

TERNA: STRENGTHENING OF THE ROLE OF SUSTAINABILITY IN THE BOARD COMMITTEES

Rome, 23 October 2024 – Today's meeting of the Board of Directors of Terna S.p.A. - in order to strengthen oversight regarding sustainability issues and ensure its integration with the governance issues and the long-term strategy, in line with regulatory developments and with the best national and international market practices - resolved to give greater relevance to the ESG goals, expanding the responsibilities of the Governance and Scenarios Committee and renaming to "**Sustainability, Governance and Scenarios Committee**".

Again, with a view to maximising synergies and aligning with the market best practices, the responsibilities concerning Nominations have been transferred from the Governance and Scenarios Committee to the Remuneration Committee, which now takes the name "**Remuneration and Nominations Committee**".

As a result of the above, the Board of Directors, without prejudice to the total number of four Board committees, established in the past and reiterated in the proposal formulated at the meeting of the Nominations, Governance and Scenarios Committee held on 16 September 2024, taking into account the skills and experience present in the Board, redefined the composition of the Committees as follows:

as members of the **Sustainability, Governance and Scenarios Committee**, the following Directors:

Igor De Biasio - Chair

Jean-Michel Aubertin - Member

Qinjing Shen - Member

Simona Signoracci - Member

Anna Chiara Svelto - Member

as members of the **Audit and Risk Committee** the following Directors:

Marco Giorgino - Chair

Enrico Tommaso Cucchiani - Member

Karina Audrey Litvack - Member

Jean-Michel Aubertin - Member

Francesco Renato Mele - Member

as members of the **Remuneration and Nominations Committee** the following Directors:

Enrico Tommaso Cucchiani - Chair
Regina Corradini D'Arienzo - Member
Gian Luca Gregori - Member
Karina Audrey Litvack - Member
Simona Signoracci - Member

as members of the **Related-Party Transactions Committee** the following Directors:

Anna Chiara Svelto - Chair
Marco Giorgino - Member
Angelica Krystle Donati - Member
Gian Luca Gregori - Member
Simona Signoracci - Member

All the members of the Committees are non-executive directors and, on the basis of the assessment made by the Board on 6 March 2024 and as of today, no circumstances have been disclosed that could compromise their independence, the Chairman Igor De Biasio as well as the Directors Angelica Krystle Donati, Enrico Tommaso Cucchiani, Gian Luca Gregori, Simona Signoracci, Marco Giorgino, Karina Audrey Litvack, Jean-Michel Aubertin and Anna Chiara Svelto meet the independence requirements pursuant to art. 148, paragraph 3, as required by Article 147-ter, paragraph 4 of the Consolidated Law on Finance, to Article 15.4 of the Articles of Association, to Article 2, Recommendation 7 of the Corporate Governance Code and Articles 2, 3, 5 and 6 of the document '*Criteria and procedure for assessing independence*'.

The summarised professional profiles of the Directors who are Board Committee members are available on the Company website (www.terna.it).