

Italgas S.p.A.: assessment of the requirements of Directors and Statutory Auditors

Milan, 26 May 2025 –The Board of Directors, which met today under the chairmanship of Mr Paolo Ciocca, on the basis of the information provided by the parties concerned, verified - with reference to all 9 Directors - compliance with the limitations on the accumulation of offices pursuant to the Resolution of Italgas' Board of Directors of 16 December 2024, who have no cause of ineligibility or incompatibility and who each possess the integrity requirements laid down by current legislation; it also determined, on the basis of declarations made that the Chairperson, Paolo Ciocca, and the Directors Cecilia Andreoli, Costanza Bianchini, Erika Furlani, Alessandra Faella and Gianmarco Montanari possess the requirements of independence required by the articles 147-ter, subsection 4, and 148, subsection 3, of the Consolidated Law on Finance and by Article 2 of the Corporate Governance Code (also in consideration of the qualitative and quantitative criteria approved by the Board of Directors to assess the importance of commercial, financial or professional relationships and additional remuneration).

The Board of Directors, on the basis of the assessments carried out by the Board of Statutory Auditors, also acknowledged that there were no causes of ineligibility, forfeiture and incompatibility as regards the Statutory Auditors and that they possess the requirements of professionalism and integrity prescribed in accordance with Italian Ministerial Decree No. 162 of 30 March 2000, as specified in art. 20.1 of the Bylaws, comply with the limits of accumulation of offices held, and possess the requirements of independence envisaged by the law and by the Corporate Governance Code (also considering the above mentioned qualitative and quantitative criteria).

The Board also verified that the composition of the Board itself and of the Board of Statutory Auditors complied with the provisions of the law and bylaws in force on gender equality. As of today the Company specifies, to the best of its knowledge, that Paolo Gallo holds 655,787 shares of Italgas S.p.A. and Gianmarco Montanari holds 200 shares of Italgas S.p.A..

The *curricula vitae* of Directors and Statutory Auditors are available on the website, on the Board of Directors and Board of Statutory Auditors pages, respectively.