

**PROXY FORM <sup>1</sup>**  
**pursuant to article 135-novies of Legislative Decree No. 58 of 24 February 1998**

With reference to the **Ordinary Shareholders' Meeting of Fincantieri S.p.A.**, to be held on 23 April 2024, at 11:00 a.m., on single call, in Trieste, at the premises of Sala Piccola Fenice, Via San Francesco 5, as indicated in the notice of call of the Shareholders' Meeting published on the Company's website at [www.fincantieri.com](http://www.fincantieri.com), in the section dealing with this Shareholders' Meeting on 22 March 2024 and as an excerpt on the daily newspaper "Il Sole 24 Ore", on 23 March 2024 and

having read the Reports on the items on the Agenda made available by the Company,

**with this form**

**I, the undersigned** *(the proxy underwriter)* <sup>2</sup>

Name\* ..... Surname\* .....  
 born in\* ..... on\*.....  
 resident in ..... Address ....., tax  
 identification code\* ..... ID  
 document (copy enclosed) ..... No.  
 .....

**in quality of**

*(tick the box that interests you)*

party with the right to vote related to No.\* ..... ordinary shares Fincantieri S.p.A. in his/her capacity as *(check whichever box applies)*

- |   |                                       |   |
|---|---------------------------------------|---|
| <input type="checkbox"/> <b>shareholder</b> | <input type="checkbox"/> pledgee      | <input type="checkbox"/> bearer                       |
|   | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian                    |
|   | <input type="checkbox"/> manager      | <input type="checkbox"/> other <i>(specify)</i> ..... |

legal representative or subject with appropriate representation powers of *(name of the company entitled to vote<sup>3</sup>)\** ..... registered office in\* ..... tax identification code\* ..... *(copy of the documentation of the powers of representation enclosed)* with the right to vote related to No.\* ..... ordinary shares Fincantieri S.p.A. in his/her capacity as *(check whichever box applies)\**:

- |   |                                       |   |
|---|---------------------------------------|---|
| <input type="checkbox"/> <b>shareholder</b> | <input type="checkbox"/> pledgee      | <input type="checkbox"/> bearer                       |
|   | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian                    |
|   | <input type="checkbox"/> manager      | <input type="checkbox"/> other <i>(specify)</i> ..... |

(\*) Mandatory

<sup>1</sup> Every shareholder entitled to participate in the Meeting may appoint a representative by written proxy pursuant to the applicable laws, by signing this proxy form, to be issued to the person nominated and appointed by the entitled shareholder.

<sup>2</sup> Enter first name and surname of the appointing party (as it appears in the copy of the notice for participation in the meeting as per Art. 83-sexies, Legislative Decree No. 58 of 24 February 1998), or of the appointing party's legal representative.

<sup>3</sup> Enter the name of the company as it appears in the copy of the notice for participation in the meeting as per Article 83-sexies of Legislative Decree No. 58 of 24 February 1998.

communication reference No. .... (pursuant to Article 83-sexies of D.Lgs. 58/98)  
supplied by the intermediary ..... ABI ..... CAB .....

**appoints**

**Mr/Mrs**

Name\* ..... Surname\* ..... Born  
in\* ..... on\* .....  
Residence ..... Address ..... Tax  
identification code .....

**to participate and represent him/her/the company in the Ordinary Shareholders' Meeting**

with the right to be replaced by Mr/Ms <sup>4</sup>:

Name\* ..... Surname\* ..... Born  
in\* ..... on\* .....  
Residence ..... Address ..... Tax  
identification code .....

\_\_\_\_\_

*(Place and date)*

\_\_\_\_\_

*(Signature)*

**The undersigned also declares that the right to vote is exercised by the proxy holder** (check whichever box applies) <sup>5 6</sup> :

- at his discretion without specific voting instructions given by the undersigned appointing
- in compliance with specific voting instructions given by the undersigned appointing

\_\_\_\_\_

*(Place and date)*

\_\_\_\_\_

*(Signature)*

<sup>4</sup> The person represented may indicate one or more substitutes for the representative. Replacement of a representative by a proxy who finds themselves in a situation of conflict of interest is permitted only if such proxy has been indicated by the shareholder.

<sup>5</sup> It is pointed out that according to art. 118, c. 1, lett. c), Regulation adopted by CONSOB under resolution No. 11971/1999 as subsequently amended and integrated, the shareholdings which have to be considered, for the purposes of the communication obligations regulated by Article 120 of Legislative Decree No. 58 of 24 February 1998, are the equity interests include those shares, in relation to which "the right to vote is granted by virtue of a proxy, provided that such right may be exercised at the proxy holder's discretion, in the absence of specific instructions from the appointing party".

<sup>6</sup> The proxy being granted to a representative in conflict of interests is permitted provided that such representative notifies the shareholder in writing regarding the conflict of interest, and issues specific voting instructions for each resolution in relation to which the representative is to vote on the shareholder's behalf (see Article 135-decies of Italian Legislative Decree 58/98).

Please note that, pursuant to Article 135-novies of Legislative Decree No. 58 of 24 February 1998, *“The representative may deliver or transmit a copy of the proxy, including a computer digital media copy, instead of the original, confirming that the copy is true to the original, and the identity of the principal. The representative shall keep the original proxy and keep trace of the voting instructions received, if any, for one year starting from the date of completion of the meeting”*.

### **Transmission of the voting proxy**

The proxy may be sent to the Company:

- by post to:

FINCANTIERI S.p.A.

Legal and Corporate Affairs Department - Company Secretary

Ref. “Proxy for Shareholders' Meeting 2024”

Via Genova, 1

34121 Trieste

at least two open market trading days prior to the Shareholders' Meeting date (i.e., by 19 April 2024) and, in any case, before the meeting session begins; or

- by certified electronic mail to [assemblea.fincantieri@pec.fincantieri.it](mailto:assemblea.fincantieri@pec.fincantieri.it) (Ref: “2024 Shareholders' Meeting Proxy”), before the meeting session begins.

The representative may deliver or send to the Company a copy of the proxy instead of the original, also in electronic format, attesting (with full acceptance of liability) that the proxy is a copy of the original, and also attesting to the grantor's identity.

### **PRIVACY STATEMENT**

**FINCANTIERI S.p.A.'s privacy policy is available on the Company's website [www.fincantieri.com](http://www.fincantieri.com) in the section “Governance & Ethics – Shareholders' Meeting – Shareholders' Meeting 2024 – Information and Forms”.**