

**ORDINARY SHAREHOLDERS' MEETING OF TOSCANA AEROPORTI S.p.A.:**

- Financial Statements at December 31, 2022 approved
- Approval of the allocation of the profit for the year to the reserve
- Appointment of the new Board of Statutory Auditors for the three-year period 2023-2025
- Report on the Policy Regarding Remuneration and Fees Paid approved
- Appointment of the Independent Auditors for the years 2023-2031

*Florence, April 27, 2023* – The Ordinary Shareholders' Meeting of Toscana Aeroporti S.p.A. met today, chaired by Marco Carrai, only through the proxies granted to Computershare, in its capacity as the Appointed Representative pursuant to Article 135-undecies of Legislative Decree No. 58/1998 ("TUF") and in accordance with the provisions of Article 106 of Decree-Law No. 18/2020, as converted into law and as subsequently amended.

**Approval of the Financial Statements at December 31, 2022**

The Shareholders' Meeting of Toscana Aeroporti examined and approved, as proposed by the Board of Directors on March 15, 2023, the Financial Statements of the Parent Company and acknowledged the information contained in the Consolidated Financial Statements at December 31, 2022. As already disclosed to the market, Florence and Pisa airports handled 6.7 million passengers overall (+137.0% compared to 2021). An increase was recorded in both total revenues, which amounted to €90.4 million (+86.3% compared to 2021), and operating revenues, which amounted to €76.8 million (+118.6%). Consolidated EBITDA reached €20.9 million, compared to €6.3 million at December 31, 2021. The Group's net result returned to positive territory, with net profit at €4.7 million, sharply improving compared to the €5.3 million net loss at December 31, 2021. The General Shareholders' Meeting resolved to allocate the profit for the year of the Parent Company amounting to €2,054,996 to the legal reserve for €102,750 and the extraordinary reserve for €1,952,246.

**Renewal of the Board of Statutory Auditors**

Based on the lists submitted, the Shareholders' Meeting appointed:

- three Standing Auditors: Silvia Bresciani and Roberto Giacinti (candidates from the list submitted by the shareholder Corporacion America Italia S.p.A.) and Giorgio Corti (candidate from the list submitted by the shareholders Pisa Province, Municipality of Pisa and Toscana Nord Ovest Chamber of Commerce), and
- two Substitute Auditors: Maurizio Redeghieri Baroni (candidate from the list submitted by the shareholder Corporacion America Italia S.p.A.) and Francesco Rossi (candidate from the list submitted by the shareholders Pisa Province, Municipality of Pisa and Toscana Nord Ovest Chamber of Commerce).

It should be noted that, in accordance with the Articles of Association, two standing auditors, one of them acting as Chairman of the Board of Statutory Auditors, are appointed by Italian government ministries. The Ministry of Infrastructure and Transport appointed Leonardo Comucci standing auditor, whereas the Ministry of the Economy and Finance has not appointed any standing auditor to act as Chairman. Accordingly, the Board of

Statutory Auditors could not be formed in compliance with the law and the Articles of Association. The new Board of Statutory Auditors may only be considered to be formed following the said appointment. Therefore, the current outgoing Board of Statutory Auditors will remain in office under the *prorogatio* mechanism until the new Board of Statutory Auditors takes office.

In accordance with the applicable legal and regulatory provisions on gender equality and since the Ministry of Economy and Finance has not proceeded to the appointment within its remit, the appointments made today will be subject to adjustments based on the results of the voting and on the law on gender equality. Accordingly, if the member designated by the Ministry of Economy and Finance is a woman, the appointment of the above-mentioned members will be final. Conversely, should the said member be a man, Giorgio Corti will not be appointed and he will be replaced by Lara Lupi (both are candidates in the list submitted by the shareholders Pisa Province, Municipality of Pisa and Toscana Nord Ovest Chamber of Commerce).

The General Shareholders' Meeting also passed a resolution setting the remuneration of the Standing Auditors.

#### **Report on the Policy regarding Remuneration and Fees Paid**

The Shareholders' Meeting approved, by favourable and non-binding resolution, Section II of the Report on the Policy regarding Remuneration and Fees Paid, prepared pursuant to Article 123-ter, paragraph 6, of TUF.

#### **Appointment of the Independent Auditors**

Upon the Board of Statutory Auditors' reasoned recommendation, pursuant to applicable laws and the appendix subsequently made available to the Shareholders, the General Shareholders' Meeting appointed the firm KPMG S.p.A. as Independent Auditors for the years 2023-2031 and set the related remuneration.

The summary accounts of voting and the minutes of the said Shareholders' Meeting will be made available to the public in the manner and within the terms set forth by applicable laws at Toscana Aeroporti S.p.A.'s registered office, through the authorised storage mechanism IINFO ([www.iinfo.it](http://www.iinfo.it)), and on the Company' website [www.toscana-aeroporti.com](http://www.toscana-aeroporti.com), under the "Investor Relations/Corporate Governance/Shareholders' Meeting" section.

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*The Director responsible for financial reporting, Marco Gialletti, declares, pursuant to Article 154-bis, paragraph 2, of the Consolidated Law on Finance (TUF), that the accounting information contained in this press release corresponds to the documentary results, books and accounting records.*

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*This press release is also available on the website of the Company at the following address [www.toscana-aeroporti.com](http://www.toscana-aeroporti.com), "Investor Relations" section.*

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*Toscana Aeroporti S.p.A. is the management company of the Florence and Pisa airports. Founded on 1 June 2015 through the merger of AdF - Aeroporto di Firenze S.p.A. (managing company of the Florence A. Vespucci airport) and SAT - Società Aeroporto Toscano S.p.A. (managing company of the Pisa G. Galilei Airport), Toscana Aeroporti S.p.A. stands out for the complementary nature of the two airports, each with its own specific features: Florence airport focuses on the development of business and leisure traffic through full-service carriers, linking the major European hubs; whereas Pisa airport focuses mainly on tourism traffic operated by low-cost carriers and on cargo flights, paying particular attention to intercontinental connections. The Tuscan Airport System is one of the most important in Italy and is a driver of local economic development in one of the world's best known and most loved regions.*

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