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Oggetto : Leonardo: call of the Shareholders'  
Meeting, Remuneration Report and Long-  
Term Incentive Plan

*Testo del comunicato*

Vedi allegato.

## Leonardo: call of the Shareholders' Meeting, Remuneration Report and Long-Term Incentive Plan

**Rome, 24 March 2021** – The Board of Directors of Leonardo, convened today under the chairmanship of Luciano Carta, has resolved that the Shareholders' Meeting will be convened in Ordinary session on 10 and 19 May 2021 (in first and second call respectively), to which the Shareholders, pursuant to art. 106 of the Legislative Decree no. 18/2020 as most recently extended by Law no. 21/2021, will be able to participate exclusively through the Designated Representative.

In addition to the approval of the Financial Statements as at 31 December 2020, the Meeting will be called to resolve on the appointment of the Board of Statutory Auditors for the three-year period 2021-2023.

The Shareholders' Meeting will also be asked to deliberate, pursuant to art. 123-ter, par. 3-ter and 6 of TUF, in relation to the first section (with binding resolution) and to the second section (with no binding resolution) of the Report on the remuneration policy and the remuneration paid, approved by today's Board of Directors.

The Board of Directors also resolved to submit to the same Shareholders' Meeting, pursuant to art. 114-bis of TUF, the proposal of approval of the new Long-Term Incentive Plan for the management of the Leonardo Group.

To the new Incentive Plan based on financial instruments, while maintaining the main architectural elements constant, with three-year rolling cycles (starting from each of the financial years 2021, 2022 and 2023), changes have been made that provide for the structural introduction of sustainability performance objectives consistent with the Strategic Plan, as well as the strengthening of the pay for performance link. The new Plan confirms the Company's intention to continue to use a management incentive tool to achieve the medium and long-term objectives set out in the Group's Industrial Plan. The Plan, aimed at a population of "key" managers (identified as a priority according to a criterion that selects the positions of greatest impact on the Group's business), is based on a mix of both cash and Leonardo ordinary shares, in different proportions depending on the managerial levels involved, against the achievement of specific and preset performance targets; the achievement of the objectives linked to the incentive will be verified at the end of each three-year period.

For a detailed description of the Plan, please refer to the contents of the Information Document, prepared pursuant to art. 114-bis of TUF and art. 84-bis of Issuers Regulation, which will be published within the terms of law.

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The notice of call of the Meeting, as well as the documentation concerning the items on the agenda of the Shareholders' Meeting, will be available to the public within the terms and with the modalities of law.

**Leonardo**, a global high-technology company, is among the top ten world players in Aerospace, Defence and Security and Italy's main industrial company. Organized into five business divisions, Leonardo has a significant industrial presence in Italy, the United Kingdom, Poland and the USA, where it also operates through subsidiaries that include Leonardo DRS (defense electronics), and joint ventures and partnerships: ATR, MBDA, Telespazio, Thales Alenia Space and Avio. Leonardo competes in the most important international markets by leveraging its areas of technological and product leadership (Helicopters, Aircraft, Aerostructures, Electronics, Cyber Security and Space). Listed on the Milan Stock Exchange (LDO), in 2019 Leonardo recorded consolidated revenues of €13.8 billion and invested €1.5 billion in Research and Development. The company has been part of the Dow Jones Sustainability Index (DJSI) since 2010 and has been named as sustainability global leader in the Aerospace & Defence sector for the second year in a row of DJSI in 2020.

Fine Comunicato n.0131-25

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