

PRESS RELEASE

APPROVED 2022 FINANCIAL STATEMENTS AND €0.057 DIVIDEND FOR EACH ORDINARY AND SAVINGS SHARE
APPROVED REMUNERATION POLICIES
RENEWED AUTHORIZATION TO PURCHASE AND DISPOSE OF OWN SHARES
CONFIRMED APPOINTMENT OF DIRECTORS ALREADY CO-OPTED BY THE BOARD OF DIRECTORS
APPOINTED BOARD OF STATUTORY AUDITORS FOR THE NEXT THREE YEARS

Milan, April 27, 2023 – The Ordinary Shareholders' Meeting of Webuild S.p.A. (MTA: WBD), met today and resolved to:

- approve the **financial statements** of Webuild S.p.A. as at December 31, 2022, and the **distribution of a dividend of €0.057** for each existing ordinary and savings share with dividends right at the ex-dividend date. The payment date is 24 May 2023, the ex-dividend date 22 May 2023 (record date 23 May 2023);
- approve the **Remuneration Report**, which comprises Section I (Webuild S.p.A.'s remuneration policy for the three-year period 2023-2025) and Section II (actual remuneration figures for 2022);
- confirm the appointment of Directors **Francesco Renato Mele** and **Andrea Alghisi**, co-opted by the Board of Directors of the Company on October 3, 2022, whose mandate will expire, as the rest of the Board of Directors, with the approval of the financial statements as at December 31, 2023;
- appoint the **new Board of Statutory Auditors** that will remain in place until the Shareholders' Meeting called to approve the financial statements as at December 31, 2025, determining its remuneration. In particular, the following were appointed:
 - from List no. 1, presented by shareholders Salini S.p.A. and CDP Equity S.p.A. (holders of a total of 56.83% of the Company's ordinary share capital) and voted by approximately 89.5% of the shares represented at the Shareholders' Meeting ("**Majority List**"), no. 2 Statutory Auditors: Antonio Santi and Lucrezia Iuliano; and no. 1 Alternate: Pierumberto Spanò;
 - from List no.2, presented by shareholder INARCASSA – *Cassa Nazionale di Previdenza ed Assistenza per gli Ingegneri ed Architetti Liberi Professionisti* (holder of 2.291% of the Company's ordinary share capital) and voted by approximately 7.5% of the shares represented at the Shareholders' Meeting ("**Minority List**"), the Chairperson of the Board of Statutory Auditors: Giovanni Maria Garegnani and no. 1 Alternate: Marco Seracini.

The composition of the newly appointed Board of Statutory Auditors complies with current provisions relating to gender equality.

In addition to the above, the Shareholders' Meeting resolved to:

- approve, upon recommendation of the Board of Statutory Auditors pursuant to reference regulations, the **appointment of the mandate of independent auditors for the 2024-2032** period to **PricewaterhouseCoopers S.p.A.**, determining its remuneration;
- approve the **renewal of the authorization to purchase and dispose of own shares**, under the terms and conditions included in the proposal of the Board of Directors;



- approve some amendments to the methods for allocating the “**Performance Shares 2020-2022 Plan**”;
- approve the amendments to the **Regulations of the 2021-2030 Anti-Dilutive Warrants** issued by Webuild S.p.A. (ISIN: IT0005454423).

The voting summary and the minutes of the Shareholders' Meeting will be made available to the public in accordance with the methods and timings foreseen by current Italian legislation.

The Company's Board of Directors met at end of the Shareholders' Meeting, and based on the declarations of the single interested parties and the information in the hands of the Company, verified that:

- all newly elected members of the Board of Statutory Auditors possess the independence requirements foreseen by the TUF (*Testo Unico della Finanza*) and by the Corporate Governance Code (2020 Edition);
- the newly elected Directors Francesco Renato Mele and Andrea Alghisi can be qualified as non-executive and non-independent Directors. The above Directors do not belong to any internal board committees;
- Said members of the Board of Statutory Auditors and Directors possess the further requirements foreseen by the Law and regulations with regard to the appointment of their related mandates and do not hold investments in the Company's share capital.

The professional profiles of the above Directors and Statutory Auditors are made available on the Company's website, in the Governance section.

The Board of Directors would like to extend its sincerest gratitude to the outgoing members of the Board of Auditors - Giacinto Gaetano Sarubbi, Paola Simonelli and Roberto Cassader – for the productive and excellent collaboration that they provided during their mandate. The Board would also like to wish them the best of luck in their future professional endeavours.

Webuild is a global leader in the design and construction of large, complex projects in the sectors of sustainable mobility (rail, metro, bridges, roads, ports), hydropower (dams, power plants), water (treatment and desalination plants, wastewater management, irrigation dams) and green buildings (civil and industrial buildings, airports, stadiums, hospitals). It supports clients in achieving the Sustainable Development Goals (SDGs) established by the United Nations. The recognised leader in infrastructure for the water sector, it operates in 50 countries, generating 70 percent of its revenues from international markets. It has 83,000 direct and indirect employees from 100 nationalities, and a supply chain of more than 17,500 businesses. In its 117 years of applied engineering on more than 3,200 projects, the Group has built 14,118 kilometres of rail and metro lines, 82,509 kilometres of roads and highways, 1,018 kilometres of bridges and viaducts, 3,396 kilometres of tunnels, and 313 dams and hydropower plants. Projects include the Genoa San Giorgio Bridge, the second Panama Canal, the Lake Mead Third Intake hydraulic project near Las Vegas in the United States, the Airport Line in Perth, Australia and the Stavros Niarchos Foundation Cultural Center in Athens. Projects under construction include the Brenner Base Tunnel, Line 4 of the Milan metro system, the Terzo Valico dei Giovi-Nodo di Genova in Italy, and the North East Link of Melbourne in Australia. In 2022, the Group had revenues of €8.2 billion, total orders worth more than €53 billion, and projects that will help reduce annual CO2 emissions by 25 million tonnes. Webuild, subject to the direction and coordination of Salini Costruttori S.p.A., is headquartered in Italy and is listed on the Milan stock exchange (WBD; WBD.MI; WBD:IM). Since 2021, it is member of the MIB ESG, the index of Italian companies with the best ESG practices.

[More information at www.webuildgroup.com](http://www.webuildgroup.com)



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