

**MAIRE S.p.A.**

Viale Castello della Magliana, 27

00148 Rome

**ORDINARY SHAREHOLDERS' MEETING OF MAIRE S.P.A.  
 RESOLUTION PROPOSALS BY THE SHAREHOLDER GLV CAPITAL S.P.A. FOR TO THE  
 APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS**

Dear Sirs,

The undersigned GLV Capital S.p.A., with registered office in Rome, Piazzale Flaminio 9, registration number at Rome Companies' Register 07690471003 ("**GLV**"), holder of a total of no. 167,665,134 shares of MAIRE S.p.A. ("**MAIRE**" or the "**Company**"), without nominal value, equal to 51.02% of the shares with voting rights, as resulting from the communications provided for by Article 43 of the Consob/Banca d'Italia joint provision on post-trading dated August 13, 2018, sent to the Company within the legal terms by the intermediaries authorized to keep the accounts,

- with reference to the ordinary Shareholders' meeting of the Company, convened for April 14, 2025, in first call, and, if necessary, in second call for April 15, 2025, to deliberate, among other, also on the appointment of the Board of Statutory Auditors;
- following the list for the appointment of the Board of Statutory Auditors of MAIRE filed with the Company by the undersigned GLV;
- in view of Article 21 of the Articles of Association of MAIRE;
- taking into account the guidelines on the composition of the Board of Statutory Auditors, also with reference to the diversity criteria contained in the explanatory report on item 3 on the agenda of the aforementioned ordinary Shareholders' meeting published on the Company's website;

**proposes**

to the Shareholders' meeting to determine the annual remuneration for each Standing Statutory Auditor at Euro 60,000.00 (sixty thousand/00) and the annual remuneration for the Chairman of the Board of Statutory Auditors at Euro 80,000.00 (eighty thousand/00), in addition to the reimbursement of out-of-pocket expenses incurred for the performance of the office.

The undersigned GLV requests MAIRE to publish this proposal in accordance with the law.

Rome, March 19, 2025

**GLV Capital S.p.A.**

signed by Fabrizio Di Amato