

MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING

CASSA DEPOSITI E PRESTITI S.P.A.

MEETING HELD ON 3 JUNE 2026

On 3 June 2026, at 10:00 a.m., 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 2025. Presentation of the consolidated financial statements as of 31 December 2025. Report of the Directors, 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, Regulatory and European Affairs and Secretary to the Board of Directors of CDP as secretary responsible for preparing the minutes.

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

The Chairman declared and acknowledged that:

- the Shareholders' Meeting was duly called, pursuant to Article 12, paragraph 1, of the current Articles of Association, by means of a notice sent on 12 May 2026 by certified email, with proof of receipt at least eight days prior to the Shareholders' Meeting;
- the rules governing attendance at the Shareholders' Meeting, which is also held by videoconference pursuant to Article 13.4 of the Articles of Association, have been complied with;
- the identity and entitlement of those present had been ascertained;

- present in person or by proxy – with proxies deemed valid and recorded in the company’s records - were holders of 341,931,208 ordinary shares, representing 99.854% of the share capital of Euro 4,051,143,264, specifically, (i) the Ministry of Economy and Finance, represented by Angela Florio, Alessandro Vesci and Serena Maria Viggiano, connected via videoconference; (ii) Fondazione Cassa di Risparmio di Fabriano e Cupramontana, represented by Secretary General, Marco Boldrini; (iii) Fondazione di Piacenza e Vigevano, represented by Secretary General, Marco Mezzadri, connected via videoconference; (iv) Fondazione Cassa di Risparmio di Trieste, represented by Chairman, Massimo Paniccia, connected via videoconference; (v) Fondazione Cassa di Risparmio di Asti, represented by Head of Administration, Accounting and Asset Management Andrea Monti, connected via videoconference; (vi) Fondazione Cassa di Risparmio di Imola, represented by Secretary General, Lamberto Lambertini, connected via videoconference; (vii) Fondazione Cassa di Risparmio di Spoleto, represented by Chairman, Paolo Feliziani, connected via videoconference; (viii) Fondazione Cassa di Risparmio di Orvieto, represented by Chairman, Dr Libero Mario Mari, connected via videoconference; (ix) Fondazione Cassa di Risparmio di Ascoli Piceno, represented by Chairman, Maurizio Frascarelli, connected via videoconference; (x) Fondazione Pescaraabruzzo, represented by delegate Marco Pagano, connected via videoconference; and (xi) No. 51 Foundations represented by delegates from Associazione di Fondazioni e di Casse di Risparmio S.p.A. (ACRI), Giorgio Righetti, Maria Teresa Cucco and Vito Vicini, connected via videoconference, all as detailed in Annex “A” to these minutes;
- in addition to Chairman Gorno Tempini, the following members of the Board of Directors are present:
 1. Riccardo Barbieri Hermitte, connected via videoconference;
 2. Francesco Di Ciommo, connected via videoconference;
 3. Luisa D’Arcano, connected via videoconference;
 4. Giorgio Lamanna, connected via videoconference;
 5. Flavia Mazzearella, connected via videoconference;
 6. Valentina Milani, connected via videoconference;
- the absence of the Directors who were not present was justified;
- the following members of the Board of Statutory Auditors are present:
 1. Davide Maggi, connected via videoconference;
 2. Patrizia Arienti, connected via videoconference;

3. Patrizia Graziani, connected via videoconference;
 4. Giuseppe Zottoli, connected via videoconference.
- the absence of the Chairwoman of the Board of Statutory Auditors, Prof. Pierro, 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 able 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 2025. Presentation of the consolidated financial statements as of 31 December 2025. Report of the Directors, the Board of Statutory Auditors and the Independent Auditors*
2. *Allocation of the income for the year*

The Chairman noted that, at its meeting of 9 April 2026, the Board of Directors unanimously approved the draft separate financial statements as of 31 December 2025 and that the financial statements, in the single electronic reporting format provided for by Commission Delegated Regulation (EU) 2019/815 of 17 December 2018, including the report of the Board of Directors, the report of the Board of Statutory Auditors and the report of the independent auditors Deloitte & Touche S.p.A., as well as the certification of the Chief Executive Officer and the Manager in charge with preparing the company's financial reports, was made available to the public at the registered office and on CDP's website by the legal time limits (Annex "B" to these minutes).

He reported that, at the same meeting, the Board of Directors unanimously approved the Group's consolidated financial statements as of 31 December 2025 (included in file annexed as "B"), which CDP is required to prepare as a result 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 Shareholders' Meeting, although they were not subject to approval.

The Chairman proposed that the financial statements (consolidated and separate) and the accompanying reports, which are available to the public and copies of which are kept in the records of the meeting, not be read out and be deemed read and known.

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

With regard to the proposal for the distribution of the profit, the Chairman recalled the proposal of the Board of Directors to allocate the profit for the year ending 2025, in the amount of Euro 3,368,087,094.81: (i) for Euro 2,188,133,527.68, equal to Euro 6.39 per share and corresponding to 65% of the distributable profit, as a dividend to be distributed, and (ii) Euro 1,179,953,567.13 as residual earnings to be carried forward.

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, the Board of Statutory Auditors and the independent auditors Deloitte & Touche, and (i) proposed the approval of CDP's separate financial statements as of 31 December 2025 and (ii) expressed the majority shareholder's support for the proposed allocation of profit put forward by the Board of Directors, specifying that the dividend for shareholders had to be paid within 30 days from today.

The Chairman asked the attendees whether there are any further comments. Since there were none, the Chairman then invites the Shareholders' Meeting to resolve (i) on the separate financial statements as at 31 December 2025, as made available to the public at the company's registered office and on CDP's website and resulting from the file attached to these minutes, and (ii) on the proposal for the distribution of profit.

The Shareholders' Meeting, having heard the Chairman's presentation and the proposals of the shareholder Ministry of Economy and Finance, having acknowledged the Directors' report on operations and the report of the Board of Statutory Auditors, as well as the reports of the independent auditors, the certification of the Chief Executive Officer and the Manager responsible for preparing the company's financial reports, unanimously, by roll-call vote and show of hands,

acknowledged

- the 2025 consolidated financial statements; and

resolved

- to approve the separate financial statements as at 31 December 2025, showing a profit of Euro 3,368,087,094.81;

- to approve the allocation of the net income for the period, amounting to Euro 3,368,087,094.81:
 - o Euro 2,188,133,527.68, equal to Euro 6.39 per share, as a dividend to be distributed to the shareholders, to be paid within 30 days from the date of the Shareholders' Meeting;
 - o Euro 1,179,953,567.13 as retained earnings to be carried forward.

At the end of the resolutions, the Chairman emphasizes that financial year 2025 recorded the highest profit in CDP's history, highlighting the extraordinary work carried out by the company's structures. Ms Cucco also takes the floor and, on behalf of the Foundations represented by ACRI, and expresses full satisfaction with the results achieved during the year and for the work of the Chairman, the Chief Executive Officer, the Board of Directors, the Board of Statutory Auditors and all CDP's structures. She added that the activities carried out by CDP continue to show, in several areas, points of contact with the mission of the shareholder foundations, particularly with regard to the socio-economic development of local areas, both nationally and internationally, as well as the promotion of highly innovative and generative initiatives for the benefit of the country's competitiveness.

The Chairman thanked her, also on behalf of the Board of Directors and the company's structures.

The Chairman continued to consider the third and fourth items on the agenda.

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At 10:20 a.m., the Chairman suspended the meeting.

The Chairman of the Board of Directors

Dr Giovanni Gorno Tempini

The Secretary

Avv. Alessandro Tonetti