

For the modalities of transmission of the proxy/sub-delegation to the Designated Representative Computershare S.p.A., follow the instructions for transmission at the end of this document

PROXY/SUB-DELEGATION FORM TO ATTEND THE SHAREHOLDERS' MEETING

Leonardo - Società per azioni

The undersigned _____, born in _____,
on _____ and resident in _____,
address _____, No. _____, tax code
_____ in his/her capacity of:

- Shareholder of Leonardo S.p.a. as the holder of No. _____ ordinary shares of Leonardo S.p.a.
- Legal Representative of _____, holder of No. _____ ordinary shares of Leonardo S.p.a.
- Subject entitled to vote with reference to No. _____ ordinary shares of Leonardo S.p.a. in his/her capacity as of holder of _____ (pledge, usufruct, etc.)

DELEGATES/SUB-DELEGATES

Computershare S.p.A. with registered office in Milan, Via Lorenzo Mascheroni No. 19 – 20145 to represent him/her at Shareholders' Meeting of the Company, convened in ordinary session for May 8 and 9, 2023 (first and second call).

Date and Place

Delegator's Signature

VOTING INSTRUCTIONS

RESOLUTION	VOTE ¹		
1. Financial statements as at 31 December 2022 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 2022.			
vote for resolution proposed by the Board of Directors	F	C	A
2. Determination of the number of members of the Board of Directors.			
vote for resolution proposed by the Ministry of Economy and Finance ²	F	C	A
3. Determination of the term of office of the Board of Directors.			
vote for resolution proposed by the Ministry of Economy and Finance ²	F	C	A
Vote for individual proposal of resolution pursuant to Article 126-bis, paragraph 1, penultimate sentence, Legislative Decree 58/98			
vote for resolution proposed by the Ministry of Economy and Finance ³	F	C	A

¹ F = For; C = Against; A = Abstain.

² On 13 April 2023, the Shareholder Ministry of Economy and Finance ("MEF") submitted individual proposals of resolution, published on the Company's website www.leonardo.com (Section "Shareholders' Meeting 2023") on 17 April 2023 on items no. 2, 3, 5 and 6 on the Agenda:

- With reference to item no. 2 of the agenda ("Determination of the number of members of the Board of Directors."), the MEF proposes that the number of members of the Board of Directors be confirmed at twelve;
- With reference to item no. 3 of the agenda ("Determination of the term of office of the Board of Directors."), the MEF proposes to confirm the term of office of the appointing Board of Directors at three financial years;
- With reference to item no. 5 of the Agenda ("Appointment of the Chairman of the Board of Directors."), the MEF proposes to appoint the candidate Stefano Pontecorvo as Chairman of the Board of Directors to be appointed;
- With reference to item no. 6 of the agenda ("Determination of the remuneration of the Board of Directors."), the MEF proposes to resolve on the following remuneration, pursuant to Article 2389, first paragraph, of the Italian Civil Code: remuneration unchanged with respect to the previous term of office
 - Chairman of the Board of Directors: EUR 90,000 per year gross;
 - Director: EUR 80,000 per year gross each;
 - reimbursement to Directors of any expenses incurred in the performance of their duties.

³ On 18 April 2023, the Shareholder Ministry of Economy and Finance ("MEF") submitted an individual proposal of resolution, published on the Company's website www.leonardo.com (Section "Shareholders' Meeting 2023") on 24 April 2023, to be submitted to the Shareholders' Meeting for a vote prior to the discussion of item no. 4 on the Agenda, proposing that its list (List No. 1) be voted in the following order:

1. Stefano Pontecorvo
2. Roberto Cingolani
3. Trifone Altieri
4. Francesco Macrì
5. Marcello Sala
6. Enrica Giorgetti
7. Cristina Manara
8. Elena Vasco

4. Appointment of the members of the Board of Directors.			
<p>List No.1 submitted by the Ministry of Economy and Finance</p> <p>List No.2 submitted by: Greenwood Builders Fund II LP, Sachem Head LP; Sachem Head Master LP; Banor Sicav- Mistral Long ShortEquity</p> <p>List No.3 submitted by: Anima SGR, Arca Fondi SGR, Eurizon Capital SA, Eurizon Capital SGR, Fidelity Funds, Fideuram Asset Management (Ireland), Fideuram Intesa Sanpaolo Private Banking Asset Management SGR, Interfund Sicav, Generali Investments Partners SGR, Kairos Partners SGR e Mediolanum Gestione Fondi SGR</p>	F List ⁴ n.	C To all lists	A To all lists
5. Appointment of the Chairman of the Board of Directors.			
vote for resolution proposed by the Ministry of Economy and Finance ²	F	C	A
6. Determination of the remuneration of the Board of Directors.			
vote for resolution proposed by the Ministry of Economy and Finance ²	F	C	A
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. 58/98⁵.			
vote for resolution proposed by the Board of Directors	F	C	A
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. 58/98⁶.			
vote for resolution proposed by the Board of Directors	F	C	A

⁴ Indicate the number of the list you intend to vote for or vote against or abstain for all the lists.

⁵ In this regard, please note that, pursuant to Art. 123-ter, paragraph 3-ter, of Legislative Decree No. 58/98, the resolution on point 7 is binding.

⁶ In this regard, please note that, pursuant to Art. 123-ter, paragraph 6, of Legislative Decree No. 58/98, the resolution on point 8 is not binding.

INSTRUCTION FOR TRANSMISSION OF THE PROXY/SUB-DELEGATION

The Proxy/sub-delegation Form, to be notified to the Designated Representative Computershare S.p.A. with the Voting Instructions reserved for it together with an identity document and any documentation proving the powers of signature, must be received preferably by 6:00 p.m. on the day prior to the date set for the Shareholders' Meeting (and therefore by 6:00 p.m. on 7 May 2023, if the Shareholders' Meeting is held on first call and by 6:00 p.m. on 8 May 2023, if the Shareholders' Meeting is held on second call) in one of the following alternative ways:

- **Certified Electronic Mail (PEC) holders:** if the delegating party (also a legal entity) has a PEC email, it can send a copy of the electronically reproduced proxy to ufficioroma@pecserviziotitoli.it (PDF format);
- **Holders of Advanced Electronic Signature, qualified or digital (FEA):** the delegating party holding an Advanced Electronic Signature (FEA) can send a copy of the proxy electronically reproduced with Advanced Electronic Signature also by ordinary electronic mail to ufficioroma@pecserviziotitoli.it;
- **Holders of ordinary e-mail:** the delegating party may send a copy of the electronically reproduced proxy to ufficioroma@pecserviziotitoli.it (PDF format). In this case, the original of the proxy, the instructions and a copy of the related documentation must be sent to the registered office of Computershare S.p.A. ref. “Delega Assemblea Leonardo S.p.a.”, Via Monte Giberto 33, 00138 Rome;
- **Via FAX at the number +39 0645417450:** in this case the original of the proxy, instructions and a copy of the related documentation must be sent to the registered office of Computershare S.p.A. ref. “Delega Assemblea Leonardo S.p.a.”, Via Monte Giberto 33, 00138 Rome.

The transmission of the Proxy Form in a manner and in terms other than those indicated above or the exclusive transmission by post, will not guarantee the correct assignment of the proxy to the Designated Representative.

INFORMATION ON PERSONAL DATA PROCESSING

Pursuant to the Regulation (EU) 2016/679 (the "Regulation")

Personal Data Controller

Computershare S.p.A., with registered office in Milan, Via Lorenzo Mascheroni, 19 (hereinafter, "**Computershare**" or the "**Controller**"), Appointed Representative of the company pursuant to article 135-*undecies* of Italian Legislative Decree no. 58/98 (TUF) and art. 106 DL 17 March 2020 n. 18 (the so-called "Cura Italia" Decree), as converted, with amendments, into Law No. 27 of 24 April 2020 (the effectiveness of which was last extended by Law Decree no. 198 of 29 December 2022 as converted, with amendments, into Law no.14 of 24 February 2023) , as controller of "**Processing**" (as defined in article 4 of the Regulation) of Personal Data (as defined below) provides the present "Information on Personal Data Processing", in compliance with the provisions of the applicable law (article 13 of Regulation and subsequent national legislation)

Object and methods of processing

The personal data of the shareholder and of his possible representative (hereinafter, the "**Delegating party**"), as well as the residence, the tax code, the details of the identification document, the email address, the telephone number and the shareholding (hereinafter "**Personal Data**") are communicated by the Delegating party, even by electronic means, to Computershare through this form, in order to grant the proxy to attend and to vote at the shareholders' meeting on behalf of the Delegating party according his voting instructions

The Controller process the Personal Data of the Delegating party reported in this form, lawfully, fairly and limited to what is necessary in relation to the purposes for which they are processed. The processing - as collection or any other operation as set forth in the definition of "processing" pursuant article 4 of the Regulation – shall be performed by papyery or automated means, implementing the appropriate organizational and logical measures required by the purposes here above mentioned.

Purpose and legal basis of the Processing

The purpose of the Processing by the Controller is to allow the correct expression of voting instruction by the Appointed Representative in the shareholders' meeting on behalf of the Delegating Party, in compliance with the provisions of the aforementioned art. 135-*undecies* of TUF and art. 106 DL 17 March 2020 n.18.

The legal basis of the Processing is represented by:

- **contractual obligations**: to comply with the obligations arising from the agreement between the Delegating Party and the Appointed Representative;
- **legal obligations**: to comply with the legal obligations the Appointed Representative shall fulfil towards the company and the Authorities.

The collection and the Processing of Personal Data is necessary for the purposes indicated above. Failure to provide the aforementioned Personal Data implies, therefore, the impossibility to establish and manage the above agreement.

Recipients, storage and transfer of Personal Data

The Personal Data will be made accessible, for the purposes mentioned above - before, during and after the shareholders' meeting - to the employees and collaborators of the Controller who are in charge of Processing.

The Personal Data provided will be kept for a period of at least 1 year, in accordance with current legislation and will be disclosed to third parties only in compliance with legal obligations or regulations or at the request of the Authorities. This period is consistent with the provisions of current legislation.

Personal Data will be processed within the European Union and stored on servers located within the European Union. The Personal Data will be communicated to the Company to comply with the obligation under the law regarding the shareholders meeting's minutes, updating of shareholders' register and to third parties only if required by the Authorities.

Rights of the Delegating party

The Delegating Party has the right to ask, in every moment, which Personal Data and how they are processed. The Delegating party may ask to update, complete, correct or even erase the Personal Data. The Delegating party can also ask to restrict the use of his Personal Data or withdraw the consent to use them, but in such case it will be impossible to attend and vote at the shareholders' meeting. The Personal Data and the voting instructions will be kept for 1 year at disposal of the Authorities.

For the exercise of the aforementioned rights, the Delegating party can write to Computershare to the address reported in the form or to the following email address dataprotection@computershare.it. For the Privacy Policy and all Computershare activities, please visit our website <https://www.computershare.com/it/Pages/Privacy.aspx>.

Computershare S.p.A.