



LEONARDO - Società per azioni
Registered office in Rome, Piazza Monte Grappa 4
leonardo@pec.leonardo.com
Fully paid up registered capital euro 2,543,861,738.00
Tax Code & Company Register No. 00401990585
VAT No. 00881841001

EXTRAORDINARY AND ORDINARY MEETING
24 May 2024

SUMMARY OF THE VOTING
(art. 125-quater, paragraph 2, Legislative Decree No. 58/98)

EXTRAORDINARY PART

1. Amendments to the Articles of Association of Leonardo S.p.a.

a) Proposed amendment to Article 2.2 regarding the manner of establishing offices of the Company.

Resolutions: the Shareholders' Meeting approved the amendment to Article 2.2 regarding the manner of establishing offices of the Company.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,058,266	68.158436%	99.962920%
Votes against	648	0.000112%	0.000165%
Abstentions	145,522	0.025170%	0.036915%

Shares in relation to which the vote has not been cast: 17,414

b) Proposed amendment to Article 5.1 regarding the elimination of the express nominal value of ordinary shares.

Resolutions: the Shareholders' Meeting approved the amendment to Article 5.1 regarding the elimination of the express nominal value of ordinary shares.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,058,266	68.158436%	99.962920%
Votes against	648	0.000112%	0.000165%
Abstentions	145,522	0.025170%	0.036915%

Shares in relation to which the vote has not been cast: 17,414

c) Proposed amendments to Articles 5.1ter, 16.7 and 22.4 regarding compliance with the Golden Power legislation.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 5.1ter, 16.7 and 22.4 regarding compliance with the Golden Power legislation.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,057,058	68.158226%	99.962614%
Votes against	4	0.000001%	0.000001%
Abstentions	147,374	0.025491%	0.037385%

Shares in relation to which the vote has not been cast: 17,414

d) Proposed amendments to Articles 15.2 and 17.3 regarding the appointment of the Secretary of the Shareholders' Meeting and the signing of the minutes of meetings.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 15.2 and 17.3 regarding the appointment of the Secretary of the Shareholders' Meeting and the signing of the minutes of meetings.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	393,036,365	67.981682%	99.703689%
Votes against	648	0.000112%	0.000164%
Abstentions	1,167,423	0.201924%	0.296147%

Shares in relation to which the vote has not been cast: 17,414

e) Proposed amendments to Articles 16.1, 16.2, 16.3, 18.3, and 28.3 regarding the power to hold the Shareholders' Meeting on single call.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 16.1, 16.2, 16.3, 18.3, and 28.3 regarding the power to hold the Shareholders' Meeting on single call.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	393,033,445	67.981177%	99.702949%
Votes against	254	0.000044%	0.000064%
Abstentions	1,170,737	0.202497%	0.296987%

Shares in relation to which the vote has not been cast: 17,414

f) Proposed amendment to Article 17.1 regarding the manner of voting at the Shareholders' Meeting for election to corporate offices.

Resolutions: the Shareholders' Meeting approved the amendment to Article 17.1 regarding the manner of voting at the Shareholders' Meeting for election to corporate offices.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,060,018	68.158739%	99.963365%
Votes against	358	0.000062%	0.000091%
Abstentions	144,060	0.024917%	0.036544%

Shares in relation to which the vote has not been cast: 17,414

g) Proposed amendment to Article 18.4 regarding the criteria to be applied for the replacement of directors who have ceased to hold office.

Resolutions: the Shareholders' Meeting approved/not approved the amendment to Article 18.4 regarding the criteria to be applied for the replacement of directors who have ceased to hold office.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	297,134,477	51.393976%	75.375732%
Votes against	96,924,437	16.764572%	24.587353%
Abstentions	145,522	0.025170%	0.036915%

Shares in relation to which the vote has not been cast: 17,414

h) Proposed amendments to Articles 28.1 and 28.3 regarding the appointment of the Board of Statutory Auditors. Proposed introduction of Article 34 regarding the effective date of the mechanism for the appointment of the Chairman of the Board of Statutory Auditors.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 28.1 and 28.3 regarding the appointment of the Board of Statutory Auditors and the proposed introduction of Article 34 regarding the effective date of the mechanism for the appointment of the Chairman of the Board of Statutory Auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	392,419,921	67.875059%	99.547312%
Votes against	617,092	0.106737%	0.156541%
Abstentions	1,167,423	0.201924%	0.296147%

Shares in relation to which the vote has not been cast: 17,414

i) Proposed amendments to Articles 20.3 and 28.4 regarding the conduct of Board of Directors' and Board of Statutory Auditors' meetings.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 20.3 and 28.4 regarding the conduct of Board of Directors' and Board of Statutory Auditors' meetings.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	393,036,759	67.981750%	99.703789%
Votes against	254	0.000044%	0.000064%
Abstentions	1,167,423	0.201924%	0.296147%

Shares in relation to which the vote has not been cast: 17,414

j) Proposed amendment to Article 24.2 regarding the reformulation of the duties of directors.

Resolutions: the Shareholders' Meeting approved the amendment to Article 24.2 regarding the reformulation of the duties of directors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,059,728	68.158689%	99.963292%
Votes against	648	0.000112%	0.000164%
Abstentions	144,060	0.024917%	0.036544%

Shares in relation to which the vote has not been cast: 17,414

k) Proposed amendments to Articles 8.2, 8.3, 18.2, 22.3, 25.1 and 25.2 merely functional to an improvement in the form of the current literal wording of the Articles of Association.

Resolutions: the Shareholders' Meeting approved the amendments to Articles 8.2, 8.3, 18.2, 22.3, 25.1 and 25.2 merely functional to an improvement in the form of the current literal wording of the Articles of Association.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,058,660	68.158504%	99.963020%
Votes against	254	0.000044%	0.000065%
Abstentions	145,522	0.025170%	0.036915%

Shares in relation to which the vote has not been cast: 17,414

ORDINARY PART

1. Financial Statements as at 31 December 2023 and related reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Related and consequent resolutions. Presentation of the Consolidated Financial Statements as at 31 December 2023.

Resolutions: the Shareholders' Meeting approved the Directors' Report on operations and the financial statements of Leonardo S.p.a. at 31 December 2023.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	393,056,743	67.985207%	99.708858%
Votes against	560,120	0.096881%	0.142089%
Abstentions	587,573	0.101630%	0.149053%

Shares in relation to which the vote has not been cast: 17,414

2. Allocation of the profit for the year.

Resolutions: the Shareholders' Meeting approved the Directors' Report to allocate the 2023 profit of Euro 783,697,113.66 as follows:

- as to Euro 39,184,855.68, equal to 5% of the profit, to legal reserve;
- as to Euro 0.28, on account of dividend, by paying it, including any withholding prescribed by law, as from 26 June 2024, with "detachment date" of coupon no. 14 falling on 24 June 2024 and "record date" (i.e., date on which the dividend is payable, pursuant to Art.83-terdecies of Legislative Decree no. 58 of 24 February 1998 and Art. 2.6.6, paragraph 2, of the Regulations for the Markets organized and managed by Borsa Italiana S.p.A.) falling on 25 June 2024; the above provisions refer to each ordinary share that will be outstanding at the detachment date of the coupon, excluding treasury shares in portfolio at that date, without prejudice to the regime of those that will be actually awarded, under the current incentive plans, during the current financial year;
- with regard to the remaining amount, to retained earnings.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	394,060,119	68.158756%	99.963390%
Votes against	257	0.000044%	0.000065%
Abstentions	144,060	0.024918%	0.036545%

Shares in relation to which the vote has not been cast: 17,414

3. Appointment of the Board of Statutory Auditors for the three-year period 2024-2026.

Resolutions: Resolutions: The Shareholders' Meeting resolved to appoint the new Board of Statutory Auditors for the three-year period 2024-2026 as follows: Marco FAZZINI, Paola SIMONELLI, Alessandro ZAVAGLIA, Luca ROSSI, Giulia PUSTERLA as Regular auditors and Fabrizio PEZZANI, Monica SCIPIONE, Giuseppe CERATI and Serenella ROSSANO as Alternate Auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,433	68.183718%	100.000000%
Votes in favour of List no. 1 (*)	357,817,390	61.890019%	90.769499%
Votes in favour of List no. 2 (**)	23,329,726	4.035235%	5.918180%
Votes against	29,132	0.005039%	0.007390%
Abstentions	13,028,185	2.253425%	3.304931%

Shares in relation to which the vote has not been cast: 17,417

(*) List submitted by the Ministry of Economy and Finance

(**) List submitted by a group of Asset management Companies and Institutional Investors.

4. Appointment of the Chairman of the Board of Statutory Auditors

Resolutions: The Shareholders' Meeting appointed Luca ROSSI as Chairman of the Board of Statutory Auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	219,577,878	37.979370%	100.000000%
Votes in favour of Luca ROSSI	218,613,288	37.812529%	99.560707%
Votes in favour of Giulia PUSTERLA	250	0.000044%	0.000114%
Abstentions on both lists	964,340	0.166797%	0.439179%

Shares in relation to which the vote has not been cast: 174,643,972

5. Determination of the remuneration of the members of the Board of Statutory Auditors.

Resolutions: The Shareholders' Meeting approved the proposal submitted by the Shareholder Ministry of Economy and Finance to set the remuneration, unchanged for those of the previous term, as follows: € 80,000 before-tax per year to the Chairman of the Board of Statutory auditors and € 70,000 before-tax per year to each of the others Regular auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	393,231,940	68.015510%	99.753302%
Votes against	29,322	0.005072%	0.007438%
Abstentions	943,174	0.163136%	0.239260%

Shares in relation to which the vote has not been cast: 17,414

6. Long-Term Incentive Plan for the management of the Leonardo Group. Inherent and consequent resolutions.

Resolutions: The Shareholders' Meeting, upon proposal of the Board of Directors, approved the Long-Term Incentive Plan for the management of the Leonardo Group, in accordance with the terms and conditions described in the Disclosure Document prepared by the Company pursuant to Article 114-bis of Legislative Decree 58/98 and Article 84-bis of the Consob Regulation 11971/99.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	386,387,605	66.831677%	98.017062%
Votes against	7,054,471	1.220179%	1.789546%
Abstentions	762,360	0.131862%	0.193392%

Shares in relation to which the vote has not been cast: 17,414

7. Report on the policy regarding remuneration and fees paid: binding resolution on the first section pursuant to Art. 123-ter, paragraph 3-ter, of Legislative Decree No. 58/98 Determination of the remuneration of the Board of Directors.

Resolutions: The Shareholders' Meeting approved, with binding resolution, the first section of the "Report on the policy regarding remuneration and fees paid.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	383,968,720	66.413294%	97.403450%
Votes against	9,919,871	1.715794%	2.516428%
Abstentions	315,845	0.054630%	0.080122%

Shares in relation to which the vote has not been cast: 17,414

8. Report on the policy regarding remuneration and fees paid: non-binding resolution on the second section pursuant to Art. 123-ter, paragraph 6, of Legislative Decree No. 58/98.

Resolutions: The Shareholders' Meeting approved, with non-binding resolution, the second section of the "Report on the policy regarding remuneration and fees paid.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in relation to which the vote has been cast	394,204,436	68.183718%	100.000000%
Votes in favour	392,608,030	67.907595%	99.595031%
Votes against	1,450,884	0.250953%	0.368054%
Abstentions	145,522	0.025170%	0.036915%

Shares in relation to which the vote has not been cast: 17,414