



Altea
Green Power

Report on the Remuneration Policy and on Compensation Paid

Approved by the Board of Directors of Altea Green Power S.p.A. on 20 February 2025

Prepared pursuant to Article 123-ter of the TUF and 84-quater of the Issuer Regulation

FOREWORD

This report (the "**Report**") on the remuneration policy (the "**Policy**" or "**Remuneration Policy**") for 2025 (Section I) and on the compensation paid to members of the governing and supervisory bodies and key management personnel in 2024 (Section II), was approved by the Board of Directors of Altea Green Power S.p.A. ("**AGP**" or the "**Company**") on 20 February 2025 and is prepared pursuant to Article 123-*ter* of Legislative Decree No. 58/1998, as subsequently amended and supplemented ("**TUF**") and in accordance with Article 84-*quater* of the Regulation adopted by CONSOB Resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented (the "**Issuer Regulation**"), Schedules 7-*bis* and 7-*ter* set forth in Annex 3A of the Issuer Regulation and the recommendations on remuneration contained in the Corporate Governance Code of Borsa Italiana S.p.A. (the "**Corporate Governance Code**").

The Policy aims to reward effective and sustained results that are appropriately aligned with their associated risks. It considers the nature, size, and operational characteristics of the company (in line with the principle of proportionality) and is based on clear and sustainable principles, including variable components of pay tied to the achievement of long-term results. In all cases where variable components of remuneration are to be recognized, a balance between them and fixed components is ensured, along with the fulfillment of additional conditions, as well as compliance with the limits, timing, and payment methods outlined in the Policy.

To promote behaviour aligned with the Company's sustainable performance requirements, the Policy also considers the provisions outlined in the Code of Ethics of the group headed by AGP (the "**Group**").

AGP's Appointments and Remuneration Committee (referred to as the "**Remuneration Committee**" for the purposes of this Report) plays a key role in the decision-making process for defining the Policy, particularly concerning the provisions envisaged for the Group's senior figures. These individuals bear ultimate responsibility for processes that may impact the evolution or future prospects, as well as the management of legal and reputational risks for the Company and the Group.

This Report is divided into two sections

- (i) section I, entitled "*Remuneration Policy*", outlines: a) the Remuneration Policy: (i) for the members of the Company's Board of Directors; (ii) for the Company's general managers; (iii) for the Company's key management personnel; and (iv) subject to the provisions of Article 2402 of the Civil Code, for the members of the Company's Board of Statutory Auditors; as well as b) the procedures used for adopting and implementing the Policy;
- (ii) in Section II, entitled "*Compensation Paid*": a) an adequate representation is provided - by name for members of the Board of Directors, Board of Statutory Auditors, and general managers, and in aggregate form for key management personnel - of each of the items that make up remuneration, including payments provided in the event of termination of office or termination of employment; and b) it illustrates the compensation paid during the reporting year for any reason and in any form, as well as compensation not yet paid at the date of approval of the Report, but pertaining to the reporting year.

Mention should be made that on 11 November 2024, Borsa Italiana S.p.A. arranged for the listing of the Company's ordinary shares on the Euronext Milan market - Euronext STAR Milan Segment. As of 18 November 2024, AGP ordinary shares have been traded on the Euronext Milan market - Euronext STAR Milan Segment (the "**Trading Start Date**").

SECTION I - Remuneration policy

The Policy was approved by the Company's Board of Directors, upon the recommendation of the Remuneration Committee, on 20 February 2025 and is updated on an annual basis.

1. REMUNERATION SYSTEM GOVERNANCE MODEL

Policy approval process

The Policy is: (i) approved by the Company's Board of Directors at the proposal of the Remuneration Committee; and (ii) presented - at the time of approval of the financial statements - to the Shareholders' Meeting, whose vote is binding pursuant to Article 123-ter, paragraph 3-ter, of the TUF.

Bodies and parties involved in the preparation, approval and implementation of the Policy

The main parties and bodies involved in the preparation, approval and implementation of the Remuneration Policy are: the Shareholders' Meeting, the Board of Directors, the Remuneration Committee and the Board of Statutory Auditors.

Shareholders' Meeting

The Shareholders' Meeting:

- determines the compensation of the members of the Board of Directors, pursuant to Article 2364, Paragraph 1, No. 3), of the Civil Code, possibly also pursuant to Article 2389, Paragraph 3, of the Civil Code, and Article 26 of the Bylaws;
- determines the compensation of the members of the Board of Statutory Auditors pursuant to Articles 2364, paragraph 1, No. 3) and 2402 of the Civil Code;
- resolves on Section I of the Report with a binding vote, in accordance with the provisions of Article 123-ter, paragraph 3-ter, of the TUF;
- resolves on Section II of the Report, with a non-binding vote;
- resolves on any share-based remuneration plans or other financial instruments for directors and employees, including key management personnel, pursuant to Article 114-bis of the TUF.

Board of Directors

The Board of Directors:

- establishes an internal Remuneration Committee;
- determines the remuneration of directors holding special offices, in accordance with the Policy adopted by the Company, upon the proposal of the Remuneration Committee (and, where applicable, the Related Parties Committee) and subject to the favourable opinion of the Board of Statutory Auditors, possibly within the total compensation determined by the Shareholders' Meeting pursuant to Article 2389, paragraph 3, of the Civil Code, and allocates to the Directors the fixed annual emolument for office indemnity, determined in total by the Shareholders' Meeting;
- upon the proposal of the Remuneration Committee, prepares the Policy and approves the report on remuneration and on compensation paid to be submitted to the Shareholders' Meeting;
- prepares, in accordance with the Policy and with the assistance of the Remuneration Committee, any remuneration plans based on shares or other financial instruments and submits them to the Shareholders' Meeting for approval pursuant to Article 114-bis of the TUF;

- defines and updates the Policy on an annual basis, and also approves exceptions to it in the event of exceptional circumstances, each time in accordance with Section 8 below;
- is responsible for implementing any remuneration plans based on shares, options, or other financial instruments, together with - or with the assistance of - the Remuneration Committee, as delegated by the Shareholders' Meeting;
- ensures that remuneration and incentive systems are consistent with the Company's overall decisions in terms of risk-taking, strategies, corporate governance structure, and internal controls.

Remuneration Committee

The Remuneration Committee - composed of 3 non-executive members, 2 of whom (including the Chairman) are independent, namely, Anna Chiara Invernizzi (Chair), Laura Guazzoni, Donatella de Lieto Vollaro - performs functions of a fact-finding, propositional, and advisory nature and, in particular:

- a. assists the Board of Directors in preparing the remuneration policy;
- b. submits proposals or puts forward opinions on the remuneration of executive directors and other directors who hold special offices as well as on the setting of performance objectives related to the variable component of such remuneration;
- c. oversees actual application of the remuneration policy, with particular regard to the achievement of performance objectives;
- d. periodically assesses the overall adequacy and consistency of the policy for the remuneration of directors and Top Management;
- e. provides an opinion on particular and specific matters on emoluments on which the Board of Directors has requested its review.

In performing its functions, the Remuneration Committee is entitled to access information and corporate functions and departments necessary for the performance of its duties, and may have financial resources at its disposal and resort to independent external consultants at the Company's expense, within the terms established by the Board of Directors.

Members of the Board of Statutory Auditors are invited to attend the Remuneration Committee meetings. Additionally, the Chairman of the Remuneration Committee may, from time to time, invite the Chairman of the Board of Directors, the Chief Executive Officer, other directors, and, with the Chief Executive Officer's knowledge, representatives of the relevant corporate functions and any other party, including external parties, whose presence may assist in the better performance of the Remuneration Committee's functions. In this regard, it should be noted that, in accordance with Recommendation No. 26 of the Corporate Governance Code, no director (and, more generally, no potential beneficiary) participates in Remuneration Committee meetings where proposals are made regarding their own remuneration or the assignment of any benefits.

In 2024, the Remuneration Committee never met, having taken office on the Trading Start Date. In the current year, the Committee has already held one meeting dedicated to analyzing this Report for subsequent approval by the Board of Directors.

At the invitation of the Committee Chair, the members of the Board of Statutory Auditors, Chairman of the Board of Directors Giovanni Di Pascale, General Manager Salvatore Guarino, Head of Legal Department Pierluigi Galassi and Sara Zavarin participated in the proceedings of the Remuneration Committee.

HR Department

The Human Resources Organizational Unit assists the Remuneration Committee in defining the guidelines, along with all technical aspects necessary for preparing the Remuneration Policy.

Independent experts

The Company bodies did not resort to any independent experts in the preparation of the Remuneration Policy. Where needed, independent experts will be appointed for specific purposes.

Board of Statutory Auditors

II The Board of Statutory Auditors submits the opinions required by current regulations and expresses its opinion, in particular, on the remuneration of directors holding special offices, pursuant to Article 2389, paragraph 3, of the Civil Code, ensuring the consistency of such proposals with the Remuneration Policy adopted by the Company.

2. PURPOSES, OBJECTIVES, PRINCIPLES, RECIPIENTS AND DURATION OF THE POLICY

Purposes and objectives

The Policy contributes to the Company's strategy, the pursuit of its interests, including long-term interests, and its sustainability by outlining how it makes this contribution, while also considering the remuneration and employment conditions of the Company's employees. The Remuneration Policy is designed to attract, motivate, and retain resources with the professional qualities necessary to effectively pursue the objectives of the Company and the Group. The Policy also plays a key role in aligning the interests of Management and shareholders by establishing a strong connection between pay and individual performance. The Policy aims to create sustainable value in the medium to long term for all stakeholders, ensuring that remuneration is based on results actually achieved.

Principles

The Policy is guided by the following principles:

- **balancing**: the Policy is designed to ensure the best integration between the different components of remuneration, particularly between fixed and variable components, with the latter structured over a medium- to long-term horizon;
- **transparency**: the Company has a governance system in place to provide clarity in Management remuneration disclosure;
- **competitiveness**: the Policy sets pay levels that are competitive with market practices and trends, aiming to foster the retention and protection of the Group's key resources by incentivizing their continued presence within the Group;
- **compliance**: the Company adheres to the recommendations of the Corporate Governance Code, and is inspired by national and international best practices regarding remuneration.

Along with the above, the Policy also takes into consideration the compensation and working conditions of its employees. Specifically, AGP has implemented several initiatives related to personnel pay adjustments and, more generally, measures aimed at improving the so-called "work-life balance".

Recipients

The Policy applies to members of the Board of Directors, both executive and non-executive and independent, members of the Board of Statutory Auditors, general managers and heads of key functions of the Company.

Duration

The Policy refers to an annual time frame.

Changes to the Policy that have occurred since the policy was last submitted to the Shareholders' Meeting

Mention should be made that, on 14 November 2024, Borsa Italiana arranged for the start of trading of the Company's ordinary shares on the regulated market Euronext Milan, Euronext STAR Milan segment, effective 18 November 2024. Therefore, no policy on remuneration and on compensation paid during the years before the one covered by this Report was approved.

3. REMUNERATION COMPONENTS

Foreword

The Policy consists of the following elements:

- fixed component;
- medium-long term variable component;
- short-term variable component;
- non-monetary benefits.

The balance between the fixed and variable components of remuneration in the total remuneration package is determined with regard to the strategic objectives of the Company, considering its characteristics, while ensuring that the variable component represents a significant portion of the total remuneration.

3.1 FIXED COMPONENT

The fixed component of remuneration is primarily related to (a) professional specialization; (b) the organizational role held; (c) the responsibilities assumed; and (d) market practices for comparable professional positions.

With particular regard to the determination of the remuneration of directors holding special offices, it is specified that the Board of Directors takes into account (i) the specific content of the powers delegated to the individual executive directors and/or (ii) the role held and the functions actually performed by the individual executive directors within the Company, ensuring that the remuneration is aligned with the nature of the tasks assigned to them and with the medium- to long-term objectives of the Company, as no formalized risk management policy has been established.

In any case, the fixed component of pay is sufficient to remunerate the director even if the variable component is not paid due to failure to achieve performance objectives.

On 17 July 2024, the Shareholders' Meeting set the total fixed portion of directors' remuneration at a maximum of € 454,000 gross annually, without prejudice to the possibility for the Board of Directors to determine additional emoluments to any directors holding special offices pursuant to Article 2389, paragraph 3, of the Civil Code.

This amount was subsequently allocated among all members of the governing body. Specifically, the Board of Directors, at its meeting of 17 July 2024, resolved to assign € 25,000 gross annually, to be paid pro rata temporis, to each director, without prejudice to any compensation assigned to directors who are members of any internal committees established within the Board of Directors.

Additionally, in light of the delegated powers granted to the Chairman of the Board of Directors and Chief Executive Officer, and in line with market practice, the Board of Directors resolved to assign him a fixed annual gross emolument of € 250,000, to be paid pro rata temporis.

Furthermore, on the establishment of the internal committees, the Board of Directors, at its meetings on 17 July 2024 and 20 September 2024, resolved to assign an additional fixed component for participation in the internal committees (Control, Risk and Sustainability Committee, Appointments and Remuneration Committee, and Related Party Transactions Committee) and, specifically, to award pro-rata temporis compensation in the amount of:

- € 8,000 gross annually to the Chairman of each committee; and
- € 5,000 gross annually to each of the other committee members.

The remuneration of the general manager and key management personnel is determined, in accordance with the remuneration policies adopted by the Company, consistent with the duties assigned to them and is composed of a fixed annual component as employee pay.

The remuneration of the Board of Statutory Auditors is defined at the time of appointment. Specifically, on 17 July 2024, the Shareholders' Meeting resolved to determine, for the Board of Statutory Auditors, a compensation on an annual basis of € 25,000 gross for the Chairman of the Board of Statutory Auditors and € 20,000 gross for each standing auditor.

3.2 VARIABLE COMPONENT

The variable remuneration is divided into a medium- to long-term component (LTIP) and a short-term component (typically annual - MBO system).

3.2.1. MEDIUM- TO LONG-TERM INCENTIVE

The Company has also adopted an individual award system based on the achievement of specific performance objectives for executive directors, managers, senior individuals, and employees, with a three- year reference period, up to a maximum of 100% of the fixed component of their gross annual remuneration.

3.2.2. PHANTOM STOCK OPTION PLAN

In addition to the fixed component, the Policy provides for a variable component based on medium- to long- term incentive mechanisms to be recognized for executive directors, key management personnel and/or other key people (managers and middle managers) of AGP and/or AGP's subsidiaries who hold roles deemed strategically important for the Company's and/or Group's business.

This variable component is embodied in a phantom stock option incentive plan approved by the Company's Board of Directors on 30 May 2024, reserved exclusively for executive directors, managers, and senior individuals (the "Plan"). The Plan has a total duration of three years (from 1 January 2024 to 31 December 2026) and is structured in accordance with the principles and criteria set out in Article 5 of the Corporate Governance Code, following best market practices and trends.

In addition to the Plan, the Policy also provides an incentive, again on a three-year basis, for all employees not included in the above category. This incentive is based on two criteria:

- i) Positive annual reviews for the 36 months prior to award accrual, based on annual performance forms, a format of which is attached to this Report;
- ii) Continuous service in the Company's group for the entire review period.

Purpose

The purpose of the Plan is to enhance alignment between Management interests and shareholder value creation with a focus on medium- to long-term sustainability, encourage the pursuit of income/business objectives, and ensure a high level of attraction and retention of key resources by offering remuneration packages aligned with market practices.

Characteristics of the Plan

II The Plan consists of the free assignment of a number of rights (the "Rights"), which entitle the beneficiaries to the granting of a bonus (the "Bonus"), upon achievement of certain objectives (of a financial nature and related to the performance of the share value), on a three-year basis (the "Performance Objectives").

At the date of the Board of Directors' approval of the financial statements at 31 December 2026 (the "Assessment Date"), the Board of Directors will review the achievement of the Performance Objectives and consequently assess the entitlement of the Bonus to each beneficiary and determine the amount thereof. Specifically:

on the Assessment Date, the Board of Directors or the Chairman of the Board of Directors or other member of the Board of Directors duly delegated for this purpose (the "Designated Party") shall determine, for each beneficiary, the actual amount of the Bonus according to the following formula:

$$\text{Bonus} = \text{no. Rights} \times \text{Reference Value}$$

Where "Reference Value" = arithmetic mean of the closing prices of the AGP share in the 2 (two) months before the Assessment Date.

The Bonus thus calculated shall be adjusted, for each beneficiary, on a pro rata basis according to the period of time elapsed between the date of assignment of the Rights in their favour and the Assessment Date. Therefore, subject to assessment regarding the achievement of the Performance Objectives, in the event that:

- f. the assignment has taken place by 30 June 2024, the beneficiary will be entitled to receive 3/3 of the Bonus;
- g. the assignment has taken place by 30 June 2025, the beneficiary will be entitled to receive 2/3 of the Bonus; and
- h. the assignment has taken place by 30 June 2026, the beneficiary will be entitled to receive 1/3 of the Bonus.

For the purposes of the Plan, the Performance Objectives are outlined as follows:

- 40% of the Bonus is tied to the achievement, over the duration of the Plan, of an operating profit (calculated as the sum of operating profit) net of amortization and depreciation, of no less than 10% compared to that projected in the Company's existing business plan;
- 60% of the Bonus is tied to the achievement and maintenance of the Company's share performance over the three-year term of the Plan, which must not be 5% lower than the performance of the stock market index of the relevant market

without prejudice to the right of the Designated Party, having heard the opinion of the Remuneration and Appointments Committee, to identify other and/or additional Performance Objectives, including those not related to financial metrics, to be indicated in the letter assigning the Rights.

For the purpose of Bonus granting, the Performance Objectives will be assessed independently of each other. A condition for the bonus is that a positive individual review is obtained during the three-year period. At the grant date, the Bonus to be granted for achieving the individual objective will be determined as follows:

% achievement of the Performance Objective	Performance target	Percentage of the Bonus in relation to the individual Performance Objective
<80%	Below the Performance Threshold	0%
80%	Performance Threshold	80%
100%	Performance Target	100%
140%	Overperformance	140%
>140%	Above the Overperformance Threshold	140%

It is understood that:

- if the achievement of a Performance Objective falls between the Threshold Performance and the Overperformance shown in the above table, the size of the Bonus to be assigned with regard to the individual Performance Objective will be calculated through linear interpolation;
- except as noted below, in the event of failure to achieve the Performance Threshold for a Performance Objective, the beneficiary shall not be entitled to the percentage of the Bonus related to the Performance Objective that was not achieved, unless otherwise determined by the Board of Directors to be more favourable to the Beneficiaries.

In the event that the Overperformance Threshold is met or exceeded with respect to at least one of the objectives, the beneficiary will be entitled to have the excess over the Performance Target (i.e., 100%) used to offset any failure to meet the Performance Threshold with respect to the unmet objective.

Bonus disbursement to beneficiaries will be made in a lump sum by the 60th calendar day following the Assessment Date. On 28 June 2024, the Board of Directors: (i) identified a beneficiary of the Plan in the person of Chief Executive Officer Giovanni Di Pascale, as a person vested with strategically relevant functions within the Company; and (ii) determined the number of rights to be assigned to him.

Additional beneficiaries of the Plan may be identified by 30 June of each Plan year, by the Designated Party, after hearing the opinion of the Remuneration Committee, from among the Executive Directors, Key Management Personnel and/or other key people (managers and middle managers) of the Company and/or AGP's subsidiaries, who hold roles deemed strategically relevant to the business of the Company and/or the Group.

Assignees of Rights under the Phantom Stock Option Plan

Giovanni Di Pascale	33,334
Salvatore Guarino	20,000
Pierluigi Galassi	9,334
Roberta Malandrino	10,667

Claw-back e malus *Claw-back and malus*

Claw-back and malus

The Plan includes so-called "claw-back" clauses, pursuant to which the Company reserves the unilateral right to revoke, even partially, the Rights or request the return of the Bonus, possibly through offsetting against wages and/or post-employment benefits, which the beneficiary must sign.

3.2.3. SHORT-TERM INCENTIVE

AGP has also adopted for the benefit of its employees an individual award system referring to the achievement of specific performance objectives on an annual basis up to a maximum of 30% of the fixed component of their gross annual remuneration.

The incentive system, based on an MBO (Management By Objectives) principle, has two main cornerstones:

Individual Award:

based on the successful achievement of personal qualitative and quantitative objectives assigned and agreed upon with the manager at the beginning of the year. This positive result is summarized in a review form (the format of which is attached) that covers various dimensions (see attached form): professional, behavioural, and attitudinal. The review process closes after one year with a feedback discussion.

Upon a positive review of individual performance for the year, each employee of the Company with a "permanent" contract may receive a personal award, disbursed either as a "One-time payment" or as a permanent increase in their annual gross pay (AGP - always in "Absorbable" mode). This is based on parameters such as: the result of individual reviews, the average level of AGP compared to reference values, personal reviews by the relevant manager, and considerations from company Management.

The "One-time" award or permanent increase in AGP may be disbursed up to a maximum of 10% of the AGP itself, provided that the minimum review formalized in the review form is at least rated as "Sufficient".

Corporate Award:

based on the AGP Group's achievement of certain quantitative objectives (Value of Production, understood as Total Revenue, EBITDA) set in the Business Plan for the reporting year (document published on the Company website).

Definition of EBITDA = Operating Profit/(Loss) in the AGP Group Financial Statements for the year ended 31 December, as approved by the Shareholders' Meeting.

The award is paid to each employee who has received at least a "sufficient" review on their personal corporate performance, as rated by their manager during the year. The award if disbursed in its entirety may amount to a maximum value of 15% of each person's AGP.

A portion equal to € 750 of the award will be disbursed in the form of corporate welfare through a dedicated platform.

The award will be calculated based on 2 parameters:

1. 70%, based on the company's EBITDA, which, for the year, shall not be less than 5% of the EBITDA value projected for the relevant year in the company's Long-Term Plan;
2. 30%, based on the case where the item "Value of Production" is not less than 5% of the company's projected long-term plan for the year.

The two components accrue independently. Specifically, Component 1 will still be disbursed even if the conditions for disbursement of Component 2 do not accrue, and vice versa.

Award disbursement: month following the date of approval of AGP's financial statements of the year relating to the reporting period of year "Y" (usually approval of the financial statements in April of year "Y+1", award disbursement in May of year "Y+1").

Both individual and company annual awards may be disbursed "pro rata" for new hires.

AGP's remuneration system may also provide executive directors (CEO and any other executive directors) with a short-term variable component (MBO - Management by Objectives). This component aims to incentivize Management to work toward annual objectives that maximize the value of the Company, aligning with both shareholder interests and the long-term strategic plans. This component is achievable only upon achievement of annual performance objectives, which are quantitative, objectively measurable, and/or qualitative. These objectives will be assessed in accordance with the objectives set out in the business plan and/or aimed at achieving sustainable success. They are established by the Board of Directors based on the proposal or opinion of the Remuneration Committee and, in any case, aligned with the parameters used in the annual incentive system for employees. The variable award will be established on an annual basis up to a maximum of 30% of the fixed component (as Director) subject to the achievement of pre-set target objectives.

3.3 NON-MONETARY BENEFITS

With regard to executive directors and key management personnel, standard non-monetary benefits may be provided related to the position and role held (e.g., cell phone, company car).

4. TREATMENT PROVIDED FOR TERMINATION OF OFFICE OR TERMINATION OF EMPLOYMENT

As a rule, no special compensation or other benefits are assigned or acknowledged to directors or key management personnel who are terminated from office or for whom early termination of employment has occurred.

With respect to the Plan, in the event of termination of the relationship between the beneficiaries and AGP or its subsidiaries prior to the date of review of the achievement of the objectives set forth in the Plan, or otherwise prior to the disbursement of the Bonus under the terms outlined in the Plan regulations:

- in the event of termination of the relationship as a result of a so-called bad leaver scenario before the Assessment Date or in any case before disbursement of the Bonus, the beneficiary will permanently and fully lose the right to receive the Bonus;
- in the event of termination of the relationship as a result of a so-called good leaver scenario before the Assessment Date, the beneficiary (or their heirs) will retain the right to receive - subject to the achievement of the Performance Objectives - a pro rata amount of the Bonus calculated as follows: 100% of the Bonus for each day included in the period between the date of assignment of the Rights and 31 December 2026 in which the relationship was in effect, and 50% of the Bonus for each day included in the period between the date of assignment of the Rights and 31 December 2026 in which the relationship terminated.

In the event of a transfer of the relationship to another Group company and/or in the event of termination of the relationship and concurrent establishment of a new relationship within the Group, again as a beneficiary, the same will retain, mutatis mutandis, any right assigned to them under the Plan regulations.

5. INSURANCE, SOCIAL SECURITY OR PENSION COVERAGE OTHER THAN COMPULSORY COVERAGE

Having mentioned earlier that there is no welfare, social security, or pension coverage other than compulsory coverage, there are five insurance policies in place:

- POSI, for civil liability of the directors and the Company for risks related to the public offering of financial instruments;
- D&O, for third-party civil liability of directors, statutory auditors and key management personnel covering liability arising from the performance of their duties (so-called "Directors & Officers Liability"), applied to the Company and its subsidiaries;

- Corporate health insurance policy for all employees hired on a permanent basis;
- "TCM" policy for all employees hired on a permanent basis;
- "Critical illness" policy for all employees hired on a permanent basis.

6. POLICY REGARDING THE REMUNERATION OF INDEPENDENT DIRECTORS, PROVIDED FOR COMMITTEE MEMBERSHIP, AND DIRECTORS HOLDING SPECIAL OFFICES

Non-executive directors (whether or not independent directors) are granted a fixed compensation, determined in the overall amount by the Shareholders' Meeting, allocated on an individual basis by the Board of Directors, in accordance with Article 2389 of the Civil Code.

The remuneration of these directors is not tied to operating results or specific objectives of the Company, and is commensurate with the commitment required, including attendance in internal Committees, for which specific compensation is provided.

On 17 July 2024, the Shareholders' Meeting determined the total fixed portion of directors' remuneration to be € 454,000 gross annually.

This amount was subsequently allocated among all members of the governing body. Specifically, the Board of Directors, at its meeting of 17 July 2024, resolved to assign € 25,000 gross annually, to be paid pro rata temporis, to each director, without prejudice to any compensation assigned to directors who are members of any internal committees established within the Board of Directors.

In light of the delegated powers granted to the Chairman of the Board of Directors and Chief Executive Officer, and in line with market practice, the Board of Directors resolved to assign him a fixed annual gross emolument of € 250,000, to be paid pro rata temporis.

Furthermore, on the establishment of the internal committees, the Board of Directors, at its meetings on 17 July 2024 and 20 September 2024, resolved to assign an additional fixed component for participation in the internal committees (Control, Risk and Sustainability Committee, Appointments and Remuneration Committee, and Related Party Transactions Committee) and, specifically, to award pro-rata temporis compensation in the amount of:

- € 8,000 gross annually to the Chairman of each committee; and
- € 5,000 gross annually to each of the other committee members.

7. POLICY SETTING CRITERIA

The Policy was set by the Company without using the pay policies of other companies as a benchmark. The remuneration levels and pay-mix under the Remuneration Policy are determined consistently with the principles and purposes of the policies and in consideration of market benchmarks.

8. EXCEPTIONS

Pursuant to Article 123-ter, paragraph 3-bis, of the TUF and Article 84-quater, paragraph 2-bis, lett. c) of the Issuer Regulation, provision is made for the possibility of a temporary exception to the Policy outlined in this Section I of the Report in the event of exceptional circumstances. These are situations in which exception to the Policy is necessary to pursue the long-term interests and sustainability of the Company as a whole or to ensure its ability to remain competitive in the market, such as, for example: (i) the occurrence of extraordinary and unforeseeable events, either nationally or internationally, impacting the Group or the sectors/markets in which it operates, and significantly affecting the Group's

results; (ii) substantial changes in the organization of business activities, whether objective (such as extraordinary transactions, mergers, divestments, etc.) or subjective (such as changes in top management structure).

Elements of the Policy for which, under exceptional circumstances, exceptions may be made for time-limited periods may include:

- the fixed and variable (medium- to long-term) components of pay;
- any bonuses (including entry bonuses), non-monetary benefits, incentive plans, insurance, social security or pension coverage, or emoluments of an extraordinary nature;
- the provision, payment and/or extent of treatment provided in the event of termination of office or termination of employment;
- the remuneration of independent directors, directors who participate in committees, and directors who hold special offices (e.g., chairman).

With regard to the procedures under which the exception may be applied, any exception to the Policy must be approved by the Board of Directors, after hearing the opinion of the Remuneration Committee and, if necessary, with the assistance of independent third parties, subject to the provisions of CONSOB Regulation No. 17221 of 12 March 2010 on related party transactions and the procedure adopted by the Company on related party transactions, where applicable.

The resolution of the Board of Directors shall determine the duration of this exception and the specific elements of the Policy that are waived, subject to the above.

9. CRITERIA FOR DETERMINING THE COMPENSATION OF THE SUPERVISORY BOARD

All members of the Board of Statutory Auditors are expected to be compensated in a fixed amount to ensure adequate remuneration for the work and commitment given by the Statutory Auditors to the Company.

The amount of compensation payable to members of the Board of Statutory Auditors on an annual basis is determined by the Shareholders' Meeting upon appointment. On 17 July 2024, the Shareholders' Meeting resolved to determine, for the Board of Statutory Auditors, a compensation on an annual basis of € 25,000 gross for the Chairman of the Board of Statutory Auditors and € 20,000 gross for each standing auditor.

SECTION II - Compensation paid

PART ONE

The following table shows the compensation for members of the Board of Directors, the Board of Statutory Auditors, as well as general managers, and, in aggregate, key management personnel, with regard to the year ending 31 December 2024.

Mention should be made that, on 14 November 2024, Borsa Italiana arranged for the start of trading of the Company's ordinary shares on the regulated market Euronext Milan, Euronext STAR Milan segment, effective 18 November 2024. Therefore, no policy on remuneration and on compensation paid during the years before the one covered by this Report was approved.

The Policy will be subject to approval by the Shareholders' Meeting to be held in single call on 28 March 2025.

1. COMPENSATION PAID

Directors

Fixed component

On 17 July 2024, the Shareholders' Meeting set the total fixed portion of directors' remuneration at € 454,000 gross annually, without prejudice to the possibility for the Board of Directors to determine additional emoluments to any directors holding special offices pursuant to Article 2389, paragraph 3, of the Civil Code. This amount was subsequently allocated among all members of the governing body. Specifically, the Board of Directors, at its meeting of 17 July 2024, resolved to assign € 25,000 gross annually, to be paid pro rata temporis, to each director, without prejudice to any compensation assigned to directors who are members of any internal committees established within the Board of Directors.

Upon establishment of the internal committees, the Board of Directors resolved to assign an additional fixed component for participation in the internal committees (Control, Risk and Sustainability Committee, Appointments and Remuneration Committee and Related Party Transactions Committee) and, specifically, to award pro-rata temporis compensation equal to:

- € 8,000 gross annually to the Chairman of each committee; and
- € 5,000 gross annually to each of the other committee members. Per informazioni più di dettaglio, si rinvia alla Tabella 1 che segue.

For more detailed information, please refer to Table 1 below.

In accordance with the above, with regard to 2024, the members of the Board of Directors were paid the following gross compensation in addition to reimbursement of expense incurred in the performance of their duties:

- € 200,000.00 for the Chairman of the Board of Directors and Chief Executive Officer Giovanni Di Pascale;
- € 25,008.00 for Board Member Luca De Zen;
- € 11,424.72 (not paid in full due to administrative issues) for Board Member Donatella de Lieto Vollaro;
- € 11,424.72 for Board Member Fabio Lenzini;
- € 11,413.04 for Board Member Francesco Bavagnoli;
- € 25,000.00 for Board Member Laura Guazzoni;
- € 11,425.40 for Board Member Anna Chiara Invernizzi

Additionally, the following was paid:

- € 13,646.84 for Director Cecilia Martucci (terminated on 17 July 2024 when the new Board of Directors was appointed);
- € 13,542.00 for Director Marco Di Miceli (terminated on 17 July 2024 when the new Board of Directors was appointed).

The following gross compensation was paid for attendance in internal committees in 2024:

- € 11,804.34 for the member, before, and Chair, after (from 17/07/2024), of the Related Party Transactions Committee Laura Guazzoni
- € 584.24 for Risk and Sustainability Committee member Laura Guazzoni
- € 584.24 for Appointments and Remuneration Committee member Laura Guazzoni
- € 2,282.61 for Related Party Transactions Committee member Fabrizio Bavagnoli
- € 956.56 for the Chairman of the Risk and Sustainability Committee Fabrizio Bavagnoli
- € 2,285.22 for Related Party Transactions Committee member Anna Chiara Invernizzi
- € 933.00 for the Chair of the Appointments and Remuneration Committee Anna Chiara Invernizzi
- € 583.33 for Risk and Sustainability Committee member Fabio Lenzini
- € 2,282.61 for Related Party Transactions committee member Francesco Bavagnoli
- € 956.56 for the Chairman of the Risk and Sustainability Committee Francesco Bavagnoli
- € 584.24 for the Appointments and Remuneration Committee member Donatella de Lieto Vollaro
- € 8,667.00 for the Chairman of the Related Party Transactions Committee Marco Di Miceli (until 17/07/2024).

Variable component

On 28 June 2024, the Board of Directors, subject to the favourable opinion of the Related Party Transactions Committee and the Board of Statutory Auditors, resolved to award, pursuant to Article 2389, paragraph 3, of the Civil Code, a bonus of € 200,000 gross to Chairman and CEO Giovanni Di Pascale for 2024, in connection with the finalization on 20 March 2024 of a major business agreement.

Additionally, on 28 June 2024, the Board of Directors, inter alia, identified Chairman and CEO Giovanni Di Pascale as the beneficiary of the Plan, assigning him 33,334 Rights.

For detailed information on the Plan, including how the variable component of remuneration contributes to the Company's long-term results, see Section I, Paragraph 3 "Remuneration Components", as well as Table 3A below.

With regard to the variable component of Chairman and CEO Giovanni Di Pascale, it should be noted that he can benefit from remuneration in the short term, similar to what is granted to Managers, using the same parameters that will be reviewed on a case-by-case basis based on company performance.

Non-monetary benefits

Standard non-monetary benefits have been assigned to executive directors for the position and role held.

Board of Statutory Auditors

On 17 July 2024, the Shareholders' Meeting resolved to determine, for the Board of Statutory Auditors, a compensation on an annual basis of € 25,000 gross for the Chairman of the Board of Statutory Auditors and € 20,000 gross for each standing auditor.

In accordance with the above, with regard to 2024, the members of the Board of Statutory Auditors were paid the following annual gross compensation:

- € 19,565.21 (not paid in full for administrative issues) for the Chairman of the Board of Statutory Auditors Fabrizio Morra;
- € 9,130.43 for standing auditor Fabrizio Bava; and
- € 9,130.43 (not paid for administrative issues) for standing auditor Chiara Maria Grandi.

Additionally, the following was paid:

- € 5,833.33 for standing auditor Franco Cattaneo (terminated on 17 July 2024 when the new Board of Statutory Auditors was appointed);
- € 5,833.33 for standing auditor Rosa Chirico (terminated on 17 July 2024 when the new Board of Statutory Auditors was appointed).

Alternate auditors received no compensation.

General Manager

Fixed component

With regard to 2024, General Manager Salvatore Guarino was paid a fixed gross compensation of € 132,312.34.

Variable component

Additionally, on 28/06/2024, the Board of Directors, inter alia, identified the General Manager of AGP as a beneficiary of the Plan, assigning him 20,000 Rights.

For detailed information on the Plan, including how the variable component of remuneration contributes to the Company's long-term results, see Section I, Paragraph 3 "Remuneration Components", as well as Table 3A below.

Lastly, the General Manager received a one-time award of € 7,500.00 in 2024 as a follow-up to a successfully concluded major transaction.

Non-monetary benefits

Regarding the General Manager, the assignment of standard non-monetary benefits for the office and role held (e.g., insurance, cell phone, company car) was approved.

Key management personnel

At the date of approval of this Report, the Company has identified - in light of the positions and respective roles held within the Company - two Key Management Personnel, in the persons of Roberta Malandrino and Salvatore Guarino.

Fixed component

With regard to 2024, 1 Key management personnel of the Company (Roberta Malandrino) was paid a fixed gross total compensation of € 77,873.11.

Variable component

Additionally, on 28/06/2024, the Board of Directors, inter alia, identified 1 key management personnel of the Company as beneficiary of the Plan, assigning a total of 10,667 Rights.

For detailed information on the Plan, including how the variable component of remuneration contributes to the Company's long-term results, see Section I, Paragraph 3 "Remuneration Components", as well as Table 3A below.

Lastly, the key management personnel received a one-time award of € 7,500.00 in 2024 as a follow-up to a successfully concluded major transaction.

2. INDEMNITY AND/OR OTHER BENEFITS FOR TERMINATION OF OFFICE OR TERMINATION OF EMPLOYMENT DURING THE YEAR

At the date of this Report, there are no agreements in place that provide for the assignment of indemnity and/or other benefits for termination of office or termination of employment in the event of resignation, dismissal or revocation without just cause or in any case of termination of employment.

3. EXCEPTIONS TO THE REMUNERATION POLICY APPLIED IN EXCEPTIONAL CIRCUMSTANCES

As anticipated, the start of trading of the Company's ordinary shares and warrants on the regulated market Euronext Milan - Euronext STAR Milan Segment occurred on 18 November 2024. Therefore, no policy on remuneration and on compensation paid during the years before the one covered by this Report was resolved, as a result, no exemptions were applied.

4. APPLICATION OF EX POST ADJUSTMENT MECHANISMS OF THE VARIABLE COMPONENT

In view of the characteristics of the Plan, for the analytical description of which please refer to Section I, Paragraph 3 "Remuneration Components" of this Report, no ex-post adjustment mechanisms for the variable component of the remuneration of the recipients of the Plan were applied during 2024.

5. COMPARATIVE INFORMATION

In view of the recent start date of trading of the Company's ordinary shares on the regulated market Euronext Milan, Euronext STAR Milan segment, which occurred on 18 November 2024, it is not possible to provide comparative information.

6. INFORMATION ON HOW THE COMPANY TOOK INTO ACCOUNT THE VOTE CAST BY THE SHAREHOLDERS' MEETING ON SECTION II OF THE REMUNERATION REPORT FOR 2023

In view of the recent start date of trading of the Company's ordinary shares on the regulated market Euronext Milan, Euronext STAR Milan segment, which occurred on 18 November 2024, no policy on remuneration and on compensation paid during the years before the one covered by this Report was approved.

PART TWO

Compensation paid in 2024 for any reason and in any form by the Company to the governing and supervisory bodies, as well as, in aggregate form, to key management personnel, is shown analytically below.

The information in Tables 1, 2, 3A, and 3B is provided separately with regard to positions held in the Company and for any positions held in listed and unlisted subsidiaries and associates.

This includes all individuals who during the year served, even for a fraction of the period, as a member of the governing and supervisory body, general manager or key management personnel.

TABLE 1 - Compensation paid to members of governing and supervisory bodies, general managers and other key management personnel

The following table shows the compensation referring to 2024, identified on an accrual basis, due to the members of the Board of Directors and the Board of Statutory Auditors, general managers and key management personnel, in accordance with the provisions of Annex 3A, Schedule 7-bis, of the Issuer Regulation. This includes all individuals who held the above positions during the year, even for a fraction of a year.

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Non-equity variable compensation		Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
						Bonuses and other incentives	Profit sharing					
Giovanni Di Pascale	Chairman of the BoD and CEO	01/01/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 312,500.00		€ 200,000.00						
<i>Of which compensation from the Company</i>				€ 200,000.00								
<i>Of which compensation from subsidiaries and associates</i>				112,500.00								
Luca De Zen	Non-executive director	01/01/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 25,008.00								-
<i>Of which compensation from the Company</i>				€ 25,008.00								
<i>Of which compensation from subsidiaries and associates</i>												

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)	
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Bonuses and other incentives	Profit sharing	Non-equity variable compensation	Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
Donatella De Lieto Vollaro	Non-executive director	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 11,424.72	€ 584.24								-
<i>Of which compensation from the Company</i>				€ 12,008.96									
<i>Of which compensation from subsidiaries and associates</i>													
Fabio Lenzini	Non-executive director	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 11,424.72	€ 583.33								
<i>Of which compensation from the Company</i>				€ 12,008.05									
<i>Of which compensation from subsidiaries and associates</i>													
Francesco Bavagnoli	Independent director	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 11,413.04	€ 3,239.17								
<i>Of which compensation from the Company</i>				€ 14,652.21									

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Non-equity variable compensation		Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
						Bonuses and other incentives	Profit sharing					
<i>Of which compensation from subsidiaries and associates</i>												
Laura Guazzoni	Independent director	01/01/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 25,000.00	€ 12,972.82							
<i>Of which compensation from the Company</i>				€ 37,972.82								
<i>Of which compensation from subsidiaries and associates</i>												
Anna Chiara Invernizzi	Independent director	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 11,425.40	€ 3,218.22							
<i>Of which compensation from the Company</i>				€ 14,643.62								
<i>Of which compensation from subsidiaries and associates</i>												
Cecilia Martucci	Non-executive director	01/01/2024-17/07/2024	17/07/24	€ 13,646.84								

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)	
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Bonuses and other incentives	Profit sharing	Non-equity variable compensation	Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
<i>Of which compensation from the Company</i>				€ 13,646.84									
<i>Of which compensation from subsidiaries and associates</i>													
Marco Di Miceli	Independent director	01/01/2024-17/07/2024	17/07/2024	€ 13,542.00	€ 8,667.00								
<i>Of which compensation from the Company</i>				€ 22,209.00									
<i>Of which compensation from subsidiaries and associates</i>													
Fabrizio Morra	Chairman of the Board of Statutory Auditors	01/01/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 19,565.21									
<i>Of which compensation from the Company</i>				€ 19,565.21									
<i>Of which compensation from subsidiaries and associates</i>													
Franco Cattaneo	Standing Auditor	01/01/2024-17/07/2024	17/07/2024	€ 5,833.33									
<i>Of which compensation from the Company</i>				€ 5,833.33									

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)	
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Bonuses and other incentives	Profit sharing	Non-equity variable compensation	Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
<i>Of which compensation from subsidiaries and associates</i>													
Fabrizio Bava	Standing Auditor	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 9,130.43									
<i>Of which compensation from the Company</i>				€ 9,130.43									
<i>Of which compensation from subsidiaries and associates</i>													
Chiara Maria Grandi	Standing Auditor	17/07/2024-31/12/2024	Shareholders' Meeting called to approve the 2026 financial statements	€ 9,130.43									
<i>Of which compensation from the Company</i>				€ 9,130.43									
<i>Of which compensation from subsidiaries and associates</i>													
Rosa Chirico	Standing Auditor	01/01/2024-17/07/2024	17/07/2024	€ 5,833.33									

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Bonuses and other incentives	Profit sharing	Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
<i>Of which compensation from the Company</i>				€ 5,833.33								
<i>Of which compensation from subsidiaries and associates</i>												
Salvatore Guarino	General Manager	01/01/2024-31/12/2024	Current	€ 132,312.34		€ 7,500.00						
<i>Of which compensation from the Company</i>				€ 132,312.34								
<i>Of which compensation from subsidiaries and associates</i>												
1 Key management personnel	-	01/01/2024 – 31/12/2024	Current	€ 77,873.11		€ 7,500.00						
<i>Of which compensation from the Company</i>				€ 77,873.11								
<i>Of which compensation from subsidiaries and associates</i>												

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Position	Term of office	Expiration of term of office	Fixed compensation	Compensation for attendance in committees	Non-equity variable compensation		Non-monetary benefits	Other compensation	Total	Fair Value of equity compensation	Indemnity for termination of office or termination of employment relation
						Bonuses and other incentives	Profit sharing					
(I) Compensation from the reporting company												
(II) Compensation from subsidiaries and associates												
(III) Total												

(*) Compensation received for holding special offices.

(#) Paid only partly in 2024 for administrative issues.

(§) Includes fringe benefits and supplementary pension plan.

TABLE 2 - Stock-options granted to members of the governing body, general managers and other key management personnel

There are no stock-option plans for members of the governing body, general managers and other key management personnel and, therefore, the relevant table is not shown.

TABLE 3 A - Incentive plans based on financial instruments, other than stock options, for members of the governing body, general managers and other key management personnel

(A)	(B)	(1)	Financial instruments assigned in prior years that were not vested during the year		Financial instruments assigned during the year				Financial instruments vested during the year and not assigned	Financial instruments vested during the year and assignable		Financial instruments related to the year	
			(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
Name and surname	Position	Plan	Number and type of financial instruments	Vesting period	Number and type of financial instruments	Fair value at the assignment date	Vesting period	Date of assignment	Market price at assignment	Number and type of financial instruments	Number and type of financial instruments	Value on the accrual date	Fair value
Giovanni Di Pascale	Chairman and Chief Executive Officer	Phantom Stock Option Plan 2024-2026			33,334								
Salvatore Guarino	General manager	Phantom Stock Option Plan 2024-2026			20,000								
2 key management personnel		Phantom Stock Option Plan 2024-2026			20,001								
(I) Compensation in AGP		Plan A (date of relevant resolution)											
		Plan B (date of relevant resolution)											

(A)	(B)	(1)	Financial instruments assigned in prior years that were not vested during the year		Financial instruments assigned during the year					Financial instruments vested during the year and not assigned	Financial instruments vested during the year and assignable		Financial instruments related to the year
			(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
Name and surname	Position	Plan	Number and type of financial instruments	Vesting period	Number and type of financial instruments	Fair value at the assignment date	Vesting period	Date of assignment	Market price at assignment	Number and type of financial instruments	Number and type of financial instruments	Value on the accrual date	Fair value
		Plan C (date of relevant resolution)											
(II) Compensation from subsidiaries and associates		Plan A (date of relevant resolution)											
		Plan B (date of relevant resolution)											
(III) Total													

TABLE 3B - Monetary incentive plans for members of the governing body, general managers and other key management personnel

There are no monetary incentive plans for members of the governing body, general managers, and other key management personnel, in addition to what is already shown in Table 3A, and, therefore, the relevant table is not shown.

SCHEDULE No. 7-TER - Schedule regarding information on investments held by members of governing and supervisory bodies, general managers and other key management personnel

TABLE 1: Investments of members of governing and supervisory bodies and general managers


Surname And Name	Position	Investee	Number of Shares Held at the end of the Prior Year	Number of Shares Purchased	Number of Shares Sold	Number of Shares Held at the end of the Current Year
Di Pascale Giovanni (indirectly through Dxor Investments S.r.l. and Dxor Investments 1 S.r.l.)	Chairman and Chief Executive Officer	Altea Green Power S.p.A.	10,920,000	1,080,000	750,000	11,250,000
De Zen Luca	Non-executive director	Altea Green Power S.p.A.	28,000	36,500		64,500
De Lieto Vollaro Donatella	Non-executive director					
Lenzini Fabio	Non-executive director					
Bavagnoli Francesco	Independent Director					
Guazzoni Laura	Independent Director					
Invernizzi Anna Chiara	Independent Director					
Martucci Cecilia	Non-executive director	Altea Green Power S.p.A.	1,080,000	ZERO	1,080,000	ZERO
Di Miceli Marco	Independent Director					
Morra Fabrizio	Chairman of the Board of Statutory Auditors					
Bava Fabrizio	Standing Auditor					

Surname And Name	Position	Investee	Number of Shares Held at the end of the Prior Year	Number of Shares Purchased	Number of Shares Sold	Number of Shares Held at the end of the Current Year
Cattaneo Franco	Alternate auditor (standing auditor until 17 July 2024)					
Grandi Chiara Maria	Standing Auditor					
Chirico Rosa	Alternate Auditor (standing auditor until 17 July 2024)					
Fumia Jolanda	Alternate Auditor					
Nicola Roberto	Alternate Auditor					
Guarino Salvatore	General manager					

TABLE 2: Investments of other key management personnel

Number of key management personnel	Investee	Number of shares held at the end of the prior year	Number of shares purchased	Number of shares sold	Number of shares held at the end of the current year
/	Altea Green Power S.p.A.				

ANNEX 1: Format of Employee Review Form.

	INTEGRATED MANAGEMENT SYSTEM FORM	Form code: M-PER-2	
Form title: <p style="text-align: center;">REVIEW FORM OF STAFF PERFORMANCE</p>			
Edition no: 01	Revision no: 00	Issue date: 24/06/2024	Page: 29 / 1

Name and Surname: LEV.....
 Qualification/Role.....

Year:

SCORE SCALE: ranging from 1 to 4 and also including intermediate ratings

- 1** INSUFFICIENT, well below the objective for skills and work autonomy; performance well below the required standards. Entry into the company/start of training.
- 2** SUFFICIENT, objective almost achieved; the employee has acquired most of the required skills but is still not able to work autonomously on many aspects of their duties; performance not yet fully aligned with the required standards.
- 3** GOOD, objective achieved; the employee has acquired the necessary skills for the role and needs experience to consolidate them.
- 4** EXCELLENT, objective achieved and exceeded; the employee has acquired all the required skills for the role, works independently and proactively, and is capable of training others.

In the 10 review dimensions, various items are listed to assist with the completion and provide objectivity to the parameters being reviewed.

DIMENSION REVIEW	RESOURCE FEEDBACK (include any suggestions for improvement/training)	MANAGER NOTES (include objectives pursued, results achieved, outline weaknesses and targets)	MANAGER REVIEW Min 1 Max 4
1. Responsibilities - Ability to take on responsibilities and tasks related to one's professional role - Ability to make decisions within one's area of expertise - Punctuality in meeting scheduled appointments - Care and attention to the workplace and provided tools			

DIMENSION REVIEW	RESOURCE FEEDBACK (include any suggestions for improvement/training)	MANAGER NOTES (include objectives pursued, results achieved, outline weaknesses and targets)	MANAGER REVIEW Min 1 Max 4
<p>2. Work Commitment</p> <ul style="list-style-type: none"> - Ability to respond to events by addressing how to avoid recurring mistakes - Attitude towards pursuing objectives and improvement - Willingness to take responsibility for problems (or excess delegation) 			
<p>3. Flexibility</p> <ul style="list-style-type: none"> - Willingness to modify own tasks and working methods - Willingness to become proactive in new situations - Ability to adjust one's way of working based on objectives 			
<p>4. Relations with the workgroup</p> <ul style="list-style-type: none"> - Understanding of the motivations and needs of the individuals within the workgroup - Relational and communication skill - Inclusive and respectful approach in line with Altea's ethical principles 			
<p>5. Relations with users (internal and external)</p> <ul style="list-style-type: none"> - Willingness to listen to requests and proactivity - Quality of the answers provided - Number of users asking about him/her - Inclusive and respectful approach in line with Altea's ethical principles 			
<p>6. Result Oriented</p> <ul style="list-style-type: none"> - Interest - Proactivity - Ability to engage and adequacy in achieving the objectives set out in the work plan 			
<p>7. Collaboration and participation</p> <ul style="list-style-type: none"> - Workgroup participation and proactivity - Willingness to work in a participatory team - Collaboration and cooperation with colleagues 			
<p>8. Work autonomy</p> <ul style="list-style-type: none"> - Ability to make decisions in the workplace - Interest in taking initiatives for improvement in the workplace - Ability to complete a task independently 			
<p>9. Reliability</p> <ul style="list-style-type: none"> - Meeting the deadlines set for a performance - Accuracy - Punctuality - Compliance with Procedures, Company Policy and Ethics 			

DIMENSION REVIEW	RESOURCE FEEDBACK (include any suggestions for improvement/training)	MANAGER NOTES (include objectives pursued, results achieved, outline weaknesses and targets)	MANAGER REVIEW Min 1 Max 4
10. Technical/theoretical and practical skills - Knowledge of the basic regulations for performing one's task - Use of work tools - Technical expertise - Theoretical and practical knowledge of the work-related subject - Knowledge and understanding of the processes and objectives of one's activity			
TOTAL SCORE:			

Overall Score
 10-15
 16-25
 26-35
 36-40

Rating type
 Insufficient
 Sufficient
 Good
 Excellent

The Area Manager:

Human Resources Office:

The Employee for Acknowledgment: