

## **REPORT OF THE BOARD OF DIRECTORS ON THE FIRST ITEM ON THE AGENDA**

**Poste Italiane S.p.A. Financial Statements for the year ended 31 December 2024. Reports of the Board of Directors, the Board of Statutory Auditors, and the Audit Firm. Related resolutions. Presentation of the consolidated financial statements for the year ended 31 December 2024.**

Dear Shareholders,

A special file, that will be made available to the public at the Company's registered office and on its website within the time period established by the law, to which we therefore refer you, contains (i) the proposed financial statements of Poste Italiane S.p.A. for the year ended 31 December 2024 – including the separate Accounts of BancoPosta's Ring-Fenced Capital (established by the Company with effect from 2 May 2011 by a resolution of the extraordinary shareholders' meeting held on 14 April 2011, and whose functioning is governed by special rules available at [www.posteitaliane.it](http://www.posteitaliane.it)) – showing net income for the year of 1,882 million euro, as well as (ii) the Poste Group's consolidated financial statements for the year ended 31 December 2024 showing a net result for the year amounting to 2,013 million euro (1,994 million euro being the share pertaining to the Group), which the Board of Directors approved on 26 March 2025.

Considering the foregoing, we submit the following

### **Proposal**

The present Shareholders' Meeting of Poste Italiane S.p.A.:

- having examined the proposed financial statements of Poste Italiane S.p.A. for the year ended 31 December 2024, with the related reports of the Board of Directors, the Board of Statutory Auditors, and the External Auditor;

- having acknowledged the “Sustainability Report”, prepared in accordance with Legislative Decree no. 125 of 6 September 2025 and included in the Report on operations for the year ended 31 December 2024, with the report of the External Auditor;
- having acknowledged the consolidated financial statements for the year ended 31 December 2024, with the related reports of the Board of Directors and the External Auditor;

**resolves**

to approve the financial statements of Poste Italiane S.p.A. for the year ended 31 December 2024, accompanied by the related report of the Board of Directors and including the separate Accounts of BancoPosta’s Ring-Fenced Capital.