

ANNEX A

Sanlorenzo S.p.A.

INFORMATION DOCUMENT REGARDING THE COMPENSATION PLAN BASED ON FINANCIAL INSTRUMENTS (FOREIGN COMMERCIAL SUBSIDIARIES PLAN) SUBMITTED TO THE APPROVAL OF THE SHAREHOLDERS' MEETING OF SANLORENZO S.P.A., DRAFTED PURSUANT TO ARTICLE 84-*BIS* OF REGULATION NO. 11971 APPROVED BY CONSOB WITH RESOLUTION OF 14 MAY 1999, AS AMENDED

La Spezia, 13 May 2024

DEFINITIONS

The following definitions are used in this Information Document.

Bad Leaver	Beneficiary has engaged in conduct (including omissions) that justifies revocation for just cause from the office of director of one or more of the Foreign Commercial Subsidiaries, or the revocation for just cause of the Beneficiary's management powers of one or more of the Foreign Commercial Subsidiaries, and therefore: (a) breach by the Beneficiary of provisions of law or contract constituting just cause for revocation from the office of director, or just cause for revocation, even partial, of the management powers; and (b) criminal conviction of the Beneficiary for an offence of wilful misconduct or negligence committed in the performance of the relationship with one of the Foreign Commercial Subsidiaries or, if not committed in the course of the relationship with one of the Foreign Commercial Subsidiaries, if the sentence imposed is equal to two years' imprisonment or more.
Beneficiary	Ferruccio Rossi.
Call Option	the option to purchase in favour of Sanlorenzo the Foreign Commercial Subsidiary Shares of the Beneficiaries, governed by the Put&Call Contract in accordance with the provisions of the Plan.
Corporate Governance Code	The Corporate Governance Code approved by the Corporate Governance Committee.
Ferruccio Rossi	Ferruccio Rossi, tax code RSSFRC72B24E463F, born in La Spezia on 24 February 1972.
Foreign Commercial Subsidiaries	collectively, Sanlorenzo Côte D'Azur, Sanlorenzo Baleari and Sanlorenzo Monaco.
Foreign Commercial Subsidiary Shares	collectively, the SLCA Shares, the SLB Shares and the SLM Shares.
Foreign Commercial Subsidiary Share	the exercise price of the Call Option and the Put Option (and therefore the repurchase price of the Beneficiary's Foreign Commercial Subsidiary

Repurchase Price	Shares by Sanlorenzo) that are validly exercised by Sanlorenzo and the Beneficiary, respectively.
Foreign Commercial Subsidiary Share Price	the purchase price of the Foreign Commercial Subsidiary Shares by the Beneficiary, equal to (i) €34,621 for the SLCA Shares, (ii) €73,272 for the SLB Shares and (iii) €37,400 for the SLM Shares.
Formula	the following method of calculation to determine the value of each Foreign Commercial Subsidiary: [EBITDA of the Foreign Commercial Subsidiary at 31 December of the year prior to the exercise of the Call Option or the Put Option x 5] +/- NFP at the time of the exercise of the Call Option or the Put Option.
Good Leaver	<p>Both of the following conditions are met:</p> <ul style="list-style-type: none"> (i) Beneficiary is dismissed from the office of director of one or more of the Foreign Commercial Subsidiaries in a case that does not qualify as a Bad Leaver – or Beneficiary resigns from the office of director of one or more of the Foreign Commercial Subsidiaries, or waives all or part of, or does not accept all or part of, his or her management powers of one or more of the Foreign Commercial Subsidiaries, where such events are exclusively justified by a case of just cause attributable solely to the Foreign Commercial Subsidiary with which the Relationship is in place, rendering it objectively no longer possible to continue the Relationship; and, as a further requirement, (ii) achievement of Performance Targets by all Foreign Commercial Subsidiaries.
Group	Sanlorenzo together with the Foreign Commercial Subsidiaries and Subsidiaries.
Information Document	this information document, drafted pursuant to Article 84- <i>bis</i> of the Issuers' Regulation and in compliance, also in the heading and numbering of the relevant Paragraphs, with Annex 3A, Schedule 7 of such Issuers' Regulation.

Issuers' Regulation	Consob Regulation no. 11971 of 14 May 1999, as amended and supplemented.
Performance Targets	the annual and/or long-term financial and business targets of the Foreign Commercial Subsidiaries as set by the SL Board of Directors after consultation with the SL Remuneration Committee.
Plan	the proposal to adopt the remuneration plan based on financial instruments called the "Foreign Commercial Subsidiaries Plan" approved by the SL Board of Directors on 13 May 2024 with the favourable opinion of the SL Remuneration Committee and submitted to the SL Shareholders' Meeting for approval pursuant to Article 114- <i>bis</i> of the Italian Consolidated Law on Finance.
Put Option	the option to sell to Sanlorenzo the Foreign Commercial Subsidiary Shares granted to each Beneficiary, governed by the Put&Call Contract in accordance with the provisions of the Plan.
Put&Call Contract	the agreement between Sanlorenzo and the Beneficiary governing the Right to Purchase the Foreign Commercial Subsidiary Shares, the Call Option and the Put Option in accordance with the Plan.
Relationship	the relationship of administration with management powers between the Benefit and each of the Foreign Commercial Subsidiaries.
Right of Purchase	the right granted to the Beneficiary to purchase the Foreign Commercial Subsidiary Shares subject to the Plan and the Put&Call Contract.
Sanlorenzo	Sanlorenzo S.p.A., tax code 00142240464, with registered office at Via Armezzone 3, Ameglia (SP), Italy.
Sanlorenzo Baleari	Sanlorenzo Baleari S.L., N.I.F. B63936264, a limited liability company under Spanish law, with registered office in Puerto Portals and offices in Local 19 Edificio Ponent 07181 Puerto Portals, Mallorca.

Sanlorenzo Côte D'Azur	Sanlorenzo Côte D'Azur S.A.S., R.C.S. 977548551, a limited company under French law, with registered office in Cannes and offices at 32 Boulevard de Lorraine 06400 Cannes.
Sanlorenzo Monaco	Sanlorenzo Monaco S.A.M., R.C.I. 07S04714, a limited company under the laws of Monaco, with registered office in Montecarlo and offices at 2 Rue Imberty 98000 Monaco.
SL Board of Directors' Meeting	the Board of Directors <i>pro tempore</i> in office of Sanlorenzo, or its duly delegated bodies or members.
SL Remuneration Committee	the Remuneration Committee established within the SL Board of Directors, which advises and makes proposals in relation to the implementation of the Plan pursuant to the SL Remuneration Committee Regulation and the Corporate Governance Code.
SL Remuneration Committee Regulation	the regulation adopted by the SL Board of Directors defining the functions and powers of the Remuneration Committee, which can be consulted on the Sanlorenzo website (www.sanlorenzoyacht.com , in the Section "Corporate Governance/Internal Committees").
SL Shareholders' Meetings	Sanlorenzo's Ordinary and Extraordinary Shareholders' Meeting convened for 30 September 2024 on first call and for 1 October 2024 on second call, called to resolve on the proposal to adopt the Plan, as second item on the agenda of the ordinary part.
SLB Shares	no. 1,250 shares with a nominal value of €100 each of Sanlorenzo Baleari, representing 25% of its share capital, the subject of the Plan.
SLCA Shares	no. 250 shares with a nominal value of €1 each of Sanlorenzo Côte D'Azur, representing 25% of its share capital, the subject of the Plan.
SLM Shares	no. 375 shares with a nominal value of €100 each of Sanlorenzo Monaco, representing 25% of its share capital, of which no. 1 share is already held by the Beneficiary, the subject of the Plan.

Subsidiaries	the Italian and foreign companies, other than the Foreign Commercial Subsidiaries, directly or indirectly controlled by Sanlorenzo pursuant to Article 93 of the Italian Consolidated Law on Finance, or qualifying as subsidiaries in accordance with the accounting standards applicable over time, or included in the scope of consolidation.
Termination of Relationship	the termination of the Relationship between the Beneficiary and one or more of the Foreign Commercial Subsidiaries (including the revocation, and/or the waiver and/or the non-acceptance, in whole or in part, of management powers).
TUF or the Italian Consolidated Law on Finance	Italian Legislative Decree no. 58 of 24 February 1998, as amended and supplemented.
Vesting Period	the period commencing on the date of purchase of the Foreign Commercial Subsidiary Shares by the Beneficiary and expiring on 31 December 2029.

INTRODUCTION

This Information Document, drafted pursuant to Article 84-*bis* of the Issuers' Regulation and in compliance, also in the heading and numbering of the relevant Paragraphs, with Annex 3A, Schedule 7 of such Issuers' Regulation, concerns the proposal for the adoption of the "Foreign Commercial Subsidiaries Plan" approved by the Board of Directors on 13 May 2024, after receiving the favourable opinion of the Remuneration Committee.

The aforementioned proposal for the adoption of the "Foreign Commercial Subsidiaries Plan" will be submitted to the approval of the SL Shareholders' Meeting, convened for 30 September 2024 at first call and for 1 October 2024 at second call, as the second item on the agenda of the ordinary part of the same.

As of the date of this Information Document, the proposal to adopt the "Foreign Commercial Subsidiaries Plan" has not yet been approved by the SL Shareholders' Meeting.

Accordingly, this Information Document is prepared solely on the basis of the content of the proposal for the adoption of the "Foreign Commercial Subsidiaries Plan" approved by the Board of Directors on 13 May 2024, and any reference to the Plan contained in the Information Document itself shall be understood as referring to the proposal for the adoption of the "Foreign Commercial Subsidiaries Plan".

This Information Document will be updated, where necessary and within the terms and in the manner prescribed by applicable laws and regulations, if the proposal to adopt the "Foreign Commercial

Subsidiaries Plan” is approved by the SL Shareholders’ Meeting and in accordance with the content of the resolutions passed by the same SL Shareholders’ Meeting and by the bodies competent to implement the Plan.

The Plan is to be considered of “particular relevance” pursuant to Article 114-*bis*, paragraph 3 of the Consolidated Law on Finance and Article 84-*bis*, paragraph 2 of the Issuers’ Regulation, as it is also addressed to a Beneficiary who holds senior management positions in the Foreign Commercial Subsidiaries.

1. RECIPIENTS

1.1 The names of the recipients who are members of the board of directors or the management board of the issuer of financial instruments, of the issuer’s parent companies and of the companies directly or indirectly controlled by the issuer.

The sole Beneficiary of the Plan is Ferruccio Rossi, subject to his appointment as executive director of the Foreign Commercial Subsidiaries.

The Beneficiary was a member of the board of directors of Sanlorenzo until 13 May 2024.

1.2 The categories of employees or collaborators of the issuer of financial instruments and of the parent companies or subsidiaries of that issuer.

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi, subject to his appointment as executive director of the Foreign Commercial Subsidiaries.

The Beneficiary was general manager and manager of Sanlorenzo until 30 April 2024.

1.3 The names of the beneficiaries of the plan belonging to the following groups:

a) general managers of the issuer of financial instruments;

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi, subject to his appointment as executive director of the Foreign Commercial Subsidiaries.

The Beneficiary was general manager and manager of Sanlorenzo until 30 April 2024.

b) other managers with strategic responsibilities of the issuer of financial instruments that is not “smaller”, within the meaning of Article 3, paragraph 1, letter f) of Regulation no. 17221 of 12 March 2010, in the event that they have received, during the financial year, total compensation (obtained by adding monetary compensation and compensation based on financial instruments) greater than the highest total compensation attributed to the members of the board of directors, or of the management board, and to the general managers of the issuer of financial instruments;

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi, provided that he is appointed executive director of the Foreign Commercial Subsidiaries and at the date of the Information Document he is not a manager with strategic responsibilities of Sanlorenzo.

c) natural persons controlling the share issuer, who are employees or collaborators of the share issuer;

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi, who is not a natural person controlling Sanlorenzo.

1.4 Description and numerical indication, broken down by category:

a) managers with strategic responsibilities other than those referred to in letter b) of paragraph 1.3;

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi, who at the date of the Information Document is not a manager with strategic responsibilities at Sanlorenzo.

b) in the case of “smaller” companies, pursuant to Article 3, paragraph 1, letter f) of Regulation no. 17221 of 12 March 2010, the aggregate of all the managers with strategic responsibilities of the issuer of financial instruments;

Not applicable.

c) any other categories of employees or collaborators for which differentiated plan features have been envisaged (e.g. executives, managers, office workers, etc.)

Not applicable. The sole Beneficiary of the Plan is Ferruccio Rossi.

2. REASONS FOR ADOPTING THE PLAN

2.1 The objectives to be achieved through the allocation of plans

The reasons and aims of the Plan are to contribute to the pursuit of the Company’s and Group’s sustainable success and the generation of long-term value, through the incentive and retention of the Beneficiary, deemed a key member of the personnel of the Foreign Commercial Subsidiaries, which Sanlorenzo intends to develop, and of the Group. More specifically, the Plan seeks to set up an incentive mechanism in favour of the Beneficiary, through his involvement in the corporate structure of the Foreign Commercial Subsidiaries, incentivising his alignment with the interests of Sanlorenzo and accordingly its shareholders and in the pursuit of the sustainable success of the Foreign Commercial Subsidiaries, Sanlorenzo and the Group and the generation of long-term value, while at the same time retaining the Beneficiary and contributing to the retention within the Foreign Commercial Subsidiaries and the Group of his specific skills.

Furthermore, the adoption of compensation plans based on financial instruments complies with both the recommendations of Article 5 of the Corporate Governance Code, and in particular with Principle XV and Recommendations 27 and 28, as well as Article 2.2.3 of the Regulation governing the markets organised and managed by Borsa Italiana S.p.A. (it is recalled that Sanlorenzo shares are listed on the Euronext STAR Milan segment of the Euronext STAR Milan market of Borsa Italiana S.p.A.).

2.1.1 *Additional information*

The Plan provides for:

- (i) as the sole beneficiary of the Plan, Ferruccio Rossi;
- (ii) a predefined quantity of Foreign Commercial Subsidiary Shares subject to the Plan, to be purchased by the Beneficiary at the Foreign Commercial Subsidiary Share Price, which is also predefined;
- (iii) the execution of the Put&Call Contract and the purchase of the Foreign Commercial Subsidiary Shares by the Beneficiary no later than 30 April 2025; and
- (iv) the Call Option and the Put Option to be governed by the Put&Call Contract in accordance with the provisions of the Plan (see Paragraph 4.8 below).

2.2 **Key variables, also in the form of performance indicators considered for the allocation of financial instrument-based plans**

The assignment of the Right of Purchase to the Beneficiary is free of charge.

In the event of the purchase of the Foreign Commercial Subsidiary Shares subject to the Right of Purchase by the Beneficiary, the Beneficiary shall pay Sanlorenzo the Foreign Commercial Subsidiary Share Price, predefined by the Plan, in accordance with the timescales set out in the Put&Call Contract.

The Plan provides for the SL Board of Directors to establish, in consultation with the SL Remuneration Committee, the Performance Targets of the Foreign Commercial Subsidiaries, satisfaction or non-satisfaction of which affects Good Leaver status and therefore the amount of the Foreign Commercial Subsidiary Share Repurchase Price. The Performance Targets shall consist of predetermined and measurable annual and/or long-term financial and/or business targets of the Foreign Commercial Subsidiaries (referring, *inter alia*, to one or more of (i) EBITDA, (ii) Net Financial Position and (iii) the order intake of the Foreign Commercial Subsidiaries) as set by the SL Board of Directors in consultation with the SL Remuneration Committee, taking into account the strategic objectives of Sanlorenzo and the Group and the Group's business plan in force from time to time. In particular, this solution was deemed to be the most suitable to achieve the specific incentive and retention objectives that the Plan pursues, related to the Foreign Commercial Subsidiaries and the individual Beneficiary, and also taking into account the fact that Sanlorenzo has established two additional long-term, financial instrument-based compensation plans called "Performance Shares Plan 2024" and "LTI Plan 2024-2028", dedicated to the Group's key resources, which provide for the setting of financial and non-financial performance targets, approved by the Sanlorenzo Shareholders' Meeting of 26 April 2024 (and whose illustrative reports and annexed information documents can be consulted on Sanlorenzo's website at www.sanlorenzoyacht.com, Section "Corporate Governance/Shareholders' Meeting/Ordinary and Extraordinary Shareholders' Meeting 26 April 2024").

2.3 Elements underlying the determination of the amount of the financial instrument-based compensation, i.e. the criteria for its determination

The number of Foreign Commercial Subsidiary Shares subject to the Plan and allocated to the Beneficiary, as well as the Foreign Commercial Subsidiary Share Price and the Foreign Commercial Subsidiary Repurchase Price, were established by the SL Board of Directors, in consultation with the SL Remuneration Committee, taking into account the Beneficiary's organisational level, responsibilities and professional skills.

2.3.1 Additional information

Not applicable.

2.4 The reasons underlying any decision to award compensation plans based on financial instruments not issued by the issuer of the financial instruments, such as financial instruments issued by subsidiaries or, parent companies or companies outside the group to which it belongs; in the event that the aforesaid instruments are not traded on regulated markets, information on the criteria used to determine the value attributable to them

The Plan refers to the Foreign Commercial Subsidiary Shares as it is considered appropriate to set up a specific incentive system for the Beneficiary, who is expected to be appointed as an executive director of the Foreign Commercial Subsidiaries and is considered a key resource of the Foreign Commercial Subsidiaries and of the Group; in particular, it is considered to be in the interest of Sanlorenzo to develop the business of the Foreign Commercial Subsidiaries, and to this end to provide an incentive to the Beneficiary, who will act as an executive director in favour of the same, thus aligning his interests with those of Sanlorenzo and its shareholders, in the pursuit of the sustainable success of the Foreign Commercial Subsidiaries, Sanlorenzo and the Group and the generation of value in the long term. It is also considered that this adequately pursues the goal of retention and loyalty of the Beneficiary, helping keep his specific skills in the Foreign Commercial Subsidiaries and the Group.

2.5 Assessment of significant tax and accounting implications affecting plan design

There are no significant accounting and tax implications that have affected the definition of the Plan.

2.6 Any support of the plan from the Italian special fund for the encouragement of workers' participation in companies, referred to in Article 4, paragraph 112, of Italian Law no. 350 of 24 December 2003

The Plan does not receive any support from the Italian special fund for the encouragement of workers' participation in companies, referred to in Article 4, paragraph 112, of Italian Law no. 350 of 24 December 2003.

3. APPROVAL PROCESS AND TIMING OF FINANCIAL INSTRUMENT GRANTS

3.1 Scope of powers and functions delegated by the shareholders' meeting to the board of directors in order to implement the plan

On 13 May 2024, the SL Board of Directors, with the favourable opinion of the Remuneration Committee, resolved to submit the approval of the Plan to the SL Shareholders' Meeting.

The SL Shareholders' Meeting shall be called upon to resolve, in addition to the approval of the Plan, also to confirm and grant the SL Board of Directors all powers necessary or appropriate to implement the Plan itself (including, by way of example only, to establish the Performance Targets) and perform any act, fulfilment, formality, communication that is necessary or appropriate for the management and/or implementation of the Plan, with the power to delegate its powers, duties and responsibilities in relation to the execution and implementation of the Plan as better specified in Paragraph 3.2 below.

3.2 Indication of the persons entrusted with the administration of the plan and their function and competence

The SL Board of Directors will be responsible for the execution of the Plan and will be entrusted by the SL Shareholders' Meeting with the management and implementation of the Plan.

The Plan rules that the SL Board of Directors may delegate its powers, duties and responsibilities in respect of the execution and application of the Plan to one or more of its members, jointly or severally. In such cases, any reference made in the Plan to the SL Board of Directors shall be construed as a reference to the Sanlorenzo director to whom the delegation is addressed. In any case, it remains understood that any decision relating and/or pertaining to the assignment of the Subscription Rights to the Beneficiary, who is also a director of Sanlorenzo (as well as any other decision relating to and/or pertaining to the management and/or implementation of the plan in respect of them), shall remain the sole responsibility of the SL Board of Directors; as of today, the Beneficiary is not a director of Sanlorenzo.

The SL Remuneration Committee has advisory and proposing functions in relation to the implementation of the Plan, pursuant to the Corporate Governance Code and the SL Remuneration Committee Regulation.

3.3 Existing procedures, if any, for the revision of the plans also in relation to possible changes in the basic objectives

The SL Board of Directors shall have the power to make any amendments or additions to the Plan (once it has been approved by the SL Shareholders' Meeting), in the manner it deems appropriate, that it deems useful or necessary for the best pursuit of the purposes of the Plan, taking into account the interests of the Beneficiary.

Notwithstanding the above, there are no procedures for revising the Plan in connection with any changes in the Performance Targets.

3.4 Description of the methods for determining the availability and allocation of the financial instruments on which the plans are based

The Plan provides for the assignment to the Beneficiary of Rights of Purchase, valid to purchase the Foreign Commercial Subsidiary Shares, in the quantity established by the Plan and set forth in the Information Document, at the Foreign Commercial Subsidiary Share Price, as established by the Plan.

The Company shall make all of the Foreign Commercial Subsidiary Shares available to the Beneficiary by 30 April 2025; the payment of the Foreign Commercial Subsidiary Share Price by the Beneficiary shall occur at the same time as the transfer of the Foreign Commercial Subsidiary Shares.

3.5 The role played by each director in determining the characteristics of the aforementioned plans; possible occurrence of situations of conflict of interest for the directors concerned

The Plan to be submitted to the approval of the SL Shareholders' Meeting pursuant to and in accordance with Article 114-*bis* of the Consolidated Law on Finance was determined by the SL Board of Directors with the prior favourable opinion of the Remuneration Committee; no Sanlorenzo director is included among the Beneficiaries of the Plan and therefore there are no situations of conflict of interest among them, not even potential.

3.6 For the purposes of the requirements of Article 84-*bis*, paragraph 1, the date of the decision taken by the body competent to propose the approval of the plans to the shareholders' meeting and the proposal of the remuneration committee, if any

The SL Board of Directors approved the Plan to be submitted to the SL Shareholders' Meeting for approval on 13 May 2024, after having received a favourable opinion from the SL Remuneration Committee, which met on 13 May 2024.

3.7 For the purposes of the requirements of Article 84-*bis*, paragraph 5, letter a), the date of the decision made by the competent body on the assignment of the instruments and any proposal to the aforesaid body formulated by the remuneration committee, if any

The SL Board of Directors approved the Plan to be submitted to the approval of the SL Shareholders' Meeting, identifying Ferruccio Rossi as Beneficiary and establishing that the subject of the Plan would be the Foreign Commercial Subsidiary Shares, on 13 May 2024, after receiving the favourable opinion of the SL Remuneration Committee, which met on 13 May 2024.

3.8 The market price, recorded on the aforementioned dates, for the financial instruments on which the plans are based, if traded on regulated markets

Not applicable, as the Foreign Commercial Subsidiary Shares are not traded on regulated markets.

3.9 In the case of plans based on financial instruments traded on regulated markets, under what terms and in what manner does the issuer take into account, when determining the timing of the allocation of the instruments in implementation of the plans, the possible time coincidence between:

(i) such allocation or any decisions taken in this regard by the remuneration committee, and

(ii) the disclosure of any relevant information within the meaning of Article 17 of Regulation (EU) no. 596/2014; for example, where such information is:

a. not already public and capable of positively influencing market prices, or

b. already published and capable of negatively influencing market prices.

Not applicable, as the Foreign Commercial Subsidiary Shares are not traded on regulated markets.

4. THE CHARACTERISTICS OF THE ATTRIBUTED INSTRUMENTS

4.1 A description of the forms in which financial instrument-based compensation plans are structured

The Plan provides for the assignment to the Beneficiary of the Right of Purchase valid to purchase, at the Foreign Commercial Subsidiary Share Price established by the Plan, the Foreign Commercial Subsidiary Shares in the quantity established by the Plan.

The Beneficiary shall purchase the Foreign Commercial Subsidiary Shares by 30 April 2025 and shall pay Sanlorenzo the relevant Foreign Commercial Subsidiary Share Price upon the transfer of the Foreign Commercial Subsidiary Shares.

The Put&Call Contract entered into with the Beneficiary, in addition to granting him the Right of Purchase, will also govern the Call Option and the Put Option, as set forth in Paragraph 4.8 below.

4.2 The indication of the period of actual implementation of the plan with reference also to any different cycles envisaged

The Plan provides for the assignment to the Beneficiary of the Right of Purchase valid for the purchase of the Foreign Commercial Subsidiary Shares in the quantity established by the Plan.

The Plan provides for the purchase of the Foreign Commercial Subsidiary Shares to take place by 30 April 2025.

The Beneficiary shall pay Sanlorenzo the relevant Foreign Commercial Subsidiary Share Price upon the transfer of the Foreign Commercial Subsidiary Shares.

The Call Option shall be exercisable upon the purchase of the Foreign Commercial Subsidiary

Shares by the Beneficiary under the terms and conditions indicated in paragraph 4.8 below, provided that the Termination of the Relationship has occurred; the Put Option shall be exercisable, under the terms and conditions set out in paragraph 4.8 below, provided that the Termination of the Relationship has occurred, after the end of the Vesting Period, except in the case of early termination of the Relationship between the Beneficiary and in the Good Leaver case, in which case it shall be exercisable even before the end of the Vesting Period. There is no final deadline for the exercise of the Call Option, whereas the Put Option may be exercised within six months from the Termination of the Relationship, and in any event by 31 December 2034.

In particular, this solution was considered the most suitable for achieving the incentive and loyalty objectives pursued by the Plan and such as to comply with Recommendation 28 of the Corporate Governance Code.

4.3 The end of the plan

On this point, please refer to Paragraph 4.2 above.

4.4 The maximum number of financial instruments, including in the form of options, allocated in each fiscal year in relation to the persons named or the indicated categories

The Plan provides for the assignment to the Beneficiary of the Right of Purchase valid for the purchase of the Foreign Commercial Subsidiary Shares as provided in the Plan.

The term for the Beneficiary's purchase of the Foreign Commercial Subsidiary Shares, set at 30 April 2025.

4.5 The terms and conditions for implementing the plan, specifying whether the actual allocation of the instruments is subject to the fulfilment of conditions or the achievement of certain results, including performance results; descriptions of these conditions and results

As regards the procedures and clauses for the implementation of the Plan, please refer to the individual sections of this Information Document.

The Foreign Commercial Subsidiary Share Repurchase Price in the event of the valid exercise of the Call Option and the Put Option also depends on the occurrence of the Performance Targets, which will be established by the SL Board of Directors, in consultation with the SL Remuneration Committee, in accordance with the provisions of paragraph 2.2 above.

4.6 The indication of any availability restrictions on the instruments granted or on the instruments resulting from the exercise of the options, with particular reference to the terms within which the subsequent transfer to the same company or to third parties is permitted or prohibited

The Plan provides that the Foreign Commercial Subsidiary Shares can only be purchased by

the Beneficiary. Unless otherwise resolved by the SL Board of Directors and without prejudice to *mortis causa* transfers, which shall have the consequences described in Paragraph 4.8 above, the Right of Purchase and the Put Option may not be transferred or traded, pledged or subject to any other right *in rem* and/or granted as a guarantee by the Beneficiary, neither by deed stipulated *inter vivos* nor in application of the law.

The Right of Purchase and/or the Put Option shall become ineffective following any transfer or trade (unless otherwise resolved by the SL Board of Directors), including, without limitation, any transfer or attempted transfer or creation or attempted creation of a pledge or other real right, seizure and attachment of the Right of Purchase and/or the Put Option, even if made pursuant to law.

The Foreign Commercial Subsidiary Shares purchased by the Beneficiary may not be transferred to third parties, pledged or subject to other right *in rem* and/or granted as a guarantee by the Beneficiary as they are subject to the Call Option (except for *mortis causa* transfers, which will have the consequences described in Paragraph 4.8 below).

4.7 The description of any termination conditions in relation to the allocation of the plans in the event that the recipients carry out hedging transactions that neutralise any prohibitions on the sale of the financial instruments allocated, including in the form of options, or of the financial instruments resulting from the exercise of such options

Not applicable, as there are no termination conditions in the event that the Beneficiary carries out hedging transactions to neutralise the prohibition to sell the Right of Purchase and/or the Foreign Commercial Subsidiary Shares and/or the Put Option.

However, please note the provisions of Paragraph 4.6 above concerning the ineffectiveness of the Right of Purchase and/or the Put Option following their attempted transfer or trade and the prohibition on the transfer to third parties and establishment of encumbrances on the Foreign Commercial Subsidiary Shares as they are subject to the Call Option (except for transfers *mortis causa*, which shall have the consequences described in Paragraph 4.8 below).

4.8 The description of the effects brought about by the termination of the employment contract

The Plan provides (a) that the Call Option may be exercised at any time provided that the Termination of the Relationship occurs and (b) that the Put Option may be exercised after the Vesting Period has elapsed (and therefore after 31 December 2029), provided that the Termination of the Relationship occurs, except in the case of Termination of the Relationship and the Good Leaver case, where the Put Option will be exercisable even before 31 December 2029. There is no final deadline for the exercise of the Call Option, whereas the Put Option may be exercised within six months from the Termination of the Relationship, and in any event by 31 December 2034.

In the event of a valid exercise of the Call Option and/or the Put Option:

- (i) in the event of Termination of the Relationship in the Good Leaver case, the Foreign Commercial Subsidiary Share Repurchase Price shall be equal to the prorated amount corresponding to the percentage of the capital of the Foreign Commercial Subsidiaries represented by the Foreign Commercial Subsidiary Shares held by the Beneficiary of the amount calculated for each Foreign Commercial Subsidiary applying the Formula;
- (ii) in the event of Termination of the Relationship in the Bad Leaver case, the Foreign Commercial Subsidiary Share Repurchase Price shall be equal to the Foreign Commercial Subsidiary Share Price;
- (iii) in all cases of Termination of the Relationship other than those referred to in clauses (i) and (ii) above, the Foreign Commercial Subsidiary Share Repurchase Price shall be equal to:
- if Termination of the Relationship occurs before 31 December 2029, to the Foreign Commercial Subsidiary Share Price increased by the prorated share of any profit accrued by the Foreign Commercial Subsidiaries during the period in which the Beneficiary was a shareholder thereof and which has not been distributed by the Foreign Commercial Subsidiaries;
 - if the Termination of the Relationship occurs after 31 December 2029 and before 31 December 2030, to the prorated share corresponding to the percentage of the capital of the Foreign Commercial Subsidiaries represented by the Foreign Commercial Subsidiary Shares held by the Beneficiary of the amount calculated for each Foreign Commercial Subsidiary applying the Formula, reduced by 20%;
 - if the Termination of the Relationship occurs after 31 December 2030 and before 31 December 2031, to the prorated share corresponding to the percentage of the capital of the Foreign Commercial Subsidiaries represented by the Foreign Commercial Subsidiary Shares held by the Beneficiary of the amount calculated for each Foreign Commercial Subsidiary applying the Formula, reduced by 10%;
 - if the Termination of the Relationship occurs after 1 January 2032, to the prorated share corresponding to the percentage of the capital of the Foreign Commercial Subsidiaries represented by the Foreign Commercial Subsidiary Shares held by the Beneficiary of the amount calculated for each Foreign Commercial Subsidiary applying the Formula.

In the event of the Beneficiary's death, the Call Option may be exercised by Sanlorenzo in respect of his heirs and the Put Option (if exercisable) shall be exercisable by his heirs.

The Termination of the Relationship for the purposes of the above shall not be deemed to occur if, by decision of Sanlorenzo, one or more of the Foreign Commercial Subsidiaries is

liquidated or merged into another Foreign Commercial Subsidiary and/or into another Subsidiary of Sanlorenzo for reasons unrelated to the relationship with the Beneficiary; if these or similar situations arise, the Plan shall take into account any similar relationship established between the Beneficiary and the Group company that continues the activities of the Foreign Commercial Subsidiary or the Relationship between the Beneficiary and the other Foreign Commercial Subsidiaries not affected by the reorganisation.

4.9 The indication of other possible causes for the cancellation of plans

There are no grounds for cancellation of the Plan.

4.10 The reasons for any provision for “redemption” by the company of the financial instruments covered by the plans, pursuant to Articles 2357 *et seq.* of the Italian Civil Code; the beneficiaries of the redemption, indicating whether it is intended only for particular categories of employees; the effects of the termination of employment on said redemption

Reference is made to Paragraphs 4.6 and 4.8 above with respect to the Call Option and the Put Option. No other case of “redemption” of Foreign Commercial Subsidiary Shares is envisaged.

4.11 Any loans or other facilities to be granted for the purchase of shares pursuant to Article 2358, paragraph 8 of the Italian Civil Code

Not applicable. In any event, no loans or other facilities for the purchase of the Foreign Commercial Subsidiary Shares are to be granted.

4.12 An indication of the expected burden on the company at the date of the relevant assignment, as determinable on the basis of the terms and conditions already defined, in total amount and in relation to each instrument of the plan

Not applicable, since as of the date of this Information Document, the Plan has not yet been approved by the SL Shareholders’ Meeting.

4.13 An indication of any dilutive effects on capital caused by compensation plans

Since the Plan does not provide for the issue of new Sanlorenzo shares, it in no way dilutes its share capital.

The transfer of the Foreign Commercial Subsidiary Shares to the Beneficiary will have a dilutive effect on Sanlorenzo’s shareholding in the Foreign Commercial Subsidiaries as indicated below:

- (i) in Sanlorenzo Côte D’Azur by 25% (Sanlorenzo is currently a 100% shareholder and will become a 75% shareholder);
- (ii) in Sanlorenzo Baleari by 25% (Sanlorenzo is currently a 100% shareholder and will

become a 75% shareholder);

- (iii) in Sanlorenzo Monaco by 25% (Sanlorenzo is currently 99.7 % shareholder and will become 74.7 % shareholder).

4.14 The limits, if any, on the exercise of voting rights and the allocation of equity rights

For the Foreign Commercial Subsidiary Shares to be purchased by the Beneficiary, there is no limit on the exercise of voting rights and the allocation of equity rights.

In favour of the Beneficiaries, the Foreign Commercial Subsidiaries are to distribute annual dividends in the same proportion on the profit for the year with which Sanlorenzo will distribute dividends to its shareholders.

4.15 If the shares are not traded on regulated markets, any information useful for an accurate assessment of the value attributable to them.

The valuation of the share price was carried out considering the nominal value of the shares for the companies with negative equity (SLB and SLM), while for the companies with positive equity directly the share of the equity itself (SLCA).

4.16 Number of financial instruments underlying each option

The Plan provides for the assignment to the Beneficiary of Rights of Purchase valid for the purchase of (i) no. 250 shares with a nominal value of €1 each of Sanlorenzo Côte D'Azur, representing 25% of its share capital (the "SLCA Shares"), (ii) no. 1,250 shares with a nominal value of €100 each of Sanlorenzo Baleares, representing 25% of its share capital (the "SLB Shares") and (iii) no. 374 shares with a nominal value of €100 each of Sanlorenzo Monaco, representing – together with the share already owned by the Beneficiary – 25% of its share capital.

4.17 Expiry of Options

Refer to Paragraph 4.2 above.

4.18 Procedure (American/European), timing (e.g. valid exercise periods) and exercise clauses (e.g. knock-in and knock-out clauses)

Please refer to Paragraphs 2.2 and 4.8 above.

4.19 The exercise price of the option or the methods and criteria for its determination, with particular regard to: a) the formula for calculating the exercise price in relation to a given market price (referred to as "fair market value") (e.g.: exercise price equal to 90%, 100% or 110% of the market price), and b) the methods for determining the market price used as a reference for determining the exercise price (e.g.: last price on the day preceding the assignment, average for the day, average of the last 30 days, etc.)

The Plan provides for the Beneficiaries to purchase the Foreign Commercial Subsidiary

Shares assigned to them at the Foreign Commercial Subsidiary Share Price.

The Foreign Commercial Subsidiary Share Repurchase Price for Sanlorenzo in the event of exercise of the Call Option and the Put Option is set out in Paragraph 4.8 above.

4.20 In the event that the exercise price is not equal to the market price determined as indicated in 4.19.b (fair market value), reasons for the difference

The provision that the Beneficiaries subscribe the Foreign Commercial Subsidiary Shares assigned to them at the Foreign Commercial Subsidiary Share Price is intended to enable the best pursuit of the incentive and retention objectives of the Plan.

4.21 Criteria on the basis of which different operating prices are envisaged between different parties or different categories of recipients

Not applicable; the Plan is intended for one Beneficiary only.

4.22 Where the financial instruments underlying the options are not traded on regulated markets, indication of the value attributable to the underlying instruments or the criteria for determining that value

Please refer to Paragraph 4.15 above.

4.23 Criteria for adjustments made necessary as a result of extraordinary capital transactions and other transactions involving changes in the number of underlying instruments (capital increases, extraordinary dividends, regrouping and splitting of underlying shares, mergers and demergers, conversion into other classes of shares, etc.)

In no event shall the Beneficiary be entitled to increase the number of Foreign Commercial Subsidiary Shares assigned and/or subscribed for as set out in the Put&Call Contract, not even in the event of resolutions to increase the share capital of the Foreign Commercial Subsidiaries, whether free of charge or in exchange for payment.

In the event of resolutions to reduce the share capital of the Foreign Commercial Subsidiaries, the number of Foreign Commercial Subsidiary Shares of each Beneficiary (as at the date of the resolution to reduce the share capital, including the Foreign Commercial Subsidiary Shares covered by unexpired and unexercised but still exercisable Rights of Purchase) shall be reduced proportionally to the extent of the reduction in share capital.

Any rounding off that may be necessary due to the existence of fractions will be downwards.

4.24 Financial instrument-based compensation plans (table)

Table no. 1 provided for in paragraph 4.24 of Schedule 7 of Annex 3A to the Regulation on Issuers is attached.