

MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING

CASSA DEPOSITI E PRESTITI S.P.A.

MEETING HELD ON 29 MAY 2025

On 29 May 2025 at 3 pm the Ordinary Shareholders' Meeting of Cassa Depositi e Prestiti Società per Azioni - CDP S.p.A. was held at its registered office in Rome, Via Goito 4, with a share capital of 4,051,143,264 euro (four billion fifty-one million one hundred forty-three thousand two hundred sixty-four), fully paid-in, tax code and registration with the Companies' Register of Rome no. 80199230584 (CDP), to vote on the following

agenda

1. Approval of the separate financial statements as of 31 December 2024. Presentation of the consolidated financial statements as of 31 December 2024. Report of the Directors, including the consolidated sustainability report for 2024, the Board of Statutory Auditors and the Independent Auditors
2. Allocation of net income for the year

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In accordance with Article 14 of the current Articles of Association, the chairmanship of the Shareholders' Meeting was assumed by Mr Giovanni Gorno Tempini, Chairman of the Board of Directors, connected via video conference. He proposed that the Meeting appoint Mr Alessandro Tonetti, Deputy General Manager, Head of Legal, Corporate and Regulatory Affairs and Secretary to the Board of Directors of CDP as secretary responsible for preparing the minutes.

The Shareholders' Meeting unanimously agreed by a show of hands.

The Chairman declared and acknowledged that:

- the Shareholders' Meeting was duly convened pursuant to Article 12, paragraph 1, of the current Articles of Association by means of a notice sent on 9 May 2025 by certified email, with proof of receipt at least eight days prior to the Shareholders' Meeting;
- In accordance with Article 106 of Italian Decree-Law no. 18/2020, as subsequently extended most

recently under Article 3, paragraph 14-sexies, of Italian Law no. 15 of 21 February 2025, participation in the Shareholders' Meeting took place via video communication systems previously indicated by CDP.

- the Shareholders' Meeting was inquorate on first call (i.e., on 22 May 2025);
- the rules for participation in the Shareholders' Meeting, which is also held by video conference, pursuant to Article 13.4 of the Articles of Association were complied with;
- the identity and entitlement of those present had been ascertained;
- the Company holds 4,451,160 ordinary CDP shares, representing approximately 1.3% of the share capital. These shares are therefore “treasury shares”;
- the voting rights for those treasury shares are suspended but the shares are included in calculating the majorities required for the quorum of this Shareholders' Meeting and for its resolutions pursuant to Article 2357 *ter* (2) of the Italian Civil Code;
- present in person or by proxy – with proxies deemed valid and recorded in the company's records – were holders of 337,479,329 ordinary shares, representing 98.554% of the share capital of 4,051,143,264 euro, specifically: (i) the Ministry for the Economy and Finance, represented by Angela Florio; (ii) Fondazione Pescarabruzzo, represented by General Manager Alessia Bascietto, connected via video conference; (iii) Fondazione Cassa di Risparmio di Trieste, represented by Chairman Massimo Paniccia, connected via video conference; (iv) Fondazione Banca del Monte di Rovigo, represented by Chairman Giorgio Lazzarini, connected via video conference; (v) Fondazione Cassa di Risparmio di Asti, represented by Head of Administration, Accounting and Asset Management Andrea Monti, connected via video conference; (vi) Fondazione Cassa di Risparmio di Firenze, represented by Head of Financial Asset Management Carmine Grimaldi; and (vi) 51 Foundations represented by delegates from the Associazione di Fondazioni e di Casse di Risparmio S.p.A. (ACRI) Giorgio Righetti, Maria Teresa Cucco and Benedetta Gesuele; all as detailed in Annex “A” to these minutes;
- in addition to Chairman Gorno Tempini, the following members of the Board of Directors were also present:
 1. Dario Scannapieco (Chief Executive Officer and General Manager);
 2. Stefano Cuzzilla;
 3. Francesco Di Ciommo, connected via video conference;
 4. Matilde Bini, connected via video conference;

5. Luisa D'Arcano, connected via video conference;
 6. Giorgio Lamanna, connected via video conference;
- the following members of the Board of Statutory Auditors were present:
 1. Carlo Corradini, connected via video conference;
 2. Franca Brusco;
 3. Davide Maggi;
 4. Patrizia Graziani, connected via video conference;
 5. Mauro d'Amico, connected via video conference.
 - the absence of Councillors who were not present was justified;
 - CDP's Head of Corporate Affairs, Ms Alessia di Giacomo, attended the meeting.

The Chairman declared the Shareholders' Meeting validly constituted after second call and fir to resolve on the above agenda.

The Chairman proposed that the Meeting address the first and second items on the agenda at the same time. The Shareholders' Meeting unanimously agreed by a show of hands.

The Shareholders' Meeting thus moved on to the discussion of the first and second items on the agenda.

1. Approval of the separate financial statements as of 31 December 2024. Presentation of the consolidated financial statements as of 31 December 2024. Report of the Directors, including the consolidated sustainability report for 2024, the Board of Statutory Auditors and the Independent Auditors

2. Allocation of net income for the year

The Chairman noted that at its meeting of 9 April 2025 the Board of Directors unanimously approved the draft separate financial statements for the year ended 31 December 2024 and that the financial statements, in the single electronic reporting format required by Commission Delegated Regulation (EU) 2019/815 of 17 December 2018, including the report of the Board of Directors including the first consolidated sustainability report for 2024, the report of the Board of Statutory Auditors, and the report of Independent Auditors Deloitte & Touche S.p.A. as well as the statement of the Chief Executive Officer and Manager in charge with preparing the company's financial reports, was made available to the public at the company's registered office and on CDP's website by the legal time limits (Annex "B" to these minutes).

He reported that at that same meeting the Board of Directors unanimously approved the Group's consolidated financial statements as at 31 December 2024 (included in the file annexed as "B"), which CDP is required to prepare as a result of its control over several investee companies. He specified that these statements were also made available to the public at the company's registered office and on the CDP website by the statutory deadline and were being presented to today's Meeting, although they were not subject to approval.

Having pointed out that CDP's 2024 separate financial statements reported a net income of 3,275,647,294.24 euro, the Chairman proposed not to read out the financial statements (consolidated and annual) or the associated reports, which are available to the public, the copies of which, included in the meeting's record, are acknowledged as read and understood.

The Shareholders' Meeting unanimously agreed by a show of hands.

With regard to the distribution of the profits, the Chairman recalled the Board of Directors' proposal to allocate the profit for the year ending 31 December 2024, in the amount of 3,275,647,294.24 euro: (i) for 2,129,272,437.60 euro, equal to 6.30 euro per share, corresponding to 65% of the distributable profit, as a dividend to be distributed and (ii) for 1,146,374,856.64 euro as residual earnings to be carried forward. Lastly, he noted that CDP's share capital is composed of 342,430,912 ordinary shares, of which 4,451,160 are held by the company as treasury shares and therefore without entitlement to profit in accordance with Article 2357-ter of the Civil Code.

The Chairman gave the floor to Mr Corradini, Chairman of the Board of Statutory Auditors, who presented the report of the Board of Statutory Auditors (included in the attached file "B").

The Chairman then opened the discussion.

Ms Florio, delegate of the shareholder Ministry for the Economy and Finance, took the floor. She acknowledged the reports of the Directors, including the first consolidated sustainability report for 2024, of the Board of Statutory Auditors and of the independent auditors Deloitte & Touche, and (i) proposed the approval of CDP's separate financial statements as at 31 December 2024, and (ii) expressed the majority shareholder's support for the proposed allocation of profit put forward by the Board of Directors, asking to specify that the dividend for shareholders has to be paid within 30 days from today.

The Chairman asked the attendees if there were any other comments. Since there were none, the Chairman then invited the Shareholders' Meeting to vote (i) on the separate financial statements as at 31 December 2024, as made available to the public at the company's registered office and on CDP's website, and showing in the file attached to these minutes, and (ii) on the proposal for the distribution of the profits.

Having heard the Chairman's presentation and the proposals of the shareholder Ministry of Economy and Finance, having acknowledged the Report of the Board of Directors, which includes the first consolidated sustainability report for 2024, and the Report of the Board of Statutory Auditors, as well as the Reports of the Independent Auditors, the statement of the Chief Executive Officer and the Manager in charge with preparing the company's financial reports, the consolidated financial statements as at 31 December 2024, by roll call and show of hands, the Shareholders' Meeting, unanimously

acknowledged

- the 2024 consolidated financial statements; and

resolved

- to approve the separate financial statements as at 31 December 2024 which report a profit of 3,275,647,294.24 euro.
- to approve the allocation of the net income for the period amounting to 3,275,647,294.24 euro as follows:
 - o 2,129,272,437.60 euro, equal to 6.30 euro per share, as a dividend to be paid within 30 days of the date of this meeting;
 - o 1,146,374,856.64 euro as retained earnings to be carried forward.

Upon conclusion of the resolutions, Ms Cucco took the floor and, on behalf of the Foundations represented by ACRI, expressed full satisfaction with the results achieved and extended sincere thanks to the Chairman, Chief Executive Officer, Board of Directors and Board of Statutory Auditors for their work, as well as to the entire organisation for their excellent work. She added that CDP stood out for the quality and effectiveness of its initiatives, confirming its position as a leading institution at the country's service. In this she was joined by the Ministry of Economy and Finance and the Cassa di Risparmio di Trieste Foundation.

The Chairman and the Chief Executive Officer thanked her, also on behalf of the Board of Directors.

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At 3.20 pm the Chairman suspended the meeting.

The Chairman of the Board of Directors

Giovanni Gorno Tempini

The Secretary

Alessandro Tonetti