

# **BOARD OF DIRECTORS OF TOSCANA AEROPORTI S.p.A.:**

- Gina Giani confirmed as Chief Executive Officer;
- Roberto Naldi confirmed as Deputy Chairman of the Board of Directors responsible for strategic plans;
- Vittorio Fanti confirmed as Director in charge of special projects;
- Committee members appointed;
- Independence requirements verified;
- Supervisory Body appointed.

Florence, June 1, 2018 - The Board of Directors of Toscana Aeroporti S.p.A. ("Toscana Aeroporti", "Company") - an Italian company listed on the electronic share market (MTA) of Borsa Italiana S.p.A. which manages the Florence and Pisa airports - met today, under the Chairmanship of Marco Carrai, to pass the following resolutions.

### **Corporate Boards**

The Board of Directors confirmed Gina Giani as Chief Executive Officer of the Company and assigned her the delegated powers and authority envisaged in the current Articles of Association.

Roberto Naldi was confirmed as the Company's Deputy Chairman. Roberto Naldi was granted powers, authority and responsibility for the Company's guidance and strategic plans and initiatives related to real estate activities as well as management and implementation of special projects. By virtue of these powers, Mr Naldi is to be considered an executive Deputy Chairman.

The Board of Directors also confirmed Pierfrancesco Pacini as Deputy Chairman.

Director Vittorio Fanti was granted powers, authority and responsibility for special projects identified by the Board of Directors, including the project to build the new runway and new terminal at the Florence airport. By virtue of these powers, Mr Fanti is to be considered an executive Director.

Chairman of the Board of Directors Marco Carrai was confirmed as Director in charge of the Company's internal control and risk management system.

With a favorable opinion from the Board of Statutory Auditors, the Board of Directors voted to confirm Marco Gialletti as Manager in charge of the financial reports pursuant to Article 154-bis of Legislative Decree No. 58/1998 (the Consolidated Finance Law, "TUF").

### **Committees**

The Board of Directors also defined the composition of its internal committees:

#### **Executive Committee**

Toscana Aeroporti S.p.A. Board of Directors has appointed the members of the Executive Committee that is composed as follows: Marco Carrai (Committee Chairman), Gina Giani, Roberto Naldi, Pierfrancesco Pacini, Vittorio Fanti, Martin Francisco Antranik Eurnekian Bonnarens and Jacopo Mazzei.

### Control and Risk Committee

The Board has appointed the Control and Risk Committee composed of Stefano Bottai, Anna Girello and Jacopo Mazzei.

# Compensation and Nominating Committee

The Board also appointed the following members of the Compensation and Nominating Committee: Stefano Bottai, Elisabetta Fabri and Pierfrancesco Pacini.

# <u>Verification of independence requirements</u>

With a favorable opinion from the Board of Statutory Auditors regarding the propriety of the criteria and procedures adopted, on the basis of the declarations rendered by the directors within the framework of their appointment by the General Shareholders' Meeting of May 30, 2018, Toscana Aeroporti S.p.A.'s Board of Directors considered the satisfaction of independence requirements by the following directors to be established pursuant to Article 148, paragraph 3, of TUF: Elisabetta Fabri, Niccolò Manetti, Jacopo Mazzei, Anna Girello, Giovanni Battista Bonadio and Ylenia Zambito. The Board of Directors also considered the satisfaction of independence requirements by the following directors to be established pursuant to the Corporate Governance Code: Stefano Bottai, Elisabetta Fabri, Niccolò Manetti, Jacopo Mazzei, Anna Girello, Giovanni Battista Bonadio and Ylenia Zambito.

# Supervisory Body

The members of the Supervisory Body pursuant to Legislative Decree No. 231/2001 were confirmed in office. Accordingly, the Supervisory Body comprises Edoardo Marroni, an external member acting as Chairman, external member Michele Giordano and internal member Nico Illiberi, Head of Legal & Compliance TA.

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