

COURTESY TRANSLATION

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**MINUTES OF ORDINARY AND EXTRAORDINARY
SHAREHOLDERS' MEETING OF THE COMPANY "SALVATORE
FERRAGAMO S.P.A." HELD ON APRIL 16, 2025**

ITALIAN REPUBLIC

- May 6, 2025 -

In the year two thousand and twenty-five, on the sixth day of May, in Florence, Via Giambologna No. 4, in my studio.

I, the undersigned Dr. Francesco Steidl, Notary Public in Florence, registered with the College of Notaries of the United Notarial Districts of Florence, Pistoia and Prato, proceed to prepare the minutes of the meeting of the joint stock company named:

"SALVATORE FERRAGAMO S.P.A."

headquartered in Florence, via de' Tornabuoni No. 2, tax code and registration number with the Register of Companies of Florence 02175200480, no.

R.E.A. FI-464724, paid-up share capital of 16,879,000.00= euros, divided into 168,790,000 ordinary shares with no indication of par value, admitted to trading on the Euronext Milan market (formerly "Mercato Telematico Azionario") organized and managed by Borsa Italiana S.p.A.

These minutes are prepared by me, a notary public, in the time necessary for the timely execution of the filing and publication requirements pursuant to Article 2375 of the Civil Code and other applicable laws and regulations, in accordance with the following record of the ordinary and extraordinary shareholders' meeting held on April 16, 2025 at 9:30 a.m. at the company's registered office in Florence, Via Tornabuoni No. 2.

Mr. Leonardo Ferragamo, born in Fiesole on July 23, 1953, of whose personal identity I, the Notary Public, am certain, is present, and thanks him for attending the Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in ordinary and extraordinary session of which, at 9:30 a.m., in his capacity as Chairman of the Board of Directors, he assumes the Chairmanship in accordance with Article 15 of the Bylaws.

Notes that the Shareholders' Meeting is being held in a single call on this date by means of video and teleconference pursuant to Article 14 of the Bylaws and the Notice of Meeting, and therefore:

(i) attendance at the Shareholders' Meeting by those entitled to vote is permitted exclusively through Monte Titoli S.p.A., the shareholders' representative designated by the Company pursuant to Article 135-*undecies* of the TUF ("**Monte Titoli**" or the "**Designated Representative**") and, by way of derogation from Article 135-*undecies*, paragraph 4, of the TUF, also by granting the same Designated Representative a proxy or sub-delegation pursuant to Article 135-*novies* TUF; and

(ii) the attendance at the Shareholders' Meeting of the eligible persons other than those are entitled to vote (e.g., the members of the corporate bodies, the appointed secretary and the Designated Representative) shall also take place by means of telecommunications that guarantee their identification, in the manner individually communicated to them, in compliance with the applicable regulatory provisions.

He then invites me, the Notary Public, to proceed with the business of taking the minutes of today's meeting and to act as secretary pursuant to



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no. 18662

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Of Rule 10 of the Rules of Assembly. It also announces that:

- notice of the Shareholders' Meeting was made public March 14, 2025 in accordance with Article *125-bis* of Legislative Decree No. 58 of February 24, 1998 ("TUF") on the Company's website at <https://group.ferragamo.com>, Governance/Shareholders' Meeting 2025 Section and at the SDIR *eMarket* dissemination mechanism at www.emarketstorage.com, as well as in excerpts in the daily newspaper Milano Finanza on March 15, 2025;
- the Company has not received any request to supplement the agenda pursuant to and within the terms of Article *126-bis* of the TUF;
- the subscribed and paid-up share capital amounts to 16,879,000.00 euros, divided into 168,790,000 ordinary shares with no indication of par value, admitted to trading on Euronext Milan (formerly "Mercato Telematico Azionario") organized and managed by Borsa Italiana S.p.A.. The number of shares entitled to the premium is 108,784,220 (two voting rights for each share), totaling 277,574,220 voting rights;
- as of today's date, the Company holds 3,113,302 treasury shares, amounting to 1.845% of the share capital for which, in accordance with the law, voting rights are suspended. These shares are counted for the purpose of the regular constitution of the Shareholders' Meeting, but not for the purpose of calculating the majority required for the approval of the resolutions on the agenda.

Makes notes that, in addition at he Chairman,
for the Board Directors are present:

- Angelica Visconti (Vice Chairman), in person;
- Laura Donnini, connected by audio-video conference;
- Giacomo (James) Ferragamo, in person;
- Sara Ferrero, in person;
- Ernesto Greco, in person.

Councilors are absent with excuses:

- Niccolo Ferragamo;
- Patrizia Michela Giangualano; and
- Umberto Tombari.

He also reports that present for the Board of Statutory Auditors are the auditors:

- Andrea Balelli (Chairman of the Board of Statutory Auditors), connected by audio-video conference;
- Paola Caramella (Standing Auditor) in person.

Standing Auditor Giovanni Crostarosa Guicciardi is absent with justification. He also informs that:

- as anticipated and indicated in the notice of call, the Company has appointed Monte Titoli as the Designated Representative for the conferment of proxies and related voting instructions. The Company has made proxy forms available at its registered office and on its website;
- the Designated Representative participates via video conference link in the person of Claudia Ambrosini;

- Monte Titoli has declared, in its capacity as Designated Representative, that it has no interest of its own with respect to the proposed resolutions submitted to the vote. However, taking into account the existing contractual relations between Monte Titoli and the Company relating, in particular, to technical assistance at the shareholders' meeting and ancillary services, in order to avoid any subsequent disputes related to the supposed presence of circumstances capable of determining the existence of a conflict of interest as referred to in Article *135-decies*, paragraph 2, lett. f), of the TUF, Monte Titoli has expressly declared that, should circumstances occur that were unknown at the time of issuing the proxy, which cannot be communicated to the proxy giver, or in the event of amendments or additions to the proposals submitted to the Shareholders' Meeting, it does not intend to cast a vote that differs from that indicated in the instructions.

It then asks Monte Titoli to indicate the proxies issued within the legal time limits, and the Designated Representative declares that:

- 223 proxies were issued as follows:

* No. 14 proxies pursuant to Article *135-undecies* of the TUF for a total of 109,556,310 shares, corresponding to 218,338,620 voting rights by the entitled parties,

* No. 1 ordinary proxy pursuant to Article *135-novies* of the TUF, for a total of 2,000 shares corresponding to 2,000 voting rights, and no. 1 proxy pursuant to Article *135-novies* of the TUF, which incorporates 208 sub-delegations for a total of 16,246,946 shares corresponding 16,246,946 voting rights by the entitled parties,

- the verification of proxies was carried out accordance with the law and the Bylaws, in the manner prescribed by the Meeting Regulations and in compliance with current regulations; a formal request was made for the Designated Representative to make all the statements prescribed by law at the Meeting;

- for the intervening eligible parties, the respective intermediaries have sent the relevant notification pursuant Article *83-sexies* of the TUF, according to the results of their accounting records as of the *record date*.

The Chairman resumed the floor and recalled that the Company is subject to the management and coordination of Ferragamo Finanziaria S.p.A. pursuant to Articles 2497 et seq. of the Civil Code.

Informes that, according to the entries in the shareholders' register and notices received pursuant to Article 120 of the TUF and other information available to the Company, as of the *record date* the shareholders holding, directly or indirectly, a stake of 3% or more of the share capital are as follows:

- Ferragamo Finanziaria S.p.A. holding 54.28% of the share capital, corresponding to 66.009% of the total voting rights by virtue of the accrued voting surcharges on the 91,611,810 ordinary shares registered in the Special List established by the Company pursuant to Article *127-quinquies*, paragraph 2, of the TUF; and
- Majestic Honour Limited holder of 10,104,600 shares, or 5.99 percent of the share capital, corresponding to 3.64 percent of the total voting rights in
by virtue of the voting surcharges accrued by shareholders who applied for them.

It also informs that, to the Company's knowledge, a shareholders' agreement relevant pursuant to Article 122 of the TUF is in effect between Ferragamo Finanziaria S.p.A. (a company that, pursuant to Article 93 of the TUF, holds control of Salvatore Ferragamo S.p.A. and exercises management and coordination over it) and Majestic Honour Limited (a company indirectly controlled by Mr. Peter K. C. Woo). This shareholders' agreement, signed on June 29, 2017 - initially effective between the parties until June 29, 2020, first renewed for a period of three years, until June 29, 2023, and then further renewed on June 30, 2023 until June 29, 2026 - is aimed at regulating the commitments between the parties in relation to the *governance of the Company*.

Specifies that the aforementioned shareholders' agreement was notified to the relevant authorities and published in excerpts in accordance with current statutory and regulatory provisions on June 30, 2017, and again on June 30, 2020 following the tacit renewal, on April 7, 2022 for the updating of voting rights following the accrual of surcharges on certain shares of the Company, and lastly on July 4, 2023. For further details, please refer to the information on the Consob website and the Company's website.

The Chairman also notes that, within the terms and in the manner required by the applicable legal and regulatory provisions, documents relating to the items on the agenda have been filed and made available to the public at the Company's registered office and on the Company's website at <https://group.ferragamo.com>, Governance/Shareholders' Meeting 2025 Section, as well as at the *eMarket* SDIR storage mechanism at www.emarketstorage.com. In particular, the forms for the granting of proxies and sub-delegations to the Designated Representative pursuant to Articles *135-undecies* and *135-novies* of the TUF, the illustrative reports on the items on the agenda of the ordinary and extraordinary part of today's meeting, and the proposal received from the majority shareholder Ferragamo Finanziaria S.p.A. in relation to item 2, among others, have been made available to the public.

The Company has taken steps to publicize the above deposits to the market by issuing appropriate press releases posted on its website at <https://group.ferragamo.com>, Investor Relations/Press Releases Section.

Recall that for the 3,113,302 treasury shares, equal to 1.845% of the share capital, owned by the Company, voting rights are suspended in accordance with the law.

Asks for any lack of eligibility to vote or the existence of other situations that prevent the exercise of voting rights and, therefore, invites the Appointed Representative to declare any non-compliance of the proxies granted to it with the provisions of the TUF and the Issuers' Regulations, Article 2372 of the Civil Code, or the provisions of the Bylaws in force.

The Appointed Representative confirms the absence of any obstructive situations and the Chairman then ascertains that no lack of eligibility to vote or existence of other situations preventing the exercise of voting rights is reported.

Finally, it declares that, in accordance with EU Regulation No. 679/2016 and the

national regulations in force regarding *privacy*, personal data collected at the time of admission to the Shareholders' Meeting shall be processed and stored by the Company, in computer and paper form, for the purpose of the regular conduct of the Shareholders' Meeting proceedings and for the proper recording of the same, as well as for related and possible corporate and legal obligations.

Recall that the data subject may exercise the rights set forth in Articles 15 - 21 of the aforementioned Regulations and thus request, among other things, updates and corrections of personal data.

The Appointed Representative spoke, who announced that were 194 attendees totaling 125,805,256 shares, representing 74.534% of the share capital of Salvatore Ferragamo S.p.A., amounting to 234,587,566 votes representing 84.513% of the total voting rights, and that the list of proxy attendees was prepared.

The Chairman informed that they will be attached to the minutes of today's meeting:

- the list of names of the participants in the Meeting, by proxy, complete with all the data required by Consob, indicating the number of shares and voting rights for which notification has been made by the intermediary to the issuer, pursuant to Article 83-*sexies* of the TUF;
- The list of names of persons who voted for, against, or abstained before each vote and the corresponding number of votes represented by proxy.

The list of names of those attending the meeting by proxy, as indicated above, is attached to these minutes **under A**).

He then reports that the identity and eligibility to attend the meeting of all participants has been established.

At this point, having verified that the *quorum* required for the Ordinary and Extraordinary Shareholders' Meeting in a single call has been reached, at 9:50 a.m. today, April 16, 2025, the Chairman declares this Shareholders' Meeting duly constituted in a single call and fit to deliberate on the items on the agenda.

It informs that, in accordance with the provisions of Article 4 of the Company's Regulations for Shareholders' Meetings, some employees of the Company, representatives of the Auditing company KPMG S.p.A. and some people appointed by the Company to provide technical/operational support for the conduct of today's Meeting, whose names are given in the list that is attached to these minutes **under B**), are attending this meeting as mere auditors.

Before moving on to the discussion of the items on the agenda, he reports that the Company, by the *record date* (i.e. April 7, 2025), had not received any questions posed before the Shareholders' Meeting by Shareholders pursuant to Article 127-*ter* of the TUF.

Finally, it advises that in accordance with Article 7 of the Rules of the Shareholders' Meeting, it has authorized the Company's appointees to provide technical/operational support to use an audio and video recording facility during this Shareholders' Meeting. The audio and video recording of the Shareholders' Meeting is made for the sole purpose of facilitating the minutes of the meeting and documenting what is transcribed in the minutes. The recording will not be communicated or disseminated and all data and audio media will be destroyed

Subsequently to the use for which they were acquired.
He then read out the agenda:

Ordinary Part

1) 1.1 Financial Statements of Salvatore Ferragamo S.p.A. as of December 31, 2024, accompanied by the Directors' Report on Operations for the year 2024, including the Sustainability Report for the year 2024 prepared in accordance with Legislative Decree 125/2024, the Report of the Board of Statutory Auditors and the Auditing company. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions.

1.2 Proposal regarding the coverage of the operating loss. Related and consequent resolutions.

2) Appointment of a Director pursuant to Article 2386 of the Italian Civil Code or reduction in the number of members of the Board of Directors. Any resolutions pursuant to Article 2390 of the Italian Civil Code. Related and consequent resolutions.

3) Report on remuneration policy and compensation paid. Related and consequent resolutions:

3.1 Resolutions the Company's remuneration policy referred to in the first section of the report pursuant Article *123-ter*, paragraphs *3-bis* and *3-ter*, of Legislative Decree No. 58 of February 24, 1998 ("TUF");

3.2 Resolutions referred to in the second section of the report pursuant to Article *123-ter*, paragraph 6, of the TUF.

4) Determination of the maximum limit for the remuneration of directors holding special offices. Related and consequent resolutions. **Extraordinary**

Part

1) Proposal to amend the Bylaws to: (i) introduce the possibility to appoint even more than one Vice Chairman; (ii) introduce the possibility to appoint a manager other than the manager responsible for preparing financial reports for the attestation referred to in Article *154-bis*, paragraph *5-ter*, of Legislative Decree No. 58 of February 24, 1998 ("TUF"). Related and consequent resolutions:

1.1 Amendment of Article 21.

1.2 Amendment of Article 22.

1.3 Amendment of Article 32.

Since for each item on the agenda under discussion the relevant documentation has been published in the manner and within the terms of the applicable laws and regulations, and thus interested parties have had the opportunity to view it, if no one objects, he or she is deemed to be excused from reading the documentation made available to the public on each item on the agenda, including the Board of Directors' Explanatory Reports and additions thereto, if any.

No one opposes.

ORDINARY PART

The Chairman then moved on to the discussion of the **first item on the of the ordinary part**: "1) 1.1 Financial Statements of Salvatore Ferragamo S.p.A. as of December 31, 2024, accompanied by the Directors' Report on Operations for the year 2024, including the Sustainability Report the year 2024 prepared to the

Pursuant to Legislative Decree 125/2024, the Report of the Board of Statutory Auditors and the Auditing company. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions.

1.2 Proposal regarding the coverage of the operating loss. Related and consequent resolutions."

He recalls that no vote is scheduled on the Consolidated Financial Statements and then gives the floor to the Chairman of the Board of Statutory Auditors to read the conclusions of the Auditors' report on the financial statements.

Dr. Andrea Balelli, on behalf of the entire Board of Statutory Auditors, refers, omitting its reading, to the Board of Statutory Auditors' report to the financial statements, in which the control activities carried out and the actions taken by the Board of Statutory Auditors regarding the information obtained and the activities carried out in fulfillment of its duties are detailed, dwelling instead on the conclusions. In this regard, it stresses that, given the content of the opinions issued by the Auditing company and having taken note of the attestations issued jointly by the Chief Executive Officer and the Executive in Charge, the Board of Statutory Auditors does not believe that there are - to the extent of its competence - any obstacles to the approval of the draft financial statements of Salvatore Ferragamo S.p.A. as of December 31, 2024, accompanied by the Management Report and the Notes to the Financial Statements, as resolved by the Board of Directors on March 6, 2025.

The Chairman then passed the floor to Dr. Andrea Rossi, representative of the Auditing company KPMG S.p.A., to read the conclusions of the relevant Report. Dr. Rossi, after pointing out that these conclusions include an opinion on the compliance of the financial statements with the provisions of Delegated Regulation (EU) 2019/815, an opinion on the consistency of the management report and some specific information in the report on corporate governance and ownership structure with the financial statements as well as compliance with legal regulations, refers for detailed aspects to the Auditing Company's Report attached to the financial statements, pointing out that no items of note were found.

The Chairman then passed the floor to me, the Notary Public, who proceeded to read the proposed resolutions contained in the Board of Directors' Report:

1.1 Financial Statements of Salvatore Ferragamo S.p.A. as of December 31, 2024, accompanied by the Directors' Report on Operations for the year, including the Sustainability Report for the year 2024 prepared in accordance with Legislative Decree 125/2024, the Report of the Board of Statutory Auditors and the Auditing company. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions.

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in ordinary session,

- *Hearing and noting the statement of the Board of Directors;*
- *Examined the financial statements as of December 31, 2024 of Salvatore Ferragamo S.p.A. and the Board of Directors' Report on Operations;*

- *Noting the attestation referred to Article 154-bis, paragraph 5, of the D. Decree No. 58 of February 24, 1998, the Report of the Board of Statutory Auditors and*

of the Auditing Company's Report, as well as the consolidated financial statements as of December 31, 2024 and the Sustainability Report for the year 2024 prepared in accordance with Legislative Decree 125/2024;

resolution

To approve in all its parts and findings the financial statements for the year ended December 31, 2024, accompanied by the related Report of the Board of Directors on Operations, which shows a loss for the year 70,534,828 euros."

1.2. Proposal regarding the coverage of the operating loss. Related and consequent resolutions.

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in ordinary session,

- Hearing and taking note of the statement made by the Board of Directors, resolves

- (i) To fully cover the loss for the year in the financial statements as of December 31, 2024, amounting to 70,534,828 euros, by using the Extraordinary Reserve in the same amount;*
- (ii) To confer upon the Chairman of the Board of Directors, with the power to sub-delegate, all broader powers so that he may see to the implementation of the resolutions referred to in the preceding points."*

** * **

I then call for a separate vote on the relevant two sub-items. The Designated Representative then announces the outcome of voting on item 1.1 on the agenda of the ordinary part, taking into account the proxies and sub-delegations of votes received by him:

- favorable 234,557,648 representing 84.503% of the voting rights or 99.987% of the voting participants;
- opposed 27,319 representing 0.010% of the voting rights or 0.012% of the voting participants;
- abstained 2,599 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- non-voters 0.

I then declare that the Meeting approved by a majority vote the Board of Directors' proposal on item 1.1 on the agenda of the ordinary part, all as stated in the record of the voting result that is attached to these minutes **under C).**

The Designated Representative then announced the outcome of the voting on item 1.2 on the agenda of the ordinary part, taking into account the proxies and sub-delegations of votes received by him:

- favorable 234,585,551 representing 84.513% of the voting rights or 99.999% of the voting participants;
- opposed 2,000 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that the meeting approved by a majority vote the proposal of the Board of Directors on item 1.2 on the agenda of part

ordinary, all as reported in the report of the result of the vote which is attached to these minutes **under D**).

The financial statements as approved above are attached to these minutes **under E**).

* * *

It is noted that Dr. Andrea Rossi, Dr. Marta Masoch, Dr. Niccolò Lettieri and Dr. Valentina Dini of the Auditing company KPMG leave the meeting at about 10:05 am.

* * *

The Chairman resumes the floor and moves on to the discussion of the **second item on the agenda**: "2) *Appointment of a Director pursuant to Article 2386 of the Italian Civil Code or reduction of the number of members of the Board of Directors. Any resolutions pursuant to Article 2390 of the Italian Civil Code. Related and consequent resolutions.*"

Recall that the Shareholders' Meeting held on April 23, 2024 resolved to set the number of members of the Company's Board of Directors at 10 (ten) and appointed the new Board of Directors for a period of three fiscal years (2024 - 2025 - 2026), expiring on the date of the Shareholders' Meeting convened approve the financial statements for the year ending December 31, 2026.

The need to provide for the integration of the Board of Directors or, alternatively, the reduction of the number of its members arose following the resignation of Managing Director Dr. Marco Gobbetti resigned in execution of an agreement of consensual termination of administrative and labor relations signed with the Company, effective March 6, 2025.

He also reminds that the current Board of Directors:

- consists of 9 (nine) members, of which 5 (five) belong to the male gender and 4 (four) to the female gender;
- 3 (three) of the aforementioned members meet the independence requirements established by Article 148, paragraph 3, of the TUF as well as those established by Article 2, Recommendation No. 7 of the Corporate Governance Code to which the Company adheres.

In light of the foregoing, the possible addition of a member of either gender, independent or not, to the administrative body, as well as the possible reduction in the number of members, will have no impact on compliance with the gender quota regulations nor on compliance with the requirements of the law, the Bylaws, and the recommendations of the self-regulatory framework in terms of the presence of the minimum number of independent directors on the board.

That said, the Board of Directors, at its meeting on March 6, 2025, as announced to the market on the same date, resolved not to proceed with co-optation but to refer all decisions to the Shareholders' Meeting.

It then informs that, within the deadline stipulated in the notice of call published on March 14, 2025, namely on April 1, 2025, only one proposal was submitted - which provides for the re-determination of the number of Directors through the reduction of the same from 10 (ten) to 9 (nine) - by Ferragamo Finanziaria S.p.A., the majority shareholder of

Salvatore Ferragamo S.p.A. as the holder of 91,611,810 ordinary shares, representing 54.276% of the Company's share capital and 66.009% of the voting rights.

It reports that along with the proposed redetermination of the number of directors, the certification issued by the authorized intermediary pursuant to the law and regulations proving the ownership by Ferragamo Finanziaria S.p.A. of Salvatore Ferragamo ordinary shares has been filed.

Finally, it informs that the above proposal was promptly made available to the public by the Company at its registered office and on its website (and at eMarket SDIR's dissemination mechanism at www.emarketstorage.com).

The Chairman then passed the floor to me, the Notary Public, who proceeded to read out the proposed resolution formulated by the majority shareholder Ferragamo Finanziaria S.p.A:

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in ordinary session,

- *Examined the illustrative report of the Board of Directors,*
- *Examined the proposal made by Ferragamo Finanziaria S.p.A,*
resolution

as an amendment to the resolution passed by the Shareholders' Meeting of April 23, 2024, to re-determine the number of members of the Board of Directors in office at 9 (nine)."

* * *

I call for a vote on the relevant item.

The Designated Representative then announced the outcome of voting on item 2 on the agenda, taking into account the proxies and sub-delegations to vote received by him:

- favorable 234,582,287 representing 84.512% of the voting rights or 99.998% of the voting participants;
- Against 3,275 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- abstained 2,004 equal to 0.001% of voting rights or 0.001% of voting participants;
- non-voters 0.

I then declare that Shareholders' Meeting approved by majority vote the proposal of the majority shareholder Ferragamo Finanziaria S.p.A. on the second item on the agenda, all as reported in the record of the voting result that is attached to these minutes **under F**).

* * *

The Chairman resumed the floor and moved on to the discussion of the **third item on the agenda**: *"3) Report on remuneration policy and compensation paid. Relevant and consequent resolutions:*

3.1 Resolutions concerning the Company's remuneration policy referred to in the first section of the report pursuant to Article 123-ter, paragraphs 3-bis and 3-ter, of Legislative Decree No. 58 of February 24, 1998 ("TUF");

3.2 Resolutions referred to in the second section of the report pursuant to Article 123-ter, paragraph 6, of the TUF."

Recall that, with reference to the policy report on the

remuneration and compensation paid (the "**Remuneration Report**") today's Shareholders' Meeting is called upon to approve, with a binding vote pursuant to Article 123-ter, paragraph 3-ter, of the TUF, the first section thereof and to resolve in favor or against, with an advisory vote pursuant to Article 123-ter, paragraph 6, of the TUF, on the second section thereof.

The Remuneration Report has been published in the manner and within the terms of applicable laws and regulations and contains the information required by the Issuers' Regulations.

The Chairman then passed the floor to me, the Notary Public, who proceeded to read the proposed resolutions contained in the Board of Directors' Report:

3.1 Resolutions regarding the Company's remuneration policy referred to in the first section of the report pursuant Article 123-ter, paragraphs 3-bis and 3-ter, of Legislative Decree No. 58 of February 24, 1998 ("TUF").

"The Ordinary Shareholders' Meeting of Salvatore Ferragamo S.p.A., (i) having examined the report of the Board of Directors prepared to Article 125-ter of Legislative Decree No. 58 of February 24, 1998 (the "TUF"), and (ii) having examined the first section of the report on the remuneration policy and compensation paid adopted by the Company and prepared pursuant to Articles 123-ter of the TUF and 84-quater of the regulation adopted by Consob resolution No. 11971/1999 (the "Issuers' Regulations") as well as pursuant to Annex 3A, Schedule 7-bis of the Issuers' Regulations, amending any previous determination on the point

resolution

To approve, pursuant to and in accordance with Art. 123-ter, paragraphs 3-bis and 3-ter of the TUF, the first section of the report on the remuneration policy and compensation paid adopted by the Company and prepared pursuant to Articles 123-ter of the TUF and 84-quater of the Issuers' Regulations, which illustrates the Company's policy on the remuneration of the members of the administrative and control bodies, general managers, executives with strategic responsibilities and top management with reference to the year 2025 and the members of the control bodies, as well as the procedures used for the adoption and implementation of this policy."

3.2 Deliberative proposal concerning the second section of the remuneration policy pursuant to Article 123-ter, paragraph 6, of the TUF.

"The Ordinary Shareholders' Meeting of Salvatore Ferragamo S.p.A., (i) Having examined the report of the Board of Directors prepared pursuant to Article 125-ter of Legislative Decree No. 58 of February 24, 1998 (the "TUF"), and

(ii) examined the second section of the report on the remuneration and compensation policy adopted by the Company and prepared pursuant to Articles 123-ter of the TUF and 84-quater of the regulations adopted by Consob Resolution No. 11971/1999 (the "Issuers' Regulations"), as well as pursuant to Annex 3A, Schedule 7-bis of the Issuers' Regulations,

resolution

To express a favorable opinion, pursuant to and for the purposes of Art.

123-ter, paragraph 6, of the TUF, on the second section of the report on the remuneration policy and compensation paid adopted by the Company and prepared pursuant to Articles 123-ter of the TUF and 84-quater of the Issuers' Regulations, which illustrates each of the items that make up the remuneration of the members of the Company's management and supervisory bodies, general managers and executives with strategic responsibilities, as well as the compensation paid to them for any reason and in any form during the fiscal year ending December 31, 2024."

* * *

I then call for a separate vote on the relevant two sub-items and the Designated Representative announces the outcome of the voting on the item 3.1 on the , taking into account the proxies and sub-proxies for voting received at the same:

- favorable 224,891,187 or 81.020% of the voting rights or 95.867% of the voting participants;
- against 9,696,364 or 3.493% of the voting rights or 4.133% of the voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that Meeting approved by a majority vote the Board of Directors' proposal on item 3.1 on the agenda, all as stated in the record of the voting result that is attached to these minutes **under G**).

The Designated Representative then announced the outcome of the voting on the item 3.2 on the agenda, taking into account the proxies and sub-proxies for voting received at the same:

- favorable 231,999,793 representing 83.581% of the voting rights or 98.897% of the voting participants;
- opposed 2,587,758 or 0.932% of voting rights or 1.103% of voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that Meeting approved by a majority vote the Board of Directors' proposal on item 3.2 on the agenda, all as stated in the record of the voting result that is attached to these minutes **under H**).

* * *

The Chairman resumes the floor and moves on to the discussion of the **fourth item on the agenda**: "4) *Determination of the maximum limit for the remuneration of directors holding special offices. Related and consequent resolutions.*"

Recalls that - without prejudice to the total gross annual remuneration of Euros 500,000.00 awarded to the entire Board of Directors by the Shareholders' Meeting of April 23, 2024 pursuant to Article 2389, paragraph 1, of the Civil Code - today's Shareholders' Meeting is called upon to determine, pursuant to Article 27, paragraph 2, of the Bylaws, the maximum limit of the remuneration payable to directors holding special offices

Pursuant to Article 2389, paragraph 3, of the Italian Civil Code.

The Chairman then passed the floor to me, the Notary Public, who proceeded to read the proposed resolution contained in the Board of Directors' Report:

"The Ordinary Shareholders' Meeting of Salvatore Ferragamo S.p.A., having taken note of what is indicated in the illustrative report of the Board of Directors, without prejudice to the resolution on compensation passed by the Ordinary Shareholders' Meeting of April 23, 2024

resolution

To determine at 4,000,000.00 euros (four million/00 euros) gross per annum the maximum limit of the remuneration, including the variable component as described in the illustrative report of the Board of Directors, of the directors vested with special offices, effective as of March 6, 2025 and until the date of the Shareholders' Meeting to approve the financial statements as of December 31, 2025."

* * *

I then call for a vote on the relevant item and the Designated Representative announces the outcome of the vote on item 4 on the agenda, taking into account the proxies and sub-proxies for voting received by him:

- favorable 227,417,553 or 81.930% of the voting rights or 96.944% of the voting participants;
- opposed 7,168,009 or 2.582% of the voting rights or 3.056% of the voting participants;
- abstained 2,004 equal to 0.001% of voting rights or 0.001% of voting participants;
- non-voters 0.

I then declare that Meeting approved by a majority vote the Board of Directors' proposal on item 4 on the agenda, all as stated in the record of the voting result that is attached to these minutes **under I).**

* * *

EXTRAORDINARY PART

* * *

The Chairman resumed the floor and moved on to the discussion of the extraordinary part of the agenda item.

Recalls all notices, clarifications and statements given at the opening of the meeting proceedings and confirms that the meeting is still validly constituted, including in extraordinary session, as 194 shareholders are present at the moment for a total of 125,805,256 shares, representing 74.534% of the share capital of Salvatore Ferragamo S.p.A., equal to 234,587,566 votes representing 84.513% of the total voting rights, as confirmed by the Designated Representative.

He again points out that since, for the agenda item under discussion as well, the relevant documents have been published in the manner and within the terms of the applicable laws and regulations, and therefore the interested parties have had the opportunity to view them, if no one objects, he is deemed to be excused from reading all the documents made available to the public on the agenda item, including the Board of Directors' Explanatory Report.

No one opposes.

The Chairman reminded that the only item on the extraordinary part of the agenda was "1) *Proposal to amend the Bylaws for:*

(i) *Introduce the possibility of appointing even more than one Vice Chairman;*

(ii) *To introduce the possibility of appointing a manager other than the manager in charge of preparing corporate accounting documents for the attestation referred to in Article 154-bis, paragraph 5-ter, of Legislative Decree No. 58 of February 24, 1998 ("TUF"). Related and consequent resolutions:*

1.1 *Amendment of Article 21.*

1.2 *Amendment of Article 22.*

1.3 *Amendment to Article 32."*

In particular, in this regard it recalls that:

➤ The amendment Article 21 of the Bylaws is aimed : i) introducing the possibility for the Board of Directors to also appoint more than one Vice Chairman in order to strengthen the safeguards put in place to ensure the proper conduct of board meetings where the Chairman is unable to perform his or her duties; and (ii) determine the criteria for precedence if more than one Vice Chairman is actually appointed (in which case the one with the most seniority in office or, alternatively, the most seniority in age, would precede him or her).

➤ the amendment of Article 22 of the Bylaws is intended, subject to the approval of the proposed amendment relating to Article 21 of the Bylaws, to reconcile the text of the two clauses, also inserting in Article 22 of the Bylaws the precedence criteria to be applied in assigning the chairmanship of board meetings, in case the Chairman is prevented or absent, if more than one Vice Chairman has been appointed;

➤ the amendment of Article 32 of the Bylaws is aimed at aligning this clause with the provision Article 154-bis, para. 5-ter, of the TUF, introduced by Legislative Decree No. 125 of Sept. 6, 2024, implementing Directive 2022/2464/EU of the European Parliament and of the Council of December 14, 2022 ("CSRD") and, therefore, to provide in the Bylaws text the option for the Board of Directors, subject to the mandatory but non-binding opinion of the Board of Statutory Auditors, and with the ordinary majority provided for in the Bylaws, to appoint for the future a sustainability reporting manager other than the manager in charge of drafting corporate accounting documents. This is to provide the Board of Directors with greater flexibility in defining the *governance* and organizational structure of the Company's internal control system relating to Sustainability Reporting.

It points out that the proposed amendments to the bylaws in question, since they do not incorporate the elements of any of the cases of withdrawal identified in Article 2437 of the Civil Code, do not confer the right of withdrawal on shareholders who should not concur in its approval.

The Chairman then passed the floor to me, the Notary Public, who proceeded to read the proposed resolutions contained in the Board of Directors' Report on this agenda item:

1.1 Amendment of Article 21.

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in extraordinary session, having heard and approved the exposition of the Board of Directors

resolution

1. To amend Article 21 of the Bylaws in accordance with the text opposite contained in the Board of Directors' explanatory report, which will therefore read as follows:

"If the Shareholders' Meeting has not done so, the Board of Directors, at the first meeting following its appointment, elects from among its members a Chairman and one or more Vice Chairmen. It also appoints a Secretary, who may or may not be a Director. In the event of the Chairman's impediment or absence, his or her duties shall be exercised by the Vice Chairman and, if there are several Vice Chairmen, by the most senior in terms of office or, secondarily, age."

2. to empower the Board of Directors, and on its behalf the Chairman, to execute the above resolution and carry out the necessary formalities, including the registration of the resolution in the Register of Companies, with the power to introduce any non-substantial amendments, additions or deletions that may be required for this purpose, including at the time of registration, and in general to do whatever is necessary for the complete execution of the resolution itself, with any and all powers for this purpose necessary and appropriate, none excluded and excepted."

1.2 Amendment of Article 22.

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in extraordinary session, having heard and approved the exposition of the Board of Directors

resolution

1. to amend Article 22 of the Bylaws according to the text opposite contained in the illustrative report of the Board of Directors, which will, therefore, assume the following wording: "The Board shall meet, either at the registered office of the Company or elsewhere, as often as the Chairman deems necessary, or at the request of at least two of its members, a request which must contain an indication of the items on the agenda. Meetings are convened by means of a notice, containing the list of matters to be discussed, to be sent at least 8 (eight) days in advance, or, in cases of urgency at least 3 (three) days in advance, by registered letter, also by hand, by telegram, telefax or e-mail message with confirmation of receipt. The Board may also be convened, upon notice to its Chairman, by the Board of Statutory Auditors or by each auditor individually. Regardless of the fulfillment of the aforementioned convening formalities, the Board of Directors is validly constituted with the presence of all directors and statutory auditors in office. The Board may also meet and deliberate validly by means of telecommunication means, provided that (i) the Chairman is guaranteed to ascertain the identity of those in attendance, regulate the proceedings of the meeting, and ascertain and proclaim the results of the vote, (ii) the person taking the minutes adequately perceives the events being recorded, (iii) a

each of the participants to participate in real time in the board debate, to form their own convictions and express their votes freely and in a timely manner, as well as to receive and transmit documents. The notice convening the meetings of the Board of Directors may also provide that they be held exclusively by telecommunication means, omitting in that case the indication of the physical place of convocation and indicating the modalities of connection. Said modalities may also be applied to meetings of the endoconsiliar committees, if constituted, and may in any case also be communicated by later notice sent before the meeting. Meetings of the Board of Directors are chaired by the Chairman or, in the event of his absence or impediment, by the Vice Chairman and, if there is more than one Vice Chairman, by the most senior in terms of term of office or, secondarily, age or, in the event of his absence or impediment, by the most senior director in terms of term of office or, secondarily, age."

2. to empower the Board of Directors, and on its behalf the Chairman, to execute the above resolution and carry out the necessary formalities, including the registration of the resolution in the Register of Companies, with the power to introduce any non-substantial amendments, additions or deletions that may be required for this purpose, including at the time of registration, and in general to do whatever is necessary for the complete execution of the resolution itself, with any and all powers for this purpose necessary and appropriate, none excluded and excepted."

1.3 Amendment of Article 32.

"The Shareholders' Meeting of Salvatore Ferragamo S.p.A. convened in extraordinary session, having heard and approved the exposition of the Board of Directors

resolution

1. To amend Article 32 of the Bylaws according to the text opposite contained in the Board of Directors' Explanatory Report, which will therefore take the following wording: "The Board of Directors, subject to the mandatory but non-binding opinion of the Board of Statutory Auditors, and by the ordinary majority provided for in these Bylaws, appoints the Manager in charge of drafting corporate accounting documents referred to in Article 154-bis of Legislative Decree February 24, 1998,

No. 58, possibly establishing a specific term of office, choosing him from among the Company's executives with proven experience in accounting and finance and in sustainability reporting, giving him adequate powers and means for the exercise of the tasks assigned pursuant to the law including those established in the field of sustainability reporting by paragraph 5-ter of said Article 154-bis, as well as by the regulations, including implementing regulations, applicable pro tempore. The same Board of Directors is vested with the power to revoke such Executive in charge. The remuneration due to the person in charge of drafting corporate accounting documents is established by the Board of Directors. The Board of Directors, may always, subject to the mandatory but non-binding opinion of the Board of Statutory Auditors, and by ordinary majority provided in these Bylaws,

revoke the appointment of the Manager in charge of drafting corporate accounting documents, simultaneously providing for a new appointment of the same. This is without prejudice to the right of the Board of Directors to assign the powers and responsibilities set forth in paragraph 5-ter of Article 154-bis of Legislative Decree No. 58 of February 24, 1998, and in the legislation, including implementing legislation, pro tempore applicable on sustainability reporting, to a manager other than the manager in charge of drafting corporate accounting documents with specific skills in sustainability reporting. The provisions set forth in the preceding paragraphs of this Article 32 for the executive in charge of drafting corporate accounting documents shall apply mutatis mutandis to the appointment and dismissal of the executive in charge of sustainability reporting.;

2. to empower the Board of Directors, and on its behalf the Chairman, to execute the above resolution and carry out the necessary formalities, including the registration of the resolution in the Register of Companies, with the power to introduce any non-substantial amendments, additions or deletions that may be required for this purpose, including at the time of registration, and in general to do whatever is necessary for the complete execution of the resolution itself, with any and all powers for this purpose necessary and appropriate, none excluded and excepted."

** * **

I call for a vote on the relevant three sub-items and the Designated Representative then announces the outcome of the voting with reference to item 1.1 on the extraordinary part of the agenda, taking into account the proxies and sub-proxies for voting received by him:

- favorable 234,585,551 or 84.513% of the voting rights or 99.999% of the voting participants;
- opposed 2,000 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that the Meeting approved by a majority vote the Board of Directors' proposal on item 1.1 on the extraordinary part of the agenda, all as stated in the record of the voting result that is attached to these minutes **under L).**

The Designated Representative then announces the outcome of voting with reference to item 1.2 on the extraordinary part of the agenda, taking into account the proxies and sub-proxies for voting received by him:

- favorable 234,585,551 representing 84.513% of the voting rights or 99.999% of the voting participants;
- opposed 2,000 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that the Meeting approved by majority vote the proposal of the Board of Directors on item 1.2 on the extraordinary part of the agenda, all as reported in the report of the result of the

vote which is attached to these minutes **under (M)**.

Finally, the Designated Representative announces the outcome of voting with reference to item 1.3 on the extraordinary part of the agenda, taking into account the proxies and sub-proxies for voting received by him:

- favorable 234,585,551 representing 84.513% of the voting rights or 99.999% of the voting participants;
- opposed 2,000 equal to 0.001% of the voting rights or 0.001% of the voting participants;
- abstained 15 equal to 0.000% of the voting rights or 0.000% of the voting participants;
- non-voters 0.

I then declare that Meeting approved by a majority vote the Board of Directors' proposal on item 1.3 on the extraordinary part of the agenda, all as stated in the record of the voting result that is attached to these minutes **under N)**.

The Bylaws coordinated with the resolved amendments are attached to these minutes **under O)**.

* * *

The Chairman then resumed the floor and, noting that there was nothing else to be deliberated, declared the meeting closed at 10:30 a.m., April 16, 2025.

Written partly by person I trust and partly by me Notary on eighteen pages by five sheets.

Subscribed at ten past fifteen. To the original
signed: Francesco Steidl Notary Public.