

CURRICULUM VITAE

Dario Frigerio

EDUCATION

1986 Degree in Macro Economics at Bocconi University; 110/110 cum laudae

1987 *Assistant in International Finance, Bocconi University*

PROFESSIONAL CAREER

Fondazione Fiera- Executive Committee Vice President (2016-2022)

Fondazione Fiera Milano mission is to manage, promote and develop internationally the role of Milan in the field of the exhibition business. It owns the majority of Fiera Milano Spa, listed on the Italian Stock Exchange and a vast real estate property business.

Main stakeholders are the Municipality of Milan, the Region of Lombardy, Assolombarda, the local association of entrepreneurs, and the Chamber of Commerce.

Senior Advisor (2013- present)

- Asset Management and Wealth Management business and investment practices
- ALM and Managers Selection for Endowments and Institutional Investors
- Corporate Governance Practices

BOARD MEMBERSHIPS

Non Executive Director :

LEONARDO FINMECCANICA (Listed 2013 -2023)

Aeronautics, Helicopters, Space, Defense and Security Electronics, Energy and Cybersecurity.

LEAD INDEPENDENT DIRECTOR

Chairman of the Risk and Audit Committee and Member of the Corporate Governance e Nominee Committee

Past Chairman of the Remuneration Committee

BORSA DEL CREDITO – Business Innovation Lab S.p A. (2015- present)

Digital fintech. Peer to Peer market place lending. First mover in Italy for medium/long term digital funding for small corporate

ATLANTIA GROUP (Listed 2019-2023)

Transport infrastructure (global footprint in motorways and airports management, electronic tolling and traffic information technologies)

Chairman of the Related Party Committee and Member of the Risk and Corporate Governance Committee



DEA CAPITAL S.p.A. (Listed 2019- present)

Holding for Alternative Investment Asset Management with focus in Private Equity, Credit and Real Estate

QUAESTIO HOLDING S.A. – (2019- present)

Exec Director- Financial Holding

OBJECTWAY S.p.A. (2013-2020)

Financial software solution for Asset Managers ,Wealth Manager and Online banking. Portfolio management to back office and clearing.

POSTE VITA S.p.A (2013-2019)

Life insurance. Leader with biggest distribution network in Italy, full product coverage. Member of the Risk and Investment Committee

TELECOM ITALIA MOBILE S.p.A (Listed 2016 - 2018)

Telecommunication systems, operates fixed voice, data infrastructure and mobile network platforms. Leader in Italy and Brasil, both in retail and corporate business segments. Member of the Strategic Committee

RCS GOUP S.p.A.(Listed 2014-2016)

Multimedia publishing group, leader in Italy, Spain and Brazil
Chairman of the Risk Committee and member of the Remuneration Committee

SOGEFI S.p.A (Listed 2010-2016)

Industrial company, among global leaders in automotive components
Member of the Remuneration Committee

FULLSIX S.p.A. (Listed 2011-2015)

Web strategic marketing and design, SEO and Telecomm Software, listed on the Italian Stock Exchange
Member of the Risk and Audit Committee

Executive Director :

UNICREDIT GROUP (Listed 1996–2010) : Board Member Executive Director

Unicredit Group Subsidiaries, including the Supervisory Board of HVB Bank in Munich and Bank Austria in Vienna, both listed.

Deputy General Manager : Unicredit Holding (2004-2008)

CEO : Pioneer Investments (2001-2010), Unicredit Private Bank (2004-2008)

Vice Chairman : Fineco Bank (2005-2008)

PAST PROFESSIONAL CAREER

Prelios S.G.R . Chief Executive Officer (2011-2013)

Domestic Leader in Real Estate Asset Management.

New governance, address issues related to past regulatory findings, business turn around (infrastructure, private equity and credit funds), new distribution networks

Citigroup (2011-2012)

EMEA Senior Advisor for Wealth Management and Asset Management divisions (business development, product strategy, key accounts coverage)

Boston Consulting Group : Senior advisor for Asset Management practices : focus on M&A

Pioneer Global Asset Management, Boston, Milan, Dublin Global Chief Executive Officer (2001-2010)

Unicredit Group, Deputy General Manager, Milan Head of Wealth Management Division (2004-2008)

- UniCredit Group Deputy General Manager,
- Head of Wealth Management division, covering Asset Management (CEO Pioneer Investment, Global Investments and Distribution, 250 bln AUM, 2000 employees), Private Banking (CEO for Italy, Germany and Austria, approx. 150 bln AUM and advisory, 1000 employees) and New Banking (Head of Online Banking and Financial Advisor Networks: Fineco in Italy, DAT in Germany, Dab in Austria).

Executive Member of the Global Executive Committee of the Group, reporting to the Global CEO.
Member of the Credit Committee
CEO Pioneer Global Asset Management
CEO Unicredit Private Bank
Executive Vice Chairman Fineco

Europlus Research and Management, Dublin (1998-2000) Executive Vice President and Chief Investment Officer

Pioneer Investment CIO and CEO for Europe

1998 - CIO, Aum in excess of 100 bln euros
1999 - CEO of Europe ex Italy, responsible for investment, operations and distribution (retail and institutional)
2000 - Pioneer Group acquisition in Boston, 4th oldest asset manager in Usa, 25 bln \$ of AUM

Credit/Rolo Gestioni - Chief Investment Officer and Deputy General Manager (1997-1998)

Gesticredit Asset Management, Chief Investment Officer (1995-1997), Milan

Credito Italiano Bank, Milan, Treasury and Finance department, Headquarters (1988-1995)

- Chief Investment Officer - Private Banking and Separate Account (15 bln euros).
- Responsible for Proprietary Portfolio Investment of the Bank
- Assistant for the Banking Group Asset Liability Management



Alessandra Stabilini

*Lawyer, Founder of Stabilex – Avvocato Alessandra Stabilini, Milan
Researcher in Commercial Law and Adjunct Professor of Corporate governance and corporate social responsibility – State University of Milan*

Born in Milan, where she lives, on 5 November 1970.

Education

Degree in Law, University of Milan, 1995.
Master of Laws (LL.M.), The University of Chicago (Illinois, U.S.A.), 2000.
Ph.D in Commercial Law, Bocconi University, Milan, 2003.

Academic Position

Adjunct Professor (Professore Aggregato) of Corporate governance and corporate social responsibility (course taught in English), State University of Milan (2018-present).
Adjunct Professor (Professore Aggregato) of Corporate interest, corporate social responsibility and financial reporting (course taught in English), State University of Milan (2016-2018).
Adjunct Professor (Professore Aggregato) of International Corporate Governance (course taught in English), State University of Milan (2011-2016).
Confirmed Researcher of Commercial Law, University of Milan, Department of Private Law and History of Law (from 2004, tenure confirmed in 2007).

Her scientific research areas include Company Law, Corporate Governance, Corporate Social Responsibility and Sustainability, and Competition Law.

Professional career

Admitted to the Milan Bar in 2001. She specializes in company law, with specific regard to listed companies, in securities law and financial markets, including banking for regulatory and crisis profiles. She has acted and acts as legal counsel to Italian issuers in connection with: IPOs, rights issues, tender offers, corporate governance issues (legal issues in management and control, corporate regulations and procedures, shareholders' meetings, investor relations), market disclosure and price sensitive information, relations with Securities Authorities, administrative proceedings before Regulatory Authorities.

She also assists unlisted companies in the areas of company and commercial law, including corporate litigation. She has assisted clients in arbitration proceedings and acts and has acted as arbitrator in proceedings administered by the Arbitration Chamber of Milan.

She has been Equity Partner of Advant Nctm Studio Legale, Milan from 2015 to 2022 (formerly Of Counsel, 2011-2015; previously Associate).

In 2022, she has founded her own firm Stabilex – Avvocato Alessandra Stabilini, in Milan.

Listed as *Notable Practitioner* in practice areas *Capital Markets: Equity, Capital Markets: Debt*, IFLR1000 Guide (2021-2022) (<https://www.iflr1000.com/Lawyer/Alessandra-Stabilini/Profile/33326#profile>).

Current corporate offices

Independent Director, Chair of the Remuneration and Nomination Committee, Member of the Control and Risk and of the Conflicts of Interests Committees of COIMA SGR S.p.A. (2022-present).

Independent Director, Chair of the Control and Risk Committee, Member of the Remuneration and Nomination and of the Ralted Party Transaction Committees of Unieuro S.p.A. (listed in EXM – Euronext Milan) (2022-present; formerly non-executive director since 2019).

Independent Director, Chair of the Remuneration Committee, Member of the Related Party Committee of Banca Aidexa S.p.A. (2020-present).

Statutory Auditor of Brunello Cucinelli S.p.A. (listed in EXM – Euronext Milan) (2014-present).

Statutory Auditor of Hitachi Rail Italy S.p.A. (formerly, Ansaldo STS S.p.A., listed in MTA – Borsa Italiana until January 2019) (2017-present).

Statutory Auditor of Illy Caffè S.p.A. Società Benefit (2021-present).

Past corporate offices

Independent Director – Chair of the Control and Risk Committee and of Remuneration Committee of COIMA RES SIIQ S.p.A. (listed in MTA – Borsa Italiana) (2016-2022).

Non-Executive Director of Librerie Feltrinelli s.r.l. (2015-2022).

Independent Director – Chair of the Control, Risk and Sustainability Committee, Member of the Related Party Transactions Committee of Cerved S.p.A. (listed in MTA – Borsa Italiana) (2019-2021).

Independent Director, Member of Control and Risk, Remuneration and Related Party Committees of GIMA TT S.p.A. (listed in MTA – Borsa Italiana) (2017- 2019).

Independent Director of Banca Widiba S.p.A. (100% Monte dei Paschi di Siena S.p.A.) (2014-2019).

Statutory Auditor of Nuova Banca delle Marche S.p.A. (Bridge Bank under BRRD, 100% Fondo di Risoluzione, Banca d'Italia) (2015-2017).

Statutory Auditor of Parmalat S.p.A. (listed in MTA – Borsa Italiana) from (2013-2017).

Statutory Auditor of Fintecna S.p.A. (100% Cassa Depositi e Prestiti S.p.A.) (2014-2017).

Other Offices

Liquidator (*Commissario liquidatore*) of AFX Capital Markets Limited _ Succursale italiana in liquidazione coatta amministrativa (appointed by the Bank of Italy, June 2022-current).

Liquidator (*Commissario liquidatore*) of TANK SGR S.p.A. in liquidazione coatta amministrativa (appointed by the Bank of Italy, July 2014-current).

Member of the Surveillance Committee (*Comitato di Sorveglianza*) of ECU SIM S.p.A. in liquidazione coatta amministrativa (appointed by the Bank of Italy, August 2015-2021).

Member of the Surveillance Committee (*Comitato di Sorveglianza*) of GAA SIM S.p.A. in liquidazione coatta amministrativa (appointed by the Bank of Italy, 2013-2018).

Chair of the Surveillance Committee of Total Return SGR S.p.a. in amministrazione straordinaria (appointed by the Bank of Italy, 2011-2012).

Member of the Surveillance Committee of Profit SIM S.p.a. in amministrazione straordinaria (appointed by the Bank of Italy, 2006-2007).

Memberships

Vice-President of *NED Community*, non-profit association of Non-Executive and Independent Directors (www.nedcommunity.it) (2016-2022). Member of the Board of Directors (2014-2022).

Member of the Board of Directors (2019-2022) and of the Policy Committee (2019-present) of EcoDa – European Confederation of Directors Associations in representation of NED Community.

Member of the Directive Committee of SIDE-ISLE (Italian Society of Law and Economics) (2021-present).

Languages

Italian (native)

English (fluent)

French (basic)

Selected recent publications

- 2022 *La responsabilità degli amministratori: i principi generali*, in AA. VV., *Directors. La buona governance vista dai NED*, A. Carretta, M. Pierdicchi, P. Schwizer eds., EGEA, Milan.
- 2022 *L'articolazione della responsabilità e il dovere di agire in modo informato*, in AA. VV., *Directors. La buona governance vista dai NED*, A. Carretta, M. Pierdicchi, P. Schwizer eds., EGEA, Milan.
- 2021 *Uncertainty, externalities and collective action problems: correcting the short-term bias through a multi-stakeholder approach*, in *Orizzonti del Diritto commerciale*, No. 3/2021 (with Francesco Denozza)
- 2017 *Principals vs Principals: The Twilight of the "Agency Theory"*, in 3 *The Italian Law Journal* No. 2 (2017), <http://www.theitalianlawjournal.it/denozzastabilini/> (with Francesco Denozza)
- 2016 *Legal framework of banking governance and board's responsibilities*, in A. Carretta, M. Sargiacomo (eds.), *Doing Banking in Italy: Governance, Risk, Accounting and Auditing issues*, Mc Graw Hill Education, United Kingdom, pp. 53-78
- 2014 *Restrictive agreements. Dominant undertakings' Prohibited Practices*, in A. Toffoletto, A. Stabilini (eds.), *Competition Law in Italy*, Kluwer Law International, The Netherlands, pp. 117-182
- 2013 *The Shortcomings of Voluntary Conceptions of CSR*, in *Orizzonti del Diritto commerciale* (rivista telematica), n. 1/2013. <http://www.orizzontideldirittocommerciale.it/saggi/the-shortcomings-of-voluntary-conceptions-of-csr.aspx> (con Francesco Denozza)

Milan, 6 April 2023



CURRICULUM VITAE



PERSONAL DETAILS

Name and surname: **Mario Corsi**
Date and place of birth: 18th July 1954, Trieste (Italy)
Nationality: Italian
Residence: Trieste (Italy)

EDUCATION

University degree in **Chemical Engineering** in December 1978 at the University of Trieste, score 110/110 "Magna cum laude"

Scientific High School Diploma

FOREIGN LANGUAGES

Excellent **English** knowledge, good **French** and basic **German**

PROFILE

- International experience, as a Business Line manager and as Managing Director, in the Utilities, Industry and Infrastructure sector
- Leader with system vision, entrepreneurial spirit and ability to generate long-term value
- Ability to introduce innovation in terms of product, processes and markets
- Main themes managed: Industry 4.0, digital transformation, sustainable mobility, renewable sources
- Experience in the transformation of complex organizations in times of crisis and stability
- Good relationships with Italian institutions and representatives of the industrial and entrepreneurial world
- Ten-year practice on Boards of Directors
- Sensitivity to sustainability, diversity, ethics and social responsibility

WORKING EXPERIENCES

November 2019 – December 2020

ABB S.p.A., Italy – Chairman

January 2015 – March 2020

ABB S.p.A., Italy – Country Managing Director

15 factories; 6300 employees; Yearly volume of Orders and Revenues above 2,3 BEuro.

- Key initiatives:
 - Implementation of the Next Level Strategy in ABB Italy
 - Establishment of the Country Growth Team with the aim of promoting cross-divisional sales initiatives in ABB Italy; 8% increase in Demand Orders in 3 years
 - Restructuring program in Italy, as White Collars Productivity global initiative
 - Coordination of the Sub-Region, including Greece, Balkans and Israel
 - Support to the Integration of Power One in ABB Italy

Memberships:

- Member of Assolombarda General Council
- Member of the Mechatronics Group of Assolombarda
- Member of the Board of Director of the Swiss Chamber in Italy
- Member of the Board of Directors of CESI
- Member of the Advisory Board Foreign Investors of Confindustria

January 2010 – December 2014

ABB Group - Product Group Manager of Distribution Transformers

Full P&L responsibility of the ABB Distribution Transformers (DTR) business at worldwide level, managing 15 Transformers Factories worldwide, with approx. 3.000 employees and with a yearly volume of Orders and Revenues around 1 BUSD.

- Key initiatives:
 - Refocusing ABB Front End Sales organization in the DTR business
 - Shifting from Utility approach to a Multichannel one (Industry, EPC, OEM, ...)
 - Fostering Price Excellence in order to increase Orders gross margins
 - Developing "Green DTR" : Amorphous and Renewables
 - Implementation of a more structured and effective approach to Cost Out plans
 - Implementation of improvement projects to support low performing Units
 - Investment in "state of art" technology
- Main achievement:
 - EBIT % increased from 4% to over 9% in 4 years

January 2008 – December 2009

Managing Director - La Triveneta Cavi, Vicenza

Italian manufacturer of low and middle voltage cables, with a leading position in many European markets; turnover: 450 MEuro, 4 factories in Italy and about 600 employees.

- Preparation of Industrial Plan defining the strategic guidelines of the company for '09-'11:
 - Increase of Wholesalers market shares in Germany (from 2,5% up to 7%)
 - Improvement of direct sales to Main Contractors (up to 20%)
 - Acquisition of new technologies in order to extend the product portfolio (more focus on innovative cables) with higher margins
 - Redesign of the production model, according to Assembly to Order logics, to improve flexibility and to decrease delivery times (from 6-8 weeks to 1-2 weeks)
 - Implementation of an integrated information system (SAP) in order to control the economical and financial elements and to measure products' profitability

September 2006 – September 2007

Chief Executive Officer - Fantuzzi Reggiane Group, Reggio Emilia

As a consequence of a Loan and Agreement with **JP Morgan** (new Management and new Governance) Fantuzzi Reggiane has become a leading company at worldwide level in selling, designing and producing cranes for containers handling, with a revenues volume of more than 450 MEuro and production sites in Italy, Germany and China and more than 2000 employees.

- Group reorganization in 4 Divisions, redesigning main processes as Budgeting, Planning and Controlling
- Lean Production projects within the Italian units, to increase efficiency and effectiveness through streamlining of activities and enhancing delivery integrity
- Preparation of a Business Plan '07-'09 aiming to the Company relaunching

- First semester '07 results, compared to the same period '06: Orders intake +25%, Revenues +10%, EBIT % from 1,8% up to 3,5%

January 1997 – September 2006

ABB Group (Asea Brown Boveri) covering following positions:

July 2004 - September 2006

Managing Director of ABB Power Technologies SpA - Milan

Responsible of Power Technologies Division at ABB Italy. The Division, built up in 6 Business Units, was the result of two legal entities: ABB Power Technologies SpA and ABB Energy Automation SpA.

Scope: manufacturing and sales of products and systems for Transmission, Distribution and Energy Production. Turnover: more than 600 MUSD

January 2004 - September 2006

Responsible in Italy for the two units of ABB Transformers

General Manager of the following ABB factories in Italy:

- Power Transformers, Legnano (Milano). Yearly turnover: about 90 MUSD and 280 employees.
- Distribution Transformers, Monselice(Padova). Yearly turnover: about 60 MUSD and 140 employees.

January 2004 – December 2004

Worldwide Responsible for ABB product lines Large and Special Distribution Transformers.

Turnover: about 300 MUSD, 12 factories worldwide.

March 2003 – March 2004

Member of ABB Strategy Core Team: a selected group of ABB managers at corporate level in Zurich having the task of outlining the future strategy and business model of ABB Group. In addition: General Manager of the Distribution Transformers units.

September 2002 – January 2004

Responsible of Marketing & Sales Power Technologies Division Italy - ABB T&D, Milan

Front End Sales Manager for the whole products and systems portfolio of ABB Power Technologies Division Italy, including:

- Systems of transmission and distribution of electricity
- Automation and control systems for the distribution of electricity
- Medium voltage panels and equipment
- High voltage switchgears
- Power transformers
- Distribution transformers

Direct sales net: 35 salesmen in six branches (Torino, Milano, Padova, Genova, Roma e Napoli); indirect sales net: 20 Agencies. Annual Orders Budget: more than 300 MUSD

November 2000 – December 2003

Responsible for the Distribution Transformers Unit in Italy - ABB T&D, Milan

General Manager of ABB Distribution Transformers factory in Monselice (Padova). Yearly turnover: 40 MUSD; 120 employees. Markets: Europe, Middle East and North Africa.

Main improvements:

- Rationalization of products portfolio with focalization on Large Distribution Transformers standard (> 5 MVA ; < 72,5 kV)

- Increase of market coverage from South Europe to whole Europe + Middle East + North Africa
- Implementation of Common Technology for the mechanical and electrical design
- Development of function Planning and Scheduling
- Optimization of Supply Chain
- Reduction of throughput time and cycle time

1999 - 2000

Vice President Maintenance Engineering – Business Area Service for ABB Group in Bruxelles

Worldwide responsible of the Business Units Maintenance Engineering & Consulting (15 MUSD revenues) and System Service (50 MUSD revenues) covering 20 countries.

Responsible for improving 160 Full Service contracts worldwide (45 Countries):

- Development and spreading of maintenance best practices such as Total Productive Maintenance, Reliability Centered Maintenance, Life Cycle Costing.
- Development of the role of the Improvement Engineer in ABB Full Service contracts.

1997 – 1999

Responsible for PTO (Process Technology Organization) – internal consulting of ABB Italy

Relaunching of the captive consulting group of ABB in Italy:

- Accomplishment of 15 reorganization projects within the Companies of the Group in Italy
- Turnover from 600 Mio.Lit. to 2000 Mio.Lit
- Establishment and coordination of a team of 10 people
- International relationships and business cooperation within the Group.

1995 - 1996

Material Manager at Flocchi Munizioni in Lecco

Logistics and Purchasing Manager: responsible for Purchasing, Planning, Scheduling, Supply Management, raw materials + semifinished + finished products warehouses, as well as of Production Engineering; 40 resources, purchasing budget of about 40 Billion Lire:

- Reorganization of the warehouses, agreements with main suppliers, re-engineering of planning and programming logics with 45% decrease of raw materials inventory

1994 - 1995

Associated Consultant at Coopers & Lybrand Consultants in Milan

Responsible for Business Process Reengineering (B.P.R.) projects for the analysis of business systems and the implementation of reorganization in particular in the Operation / Logistics area with the introduction of Lean Production and Total Productive Maintenance (T.P.M.).

Main projects:

- **E.V.C. (European Vinyls Corporation)** : re-engineering of maintenance processes during the restructuring of the production sites
- **A.B.B. Elettroconduttore** : re-engineering of logistics and production processes with the introduction of Lean Production; canalization of production lines, establishment of a technology team, implementation T.P.M. and continuous improvement.

1989 – 1994

Management Consultant at RDA (Institute for the Research and Intervention in Business Management), TELOS Group, Milan

Project Responsible : technical and organizational analysis of the production Units; structuring and handling of reorganization projects of Operations with the introduction of Lean Production

logics and, in particular, of Total Productive Maintenance (T.P.M.); development and implementation of the Information System for the Management of Maintenance (SIGMA)

From October 1990 **coordinator of consulting activities of RDA** (Area Maintenance, Logistics, Production and Quality); management of the resources (up to 25 experts), allocation and optimization of the project activities, management of the budget for the Area (6 thousand million Lit.); member of the Committee "Maintenance" of UNI

Main projects :

SNAM: implementation of SIGMA in 20 plants of compression and transport of methane, as well as in the 70 methane distribution grid control centers; further extension to Oil and Real Estate Divisions

FIAT: introduction of T.P.M. in the 67 Elementary Technological Units (U.T.E.) in Mirafiori factory (trained more than 4500 resources; some results in the pilots UTE: 20% increase of the technical efficiency, 80% reduction of failures, scrap decrease from 5 to 1,5%)

SKF: development of Lean Production logics with the redefinition of blue collar role and dedication of resources to the interfunctional team, introduction of T.P.M. in the Airasca factory

1987 - 1989

Assicurazioni Generali in Trieste, Fires and Technological Risks Branch

Responsible for the Office "Multinational Companies and Oil"; underwriting of industrial risks, management of international "accounts"
(training stage at the UK Branch Generali in London)

1986 – 1987

Centro Regionale Servizi" (Regional Service Center) (Industries Association and Industry Council Office of Friuli Venezia Giulia) – Research Area of Trieste

Project Responsible; technical-economic analysis in the productive areas, finance and data processing; coordination and control of consulting resources on the frame of a project finalized to the organizational and technological development of small and medium companies of FVG Region

1980 - 1986

Refinery "AQUILA" (TOTAL) in Trieste

'83 - '86: **responsible for the mechanic maintenance** of the Refinery; technical definition, organization and control of the maintenance projects of internal and external resources, administrative management of maintenance expenses and cost control (yearly budget of about 5 billion Lire)

'80 - '83: **process engineer**, assistant to the Head of Lubricants Service; production control, products yield and quality, logistics of semifinished and finished products, maintenance of the plants, process studies and of energy saving (stage at Total Technique in Paris)

- I authorize the processing of my personal data pursuant to Legislative Decree 30 June 2003 n. 196 and of GDPR 679/16