

To the attention of

MAIRE S.p.A.

Viale Castello della Magliana, 27
00148 Rome

**ORDINARY SHAREHOLDERS' MEETING OF MAIRE S.P.A.
RESOLUTIONS PROPOSED BY THE SHAREHOLDER GLV CAPITAL S.P.A. FOR THE
APPOINTMENT OF THE BOARD OF DIRECTORS**

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 Regulation on post-trading, central counterparties, central depositories, and centralized management activities of 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, on first call, and, if necessary, on second call for April 15, 2025, to deliberate, among other, on the appointment of the Board of Directors;
- following the list for the appointment of the administrative body of MAIRE filed with the Company by the undersigned GLV;
- in view of Article 14 of the Articles of Association of MAIRE;
- considering the orientation on the optimal size and quantitative and qualitative composition of the new Board of Directors contained in the explanatory report on item 2 on the agenda of the aforementioned ordinary Shareholders' meeting published on the Company's website;

presents

the following resolutions proposals concerning the members of the Company's Board of Directors appointment:

Proposal on defining the number of members of the Board of Directors (item 2.1 on the agenda):

GLV, considering the guidelines defined in this regard by the Company's Board of Directors, proposes to determine the number of members of the Board of Directors as 9 (nine).

Proposal on defining the term of office of the Board of Directors (item 2.2 on the agenda):

GLV proposes to determine the term of office of the new directors at 3 (three) financial years, which will expire on the date of the Shareholders' meeting of the Company convened for the approval of the financial statements as of December 31, 2027.

Proposal regarding the appointment of the Chairman of the Board of Directors (item 2.4 on the agenda):

GLV proposes to appoint Mr. Fabrizio Di Amato as Chairman of the Board of Directors.

Proposal on defining the remuneration of the members of the Board of Directors (item 2.5 on the agenda):

GLV proposes to define the annual gross remuneration of each Director at Euro 60,000.00 (sixty 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 these proposals in accordance with the law.

Rome, March 19, 2025

GLV Capital S.p.A.

signed by Fabrizio Di Amato