

REPORT OF THE BOARD OF DIRECTORS ON THE ELEVENTH ITEM ON THE AGENDA

Equity-based 2026-2028 Performance Share long term incentive plan.

Dear Shareholders,

In accordance with article 114-*bis*, paragraph 1, of Legislative Decree n. 58 of 24 February 1998, the Shareholders' meeting is called to approve the equity-based 2026-2028 Performance Share Long Term Incentive Plan ("2026-2028 Performance Share LTIP"), as approved by the Board of Directors on the recommendation of the Remuneration Committee.

In particular, we submit to you the equity-based 2026-2028 Performance Share LTIP, intended for a number of beneficiaries identified within the Poste Italiane Group's management.

The 2026-2028 Performance Share LTIP provides for the granting of Rights to receive Poste Italiane S.p.A.'s shares in favor of the beneficiaries.

Accordingly, the 2026-2028 Performance Share LTIP falls within the definition of "*compensation plan based on financial instruments*" pursuant to article 114-*bis*, paragraph 1, of Legislative Decree n. 58 of 24 February 1998.

In accordance with the provisions of article 84-*bis*, paragraph 1, of Consob Resolution n. 11971 of 14 May 1999 and subsequent amendments and additions, the features of the 2026-2028 Performance Share LTIP are described in detail in a specific information circular made available for public consultation at the same time as this report and to which reference is made.

In light of the above, we therefore submit for your approval the following

Proposal

Having examined the report of the Board of Directors and the information circular on the 2026-2028 Performance Share LTIP prepared pursuant to article 84-*bis*, paragraph 1, of

Consob Resolution n. 11971 of 14 May 1999 and subsequent amendments and additions, the Shareholders' Meeting of Poste Italiane S.p.A.

resolves:

1. to approve the 2026-2028 Performance Share LTIP, based on financial instruments, whose features are described in the information circular prepared pursuant to article 84-bis, paragraph 1, of Consob Resolution n. 11971 of 14 May 1999 and subsequent amendments and additions, and made available for public consultation at the registered office of Poste Italiane, on the authorized storage system "eMarket STORAGE" (www.emarketstorage.it), and on the Company's website;
2. to grant the Board of Directors, with the option of delegating responsibility, all the necessary powers to implement such 2026-2028 Performance Share LTIP, to be exercised in accordance with the directions set forth in the information circular.