



*ENAV S.p.A.*

*Registered office in Rome - Via Salaria 716*

*Share capital €541,744,385.00 fully paid-up*

*Tax ID and CCIAA No. 97016000586*

*Rome Business Register (REA) No. 965162*

*VAT No. 02152021008*

### **Excerpt from the Notice of Call of Ordinary Shareholders' Meeting**

The Shareholders' Meeting of ENAV S.p.A. ("**ENAV**" or, the "**Company**") is convened in ordinary session, in a single call, at 11:00 a.m. on 28 May 2025 at the Company's registered office, located in Via Salaria 716 – 00138 Rome, to discuss and pass resolutions on the following

#### **Agenda**

1. Approval of the financial statements of ENAV S.p.A. as at 31 December 2024, including the reports of the Board of Directors, the Board of Auditors and of the Independent Auditors. Presentation of the Integrated Annual Report including the Consolidated Financial Statements as at 31 December 2024 and the Consolidated Sustainability Report
2. Allocation of the profit for the year
3. Report on remuneration policy and remuneration paid. Binding resolution pursuant to Article 123-ter (3-bis) of Legislative Decree 58/1998
4. Report on remuneration policy and remuneration paid. Non-binding resolution pursuant to Article 123-ter (6) of Legislative Decree 58/1998
5. Proposal for the approval, pursuant to Article 114-bis of the Consolidated Law on Finance (TUF), of a short-term incentive plan relating to the assignment of rights to receive shares based on a deferred portion of the STI 2024 Bonus and related Information Document pursuant to Article 84-bis of the Issuers' Regulation. Related and consequent resolutions.
6. Proposal for the approval, pursuant to Article 114-bis of the Consolidated Law on Finance (TUF), of a short-term incentive plan relating to the assignment of rights to receive shares based on a deferred portion of the STI 2025 Bonus and related Information Document pursuant to Article 84-bis of the Issuers' Regulation. Related and consequent resolutions.
7. Appointment of the Board of Statutory Auditors
8. Determination of the Remuneration of the Chair of the Board of Statutory Auditors and of the Statutory Auditors
9. Authorisation to purchase and dispose of treasury shares. Related and consequent resolutions.

Information regarding the following:

- share capital;



- supplement to the agenda of the Shareholders' Meeting, pursuant to Article 126-bis of Legislative Decree No. 58/1998, by **28 April 2025**;
- submission of new proposals for resolutions and/or votes on the items on the agenda of the Shareholders' Meeting, by those entitled to vote at the Shareholders' Meeting, by **13 May 2025**;
- access to the full text of the proposed resolutions, together with the explanatory reports and documents to be submitted to the Shareholders' Meeting;
- participation and exercising of voting rights at the Shareholders' Meeting with record date of 19 May 2025. In this regard, it should be noted that, pursuant to Article 8 of ENAV's Articles of Association and in compliance with Article 135 *undecies*.1 of Legislative Decree No. 58/1998, as amended (the "TUF"), participation in the Shareholders' Meeting may only take place through the representative designated pursuant to Article 135 *undecies* of the TUF, i.e. through Computershare S.p.A. (the "Designated Representative"), with registered office at Via Monte Giberto 33, 00138 Rome, in the manner indicated in the full version of the notice of call available on the Company's website ([www.enav.it](http://www.enav.it));
- appointment of the Board of Statutory Auditors;
- exercising of the right to submit questions before the Shareholders' Meeting, by 19 May 2025;
- organisational aspects relating to the Shareholders' Meeting;

is provided in the full notice of call, the relevant text of which is available at the registered office, on the Company *website* at [www.enav.it](http://www.enav.it), (section "Governance" - "2025 Shareholders' Meeting") and on the 1info authorised storage platform ([www.1info.it](http://www.1info.it)).

For the appointment of the Board of Statutory Auditors, please note that only Shareholders who, individually or jointly with other Shareholders, represent at least 1% of the share capital are entitled to submit lists. The shareholders must file their lists of candidates by **3 May 2025**. The documentation for the Shareholders' Meeting, including the reports of the Board of Directors and the resolutions proposed on the items on the agenda, is made available to the public, by the deadlines envisaged by law, in the same way.

Chair of the Board of Directors  
Attorney Alessandra Bruni