

**BOARD OF DIRECTORS OF
EDILIZIACROBATICA SPA**



**EXPLANATORY REPORT OF THE BOARD OF DIRECTORS ON THE TOPICS ON THE ORDER
OF THE DAY OF THE ORDINARY AND EXTRAORDINARY MEETING OF SHAREHOLDERS CALLED
RESPECTIVELY AT THE FIRST CALL ON 26 APRIL 2023, AND, WHERE APPROPRIATE, IN
SECOND CALL ON 27 APRIL 2023**

Dear Shareholders,

following the resolution adopted on 29 March 2023 by the Board of Directors of EdiliziAcrobatica SpA (Edac or Issuer) and a subsequent resolution of 6 April 2023, with notice published, in extract, in the Official Journal and in full on the website of the Issuer on 11 April 2023, the shareholders' meeting of the Issuer was convened in ordinary and extraordinary session (the Assembly) at the administrative headquarters of the Company, in Genoa, Viale Brigade Partigiane n. 18, for 26 April 2023 on first call and on 27 April 2023 on second call, to discuss and decide on the following agenda:

ordinary part:

- (1) Examination and approval of the financial statements of EdiliziAcrobatica SpA closed on 31 December 2022, including the report of the Board of Directors on the management performance, the report of the Board of Statutory Auditors, and the report of the independent auditors; presentation of the consolidated financial statements as at 31 December 2022; Inherent and consequent resolutions;
- (2) Resolutions relating to the allocation of the result for the 2022 financial year; related resolutions e consequent;
- (3) Appointment of the Company's Board of Directors: (3.1) determination of the number of members; (3.2) determination of duration; (3.3) appointment of members; (3.4) determination of compensation;
- (4) Appointment of the Board of Statutory Auditors for the period 2023-2025: (4.1) appointment of members; (4.2) determination of compensation;
- (5) Appointment of the statutory audit of the accounts for the financial years 2023-2031 and determination of the related compensation; related and consequent resolutions;
- (6) Authorization pursuant to and for the purposes of articles 2357 et seq. of the civil code to the purchase and subsequent disposal of own shares; related and consequent resolutions;

extraordinary part:

- (1) Proposal for contribution to the Board of Directors, pursuant to art. 2443 of the civil code, of a delegation to increase the share capital, for a period of five years from the date of the resolution, up to the maximum overall amount of 10% (ten percent) of the share capital of the Company on the date of approval of the relevant resolves by the shareholders' meeting, on one or more occasions and in a divisible manner, for a fee, even with the exclusion of the right of option, pursuant to art. 2441, paragraph 4, paragraph 5 and/ or paragraph 8, of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code; related and consequent resolutions.
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This Report aims to illustrate the motivations underlying the proposals of the Board of Administration, as well as the terms and methods of execution of any resolutions assemblies.

1. Examination and approval of the financial statements of EdiliziAcrobatica SpA closed on 31 December 2022, including the report of the Board of Directors on the management performance, the report of the Board of Statutory Auditors, and the report of the independent auditors; presentation of the consolidated financial statements as at 31 December 2022; Inherent and consequent resolutions.
2. Resolutions relating to the allocation of the result for the 2022 financial year; related resolutions e consequent.

With reference to the first and second items on the agenda, the Board of Directors informs the Shareholders that it has drawn up, in accordance with the law, the draft financial statements for the year ended 31 December 2022, which were approved by the unanimity of the directors participating in the Company's Board of Directors held on 29 March 2023, together with the report on management performance.

Please remember that, pursuant to the law and the statute, the ordinary meeting for the approval of the financial statements must be convened, at least once a year, within one hundred and twenty days of the end of the financial year, or within one hundred and eighty days in presence of the conditions required by law (art. 2364, paragraph 2, civil code).

The draft financial statements, including the management report, the report of the Board of Statutory Auditors and the report of the auditing firm, together with the consolidated financial statements and related reports of the Board of Auditors and the auditing firm, will be made available to the public at least 15 days in advance of the date of the first meeting on the Company's website at: www.ediliziacrobatika.com. An electronic copy of these documents was also sent to Borsa Italiana.

In accordance with what was communicated to the market on 30 March 2023, with respect to the allocation of the net profit at 31 December 2022, equal to Euro 16.2 million, it is specified that, taking into account the full maturation of the second tranche of n. 81,540 rights under the 2021-2023 Stock Grant Plan intended for certain beneficiaries, and the consequent attribution - free of charge - of the same number of newly issued ordinary shares of the Company for the second tranche of the Plan occurred on 6 April 2023 and therefore before the ex-dividend date of the proposed dividend (financial year ending 31 December 2022), the number of shares entitled to receive the ordinary dividend increased up to a maximum total amount of Euro 4,158,612 .50, without prejudice in any case to the amount of the ordinary unit dividend established at Euro 0.50 per share. As a result, the incremental amount of the distribution will consequently be deducted from the amount that has been proposed to be set aside for retained earnings.

The Board of Directors submits the financial statements for the year ended 31 December 2022 for your approval, proposing to adopt the following resolutions:

“The Shareholders' Meeting of EdiliziAcrobatica SpA:

- examined the financial statements for the year ended 31 December 2022,
- having taken note of the Management Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the Independent Auditors,

- having taken note of the consolidated financial statements as at 31 December 2022,
- considering the Explanatory Report of the Board of Directors,

RESOLUTION

1. to approve the financial statements for the year ended 31 December 2022, which show a net profit of Euro 16,195,360, as presented by the Board of Directors as a whole, as well as the related Management Report prepared by the Board of Directors;

2. to allocate the net profit for the 2022 financial year of EdiliziAcrobatica SpA as follows:
 - allocate an amount equal to Euro 1,617.8 as an increase in the "Legal Reserve", which will thus reach the legal limit;
 - set aside Euro 12,035,129.50 as retained earnings;
 - distribute dividends for maximum amounts of Euro 4,158,612.50, attributing a unit cash dividend of Euro 0.50 per share, gross of legal withholdings, and excluding treasury shares held in portfolio on the ex-dividend date (today , this number is equal to 27,190 shares), with ex-dividend date 8 May 2023, record date 9 May 2023 and payment date 10 May 2023;

3. to take note of the Group's consolidated financial statements as at 31 December 2022 and the related ancillary documentation;

4. to confer to the Board of Directors and on its behalf separately to the Directors of Directors pro tempore, with free and separate signature and with the power to sub-delegate for individual acts or categories of acts, within the limits of the law, any broader power to give complete and integral execution to the resolutions referred to in the previous points, as well as making, where necessary, additions, modifications and formal deletions that are requested by the competent authorities for the registration of the resolution in the Company Register".

3. Appointment of the Company's Board of Directors:

(3.1) determination of the number of members;

(3.2) determination of duration;

(3.3) appointment of

members; (3.4) determination of compensation.

With reference to the third point on the agenda of the ordinary session, Shareholders are informed that, with effect from the date of approval of the financial statements as of 31 December 2022, the current Board of Directors of EdiliziAcrobatica SpA will expire.

Therefore, the Shareholders are called upon to appoint the new Board of Directors of EdiliziAcrobatica SpA.

Pursuant to Article 15 of the Articles of Association, Shareholders are reminded that the administration of the Company is entrusted to a Board of Directors composed of a minimum of three and a maximum of nine members, depending on what is decided by the ordinary meeting.

Pursuant to article 17 of the statute, to which reference should be made, the members of the Board of Directors are appointed by the ordinary meeting on the basis of lists presented by the shareholders, in which the candidates must be listed using a progressive number. The lists presented by the shareholders must contain a number of candidates not exceeding 9 (nine), each combined with a progressive number, and must contain and expressly indicate at least one director who possesses the independence requirements established by the applicable legislation, chosen from among the candidates which have been previously identified or positively assessed by the Euro

Together with and at the same time as each list, the (i) curriculum containing the personal and professional characteristics of the individual candidates is filed, under penalty of inadmissibility of the same; (ii) information relating to the identity of the shareholders who submitted them, with an indication of the overall percentage of participation held; (iii) declarations with which the individual candidates accept their candidacy and certify, under their own responsibility, the non-existence of causes of incompatibility or ineligibility, and also the existence of the requirements of current legislation to hold the office of director, as well as, possibly, possession of the independence requirements; (iv) a document issued by the company's Euronext Growth Advisor certifying that the independent candidate has been previously identified or positively assessed by the company's Euronext Growth Advisor and (v) any other further declaration or information required by law or applicable regulatory standards.

The lists presented without complying with the preceding provisions are considered as not presented. A shareholder cannot present or vote for more than one list, even if through a third party or through trust companies.

Only shareholders who, alone or together with other shareholders, hold shares representing at least 10% (ten percent) of the share capital with the right to vote at the ordinary meeting, to be proven by filing suitable

certification. The certification issued by the intermediary proving the ownership of the number of shares necessary for the presentation of the list must be produced at the time of filing the list itself or even on a subsequent date, provided that it is within the deadline set above for filing the list. The lists presented without complying with the preceding provisions are considered as not presented.

The election of directors proceeds as follows:

a) If more than one list is presented:

- a number of directors equal to the total number of members to be elected except one are taken from the list that obtained the highest number of votes, based on the progressive order of presentation;
- from the second list that obtained the highest number of votes and which is not connected even indirectly with the shareholders who presented or with those who voted for the list that came first in terms of number of votes, a director is chosen, i.e. the one who in the The scope of this list was indicated first.

b) If only one list is presented, the assembly expresses its vote on it and, if it obtains a relative majority, the directors listed are appointed in progressive order until the total number of members to be elected is reached.

c) If no list, in addition to the list that obtained the highest number of votes, has obtained a percentage of valid votes equal to at least 5% (five percent) of the share capital with the right to vote in the ordinary meeting, then, in that case, in derogation of the previous letter a), the directors from the list that obtained the highest number of votes are appointed, listed in progressive order until the total number of members to be elected is reached.

d) In the event of an equal number of votes between lists, a vote is taken by the assembly, without applying the list voting mechanism and the candidates who obtain the majority of votes are appointed.

e) In the event that no lists are presented, the meeting decides according to the majorities of law, without prejudice to compliance with the requirements established by the statute.

If, following the elections in the manner indicated above, the appointment of a director in possession of the independence requirements is not ensured, the non-independent candidate elected as last or, in the case of multiple lists, as last in progressive order on the list that reported the highest number of votes, will be replaced by the first independent candidate not elected, and in the case of multiple lists, belonging to the list that received the highest number of votes.

It is the faculty of the shareholders' meeting, pursuant to art. 10 of the statute, determine the compensation for the office of director, for each single financial year or for multiple financial years. The remuneration of the directors holding the office of Chief Executive Officer, managing director with specific powers, President and Vice President of the Board of Directors, is established by the Board of Directors, having heard the opinion of the board of statutory auditors. The Board of Directors elects the President from among its members.

Finally, we remind you that the directors are appointed for a period not exceeding three financial years and are re-electable.

Having said all this, the Board of Directors, having taken note of the provisions of the law and the Articles of Association regarding the composition, duration, method of appointment and remuneration of the Board Administration, invites the Assembly to:

- Determine the number of members of the Board of Directors and appoint the new one Board of Directors having taken into account the proposals presented by the legitimate shareholders;**
- Determine the term of office of the Board of Directors; - Determine the compensation due to the Directors.**

4. Appointment of the Board of Statutory Auditors for the period 2023-2025:

(4.1) appointment of members;

(4.2) determination of compensation.

With the approval of the financial statements as of 31 December 2022, the Board of Statutory Auditors of the Company, appointed by the ordinary meeting of 28 April 2020, expires; it is therefore necessary to appoint the new supervisory body and its President, in compliance with the applicable regulatory and statutory provisions.

In this regard, we remind you that, pursuant to art. 19 of the statute, the Board of Statutory Auditors is made up of three effective Auditors and two substitute Auditors who remain in office for three financial years, appointed by the ordinary meeting, which also appoints the President in compliance with the provisions of the law, choosing them in such a way that at least one effective member and an alternate are registered in the Register of Auditors at the Ministry of Justice, while the remaining members, if not registered in this Register, must be chosen among those registered in the professional registers identified by decree of the Ministry of Justice, or among university professors of role in economic or legal matters. The Board of Auditors carries out legitimacy checks on the administration and supervises compliance with the law and the statute, compliance with the principles of correct administration and in particular the adequacy of the administrative and accounting structure adopted by the company and its concrete functioning, and can exercise furthermore the legal audit of accounts in the case provided for by the art. 2409-bis of the civil code.

For the appointment, revocation, requirements, attributions, skills, responsibilities, powers and obligations of the Auditors and for the determination of their emoluments, the provisions of the articles are observed. 2397 et seq. of the civil code and other laws in force. Finally, we remind you that the Assembly will also be called upon to decide on the compensation of the members of the supervisory body.

Having said all this, the Board of Directors, having taken note of the provisions of the law and the statute regarding the composition, duration, method of appointment and remuneration of the Board of Statutory Auditors, invites the Assembly to:

- Appoint the new Board of Auditors; -
- Determine the compensation due to the Auditors.

5. Appointment for the statutory audit of the accounts for the financial years 2023-2031 and determination of the related compensation; related and consequent resolutions.

Concurrently with the approval of the financial statements as of 31 December 2022 of EdiliziAcrobatica SpA, the mandate given to the company Deloitte & Touche SpA for the statutory audit of the individual financial statements of the Company and the consolidated financial statements of the Group for the three-year period 2020-2022 expires. 2022. It is therefore necessary to provide a new assignment.

Pursuant to art. 19 bis of Legislative Decree 39/2010, the Company falls within the qualification of an entity subject to an intermediate regime, which includes, inter alia, companies issuing financial instruments, which, although not listed on regulated markets, are widespread among the public in a significant way. In particular, the obligations set out in art. apply to entities subject to the intermediate regime. 17 of the aforementioned decree (art. 19-ter Legislative Decree 39/2010) and, therefore, the statutory audit assignment must have a duration of nine financial years. In consideration of the above, the Shareholders are called to the ordinary meeting to approve the assignment of the statutory auditing assignment.

In this regard, the Board of Directors informs the Shareholders' Meeting that it has started a selection procedure for the auditing firm, requesting for this purpose specific offers from various auditing firms for the nine-year statutory auditing of the keeping of the accounts of the individual financial statements of the Company and the consolidated financial statements of the Group for the nine-year period 2023-2031 pursuant to art. 14 of Legislative Decree no. 39/2010 and articles 2409-bis and following of the Civil Code.

The three offers received, which remain deposited in the Company's records, were promptly made available to the Board of Statutory Auditors for carrying out its activities and for drafting the reasoned proposal pursuant to article 13, paragraph 1, of the Decree Legislative 27 January 2010, n. 39.

The Board of Directors will then propose to the ordinary Assembly the reasoned proposal formulated by the Board of Auditors pursuant to article 13, paragraph 1 of Legislative Decree 27 January 2010, n. 39, regarding the assignment to the assignee of the task of statutory audit of the individual financial statements of EdiliziAcrobatica SpA and the consolidated financial statements of the Group, pursuant to article 14 of Legislative Decree No. 39/2010, as amended by Legislative Decree no. 135/2016, and articles 2409-bis and following of the Civil Code, reported in the attachment to this document. The proposed compensation for the nine-year period of office in favor of the identified auditing firm will be equal to a total of Euro 387,000, including the signing of the Company's tax returns.

The Board of Directors therefore submits the following proposal for your approval resolution:

“The Ordinary Shareholders' Meeting of EdiliziAcrobatica SpA:

- having seen and approved the Explanatory Report of the Board of Directors; -
- having seen the reasoned proposal formulated by the Board of Auditors pursuant to article 13, paragraph 1 of Legislative Decree 27 January 2010, n. 39,

RESOLUTION

- 1. to assign the statutory auditing task, with particular reference to the financial statements and the consolidated financial statements, for the financial years 2023 - 2031, to the auditing firm Deloitte & Touche Spa;**
- 2. to determine the overall compensation for the entire nine-year period of office at Euro 387,000 (three hundred and eighty-seven thousand/00), without prejudice to the fact that any adjustments to the compensation must be previously agreed between the parties according to the criteria of good faith and fairness."**

6. Authorization pursuant to and for the purposes of articles 2357 et seq. of the civil code to the purchase and subsequent disposal of own shares; related and consequent resolutions.

Dear Shareholders,

with reference to the sixth point on the agenda, of the ordinary part, the Board of Directors has resolved to submit for your approval the authorization to purchase and dispose of ordinary shares of the Company, pursuant to articles. 2357 and 2357-ter cod. civ, as well as art. 132 of the legislative decree of 24 February 1998, n. 58 (the "TUF") and art. 144-bis of Consob Regulation no. 11971 of 14 May 1999 (the "Consob Issuers Regulation"). These articles provide that the purchase of treasury shares must be authorized by the meeting, which also proceeds to establish the methods and conditions of the purchase. Please note that the Company currently holds n. 27,190 treasury shares in portfolio in relation to which a request will be made to the Shareholders' Meeting for authorization to dispose of them.

It is the Company's intention to propose authorization for a third floor as follows:

Reasons for which authorization to purchase and dispose of treasury shares is required

The request for authorization to purchase and dispose of treasury shares, the subject of the proposed resolution, is aimed at allowing the purchase and disposal of treasury shares, to provide the Company with a useful strategic investment opportunity for every purpose permitted by law European and national legislation in force - including the purposes contemplated in the art. 5 of Regulation (EU) 596/2014 (Market Abuse Regulation, hereinafter "MAR") and related implementation provisions, where applicable, and in the market practices permitted pursuant to art. 13 MAR - for, by way of example and not exhaustively, the following purposes:

- support the liquidity of the shares themselves in compliance with the criteria established by legislation, including regulatory ones, carrying out, through the use of intermediaries, any investment operations also to contain anomalous movements in prices, to regularize the performance of negotiations and prices, so as to facilitate the regular conduct of negotiations outside of the normal variations linked to market trends;
- in the efficient use of the Company's liquidity with a view to medium and long-term investment; - allow purchases of shares from beneficiaries of any stock option plans and/or the possibility of implementing stock grant plans;
- in the use of the shares as part of operations connected to core management or projects consistent with the strategic lines of the Company, in relation to which the opportunity for share exchanges materializes;
- in being able to dispose of own shares, in line with the strategic lines that the Company intends to pursue, as consideration in the context of any extraordinary operations, such as, by way of example and not limited to, acquisitions, mergers, demergers, etc., and /or for other uses deemed to be of financial/managerial and/or strategic interest for the Company itself, including the exchange of shareholdings with other parties in the context of operations of interest to the Company.

The authorization request also provides for the right of the Board of Directors to carry out repeated and subsequent purchase and sale transactions (or other disposal acts) of treasury shares also on a rotating basis (so-called revolving), even for fractions of the maximum authorized quantity, of so that, at all times, the quantity of shares subject to the proposed purchase and owned by the Company does not exceed the limits established by law and by the authorization of the Shareholders' Meeting and, in any case, such purchase is carried out in compliance with the applicable regulatory provisions and regulations in force pro tempore, including the MAR and Delegated Regulation (EU) no. 1052 of 8 March 2016 (the "Delegated Regulation"), and

Maximum number, category and nominal value of shares to which the authorization refers

It is preliminarily specified that the subscribed and paid-up share capital, equal to Euro 831,722.5, is currently represented by n. 8,317,225 ordinary shares (ISIN: IT0005351504) without indication of par value. As of the date of this report, the communication of the change in share capital following the release of the 81,540 newly issued EdiliziAcrobatica shares pursuant to the Company's 2021-2023 Stock Grant plan was filed with the competent Company Registry. The Company holds n. 27,190 treasury shares in portfolio.

The authorization is requested in order to grant the Board of Directors the power to carry out the purchase, in one or more tranches, in an amount freely determinable by the Board itself, up to a maximum number which, considering the EdiliziAcrobatica shares held from time to time by the Company and the companies controlled by it, does not exceed 10% of the Company's capital. Purchases must be made in compliance with the art. 25-bis of the Euronext Growth Milan Issuers' Regulation and within the limits of the distributable profits and/or available reserves resulting from the last regularly approved financial statements at the time of carrying out each operation, without prejudice to the fact that, pursuant to art. 2357, paragraph 1, cod. civ., only fully paid-up shares may be purchased.

In this regard, please refer to the draft financial statements for the financial year ended 31 December 2022 (available in the "Investor Relations/Corporate Documents" section of the Website), assuming approval of the same by the Shareholders' Meeting in the terms proposed by the Board Administration.

The authorization will also give the Board of Directors the power to dispose of the shares in the portfolio. In this sense, it is underlined that the treasury shares may also be used as funding for a possible long-term incentive plan for the Group's managers and/or employees.

The disposal may also take place through the transfer of any real and/or personal rights relating to the same (including, but not limited to, securities lending operations). On the occasion of each purchase or disposal of treasury shares, the Company will carry out the appropriate accounting records, in compliance with the art. 2357-ter, last paragraph, cod. civil and the applicable accounting principles. The Board of Directors must verify, before proceeding with each purchase of shares for the purposes indicated above, compliance with the limits established by the art. 2357, paragraphs 1 and 3, cod. civ or to any different maximum amount provided for

Duration of authorization

The authorization will be granted for a period of 18 (eighteen) months, i.e. the maximum period allowed pursuant to art. 2357, paragraph 2, cod. civ., from the date of the meeting resolution approving this proposal. Within the duration of the authorization granted, the Board may proceed with the purchase operations on one or more occasions and at any time, to an extent and within times freely determined in compliance with the applicable regulations, with the gradualness deemed appropriate in the interests of Society. Conversely, the authorization to dispose of treasury shares purchased and/or already owned by the Company is requested without time limits, due to the absence of time limits pursuant to current provisions and the opportunity to allow the Board of Directors to make use of maximum flexibility, also in terms of time, to carry out the disposal of treasury shares. The restrictions on trading referred to in the Delegated Regulation (EU) 2016/1052 of the European Commission of 8 March 2016.

Minimum and maximum price of the shares to be purchased

As regards the minimum and maximum considerations for the treasury shares to be purchased, the purchase price should be identified from time to time, having regard to the method chosen to carry out the operation and in compliance with the applicable regulatory requirements, but, in any case, it must not be more than 15% lower or higher than the reference price recorded by the stock in the last stock market session preceding each individual transaction. In this regard, it is specified that purchases must be made in compliance with the conditions relating to negotiations established in the art. 3, paragraph 2, of Delegated Regulation (EU) 2016/1052, implementing the MAR, and therefore at a price not exceeding the highest price between the price of the last independent operation and the price of the current independent purchase offer in the trading venue where the purchase is made. It is also understood that it will not be possible, in implementing the share buyback programme, to purchase on each trading day a volume exceeding 25% of the average daily trading volume of EdilizAcrobatica shares in the 20 days of previous trading on the trading venue where the purchase is made.

With regards to the sale or other acts of disposal of treasury shares pursuant to art. 2357-ter of the Civil Code, the Board of Directors proposes to be authorized to sell, dispose of and/or use, for any reason and at any time, in whole or in part, on one or more occasions, the treasury shares purchased in implementation of the authorization possibly granted by the Shareholders' Meeting for the purposes indicated above, at the price or, in any case, according to criteria and conditions determined from time to time by the Board of Directors, having regard to the implementation methods used, to the trend of share prices in the period prior to the operation and in the best interests of the Company, it being understood that the proceeds of any act of disposal of treasury shares may be used for further purchases of shares, until the expiry of the requested shareholders' authorization, within the limits of this and the regulations in force expected.

Methods according to which purchases and disposals of treasury shares will be carried out

The purchases will be made on the Euronext Growth Milan multilateral trading system, according to the methods identified from time to time by the Board of Directors, which in purchasing treasury shares will guarantee equal treatment among shareholders and will respect the established operating methods in the organization and management regulations of multilateral trading systems, also acting in compliance with the methods and operational limits of the MAR Regulation, Regulation 2016/1052 and the applicable general and sector legislation.

As for the disposal and/or use of treasury shares, purchased on the basis of this proposal or in any case in the Company's portfolio, they may be carried out, under the conditions and within the limits of the law, pursuant to art. 2357-ter cod. civil law, at any time, in whole or in part, by selling them on the market, to blocks or otherwise off the market or by transferring any real and/or personal rights relating to them (including, by way of example, the securities lending), even before having exhausted the quantity of own shares that can be purchased. The Board of Directors may establish, in compliance with legal and regulatory provisions, the terms, methods and conditions of the act of disposal of treasury shares deemed most appropriate in the interests of the Company. In particular, with regard to the operational disposal methods, the same could be implemented, among other things, by selling them on the market, on blocks or otherwise off the market, accelerated bookbuilding, or through exchange or loan of securities or assignment free of charge, attributing to the Board of Directors (or its delegate) the power to establish, in compliance with legal and regulatory provisions, the terms, methods and conditions of the act of disposal and/or use of treasury shares deemed most appropriate in the interests of the Company. Adequate communication will be provided of the purchase and disposal of treasury shares in compliance with the applicable information obligations.

Information on the instrumentality of the purchase to the reduction of the share capital

Please note that the purchase of treasury shares which is the subject of this request for authorization is not instrumental to the reduction of the share capital by canceling the treasury shares purchased, without prejudice, however, to the Company, if a reduction in the capital is approved in the future by the Shareholders' Meeting company, the right to implement it also by canceling the treasury shares held in the portfolio.

Having said all this, the Board of Directors submits the following proposed resolution for your approval:

“The Shareholders' Meeting of EdiliziAcrobatica SpA:

- having seen and approved the Explanatory Report of the Board of Directors;

RESOLUTION

1. to authorize the Board of Directors and on its behalf the Board Members pro tempore to carry out, in the name and on behalf of EdiliziAcrobatica SpA, purchase transactions of ordinary treasury shares, up to a maximum number which, taking into account

of the EdiliziAcrobatica treasury shares held from time to time in the portfolio by the Company or by the companies controlled by it, does not exceed 10% of the share capital, establishing that:

to. the purchase may be made in one or more tranches within 18 (eighteen) months starting from the date of this resolution;

b. the purchase may be made for the purposes and with any of the methods indicated in the Explanatory Report, provided that it respects the equal treatment of shareholders, articles. 2357 et seq. of the Civil Code, of the Euronext Growth Milan Issuers' Regulation, of the applicable accounting principles and in any case of the laws and regulations in force pro tempore;

c. adequate communication will be provided of the purchase and sale of treasury shares in compliance with the applicable information obligations;

d. purchases must be made in compliance with the conditions relating to negotiations established in the art. 3 of Delegated Regulation (EU) 2016/1052, implementing the MAR Regulation, and therefore at a price not exceeding the highest price between the price of the last independent transaction and the price of the current independent purchase offer on the trading venue where the purchase is made, without prejudice to the fact that it will not be possible to purchase on any trading day a volume exceeding 25% of the average daily volume of EdiliziAcrobatica shares in the 20 days preceding the purchase date on the trading venue where the purchase is made carried out; in any case, purchases must be made according to methods that allow compliance with the provisions in force regarding market manipulation and in any case at a price neither lower nor higher than 15% compared to the reference price recorded by the security in the last stock market session preceding each individual operation;

And. the purchase must be carried out within the limits of distributable profits and available reserves resulting from the latest regularly approved financial statements at the time of carrying out the operation, constituting a reserve for treasury shares and in any case proceeding with the necessary accounting entries in the manner and within the limits of the law ; the above in any case in accordance with and in compliance with any other legal and regulatory provisions.

2. to authorize the disposal, in whole or in part, either directly or through intermediaries, and without time limits, of the ordinary treasury shares purchased pursuant to the resolutions adopted or other shares owned by EdiliziAcrobatica SpA, taking into account the implementation methods used, the market trend and the company's interest, and in any case in compliance with the accepted market practices in force from time to time, or with the applicable legislation. In any case, the provisions may be carried out in the manner permitted by current laws and regulations, at the discretion of the Board of Directors;
3. to grant to the Board of Directors, and through it separately to the Directors of Directors pro tempore, with free and separate signature and with the power to sub-delegate for individual acts or categories of acts, every broadest power necessary, to give concrete and complete execution of the resolutions referred to in the previous points and to provide market disclosures permitted from time to time in force."

Extraordinary part

1. Proposal for contribution to the Board of Directors, pursuant to art. 2443 of the civil code, of a delegation to increase the share capital, for a period of five years from the date of the resolution, up to the maximum overall amount of 10% (ten percent) of the share capital of the Company on the date of approval of the relevant resolves by the shareholders' meeting, on one or more occasions and in a divisible manner, for a fee, even with the exclusion of the right of option, pursuant to art. 2441, paragraph 4, paragraph 5 and/or paragraph 8, of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code; related and consequent resolutions.

1. Reasons and destination of the capital increase delegation

The Board of Directors has convened the shareholders' meeting, in an extraordinary session, to submit for your approval the granting of a delegation to the Board itself to increase the share capital, up to the maximum overall amount of 10% (ten percent) of the share capital of the Company existing on the date of approval of the relevant resolution by the shareholders' meeting, to be executed in a divisible manner, in one or more tranches, within five years from the date of the resolution, through the issue of ordinary shares without par value, in dematerialized form, having the same characteristics as those in circulation and with regular enjoyment, for a fee, also with the exclusion of the right of option pursuant to paragraphs 4, 5 and/or 8 of the art. 2441 of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code (the Delegation).

The Delegation has the objective of ensuring that the Board of Directors has the necessary flexibility and timeliness in carrying out one or more increases in the share capital, in order to seize the most favorable conditions from time to time, for example, to allow the entry in the share capital of strategic partners or to carry out extraordinary operations and corporate acquisitions for which it is advisable to procure, in a short time and in the most flexible form, the financial means necessary for their completion; furthermore, the Delegation would allow the Company to strengthen its equity and financial position as well as support the development and growth of its core business, without any burden on the financial position and the income statement, since the financial means would be contributed as share capital and of surcharge.

The Delegation, pursuant to art. 2441, paragraph 4, first sentence, of the civil code, would also allow the Company to promptly carry out acquisition operations that allow, for example, reinvestment by the sellers and/or the contribution in kind of all or part of the object of the acquisition in the Company, for consideration represented by newly issued shares of the same (so-called "paper-for-paper acquisition"). In this regard, therefore, in addition to cash contributions, it is envisaged the possibility of underwriting capital increases also through contributions in kind, by shareholders or third parties, which may have as their object shareholdings, business branches, credits, shareholdings, financial instruments (listed or unlisted) and/or other assets deemed by the Board of Directors to be instrumental in pursuing the corporate purpose.

The resources obtained with the possible exercise of the Delegation may be allocated, in addition to the strengthening and growth strategies mentioned above, also to the valorisation of existing investments, as well as, more generally, to the satisfaction of any financial need that may arise during the five years following the date of the approval resolution of the meeting. In addition to the above, the Delegation may also be functional to (a) promote the integration of employees and managers, making them participants in the company results; (b) raise awareness among employees and managers about the creation of value for the Group and shareholders; (c) increase the retention and loyalty capacity of key resources and (d) improve the Group's competitiveness on the labor market and its ability to attract strategic figures.

Therefore, through the Delegation and in order to implement the incentive plans that the Company could approve in the future, it is envisaged to grant the Board of Directors every broader power to increase the share capital, even free of charge, on one or more occasions, and, depending on the case, with the exclusion of the right of option pursuant to articles 2441 and/or 2349 of the civil code, and to identify the beneficiaries among the employees, directors, collaborators or other comparable subjects with respect to whom there is no relationship of subordination.

In the event that the exercise of the Delegation occurs pursuant to art. 2349 of the civil code, this right may be exercised exclusively in favor of employees and/or managers of the Company and to the extent that there are - and for an amount not exceeding - profits resulting from the financial statements approved from time to time.

2. Criteria for determining the price of newly issued shares as part of the increase of capital

The exercise of the Delegation will include all power to establish from time to time (a) the number, the unit issue price (including any premium) and the entitlement of the new ordinary shares, within the limits established by the applicable legislative and regulatory provisions; (b) establish the deadline for the subscription of new ordinary shares of the Company; as well as (c) execute the Delegation and the powers referred to above, including, by way of example, those necessary to make the consequent and necessary changes to the statute necessary from time to time.

In particular, for capital increases to be approved, in cash, pursuant to art. 2441, paragraph 4, second sentence, of the civil code, the Board of Directors must take into account, among other things, as a condition for making use of the exclusion of the option right, the limits provided therein, namely that the issue price corresponds at least to the market value of the shares and that this is confirmed in a specific report by a statutory auditor or a statutory auditing company. The issue price will be determined by the Board of Directors using reasonable and non-arbitrary criteria, taking into account market practice and the circumstances existing on the date of exercise of the Delegation pursuant to articles. 2443 and 2441, paragraph 4, second sentence, of the civil code and the characteristics of the Company. The Board of Directors will acquire the aforementioned report on the occasion of each exercise of the Delegation pursuant to the articles. 2443 and 2441, paragraph 4, second sentence, of the civil code.

For resolutions relating to capital increases to be released, however, in kind, pursuant to art. 2441, paragraph 4, first sentence, of the civil code, to be offered in whole or in part to third parties, in determi

issue price of the new shares, the Board of Directors will have to take into account, among other things, the value of the net assets and the conditions of the financial markets prevailing at the time of the operation, the stock market prices, as well as the application of any discount in line with market practice for similar operations, without prejudice to the formalities and limits referred to in paragraphs 4, first sentence, and 6 of the art. 2441 of the civil code, where applicable. For the evaluation of contributions in kind, the Board of Directors may also make use of the methods provided for in article 2343-ter of the civil code, where applicable. The criteria and reasons illustrated here constitute principles which the Board of Directors must comply with in exercising the Delegation, in compliance with any other applicable legal provisions, without prejudice to the obligation to illustrate from time to time with a specific report the reasons for the exercise of the same and the criteria for determining the issue price.

3. Duration of the Delegation and exercise times

It is proposed to establish that the Delegation can be exercised one or more times within the fifth year from the date of the meeting resolution. Without prejudice to the foregoing, the timing of the exercise of the Delegation, pursuant to art. 2443 of the civil code, as well as the terms and conditions of any issues will depend on the concrete opportunities that arise and will be promptly communicated to the market in accordance with the law and regulations as soon as they are determined by the Board of Directors.

4. Enjoyment of the newly issued shares resulting from the delegated capital increase

The newly issued shares will give their subscribers the same rights as ordinary shares currently in circulation. In particular, the shares issued as part of the capital increase will be ordinary EdiliziAcrobatica shares, without express indication of the nominal value, and will have rights equal to that of the ordinary shares of the Company in circulation on the date of issue of the new shares.

5. Economic and financial effects of the operation, effects on the unit value of the shares and dilution

When executing the Delegation, the Board of Directors will provide adequate information to the market regarding the economic, equity and financial effects of the operation involved from time to time, as well as the effects on the unit value of the shares and the dilution resulting from the operation.

6. Amendment of article 3 of the Statute

As a consequence of the proposed resolution which is submitted for your approval, it will be necessary to integrate article 3 of the current Articles of Association by inserting a further transitional clause relating to the meeting resolution granting the Delegation. It should be noted that the proposed statutory amendment does not attribute the right of withdrawal to members who do not participate in the relevant approval, not integrating the details of any of the cases of withdrawal identified by article 2437 of the civil code.

Below is the current text of Article 3 of the current EdiliziAcrobatica Articles of Association compared with the text in the version that the Board of Directors proposes to adopt (with additions highlighted in bold).

Current text	Proposed text
<p style="text-align: center;">Article 3</p> <p style="text-align: center;">Capital – contributions</p>	<p style="text-align: center;">Article 3</p> <p style="text-align: center;">Capital - contributions</p>
<p>1. The share capital is Euro 831,722.5 (eight hundred and thirty-one thousand, seven hundred and twenty-two point fifty) and is divided into 8,317,225 ordinary shares, all without indication of nominal value.</p> <p>“The extraordinary shareholders' meeting on 29 November 2021 resolved to increase the share capital, free of charge, by the deadline of 31 December 2024, up to a nominal maximum of Euro 24,462 (twenty-four thousand four hundred and sixty-two), corresponding to a maximum number of no. 244,620 ordinary shares of the Company, having the same characteristics as those already in circulation with regular enjoyment, with the exclusion of the right of option pursuant to art. 2349, paragraph 1, of the Civil Code, serving the 2021 - 2023 Stock Grant Plan, intended for executive directors and employees, including managers, of the Company and/or any subsidiaries.”</p> <p>2. The assignment of profits and/or profit reserves to employees of the Company or the Group is permitted, in the ways and forms of the law, through the issue of shares pursuant to the first paragraph of the article 2349 of the Civil Code.</p> <p>3. The Assembly may assign to the Council of Administration the power to increase in one or more times the share capital up to a specific amount and for a maximum period of 5 (five) years from the date of the resolution.</p>	<p>1. The share capital is Euro 831,722.5 (eight hundred and thirty-one thousand, seven hundred and twenty-two point fifty) and is divided into 8,317,225 ordinary shares, all without indication of nominal value.</p> <p>“The extraordinary shareholders' meeting on 29 November 2021 resolved to increase the share capital, free of charge, by the deadline of 31 December 2024, up to a nominal maximum of Euro 24,462 (twenty-four thousand four hundred and sixty-two), corresponding to a maximum number of no. 244,620 ordinary shares of the Company, having the same characteristics as those already in circulation with regular enjoyment, with the exclusion of the right of option pursuant to art. 2349, paragraph 1, of the Civil Code, serving the 2021 - 2023 Stock Grant Plan, intended for executive directors and employees, including managers, of the Company and/or any subsidiaries.”</p> <p>“The extraordinary shareholders' meeting on 26 April 2023 resolved to delegate to the board of directors the power to increase the share capital by 26 April 2028, up to the maximum overall amount of 10% (ten percent) of the share capital of the Company on the date of approval of this resolution, to be carried out in a divisible manner, in one or more tranches, through issues of ordinary shares without the le regime value nominal, in Of dematerialisation, having themselves characteristics of those in circulation and regular enjoyment, for a fee, even with the exclusion of the right of option pursuant to the</p>

<p>4. The share capital may be increased by resolution of the Assembly even with the issuance of shares with rights other than ordinary ones and with contributions other than money, within the scope of what is permitted by law.</p> <p>5. It is permitted that the option right of shareholders is excluded, pursuant to art. 2441, paragraph 4, second sentence, of the civil code, within the limits of 10% (ten percent) of the pre-existing capital, provided that the issue price corresponds to the market value of the shares and this is confirmed in a specific report by an auditor lawyer or a legal auditing firm.</p> <p>6. The contributions of the members may concern sums of money, goods in kind or credits, according to the resolutions of the Assembly.</p> <p>7. Members can finance the Company with interest-bearing or non-interest-bearing payments, in capital account or other securities, even with reimbursement obligation, in compliance with current laws and regulations.</p> <p>8. The shareholders' shareholdings are determined in proportion to their respective contributions.</p>	<p>paragraphs 4, 5 and/or 8 of the art. 2441 of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code, with express power for the Board of Directors, among other things, to establish, in compliance with the procedures required by the legislative and regulatory provisions applicable from time to time, as well as the limits indicated above, (a) the number, the unit price of emission (inclusive of the possible premium), (b) establish the deadline for the subscription of new ordinary shares of the Company or the methods of assignment thereof; as well as (c) execute the delegation and the powers referred to above, including, by way of example, those necessary to make the consequent and necessary changes to the statute necessary from time to time."</p> <p>2. The assignment of profits and/or profit reserves to employees of the Company or the Group is permitted, in the ways and forms of the law, through the issue of shares pursuant to the first paragraph of the article 2349 of the Civil Code.</p> <p>3. The Assembly may grant the Board of Directors the power to increase one or more times the share capital up to a specific amount and for a maximum period of 5 (five) years from the date of deliberation.</p> <p>4. The share capital may be increased by resolution of the Assembly even with the issuance of shares with rights other than ordinary ones and with contributions other than money, within the scope of what is permitted by law.</p> <p>5. It is permitted that the option right of shareholders is excluded, pursuant to art. 2441, paragraph 4, second sentence, of the civil code, within the limits of 10% (ten percent) of the capital</p>
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	<p>pre-existing, provided that the issue price corresponds to the market value of the shares and this is confirmed in a specific report by a statutory auditor or a statutory auditing company.</p> <p>6. The contributions of the members may concern sums of money, goods in kind or credits, according to the resolutions of the Assembly.</p> <p>7. Members can finance the Company with interest-bearing or non-interest-bearing payments, in capital account or other securities, even with reimbursement obligation, in compliance with current laws and regulations.</p> <p>8. The shareholders' shareholdings are determined in proportion to their respective contributions.</p>
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Having said all this, in relation to this item on the agenda, the Board of Administration submits the following resolution proposals for your approval:

“The Extraordinary Shareholders' Meeting of EdiliziAcrobatica

SpA: - having heard the President's

presentation - having seen and approved the Explanatory Report of the

Board of Directors; - having seen article 2443 of the civil code,

RESOLUTION

- 1. to grant the Board of Directors, pursuant to article 2443 of the civil code, the delegation to increase the share capital, by 26 April 2028, up to the maximum overall amount of 10% (ten percent) of the capital of the Company on the date of approval of this resolution, to be carried out in a divisible manner, in one or more tranches, through issues of ordinary shares without par value, in dematerialized form, having the same characteristics as those in circulation and regular enjoyment, for a fee, even with the exclusion of the right of option pursuant to paragraphs 4, 5 and/or 8 of the art. 2441 of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code, with express power for the Board of Directors, among other things, to establish, in compliance with the procedures required by the legislative and regulatory provisions applicable from time to time, as well as the limits indicated above, (a) the number, the unit issue price (including any premium), (b) establish the deadline for the subscription of the new ordinary shares of the Company; as well as (c) execute the delegation and the powers referred to above, including, by way of example, those necessary to make the consequent and necessary changes to the statute necessary from time to time;**

2. to add to the art. 3 of the company bylaws, with effect from the registration of the same resolution in the competent Company Register, the further following clause: "The extraordinary meeting of shareholders on 26 April 2023 resolved to delegate to the board of directors the power to increase the share capital by 26 April 2028, up to the maximum overall amount of 10% (ten percent) of the Company's share capital on the date of approval of this resolution, to be executed divisibly, in one or more tranches, through issues of ordinary shares without par value, dematerialized, having the same characteristics as those in circulation and regular enjoyment, for a fee, even with the exclusion of the right of option pursuant to paragraphs 4, 5 and/or 8 of the art. 2441 of the civil code, and/or, free of charge, at the service of one or more incentive plans, pursuant to art. 2349 of the civil code, with express power for the Board of Directors, among other things, to establish, in compliance with the procedures required by the legislative and regulatory provisions applicable from time to time, as well as the limits indicated above, (a) the number, the unit issue price (including any premium), (b) establish the deadline for the subscription of the new ordinary shares of the Company or the methods for assigning them; as well as (c) execute the delegation and the powers referred to above, including, by way of example, those necessary to make the consequent and necessary changes to the statute necessary from time to time.";
3. to grant the managing director Riccardo Iovino, with express power of sub-delegation, also through proxies appointed for this purpose, so that he can take care of what is necessary for the implementation and execution of the resolutions taken, as well as to fulfill the formalities necessary, including the task of filing with the competent Company Register the updated articles of association in relation to the execution of the capital increase and the elimination of the transitional clause, as inserted above;
4. to give a mandate to the managing director Riccardo Iovino, with the express faculty of sub-delegation, also through proxies appointed for this purpose, so that he can provide for the publications required pursuant to the law and to introduce into the resolution as adopted above, the text of this report and its annexes, any modifications, deletions or additions, of a non-substantial nature, which may be necessary for the purposes of registration of these resolutions in the Company Register or in any case requested by the management company of the referen

Genoa, 11 April 2023

For the Board of Directors

The President Simonetta Simoni

EDILIZIACROBATICA S.P.A.

PROPOSTA MOTIVATA del COLLEGIO SINDACALE

ai sensi e per gli effetti dell'art. 13, comma 1 del D.Lgs 27 gennaio 2010 n. 39, per il conferimento dell'incarico di revisione legale dei conti per il periodo 2023-2031 e determinazione del compenso

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Signori Azionisti,

PREMESSO

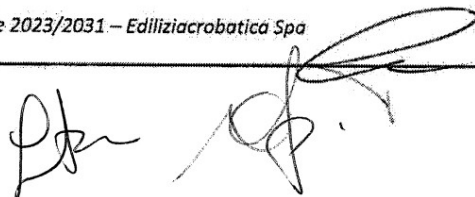
che il Consiglio di Amministrazione della Società nella riunione del 6 aprile 2023 ha preso atto del fatto che la Società ha assunto la qualifica di emittente strumenti finanziari diffusi fra il pubblico in misura rilevante e che, ai sensi dell'art. 19-bis del d.lgs. 39/2010 (il "Decreto"), essa è da considerarsi ente sottoposto a *regime intermedio*, al quale si applicano gli obblighi di cui all'art. 17 del citato decreto (art. 19-ter d.lgs. 39/2010) e, pertanto, l'incarico di revisione legale dovrà avere una durata di nove esercizi;

che con l'approvazione del bilancio relativo all'esercizio 2022 viene a scadere l'incarico triennale precedentemente conferito alla società di revisione Deloitte & Touche S.p.A.;

che l'assemblea dei soci deve pertanto deliberare in merito all'affidamento di incarico di revisione legale per il periodo di nove esercizi, su proposta motivata del Collegio sindacale ai sensi dell'art. 13 del D.Lgs. 27 gennaio 2010, n. 39, formulata a seguito di un'apposita procedura di selezione;

CONSIDERATO

- che in conformità alla procedura suddetta sono state inoltrate richieste di Offerta alle tre società di revisione Deloitte & Touche S.p.A., KPMG S.p.A., BDO Italia S.p.A.;
- che sono pervenute al Collegio Sindacale, tramite il Consiglio di Amministrazione della società le offerte per lo svolgimento della predetta attività di revisione legale, formulate rispettivamente dalla Società di revisione Deloitte & Touche S.p.A, di seguito per brevità indicata anche come <Deloitte>, dalla Società di revisione KPMG S.p.A, e dalla società di revisione BDO Italia S.p.A., di seguito anche <BDO>;
- che, in merito all'oggetto dell'incarico, dette proposte prevedono, per ciascun esercizio:
 - la revisione legale del bilancio di esercizio e del bilancio consolidato;
 - la verifica della regolare tenuta della contabilità sociale e della corretta rilevazione



nelle scritture contabili dei fatti di gestione;

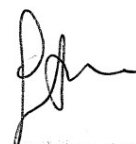
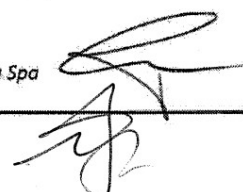
- ai sensi dell'art. 14, comma 2, lettera e) del Decreto, la verifica della coerenza delle relazioni sulla gestione con il bilancio d'esercizio e consolidato e della loro conformità alle norme di legge;

- la revisione contabile limitata del bilancio consolidato intermedio semestrale per i semestri con chiusura al 30 giugno di ogni anno dal 2023 al 2031 della Società predisposto secondo i principi contabili italiani emanati dall'Organismo italiano di Contabilità;

- che dalle offerte esaminate i corrispettivi relativi a ciascun esercizio compreso nel mandato (oltre a spese vive e/o accessorie, contributi - Casse di Previdenza, Consob o altre autorità di vigilanza - IVA e adeguamento in base alla variazione dell'indice Istat relativo al costo della vita) a fronte del monte ore stimato da ciascun candidato risultano i seguenti:

Proponente	Ore stimate	Corrispettivo Euro
Deloitte	716	43.000
KPMG	500	43.000
BDO	640	45.750

- che in esito all'analisi dei profili professionali e organizzativi svolta - specificamente con riguardo a: i) piano di revisione, ii) competenze aziendali/settoriali, iii) struttura organizzativa, iv) struttura e reputazione sul mercato, v) corrispettivi - il collegio sindacale ha elaborato la seguente tabella di sintesi del processo di valutazione delle candidature che, in riferimento a ciascuna offerta acquisita dalla società, indica il rating sintetico qualitativo 'rsq', nella scala Insufficiente(1), Sufficiente (2), Buono (3), Ottimo (4), di ciascuna area oggetto di valutazione e la valutazione complessiva di ciascun candidato:

			Deloitte	KPMG	BDO	
Area di valutazione		Profili esaminati	rsq	rsq	rsq	
1	Piano di revisione	1.1	Processi e tecniche di valutazione dei rischi	4	4	4
		1.2	Metodologia di revisione adottata	4	4	4
		1.3	Strumenti informatici utilizzati	4	4	4
		1.4	n. ore previste/seniority personale coinvolto	4	3	3
2	Competenze aziendali e/o settoriali	2.1	Conoscenza pregressa sulla società e/o sul gruppo per precedenti incarichi di revisione	4	N/D	N/D
		2.2	Esperienza pregressa del settore di attività maturata nella revisione e nel settore del capital market	4	4	4
		2.3	Conoscenza pregressa del settore di attività maturata in altri ambiti	4	4	4
		2.4	Conoscenza pregressa del sistema dei principi di bilancio del settore	4	4	4
		2.5	Disponibilità di adeguati supporti in ambito IT, strumenti finanziari, valutazione e impairment test	4	4	4
3	Struttura organizzativa	3.1	Struttura individuale, associata, reticolare	4	4	4
		3.2	Diffusione locale, regionale, nazionale, internazionale	4	4	4
4	Reputazione sul mercato	4.1	Appartenenza al network e portafoglio clienti	4	4	4
5	Corrispettivi	5.1	Dettaglio del budget (ore persone/attività) e costo	4	4	4
		5.2	Congruietà e coerenza dei corrispettivi (incluse le spese stimate) rispetto all'oggetto dell'incarico	4	4	4
6	Valutazione complessiva		56	51	51	

VERIFICATO

- che le modalità di svolgimento della revisione illustrate nelle proposte, anche considerate le risorse professionali all'uopo previste, risultano adeguate in relazione all'ampiezza e alla complessità dell'incarico;
- che le offerte oggetto di analisi contengono l'esplicito impegno dei soggetti proponenti a verificare l'insorgere delle situazioni disciplinate dagli artt. 10 ("Indipendenza e obiettività") e 17 ("Indipendenza") del D.Lgs. 27 gennaio 2010, n. 39;

- che l'oggetto dell'incarico come definito nelle offerte esaminate ai fini della revisione legale dei conti per gli esercizi dal 2023 al 2031, appare sostanzialmente omogeneo;
- che le proposte contengono anche specifica dichiarazione concernente il possesso dei requisiti d'indipendenza previsti della legge;
- che le sopra menzionate Società di revisione legale risultano disporre di organizzazione e idoneità tecnico-professionali adeguate alla ampiezza e alla complessità dell'incarico;

Tanto premesso, il collegio sindacale, in esito alla valutazione comparativa svolta sia in termini qualitativi che quantitativi, tenuto altresì conto dell'attuale dimensione di EdiliziAcrobatica S.p.A e del Gruppo ai fini della formulazione del proprio parere per l'attribuzione dell'incarico di revisione legale dei conti per gli esercizi dal 2023 al 2031, propone all'Assemblea, previa accettazione dei corrispettivi per l'intera durata dell'incarico unitamente ai criteri per il loro adeguamento nel corso del mandato, che l'incarico per la revisione legale dei conti per gli esercizi dal 2023 al 2031, sia affidato a:

Deloitte & Touche S.p.A.

Sede legale: Via Tortona, 25 -20144 Milano

Codice fiscale, Partita IVA e n.ro Registro imprese di Milano: 03049560166

in conformità all'offerta dalla stessa formulata.

Genova, 11 aprile 2023

Il collegio sindacale

Presidente: Alda Bertelli

Sindaco effettivo: Francesco Cinaglia

Sindaco effettivo: Giorgio Frediani

