

This text is a summary of the Shareholders' resolutions reported in the document named "Verbale Assemblea" available on the web site Italian version, section "Assemblea Azionisti 2023". For any conflict or discrepancy between this summary and the "Verbale Assemblea", the last shall prevail.



LEONARDO – Società per azioni

Registered office in Rome, Piazza Monte Grappa No. 4

leonardo@pec.leonardo.com

Share Capital euro 2,543,861,738.00 fully paid-up

Tax Code & Company Register of Rome No. 00401990585

VAT No. 00881841001

ORDINARY SHAREHOLDERS' MEETING

(in second call)

9 May 2023

SUMMARY OF THE RESOLUTIONS

The Shareholders of Leonardo – Società per azioni, convened on 9 May 2023 for an Ordinary Meeting (in second call) at the registered office of the Company in Rome, Piazza Monte Grappa No. 4, have adopted the following resolutions:

1. Approval of the Directors' Report and Financial Statements as at 31 December 2022 which closed with a net profit of Euro 1,700,507,630.03.

Approval of the proposal submitted by the Board of Directors of allocating the 2021 net profit of Euro 1,700,507,630.03 as follows:

- Euro 85,025,381.50 equal to 5% of the net profit, to legal reserve;
- Euro 0.14 as the dividend to be paid – before tax, if any – starting from 24 May 2023, with the ex-dividend date of coupon no. 13 falling on 22 May 2023 and the record date (i.e. the date in which shareholders are entitled

to receive the dividend payment, pursuant to article 83-terdecies of Legislative Decree no. 58 of 24 February, 1998 and article 2.6.6, paragraph 2, of the Rules of the markets organised and managed by Borsa Italiana S.p.A.) falling on 23 May 2023; the foregoing is with reference to each ordinary share held and outstanding at the ex-dividend date, excluding own shares held in portfolio at that date, without prejudice to the regime of those actually assigned in the current financial year based on the incentive plans in force;

- the residual as retained earnings.

2. Approval of the proposal submitted by the Shareholder Ministry of Economy and Finance to set the number of the Directors at twelve.

3. Approval of the proposal submitted by the Shareholder Ministry of Economy and Finance to set the term of the office of the Board of Directors to three financial years, this term expiring on the date of the Shareholders' Meeting convened to approve the Financial Statements at 31 December 2025.

Approval of the proposal submitted by the Shareholder Ministry of Economy and Finance to vote (prior to the discussion of item No. 4 on the agenda) the list of candidates, submitted by MEF ("List No. 1") to the following sequential order of candidates:

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 as follows:

1. Stefano Pontecorvo¹
2. Roberto Cingolani¹
3. Trifone Altieri¹
4. Francesco Macrì¹
5. Marcello Sala¹
6. Enrica Giorgetti¹
7. Cristina Manara¹
8. Elena Vasco¹
9. Steven Duncan Wood²
10. Giancarlo Ghislanzoni²
11. Silvia Stefini²
12. Dominique Levy²

5. Approval of the proposal submitted by the Shareholder Ministry of Economy and Finance to appoint Mr. Stefano Pontecorvo as Chairman of the Board of Directors.

¹ Selected from List No. 1 submitted by the Ministry of Economy and Finance holding approximately 30.204% of the share capital of Leonardo S.p.a.

² Selected from List No. 2 submitted by Greenwood Investors LLC, on behalf Greenwood Builders Fund II LP, Sachem Head Master Lp; Sachem Head Lp e Banor Sicav – Mistral Long Short Equity holding approximately 1,55% of the share capital of Leonardo S.p.a.

6. Approval of the proposal submitted by the Shareholder Ministry of Economy and Finance to set the remuneration of the Directors as follows: Euro 90,000 before-tax per year to the Chairman and Euro 80,000 before-tax per year to each of the other Directors, as well as reimbursement of any expenses incurred by Directors in the performance of their duties
7. Approval, by binding resolution, of the First Section of the "Report on the policy regarding remuneration and fees paid" pursuant to Art. 123-ter, paragraph 3, of Legislative Decree No. 58/98, which illustrates the Company's policy for the 2023 year regarding the remuneration of the members of the Board of Directors, the General Manager and other Executives with Strategic Responsibilities and, without prejudice to the provisions of Art. 2402 of the Italian Civil Code, of the members of the Board of Statutory Auditors.
8. Approval, by non-binding resolution, of the Second Section of the "Report on the policy regarding remuneration and fees paid" pursuant to Art. 123-ter, paragraph 6, of Legislative Decree No. 58/98, pursuant to Art. 123-ter, paragraph 4, of Legislative Decree No. 58/98 which contains the representation of each of the items comprising the remuneration of the Members of the Board of Directors and, the Board of Statutory Auditors, the General Manager and the other Executives with Strategic Responsibilities and analytically illustrates the fees paid to the subjects listed above in 2022 for any title and in any form by the Company and by its subsidiaries or associates.

