – 2027 Member of the Board of F.I.L.A. SpA (listed company in Italy)
- 2013 – 2028 Board of Governors (Consiglio Superiore) Bank of Italy

Spettabile
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italia

Milano, 10 aprile 2026

Oggetto: Accettazione della candidatura e della nomina alla carica di consigliere di amministrazione di Ferretti S.p.A. (“Ferretti” o la “Società”) e attestazione dell’assenza di cause di ineleggibilità, decadenza e incompatibilità, nonché conferma del possesso dei requisiti di indipendenza previsti dall’art. 148, comma 3, del D. Lgs. n. 58 del 24 febbraio 1998 (“TUF”), richiamato dall’art. 147-ter, comma 4, del TUF, e dal Codice di Corporate Governance

La sottoscritta Donatella Sciuto, nata a Varese, il 5 gennaio 1962, codice fiscale SCTDTL62A45L682A, avendo ricevuto l’invito ad essere inclusa nella lista che il socio Ferretti International Holding S.p.A. (“**FIH**”) intende presentare per la carica di amministratore in occasione dell’assemblea ordinaria di Ferretti, convocata in unica convocazione per il giorno 14 maggio 2026 per deliberare, *inter alia*, sulla nomina del Consiglio di Amministrazione:

ACCETTA

la sopramenzionata candidatura e sin d’ora, ove nominato/a, la carica di amministratore di Ferretti e, pertanto, sotto ogni propria responsabilità a tal fine prevista dalla legge

VISTI

- il Decreto del Ministero della Giustizia 30 marzo 2000, n. 162, come richiamato dall’art. 147-quinquies, comma 1 e dall’art. 148, comma 4 del Decreto Legislativo 24 febbraio 1998, n. 58 (il “**TUF**”);
- l’art. 148, comma 3, del TUF, richiamato dall’art. 147-ter, comma 4, del TUF, e l’art. 2, Raccomandazione 7 del Codice di Corporate Governance approvato dal Comitato per la *Corporate Governance* (il “**Codice di Corporate Governance**”);
- la normativa vigente, i regolamenti applicabili e lo Statuto della Società attualmente in vigore

DICHIARA E ATTESTA

ai sensi degli artt. 46 e 47 del D.P.R. 28 dicembre 2000, n. 445, sotto la propria responsabilità e consapevole delle sanzioni penali previste dall’art. 76 del medesimo D.P.R. in caso di dichiarazioni mendaci, falsità negli atti e uso di atti falsi o contenenti dati incorretti costituiscono reato ai sensi del Codice Penale e delle leggi speciali in materia

- l’assenza di cause di ineleggibilità, decadenza o incompatibilità per la carica di amministratore di Ferretti, nonché il possesso dei requisiti previsti dalla legge applicabile e dallo Statuto di Ferretti per ricoprire tale carica. In particolare:
 - (a) di non essere stato/a candidato/a in alcuna altra lista per la nomina ad amministratore di Ferretti;
 - (b) l’assenza delle cause di ineleggibilità e decadenza previste dall’art. 2382 del Codice Civile e di non essere stato/a dichiarato/a decaduto/a dalla carica di amministratore in alcuno Stato membro dell’Unione Europea;

- (c) di possedere i requisiti di onorabilità richiesti per i sindaci delle società quotate, ai sensi dell'art. 148, comma 4 del TUF e dell'art. 2 del Decreto Ministeriale n. 162 del 30 marzo 2000, richiamato dall'art. 147-quinquies, comma 1 del TUF;
- (d) di non essere socio/a illimitatamente responsabile di società in concorrenza con Ferretti, di non svolgere attività in concorrenza in proprio o per conto di terzi e di non ricoprire la carica di amministratore o direttore generale in società concorrenti, ai sensi dell'art. 2390 c.c.;
- (e) di poter dedicare il tempo necessario per svolgere in modo efficace e diligente il ruolo di amministratore;

- X di essere di non essere

in possesso dei requisiti di indipendenza previsti dall'art. 148, comma 3 del TUF, richiamato dall'art. 147-ter, comma 4 del TUF;

- X di essere di non essere

in possesso dei requisiti di indipendenza previsti dal Codice di Corporate Governance

- X di essere di non essere

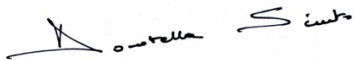
in possesso dei requisiti di indipendenza previsti dalla sezione 3.13 delle Hong Kong Listing Rules

La sottoscritta si impegna, se richiesto, a fornire idonea documentazione comprovante la veridicità delle informazioni rese e a comunicare tempestivamente al Consiglio di Amministrazione qualsiasi variazione successiva.

La sottoscritta allega copia del proprio documento di identità, il *curriculum vitae* (contenente informazioni complete sulle proprie caratteristiche personali e professionali), nonché l'elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società, e ne autorizza la pubblicazione da parte dei presentatori e della Società in conformità alla normativa applicabile.

La sottoscritta autorizza inoltre il trattamento dei dati personali raccolti ai sensi della legge per le finalità connesse alla presente procedura.

Cordiali saluti,



*** **

Allegati:

- *Curriculum vitae*
- Elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società aggiornato alla data della presente dichiarazione

Allegato

Elenco degli incarichi di amministrazione e controllo in altre società

- 2025 – 2028 Member of the Board of Directors of Tech Europe Foundation
- 2025 – 2028 Member of the Board of Directors of Dassault Systèmes (listed company in France)
- 2024 – 2027 Member of the Board of Directors of Fondazione TOG
- 2023 – 2028 Member of the Board of Directors of Biblioteca Europea di Informazione e Cultura (BEIC)
- 2023 – 2026 Member of the Board of Directors of Fondazione TIM
- 2023 – 2027 Member of the Board of Directors of Fondazione Corriere
- 2023 – 2028 President of the Supervisory Board of Politecnico di Milano as Rector
- 2023 – 2027 Member of the Board of Directors of Fondazione Anthem
- 2022 – 2026 Member of the board of directors of Centro Nazionale di Ricerca in High-Performance Computing, Big Data and Quantum Computing (Fondazione ICSC)
- 2020 – 2027 Member of the Board of F.I.L.A. SpA (listed company in Italy)
- 2013 – 2028 Board of Governors (Consiglio Superiore) Bank of Italy

DONATELLA SCIUTO **NEW**

Independent Non-Executive Director

LOCATION: Milano, Italy

LANGUAGES: Italian (Native),
French, English (Fluent)



Ms. Donatella Sciuto is an academic, professor in Computer Science and Engineering, currently Rector of Politecnico di Milano. She is an expert in digital electronics design, cybersecurity and artificial intelligence, research management and strategies. She has served as a leader on scientific and corporate boards, especially in Risk Control Committees.

Nationality	IT
Gender	F
Age (as at May, 2026)	64
Tenure on Ferretti Board	New

PROFESSIONAL EXPERIENCES

Politecnico di Milano

2023 – 2028 Rector

2010 – 2022 Vice Rector (Prorettore Delegato di Ateneo), from 2015 Executive Vice Rector

Dassault Systèmes SE (Euronext Paris: DSY)

2025 – 2028 Member of the Board of Directors

Tech Europe Foundation

2025 – 2028 Member of the Board of Directors

Fondazione TOG

2024 – 2027 Member of the Board of Directors

Biblioteca Europea di Informazione e Cultura (BEIC)

2023 – 2028 Member of the Board of Directors

Fondazione TIM

2023 – 2026 Member of the Board of Directors

Fondazione Corriere della Sera

2023 – 2027 Member of the Board of Directors

Fondazione Anthem - AdvaNced Technology for Human centEred Medicine (ANTHEM)

2023 – 2027 Member of the Board of Directors

Centro Nazionale di Ricerca in High-Performance Computing, Big Data and Quantum Computing (Fondazione ICSC)

2022 – 2026 Member of the Board of Directors

STMicroelectronics N.V. (NYSE: STM; Euronext Paris: STM)

2022 – 2025 Non-Executive Independent Member of the Supervisory Board

Italian Institute of Technology

2021 – 2025 Member of the Board

F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A. (Euronext Milan: FILA)

2020 – 2027 Non-Executive Independent Member of the Board of Directors

Human Technopole Foundation

2018 – 2022 Member of the Supervisory Board

Rai Way S.p.A. (Euronext Milan: RWAY)

2017 – 2023 Non-Executive Independent Member of the Board of Directors

Avio S.p.A. (Euronext Milan: AVIO)

2017 – 2026 Non-Executive Independent Member of the Board of Directors

Valore D

2016 – 2019 Member of the Board of Directors

University of Illinois at Chicago

2016 – 2020 International Faculty Affiliate, Department of Computer Science

CINECA Interuniversity Consortium

2011 – 2017 Member of the Board of Governors (Consiglio Consortile), representing Politecnico di Milano;

2015 – 2017 Member of the Board of Directors and of the Board of Directors of subsidiary KION S.p.A.

Bank of Italy

2013 – 2028 Member of the Board of Governors (Consiglio Superiore)

2016 – 2021 Chair of the Internal Audit Committee

Fondazione Ansaldo

2011 – 2014 Member of the Scientific Board

OTHER POSITIONS

- 2025 – 2028 Member of the Advisory Board of Okinawa Institute of Science and Technology (OIST)
- 2025 – 2028 Member of the scientific committee of Fondazione Enel
- 2025 – 2028 Member of the scientific committee of Fondazione Terna
- 2024 – 2028 Member of the Advisory board of Chalmers University of Technology
- 2024 – 2027 Member of the Scientific Committee of Fondazione Bruno Kessler
- 2022 – 2025 Member of the Scientific-Technical Committee of Agenzia per la Cybersicurezza Nazionale
- 2010 – 2022 Vice Rector (Prorettore Delegato di Ateneo) of Politecnico di Milano, from 2015 Executive Vice Rector
- 2015 – 2018 Member of the Scientific Board of the School of the Security and Intelligence Department of the Italian government
- 2012 – 2013 President of IEEE Council on Electronic Design Automation (international scientific society) where she held previously the role of Financial Chair and Vice President

EDUCATION

- 1992 *Master in Business Administration (CEGA)*, BOCCONI UNIVERSITY
- 1988 *PhD in Electrical and Computer Engineering*, UNIVERSITY OF COLORADO
- 1984 *Laurea in Ingegneria Elettronica*, POLITECNICO DI MILANO

To
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italy

13, April 2026

Subject: Acceptance of candidacy and appointment for the office of director of Ferretti S.p.A. (“Ferretti” or the “Company”) and certification of the absence of grounds for ineligibility, disqualification and incompatibility, as well as confirmation of compliance with the independence requirements set out in Article 148, paragraph 3, of Legislative Decree no. 58 of 24 February 1998 (the “CFA”), as referred to in Article 147-ter, paragraph 4, of the CFA, and in the Corporate Governance Code

The undersigned Marina Berlinghieri, born in Pisogne - BS, on 13.09.1968, tax code BRLMRN68P53G710N, having been invited to stand on the slate that the shareholder Ferretti International Holding S.p.A. (“FIH”) intends to submit for the office of director to the ordinary general meeting of Ferretti, convened in single call for 14 May 2026 to resolve, *inter alia*, on the appointment of the Board of Directors, hereby:

ACCEPTS

the aforementioned candidacy and as of now, if elected, the office of director of Ferretti and, therefore, under her own responsibility and for all legal purposes

ACKNOWLEDGES

- Ministerial Decree no. 162 of 30 March 2000, as referred to in Articles 147-*quinquies*, para. 1, and 148, para. 4, of the CFA;
- Article 148, para. 3, CFA, as referred to in Articles 147-*ter*, para. 4, CFA and Article 2, Recommendation 7, of the Italian Corporate Governance Code as approved by the Corporate Governance Committee (“**Corporate Governance Code**”);
- The applicable laws, regulations and the Company’s By-laws currently in force

HEREBY DECLARES AND CERTIFIES

pursuant to Articles 46 and 47 of the Presidential Decree no. 445 of 28 December 2000, as at the date hereof, at his/her own responsibility and acknowledging that, according to Article 76 of the same Presidential Decree no. 445 of 28 December 2000, mendacious declarations, misrepresentations documents and the use of false documents or of documents containing incorrect information constitute an offence pursuant to the Italian Criminal Code and special laws on the subject

- the absence of grounds for ineligibility, disqualification or incompatibility to hold the office of director of Ferretti, as well as compliance with the requirements prescribed by applicable law and Ferretti’s By-laws to hold this office. In particular:
 - (a) that she has not been proposed in any other slate for the appointment to the role of director of Ferretti;
 - (b) the absence of grounds for ineligibility and disqualification set out in Article 2382 of the Italian Civil Code, and no grounds for disqualification from the office of director adopted in any Member State of the European Union;

- (c) to be in possession of the requisites of honorability for the appointment of the office of statutory auditor in listed companies, as set out in Article 148, para. 4, of the CFA and in Article 2 of the Ministerial Decree no. 162 of 30 March 2000, as referred to in Article 147-*quinquies*, para. 1, of the CFA;
- (d) not to be a shareholder with unlimited liability in any company competing with Ferretti, not to carry out on her own behalf or on behalf of third parties activities competing with those carried out by Ferretti and not to hold the office of director or general manager in any company competing with Ferretti, pursuant to and for the purposes of Article 2390 of the Civil Code;
- (e) that she is able to dedicate the necessary time to effectively and diligently carry out his/her duties as a director of Ferretti;

- to be not to be

in compliance with the independence requirements set out in Article 148, paragraph 3, of the CFA, as referred to in Article 147-*ter*, paragraph 4, of the CFA

- to be not to be

in compliance with the independence requirements set out in the Corporate Governance Code

- to be not to be

in compliance with the independence requirements set out in section 3.13 of the Hong Kong Listing Rules).

The undersigned undertakes, if requested, to provide appropriate documentation to confirm the accuracy of the information declared herein, and to promptly notify the Company's board of directors of any subsequent change in the information provided with this declaration.

The undersigned attaches to this copy of her ID, *curriculum vitae* (which contains exhaustive information on his/her personal and professional characteristics and attaches the list of management and supervisory positions currently held in other companies), and authorise its publication by the applicants and by the Company in accordance with applicable laws and regulations.

The undersigned also authorizes the processing of his/her personal data collected in accordance with applicable laws and regulations for the purposes related to the procedure for which this declaration is made.

Yours faithfully,



*** **

Attachments:

- *Curriculum vitae*

- List of management and supervisory positions held in other companies, updated on the date of this declaration

Annex

List of management and supervisory positions in other companies

N/A

Spettabile
Ferretti S.p.A.
Via Irma Bandiera, 62
Cattolica (RN)
Italia

13 aprile 2026

Oggetto: Accettazione della candidatura e della nomina alla carica di consigliere di amministrazione di Ferretti S.p.A. (“Ferretti” o la “Società”) e attestazione dell’assenza di cause di ineleggibilità, decadenza e incompatibilità, nonché conferma del possesso dei requisiti di indipendenza previsti dall’art. 148, comma 3, del D. Lgs. n. 58 del 24 febbraio 1998 (“TUF”), richiamato dall’art. 147-ter, comma 4, del TUF, e dal Codice di Corporate Governance

La sottoscritta BERLINGHIERI MARINA, nata a PISOGNE -BS, il 13.09.1968, codice fiscale BRLMRN68P53G710N, avendo ricevuto l’invito ad essere inclusa nella lista che il socio Ferretti International Holding S.p.A. (“**FIH**”) intende presentare per la carica di amministratore in occasione dell’assemblea ordinaria di Ferretti, convocata in unica convocazione per il giorno 14 maggio 2026 per deliberare, *inter alia*, sulla nomina del Consiglio di Amministrazione:

ACCETTA

la sopramenzionata candidatura e sin d’ora, ove nominata, la carica di amministratore di Ferretti e, pertanto, sotto ogni propria responsabilità a tal fine prevista dalla legge

VISTI

- il Decreto del Ministero della Giustizia 30 marzo 2000, n. 162, come richiamato dall’art. 147-quinquies, comma 1 e dall’art. 148, comma 4 del Decreto Legislativo 24 febbraio 1998, n. 58 (il “**TUF**”);
- l’art. 148, comma 3, del TUF, richiamato dall’art. 147-ter, comma 4, del TUF, e l’art. 2, Raccomandazione 7 del Codice di Corporate Governance approvato dal Comitato per la *Corporate Governance* (il “**Codice di Corporate Governance**”);
- la normativa vigente, i regolamenti applicabili e lo Statuto della Società attualmente in vigore

DICHIARA E ATTESTA

ai sensi degli artt. 46 e 47 del D.P.R. 28 dicembre 2000, n. 445, sotto la propria responsabilità e consapevole delle sanzioni penali previste dall’art. 76 del medesimo D.P.R. in caso di dichiarazioni mendaci, falsità negli atti e uso di atti falsi o contenenti dati incorretti costituiscono reato ai sensi del Codice Penale e delle leggi speciali in materia

- l’assenza di cause di ineleggibilità, decadenza o incompatibilità per la carica di amministratore di Ferretti, nonché il possesso dei requisiti previsti dalla legge applicabile e dallo Statuto di Ferretti per ricoprire tale carica. In particolare:
 - (a) di non essere stata candidata in alcuna altra lista per la nomina ad amministratore di Ferretti;
 - (b) l’assenza delle cause di ineleggibilità e decadenza previste dall’art. 2382 del Codice Civile e di non essere stata dichiarata decaduta dalla carica di amministratore in alcuno Stato membro dell’Unione Europea;

- (c) di possedere i requisiti di onorabilità richiesti per i sindaci delle società quotate, ai sensi dell'art. 148, comma 4 del TUF e dell'art. 2 del Decreto Ministeriale n. 162 del 30 marzo 2000, richiamato dall'art. 147-quinquies, comma 1 del TUF;
- (d) di non essere socia illimitatamente responsabile di società in concorrenza con Ferretti, di non svolgere attività in concorrenza in proprio o per conto di terzi e di non ricoprire la carica di amministratore o direttore generale in società concorrenti, ai sensi dell'art. 2390 c.c.;
- (e) di poter dedicare il tempo necessario per svolgere in modo efficace e diligente il ruolo di amministratore;

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dall'art. 148, comma 3 del TUF, richiamato dall'art. 147-ter, comma 4 del TUF;

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dal Codice di Corporate Governance

- di essere di non essere

in possesso dei requisiti di indipendenza previsti dalla sezione 3.13 delle Hong Kong Listing Rules

La sottoscritta si impegna, se richiesto, a fornire idonea documentazione comprovante la veridicità delle informazioni rese e a comunicare tempestivamente al Consiglio di Amministrazione qualsiasi variazione successiva.

La sottoscritta allega copia del proprio documento di identità, il *curriculum vitae* (contenente informazioni complete sulle proprie caratteristiche personali e professionali), nonché l'elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società, e ne autorizza la pubblicazione da parte dei presentatori e della Società in conformità alla normativa applicabile.

La sottoscritta autorizza inoltre il trattamento dei dati personali raccolti ai sensi della legge per le finalità connesse alla presente procedura.

Cordiali saluti,



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Allegati:

- *Curriculum vitae*

- Elenco aggiornato degli incarichi di amministrazione e controllo ricoperti in altre società aggiornato alla data della presente dichiarazione

Allegato

Elenco degli incarichi di amministrazione e controllo in altre società

N/A

MARINA BERLINGHIERI **NEW**

Director

LOCATION: Milano, Italy

LANGUAGES: Italian (Native),
French, English (Fluent)



Ms. Marina Berlinghieri is a public affairs and institutional relations professional with extensive experience in national and international institutional environments. She served as Member of the Italian Parliament from 2013 to 2022 and held several leadership roles within parliamentary committees, particularly in European affairs. She has extensive experience in public affairs, political relations, and international institutional cooperation, including participation in the Parliamentary Assembly of the Council of Europe and international parliamentary delegations.

Nationality	IT
Gender	F
Age (as at May, 2026)	57
Tenure on Ferretti Board	New

PROFESSIONAL EXPERIENCES

Fabbrica d'Armi Pietro Beretta S.p.A.

2022–Present Senior Consultant – Institutional Relations

Burson Italia

2022–Present Senior Consultant – Public Affairs

Fondazione Uomo Natura Ambiente ETS

2022–Present Head of External Relations (Board Member)

Comitato Nazionale Caccia e Natura (CNCN)

2022–Present Vice Chair – Head of Institutional Relations

Hill & Knowlton

2022–Present Senior Consultant – Public Affairs

Italian Chamber of Deputies

2013–2022 Member of Italian Parliament

Comune di Pisogne

2009–2014 Member of Town Council; Coordinator of Cultural and Tourism Policies

Istituto Superiore Giacomo Antonietti

1997–2013 Catholic Religion Teacher; Coordinator of International and Intercultural Projects

Istituto Comprensivo G. Corna Pellegrini

1989–2003 Catholic Religion Teacher; Vice Headmaster (1997–2001)

OTHER POSITIONS

2018–2022 Member of the Italian Delegation to the Parliamentary Assembly of the Council of Europe (PACE)

2014–2022 Member of the Parliamentary Association “Friends of China”

2014–2022 Member of the Network “Friends of Western Balkans”

2014–2022 Member of the International Panel of Parliamentarians for Freedom of Religion or Belief (IPPFoRB)

2014–2022 Honorary President of Sino Innovation Institute Milano

EDUCATION

1996 *Bachelor in Religious Studies (Magistero in Scienze Religiose), UNIVERSITÀ CATTOLICA DEL SACRO CUORE*

1987 *Classical High School Diploma, LICEO CLASSICO “DECIO CELERI”*