

# TREVISAN & ASSOCIATI

LAW FIRM

Viale Majno 45 - 20122 Milan

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mail@trevisanlaw.it

www.trevisanlaw.it

Dear

HERA S.p.A.

Viale Carlo Berti Pichat 2/4  
40127 - Bologna (BO)

by email: societario@gruppohera.it

Milan, 3 April 2026

**Subject: Submission of the slate for the Board of Statutory Auditors of  
HERA S.p.A. pursuant to Article 26 of the Articles of Association**

Dear HERA S.p.A.,

hereby, on behalf of the shareholders: Allianz Global Investors, manager of the funds: Allianz Dynamic Multi Asset Strategy SRI 75, Allianz Best Styles Europe Equity, Allianz Best Styles Europe Equity SRI; Amundi Asset Management SGR S.p.A., manager of the funds: Amundi Luxembourg-A-F European Eq Small Cap, Amundi Futuro PIR, AM Accumulazione Italia PIR 2030, Amundi Sviluppo Attivo Italia; Arca Fondi SGR S.p.A., manager of the fund Fondo Arca Azioni Italia; Etica SGR S.p.A., manager of the funds: Fondo Etica Azionario, Fondo Etica Bilanciato, Fondo Etica Obbligazionario Misto, Fondo Rendita Bilanciata, Fondo Etica Transizione Climatica, Fondo Etica Obiettivo Sociale; Eurizon Capital SGR S.p.A., manager of the funds: Eurizon Azioni Italia, Eurizon FIA Sviluppo Italia, Eurizon Fund - Equity Italy Smart Volatility, Eurizon Fund - Italian Equity Opportunities, Eurizon PIR Italia Azioni, Eurizon Progetto Italia 40, Eurizon Progetto Italia 70, Fideuram Italia, Piano Azioni Italia, Piano Bilanciato Italia 50, YourIndex SICAV – YIS MSCI Europe Universal, YourIndex SICAV – YIS MSCI World Universal; Fideuram Asset Management Ireland, manager of the fund Fonditalia Equity Italy; Interfund SICAV - Interfund Equity Italy; Dynamic Profile Fineco AM Fund I, Dynamic Profile Fineco AM Fund VI; Kairos Partners SGR S.p.A., in its capacity as Management Company of Kairos International SICAV – sub-funds: Italia and Key; Legal and General Assurance (Pensions Management) Limited; Mediolanum Gestione Fondi SGR S.p.A., manager of the funds: Mediolanum Flessibile Futuro Italia and Mediolanum Flessibile Sviluppo

Italia; Mediolanum International Funds Limited – Challenge Funds - Challenge Italian Equity, hereby file the joint slate, compliant with the gender balance requirements set out in the applicable sector regulations, for the appointment of the members of the Board of Statutory Auditors of your Company, to be resolved upon at the ordinary shareholders' meeting to be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna – at “Spazio Hera” – on 29 April 2026 at 10.00, in a single call, noting that the above shareholders collectively hold a percentage equal to 1.07152% (15,960,766 shares) of the share capital.

Sincerely,

*[signature]*

Giulio Tonelli

*[signature]*

**Andrea Ferrero**

SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD  
OF STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
Allianz Dynamic Multi Asset Strategy SRI 75	825537	0.06%
Allianz Best Styles Europe Equity	703758	0.05%
Allianz Best Styles Europe Equity SRI	753794	0.05%
Total	2283089	0.16%

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

## SLATE FOR THE BOARD OF STATUTORY AUDITORS

## Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

## Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility



SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY  
AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
Amundi SGR SpA - AMUNDI SVILUPPO ATTIVO ITALIA	669,750	0.04496
Amundi Luxembourg SA - A-F EUROPEAN EQ SMALL CAP	1,727,648	0.11599
Amundi SGR SpA - AMUNDI FUTURO PIR	13,025	0.00087
Amundi SGR SpA - AM ACCUMULAZIONE ITALIA PIR 2030	7,540	0.00051
Total	2,417,963	0.16233

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” – at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, among others, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

**Amundi Società di Gestione del Risparmio S.p.A.**

Headquarters: Via Cernaia 8/10 - 20121 Milan - MI - Italy  
Tel. (+39) 02 00 651 - amundi.it

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

#### SLATE FOR THE BOARD OF STATUTORY AUDITORS

##### Section I - Standing Auditors

No.	Name	Last name
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##### Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

\_\_\_\_\_  
Shareholders' signatures

Date \_\_\_\_\_

[electronic signature: Caterina Fiori  
Digitally signed by Caterina Fiori  
Date: 2026.03.26  
14:37:39+01'00']



Milan, 27 March 2026  
Ref. AD/1037 UL/dp

## SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	No. of shares	% of share capital
ARCA FONDI SGR - ARCA AZIONI ITALIA	849,000	0.06%
<b>Total</b>	<b>849,000</b>	<b>0.06%</b>

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, among others, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

[signature]

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

### SLATE FOR THE BOARD OF STATUTORY AUDITORS

#### Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

#### Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

[signature]

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

ARCA FONDI SGR S.p.A.  
The Chief Executive Officer  
(Mr Ugo Loeser)  
*[signature]*

*[signature]*

SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
ETICA SGR SPA FONDO ETICA AZIONARIO	63,968	0.0043%
ETICA SGR SPA FONDO ETICA BILANCIATO	132,978	0.009%
ETICA SGR SPA FONDO ETICA OBBLIGAZIONARIO MISTO	16,210	0.0011%
ETICA SGR SPA FONDO RENDITA BILANCIATA	29,587	0.002%
ETICA SGR SPA FONDO ETICA TRANSIZIONE CLIMATICA	128,136	0.0087%
ETICA SGR SPA FONDO ETICA OBIETTIVO SOCIALE	4,012	0.0003%
<b>Total</b>	<b>374,891</b>	<b>0.025%</b>

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” – at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, among others, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the



documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

#### SLATE FOR THE BOARD OF STATUTORY AUDITORS

##### Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

##### Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

##### The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,



hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*



Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

*[signature]*

Head of the Analysis and Research Area

Shareholders' signatures

Date 25/03/2026

SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF  
 STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
Eurizon Capital SGR S.p.A. - EURIZON AZIONI ITALIA	756,420	0.051%
Eurizon Capital SGR S.p.A. - Eurizon FIA Sviluppo Italia	30,000	0.002%
Eurizon Capital SGR S.p.A. - Eurizon Fund - Equity Italy Smart Volatility	95,986	0.006%
Eurizon Capital SGR S.p.A. - Eurizon Fund - Italian Equity Opportunities	160,000	0.011%
Eurizon Capital SGR S.p.A. - Eurizon PIR Italia Azioni	19,575	0.001%
Eurizon Capital SGR S.p.A. - Eurizon Progetto Italia 40	84,507	0.006%
Eurizon Capital SGR S.p.A. - Eurizon Progetto Italia 70	151,500	0.010%
Eurizon Capital SGR S.p.A. - Fideuram Italia	30,750	0.002%
Eurizon Capital SGR S.p.A. - Piano Azioni Italia	437,153	0.029%
Eurizon Capital SGR S.p.A. - Piano Bilanciato Italia 50	63,518	0.004%
Eurizon Capital SGR S.p.A. - YourIndex SICAV - YIS MSCI Europe Universal	22,865	0.002%
Eurizon Capital SGR S.p.A. - YourIndex SICAV - YIS MSCI World Universal	2,552	0.0002%
<b>Total</b>	<b>1,854,826</b>	<b>0.125%</b>

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

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considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda,

including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

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##### Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

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No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same

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The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

[signature]

Shareholders' signatures

Date 27/03/2026



**SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF  
STATUTORY AUDITORS OF HERA S.P.A.**

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
FIDEURAM ASSET MANAGEMENT (Ireland) (FONDITALIA EQUITY ITALY)	610,614	0.041%
<b>Total</b>	<b>610,614</b>	<b>0.041%</b>

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

**SLATE FOR THE BOARD OF STATUTORY AUDITORS**

**Section I - Standing Auditors**

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

**Section II - Alternate Auditors**

No.	Name	Last name
1.	Silvia	Mignatti

*[signature]*

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents. *[signature]*



FIDEURAM  
ASSET MANAGEMENT IRELAND

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

Fideuram Asset Management (Ireland)

*[signature]*

Matteo Cattaneo

Milan, 26 March 2026

SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF  
STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
DYNAMIC PROFILE FINECO AM FUND VI	115,775.00	0.007578%
DYNAMIC PROFILE FINECO AM FUND I	19,733.00	0.001292%
Total	<b>135,508.00</b>	0.008869%

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

SLATE FOR THE BOARD OF STATUTORY AUDITORS

Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

FAM Series UCITS ICAV, registration number C176753

An open-ended umbrella type Irish Collective Asset-management Vehicle with segregated liability between sub-funds,  
authorised by the Central Bank of Ireland

Registered Office: 32 Molesworth Street, Dublin 2, Ireland

Regulated by the Central Bank of Ireland. VAT number: 3540404RH

Directors: James Finn (British and American, resident in Ireland), Lorenzo Di Pietrantonio (Italian, resident in Ireland), Fabio Melisso (Italian, resident in Ireland), Ciaran Brady (Irish), Fiona Mulhall (Irish)

## Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers’ Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in

the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;

- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

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Shareholders' signatures

Date 30/03/2026

**Signature:** *[signature]*

Lorenzo Di Pietrantonio (Apr 1, 2026 15:47:22 GMT+2)

**Email:** [l.dipietrantonio@finecoassetmanagement.com](mailto:l.dipietrantonio@finecoassetmanagement.com)

**INTERFUND SICAV**Société d'investissement à capital variable  
RC B807428, Boulevard de Kockelscheuer L-1821 Luxembourg  
B.P. 1106 L-1011 Luxembourg

Tél.: (+352) 27 027 1

**SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY  
AUDITORS OF HERA S.P.A.**

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
INTERFUND SICAV (INTERFUND EQUITY ITALY)	24,943	0.002%
<b>Total</b>	<b>24,943</b>	<b>0.002%</b>

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

**SLATE FOR THE BOARD OF STATUTORY AUDITORS****Section I - Standing Auditors**

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

## Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other

*[signature]*

companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;

3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

Interfund Sicav

*[signature]*

Matteo Cattaneo

Milan, 26 March 2026

**SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF  
STATUTORY AUDITORS OF HERA S.P.A.**

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
KAIROS PARTNERS SGR S.p.A. (in its capacity as Management Company of Kairos International Sicav – ITALY sub-fund)	75,561	0.00507%
KAIROS PARTNERS SGR S.p.A. (in its capacity as Management Company of Kairos International Sicav – KEY sub-fund)	1,150,000	0.07721%
Total	1,225,561	0.08228%

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

**Kairos Partners SGR S.p.A.**

**Registered office** Via San Prospero 2, 20121 Milan ·Tel +39 02 77 718 1 ·Fax +39 02 77 718 220 ·Certified email kairospartnerssgr@legalmail.it

**Local Units:** Piazza di Spagna 20, 00187 Rome ·Tel +39 06 69647 1 ·Fax +39 06 69647 750;

Via della Rocca 21, 10123 Turin ·Tel +39 011 3024 801 ·Fax +39 011 3024 844.

Share capital €5,135,478.79 fully paid-up. ·Member of the Banco BPM VAT Group with VAT no. 10537050964

Tax code and Companies' Register of Milan no. 12825720159·Economic and Administrative Index no. 1590299

Registered in the AMC register pursuant to Article 35 of the TUF under no. 21 in the UCITS Managers section and under no. 26 in the AIF Managers

section – Member of the National Guarantee Fund.

Member of the Banco BPM Banking Group and subject to the management and coordination of Banco BPM S.p.A.

SLATE FOR THE BOARD OF STATUTORY AUDITORS

Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers’ Regulation relating to

**Kairos Partners SGR S.p.A.**

**Registered office** Via San Prospero 2, 20121 Milan ·Tel +39 02 77 718 1 ·Fax +39 02 77 718 220 ·Certified email kairospartnersgr@legalmail.it

**Local Units:** Piazza di Spagna 20, 00187 Rome ·Tel +39 06 69647 1 ·Fax +39 06 69647 750;

Via della Rocca 21, 10123 Turin ·Tel +39 011 3024 801 ·Fax +39 011 3024 844.

Share capital €5,135,478.79 fully paid-up. ·Member of the Banco BPM VAT Group with VAT no. 10537050964

Tax code and Companies’ Register of Milan no. 12825720159·Economic and Administrative Index no. 1590299

Registered in the AMC register pursuant to Article 35 of the TUF under no. 21 in the UCITS Managers section and under no. 26 in the AIF Managers

section – Member of the National Guarantee Fund.

Member of the Banco BPM Banking Group and subject to the management and coordination of Banco BPM S.p.A.

the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;

- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

[signature]

Shareholders' signatures

Milan, 30/03/2026



Legal and General  
One Coleman Street  
London  
EC2R5AA

[legalandgeneral.com](http://legalandgeneral.com)

SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY AUDITORS OF HERA S.P.A.

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	No. of shares	% of share capital
Legal & General Assurance (Pensions Management) Limited	1,005,216	0.07
<b>Total</b>		

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

### submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

## SLATE FOR THE BOARD OF STATUTORY AUDITORS

### Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

### Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

#### Legal & General Investment Management Ltd

Legal & General Investment Management Ltd. Registered in England and Wales No. 02091894. Registered office: One Coleman Street, London EC2R 5AA. We are authorised and regulated by the Financial Conduct Authority.

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail mail@trevisanlaw.it; tonelli@trevisanlaw.it; ferrero@trevisanlaw.it.

[electronic signature: Signed by: EB49622371AF429...

Shareholders' signatures

Date 2 April 2026

**SLATE FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF STATUTORY  
AUDITORS OF HERA S.P.A.**

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
Mediolanum Gestione Fondi manager of the Mediolanum Flessibile Futuro Italia fund	3,835,080	0.26%
Mediolanum Gestione Fondi manager of the Mediolanum Flessibile Sviluppo Italia fund	665,000	0.04%
Total	4,500,080	0.30%

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, among others, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

**Registered office**  
 Palazzo Meucci - Via Ennio Doris  
 20079 Basiglio (MI) - T +39 02 9049.1  
 mgf@pec.mediolanum.it

[www.mediolanumgestionefondi.it](http://www.mediolanumgestionefondi.it)

**Mediolanum Gestione Fondi SGR p.A.**  
 Share capital €5,164,600.00 fully paid-up – Tax code – Registration with the Companies’ Register of Milan no. 06611990158 – VAT no. 10540610960 of the Banca Mediolanum VAT Group – Company belonging to the Mediolanum Banking Group – Company registered in the SGR register pursuant to Article 35 of Italian Legislative Decree no. 58/1998 under no. 6 in the UCITS Managers section and under no. 4 in the AIF Managers section – Member of the National Guarantee Fund – Company subject to the management and coordination of Banca Mediolanum S.p.A. – Company with sole shareholder

## SLATE FOR THE BOARD OF STATUTORY AUDITORS

### Section I - Standing Auditors

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

### Section II - Alternate Auditors

No.	Name	Last name
1.	Silvia	Mignatti

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders' agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers' Regulation approved by resolution 11971/99 ("Issuers' Regulation") and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as

referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;

- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).

[signature]

Shareholders' signatures

Milano Tre, 25 March 2026

The undersigned ordinary shareholders of HERA S.p.A. (the “Company” and/or “Issuer”), representing the following percentages of share capital:

Shareholder	no. of shares	% of share capital
Challenge Funds – Challenge Italian Equity	682,800	0.04583969%
Total	682,800	0.04583969%

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DS:  
[initials]]

whereas

- the ordinary shareholders' meeting of the Company has been called, which will be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna - at “Spazio Hera” - at 10.00 on 29 April 2026, or at the different place, date and time, in the event of correction and/or amendment and/or supplementation of the notice of call by the Company (“Meeting”) where it will be held, *inter alia*, to appoint the members of the Board of Statutory Auditors by way of slate voting,

having regard

- to the requirements of current laws and regulations, the Company’s Articles of Association (“Articles of Association”) and the Corporate Governance Code of Borsa Italiana S.p.A. (“Corporate Governance Code”), for the submission of the slate of candidates for the above appointment, including the rules on the relationship between reference shareholders and minority shareholders,

considering

- the indications contained, in addition to the notice of call, in the Illustrative Report of the Board of Directors of the Company regarding the items on the Agenda, including the documentation referred to therein (“Report”) pursuant to Article 125-ter of Legislative Decree no. 58/98 (“Consolidated Law on Finance” or “TUF”), as published on the Issuer’s website,

### submit

- the following slate of candidates in the persons and order indicated for the election of the Board of Statutory Auditors of the Company:

Mediolanum International Funds Ltd  
No. 3 Dublin Landings  
North Wall Quay  
Dublin 1  
D01 C4E0  
Ireland

Registered in Dublin No: 264023  
Directors: K Zachary, C Bocca (Italian), M Nolan, F Frick (Swiss),  
F Pietribiasi (Managing) (Italian), M Hodson,  
C Jaubert (French), E Fontana Rava (Italian), C Bryans.

SLATE FOR THE BOARD OF STATUTORY AUDITORS

**Section I - Standing Auditors**

No.	Name	Last name
1.	Giacinto Gaetano	Sarubbi

**Section II - Alternate Auditors**

No.	Name	Last name
1.	Silvia	Mignatti

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signature:  
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[initials]]

The candidate indicated first in the Section of the slate relating to the Standing Auditors shall be deemed to be proposed as the Chair of the Board of Statutory Auditors in accordance with the law.

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signature:  
DS:  
[initials]]

The undersigned Shareholders

also declare

- the non-existence of any links and/or significant relations, also pursuant to Communication no. DEM/9017893 of 26.2.2009, with shareholders who – on the basis of the disclosures of significant shareholdings pursuant to Article 120 TUF or the publication of shareholders’ agreements pursuant to Article 122 TUF, which can be seen today, respectively, on the CONSOB website and on the website of the Issuer – hold, also jointly, a controlling shareholding or a relative majority shareholding as provided for by Article 148, II paragraph, TUF and Article 144-quinquies of the Issuers’ Regulation approved by resolution 11971/99 (“Issuers’ Regulation”) and, more generally, by the Articles of Association and the regulations in force;
- that they undertake to produce, upon justified request of the Company, appropriate documentation to confirm the truthfulness of the declared data, as well as to make a new declaration if the current situation should change,

hereby authorise

Giulio Tonelli (TIN TNL GLI 79B27 E463Q) and Andrea Ferrero (TIN FRR NDR 87E05 L219F) with address for service at the Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 to submit, in their own name and on their behalf and also severally among themselves, this slate of candidates for the appointment of the Board of Statutory Auditors of the Company, together with the related

documentation, authorising them, at the same time, to inform the competent authorities and the stock exchange operators of such submission, if insofar as this is necessary.

\* \* \* \* \*

The slate is accompanied by the following documentation:

- 1) declaration by each candidate of acceptance of the nomination, certifying, also, under his or her own responsibility, the non-existence of any causes of ineligibility and incompatibility (also pursuant to the rules of the Issuers' Regulation relating to the maximum number of offices held), as well as the existence of the independence requirements provided for by Article 148, paragraph III, TUF and the Corporate Governance Code, and the requirements of integrity and professionalism, including those prescribed by Ministerial Decree no. 162 of 30 March 2000, as referred to in the Report and, in any event, by the legislative and regulatory provisions in force, the Articles of Association and the Corporate Governance Code to hold the office of Statutory Auditor of the Company, as well as, more generally, by any further provisions, as applicable;
- 2) curriculum vitae concerning the personal and professional characteristics of each candidate, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative (see also Article 2400 of the Italian Civil Code) and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- 3) copies of the candidates' identity documents.

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[initials]]

The disclosure/certification - regarding the ownership of the number of shares registered to those entitled on the day of submission of the slate - will be forwarded to the Company in accordance with current regulations.

\* \* \* \* \*

Should your Company need to contact the parties submitting this slate, please contact Trevisan & Associates Law Firm in Milan, Viale Majno no. 45 at phone (+39) 02/8051133 and fax 02/8690111, e-mail [mail@trevisanlaw.it](mailto:mail@trevisanlaw.it); [tonelli@trevisanlaw.it](mailto:tonelli@trevisanlaw.it); [ferrero@trevisanlaw.it](mailto:ferrero@trevisanlaw.it).



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Shareholders' signatures

Date 25/3/2026 | 19:14 GMT

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[initials]]

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signature:  
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[initials]]

Mediolanum International Funds Ltd  
No. 3 Dublin Landings  
North Wall Quay  
Dublin 1  
D01 C4E0  
Ireland

Registered in Dublin No: 264023  
Directors: K Zachary, C Bocca (Italian), M Nolan, F Frick (Swiss),  
F Pietribiasi (Managing) (Italian), M Hodson,  
C Jaubert (French), E Fontana Rava (Italian), C Bryans.

Tel: +353 1 2310800  
Fax: +353 1 2310805

Mediolanum International Funds Limited is regulated by the Central Bank of Ireland

DECLARATION OF ACCEPTANCE OF THE OFFICE OF STANDING  
AUDITOR AND CERTIFICATION OF EXISTENCE OF THE STATUTORY  
REQUIREMENTS

The undersigned GIACINTO GAETANO SARUBBI, born in MILAN on 08/01/1963, tax code SRBGNT63A08F205F

whereas

- A) he has been designated by certain shareholders for the purposes of the election of the members of the Board of Statutory Auditors at the ordinary shareholders' meeting of HERA S.p.A. (the "Company") to be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna – at "Spazio Hera" – on 29 April 2026 at 10.00, in a single call, or at a different place, date and time in the event of amendment and/or modification and/or update of the notice of call by the Company (the "Shareholders' Meeting"),
- B) I am aware of the requirements provided for by the applicable laws and regulations and the Company's Articles of Association ("Articles of Association") for assuming the office of Statutory Auditor of the Company, including what is stated, in addition to the notice of call, in the Illustrative Report of the Board of Directors regarding the items on the Agenda, including the documentation referred to therein ("Report") pursuant to Article 125-ter of Legislative Decree no. 58 of 24 February 1998 ("Consolidated Law on Finance" or "TUF"), as published on the Company's website,

in light of all of the above,

I, the undersigned, under my sole and exclusive responsibility, in accordance with the law and the Articles of Association, as well as for the effects of Article 76 of Presidential Decree no. 445 of 28 December 2000, for cases of forgery and false statements,

hereby declare

- the non-existence of any causes of ineligibility, forfeiture or incompatibility (also pursuant to Article 2399 of the Italian Civil Code and the rules of the CONSOB Regulation adopted by resolution no. 11971 of 14 May 1999 ("Issuers' Regulation") relating to the maximum number of offices held), as well as the possession of all the requirements of independence set forth in Article 148, paragraph 3, TUF and the Code of Corporate Governance promoted by the Corporate Governance Committee ("Corporate Governance Code"), integrity and professionalism<sup>1</sup> including those prescribed by Ministry of Justice Ministerial Decree no. 162 of 30 March 2000, as well as indicated in the Report and, in any case, by current legislative and regulatory provisions, the Articles of Association, the Corporate Governance Code and, more generally, any further provisions as applicable, necessary for holding the office of Statutory Auditor of the Company;

---

<sup>1</sup> Meaning matters and fields of activity closely related to those of the business conducted by the Company, those related to or inherent in the business conducted by the Company and referred to in Article 4 of the Articles of Association.

*[signature]*

- that I do not exercise and/or hold similar offices in the management, supervisory and control bodies in companies or groups of companies in competition with the Company;
- that I do not hold offices of board member or statutory auditor to an extent equal to or greater than the limits established by current legislative and regulatory provisions (see, in particular, the provisions of Articles 148-bis TUF and 144-terdecies of the Issuers' Regulation) and the Articles of Association;
- that I am registered in the Register of Legal Auditors and have a minimum of three years' experience in auditing;
- that I have attached hereto my curriculum vitae, sufficient to provide comprehensive information on my personal and professional characteristics, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- that I undertake to promptly notify the Company and, on its behalf, the Board of Directors and the Board of Statutory Auditors of the Company of any changes to my declaration;
- that I undertake to produce, upon request of the Company, appropriate documentation to confirm the truthfulness of my declared data;
- that I am aware, pursuant to and for the purposes of the General Data Protection Regulation - Regulation (EU) 2016/679 and the legislation currently in force, that the personal data collected will be processed by the Company, including by informatic means, as part of the procedure for which this statement is made, authorising it to proceed with the publications required by law for this purpose;

I also declare

- that I irrevocably accept my nomination and possible appointment to the position of Standing Auditor of the Company;
- that I am not a candidate in any other slate submitted in connection with the election of the body and/or corporate bodies of the Company to be held at the Shareholders' Meeting.

Yours faithfully,

Signature: *[signature]*

Place and Date:

Milan, 27 March 2026

*I hereby authorise the processing of my personal data in accordance with Regulation (EU) 679/2016 for any purpose related to the activities related to the acceptance of the same.*

# CURRICULUM VITAE

## Giacinto Sarubbi

Viale Andrea Doria 48/ A, 20124 Milano  
Phone: +39 02 67076981  
e-mail : [giacinto.sarubbi@sarubbipoggi.it](mailto:giacinto.sarubbi@sarubbipoggi.it)

Born in Milan on January 8, 1963

**Certified Public Accountant,  
Statutory and Sustainability Auditor,  
Technical Advisor for Milan Law-Court**

### Education:

- Graduated in Business Administration;
- Languages:  
English.

### Qualifications:

- Registered to the **certified Public Accountants of Milan since 1987**, No. 2209;
- From 1995 he is **Statutory Auditor** (Ministerial Decree of April 12, 1995, gazetted on April 21, 1995, No. 31 bis, registration No. 53062);
- Since March 1995 registered to the **Technical Advisors for Milan Law-Court** - (No. 8270, then No. 1056 as per latest renewal of 28/02/2024), currently for the following specializations: Stock Market and Securities, Corporate Accounting, Corporate Auditing, Banking and Financing, Corporate Valuations;
- From 1995 to 2015 he was a member of the **National Journalist Register as publisher**, co-operating with some financial magazines and publishing some articles on corporate and tax matters.
- Since 2022 Judicial Administrator registered in the **Register of Judicial Administrators** - Ordinary section - Ministry of Justice (registration No. 3582);
- Since 2022, registered in the List of **Experts for negotiated settlement of business crises**, pursuant to art. 3, paragraph 3, first sentence, of Legislative Decree 24 Aug., 2021 No. 118, converted with amendments by Law 21 Oct., 2021 No. 147;
- Since 2025 qualified as a **Sustainability Auditor** by decree of the Ministry of Economy and Finance to carry out the activity of certifying the conformity of sustainability reporting, in accordance with the provisions of Legislative Decree 27 Jan., 2010 No. 39 in implementation of EU Directive 2022/2464.



## **Giacinto Sarubbi**

*Certified Public Accountant, Statutory and Sustainability Auditor, Technical Advisor for Milan Law-Court*

### **CURRICULUM VITAE**

#### **Professional Experience**

- **Since 1987** promoting partner of professional firm operating in Milan, he provided tax and accounting/financial consulting activities and company organization, for many national and international companies.
- In **1991** he was the promoting partner of SAREVI S.a.s., an audit company providing voluntary certification of financial statements.
- **Since 1997** he is promoter partner of SIGMAGEST S.p.A., a company providing management and organizational consultancy, operating - *inter alia* - in the field of corporate governance;
- From 1999 to June 2002 he became a **Partner of ARTHUR ANDERSEN**, an international company operating in the field of auditing and corporate consultancy and a member of the Board of Andersen Italia (also COO of the Group), assuming the following roles:
  - Managing Partner of **ARTHUR ANDERSEN** Process Solutions S.r.l.
  - Managing Partner of **ARTHUR ANDERSEN** Integrated Business Services S.r.l.
  - Managing Partner of **ARTHUR ANDERSEN** Shared Services S.p.A.
- From July 2002 to March 2005 he was **partner in ERNST & YOUNG** and member of the **Board of the Italian organization** (also **Group COO**) and, in the same time, from September 2003 to March 2005 he also was the **managing partner of ERNST & YOUNG Italian tax practice (Studio Legale e Tributario)**.
- From academic year 2007/2008 to academic year 2008/2009 he has been qualified lecturer at **BOCCONI UNIVERSITY** in Milan.

Milan, March 27th, 2026



**Giacinto Sarubbi**

*Certified Public Accountant, Statutory and Sustainability Auditor, Technical Advisor for Milan Law-Court*

**CURRICULUM VITAE**

**List of current appointments in companies:**

- Member of the Board of Directors of **BANCA MEDIOLANUM S.p.A.**  
as from April 2018 (listed on stock exchange)
- Member of the Board of Statutory Auditors of **LIDL ITALIA S.r.l.**
- Member of the Board of Statutory Auditors of **LIDL SERVIZI IMMOBILIARI S.r.l.**

Milan, March 27<sup>h</sup>, 2026



**Giacinto Sarubbi**

*Certified Public Accountant, Statutory and Sustainability Auditor, Technical Advisor for Milan Law-Court*

*CURRICULUM VITAE*

*Giacinto Sarubbi*

**List of the main appointments held in the past:**

- Managing Director of **ARTHUR ANDERSEN** Shared Services S.p.A.
- Managing Director of **ARTHUR ANDERSEN** Process Solutions S.r.l.
- Managing Director of **ARTHUR ANDERSEN** Integrated Business Services S.r.l.
  
- Managing Partner of **STUDIO LEGALE E TRIBUTARIO** in alliance with **ERNST & YOUNG**  
(senior M.P.)
  
- Member of the Management Board of **FINLOMBARDA** S.p.A.
  
- Chairman of the Board of Statutory Auditors of **ANSALDO STS** S.p.A. (listed on stock exchange)  
as from 2008 up to 2017
- Chairman of the Board of Statutory Auditors of **A2A** S.p.A. (listed on stock exchange)  
as from 2014 up to 2022
- Chairman of the Board of Statutory Auditors of **WEBUILD** S.p.A. (listed on stock exchange)  
as from 2017 up to 2022
  
- Chairman of the Board of Statutory Auditors of **QUATTROR SGR** S.p.A. (CDP subsidiary)



Milan, March 27<sup>th</sup>, 2026

DECLARATION OF ACCEPTANCE OF THE OFFICE OF ALTERNATE  
AUDITOR AND CERTIFICATION OF EXISTENCE OF THE STATUTORY  
REQUIREMENTS

The undersigned SILVIA MIGNATTI, born in BOLOGNA (BOLOGNA) on 23/12/1968, tax code MGNSLV68T63A944P,

whereas

- A) he has been designated by certain shareholders for the purposes of the election of the members of the Board of Statutory Auditors at the ordinary shareholders' meeting of HERA S.p.A. (the "Company") to be held at the registered office of Hera S.p.A. – Viale C. Berti Pichat no. 2/4, Bologna – at "Spazio Hera" – on 29 April 2026 at 10.00, in a single call, or at a different place, date and time in the event of amendment and/or modification and/or update of the notice of call by the Company (the "Shareholders' Meeting"),
- B) I am aware of the requirements provided for by the applicable laws and regulations and the Company's Articles of Association ("Articles of Association") for assuming the office of Statutory Auditor of the Company, including what is stated, in addition to the notice of call, in the Illustrative Report of the Board of Directors regarding the items on the Agenda, including the documentation referred to therein ("Report") pursuant to Article 125-*ter* of Legislative Decree no. 58 of 24 February 1998 ("Consolidated Law on Finance" or "TUF"), as published on the Company's website,

in light of all of the above,

I, the undersigned, under my sole and exclusive responsibility, in accordance with the law and the Articles of Association, as well as for the effects of Article 76 of Presidential Decree no. 445 of 28 December 2000, for cases of forgery and false statements,

hereby declare

- the non-existence of any causes of ineligibility, forfeiture or incompatibility (also pursuant to Article 2399 of the Italian Civil Code and the rules of the CONSOB Regulation adopted by resolution no. 11971 of 14 May 1999 ("Issuers' Regulation") relating to the maximum number of offices held), as well as the possession of all the requirements of independence set forth in Article 148, paragraph 3, TUF and the Code of Corporate Governance promoted by the Corporate Governance Committee ("Corporate Governance Code"), integrity and professionalism<sup>1</sup> including those prescribed by Ministry of Justice Ministerial Decree no. 162 of 30 March 2000, as well as indicated in the Report and, in any case, by current legislative and regulatory provisions, the Articles of Association, the Corporate Governance Code and, more generally, any further provisions as applicable, necessary for holding the office of Statutory Auditor of the Company;

---

<sup>1</sup> Meaning matters and fields of activity closely related to those of the business conducted by the Company, those related to or inherent in the business conducted by the Company and referred to in Article 4 of the Articles of Association.

*[signature]*

- that I do not exercise and/or hold similar offices in the management, supervisory and control bodies in companies or groups of companies in competition with the Company;
- that I do not hold offices of board member or statutory auditor to an extent equal to or greater than the limits established by current legislative and regulatory provisions (see, in particular, the provisions of Articles 148-bis TUF and 144-terdecies of the Issuers' Regulation) and the Articles of Association;
- that I am registered in the Register of Legal Auditors and have a minimum of three years' experience in auditing;
- that I have attached hereto my curriculum vitae, sufficient to provide comprehensive information on my personal and professional characteristics, accompanied by a list of offices on the Boards of Directors and Statutory Auditors of other companies and relevant pursuant to current legislative and regulatory provisions, the Articles of Association and the Corporate Governance Code;
- that I undertake to promptly notify the Company and, on its behalf, the Board of Directors and the Board of Statutory Auditors of the Company of any changes to my declaration;
- that I undertake to produce, upon request of the Company, appropriate documentation to confirm the truthfulness of my declared data;
- that I am aware, pursuant to and for the purposes of the General Data Protection Regulation - Regulation (EU) 2016/679 and the legislation currently in force, that the personal data collected will be processed by the Company, including by informatic means, as part of the procedure for which this statement is made, authorising it to proceed with the publications required by law for this purpose;

I also declare

- that I irrevocably accept my nomination and eventual appointment to the position of Alternate Auditor of the Company;
- that I am not a candidate in any other slate submitted in connection with the election of the body and/or corporate bodies of the Company to be held at the Shareholders' Meeting.

Yours faithfully,

Signature: *[signature]*

Milan, 26 March 2026

*I hereby authorise the processing of my personal data in accordance with Regulation (EU) 679/2016 for any purpose related to the activities related to the acceptance of the same.*

EUROPEAN FORMAT  
CURRICULUM VITAE



PERSONAL INFORMATION

Full name	<b>Silvia Mignatti</b>
Address	<b>No. 8 Via Porlezza, Milan</b>
Telephone no.	<b>+39 02 72.09.37.17</b>
Cell no.	<b>+39 3486429039</b>
Email address	<b><u>mignatti@bcand.it</u></b>
Nationality	<b>Italian</b>
Place and date of birth	Bologna - 23.12.1968

CURRENT WORK

Accountant & Partner, BC& Corporate, Tax, and Legal Consultants ([www.bcand.it](http://www.bcand.it)) - No. 8 Via Porlezza, Milan.

"Tax M&A and Deal Advisory" year 2024 as Ms.Silvia Mignatti

"Italian Legal Ranking by Milano Finanza in the following categories: Tax Corporate (Elite), M&A Mid Market (Best), M&A Small Cap (Selected), Tax M&A and Deal Advisory (Selected) and Real Estate (Selected)" year 2024 as BC& Studio di Consulenza Societaria Tributaria Legale

"Legal Boutiques of the Year" by Il Sole 24 Ore – years 2019, 2021 and 2022

"Professional Studio of the Year for M&A Corporate and Tax Advisory"  
Winner: "Le Fonti" International Prize, year 2018.

Registered member: French Chamber of Commerce.

Registered member: Indian Chamber of Commerce.

Registered member: Spanish Chamber of Commerce.

WORK EXPERIENCE

Defence counsel before the Tax Courts.

Corporate and tax adviser for an Electronic Money market leader.

Tax adviser: Bocconi University, Milan and San Raffaele University, Milan.

Tax adviser: San Raffaele University

Tax adviser: Humanitas University, Milan.

Tax adviser: Catholic University of the Sacred Heart (until 2004).

Corporate and tax adviser for primary medium and large industrial, service and large-scale retail companies.

Member: Statutory Auditors for Coca Cola Hbc Italia Srl

Chair: Statutory Auditors for CCH Circularpet Srl (Gruppo Coca Cola Hbc Italia Srl)

Sole Member: Statutory Auditor for Fonti del Vulture Srl (Gruppo Coca Cola Hbc Italia Srl)

Member: Statutory Advisors for IED – Istituto Europeo di Design SpA – Società Benefit and Fondazione Francesco Morelli

Member: Statutory Auditors for the Gruppo Segesta, a leader in the senior care sector- a subsidiary of the listed French Groupe Korian.

Sole Member: Statutory Auditor for Beinasco Srl and Altessano Srl (mono brand stores for Banco Fresco, Italian brand by Grand Frais having more than 250 brand stores in France, specialized in fresh goods).

Member: Statutory Auditors for medium-sized companies operating in the services sector.

Member: Statutory Advisors for IULM University – role now expired.

Chair: Statutory Auditors for the Associazione Alumni San Raffaele – role now expired.

Member: Statutory Auditors for ConfCommercio- Imprese per l'Italia, for the Province of Rome administrative area – role now expired.

Member: Statutory Auditors for the ALTAROMA company – role now expired.

Member: Statutory Advisors for Impredifi Lazio Società Cooperativa – role now expired.

Independent Director: Board of Fondazione Collegio San Carlo – Milano – role now expired.

Member: Statutory Auditors for the Unes Group- a leader in large-scale retail - role now expired.

Member: Statutory Auditors for the Chr. Hansen Italia SPA Group - a leader in the manufacture of natural colourings, specialising in the food sector - role now expired.

Partner: Studio Bernoni - Associated Professionals - Corporate, Tax, and Legal Consultants, no. 3 Piazza Meda, Milan, 1999 - 2004.

Freelance professional, Studio Bernoni, 1994 - 1999.

Gaining practical experience for entering the profession as a freelance, Studio Giani e Anelli- no.14 Viale Majno, Milan, 1993 - 1994.

Areas of competence: corporate consultancy and restructuring, tax planning, VAT in international relations, corporate contracts, tax disputes.



## EDUCATION AND TRAINING

Registered member: Register of Statutory Auditors, Official Italian Gazette no. 87 dated 2.11.1999, no. 83529.

Registered member: Register of Chartered Accountants of Milan since 15.12.1993, no. 3700.

Full-grade degree in Business and Economics, University of Genoa.

Sciences High School Diploma, M. L. King High School, Genoa.

Publicist for specialist magazines.

Speaker at conferences and training courses.

Member: various Study Committees within my professional registration body.

## INTERPERSONAL AND PROFESSIONAL CAPABILITIES AND SKILLS

- Knowledge of techniques for effective and persuasive interpersonal communication: excellent;
- Knowledge of personal mental coaching & sport mental coaching techniques (team and individual): excellent;
- Problem solving attitude and to lateral thinking.

## TECHNICAL SKILLS

IT systems:

Windows XP, 95, 98, 2000 and Vista; Microsoft Office and Apple applications (Word, Excel, Outlook, Power Point).



*I hereby authorise my personal information to be collected and processed in compliance with Italian Legislative Decree 196/2003).*




SELF-DECLARATION CONCERNING THE HOLDING OF POSITIONS OR OFFICES IN  
OTHER COMPANIES

The undersigned SILVIA MIGNATTI, born in BOLOGNA (BO), on 23/12/1968, tax code MGNSLV68T63A944P, with reference to the acceptance of the candidacy as member of the Board of Statutory Auditors of the company HERA S.p.A.

**HEREBY DECLARES**

that he/she has not administration and control positions in other companies.

Sincerely,

  
Signature

Milan, March 26, 2026