

# GABRIELLA PORCELLI

**Independent, Non-Executive Director in listed companies | Legal & Compliance, Board Secretary | Executive Remuneration| ESG | M&A | Risk Management**

I am a senior executive and a lawyer with a strong strategic business orientation and intellectual agility, with 30 years of experience in various industries. Born in Rome, an Italian and Swiss citizen, I currently serve as General Counsel, Chief Compliance Officer and head of Corporate Governance at Iveco Group NV, a company listed on the Milan Stock Exchange with +35.000 employees and operations worldwide, headquartered in Turin.

I am a director in the board of a non-listed Swiss commercial corporation and a non-executive director at Tinexta SpA.

## Additional Qualifications

- ! Corporate Management Program at INSEAD in 2001
- ! International Director Certification course (INSEAD International Directors Program, ongoing)
- ! Cybersecurity Google base certification

My learning background includes a law degree *cum laude* at La Sapienza Rome University, the Bar exam in 1991 and a Master in Common Law ("British Council "European Young Lawyers Scheme").

## My expertise as Executive

- ! Corporate Governance
- ! People Management - Compensation – Succession Planning
- ! Mergers and Acquisitions (M&A)
- ! Legal and Compliance
- ! Risk assessment
- ! Executive Roles:
  - o General Counsel
  - o Chief Compliance Officer
  - o Board Secretary (Iveco Group NV, listed on the Milan Stock Exchange, part of Gruppo Exor)
  - o Institutional Relations (LVMH/Fendi)
  - o EU Regulatory /legislative advocacy (Confcommercio)

## Strategic Support to Regulated Companies

1. Pharmaceutical Sector:
  - o 10 years at Pfizer Inc. (Rome–New York)
2. Energy (Oil & Gas):
  - o 7 years in upstream and downstream operations for ENI Group ( Intl. negotiations)

- TAP Consortium (participated by SNAM)
3. Consumer Goods and Luxury Goods:
- 9 years with Philip Morris International (Rome–Lausanne)
  - Focus areas: M&A, Project Financing, Risk Management, People Development, Corporate-Commercial, Antitrust, Retail and CRM
  - I led significant integrated Compliance programs and I served on 231/2001 Supervisory Bodies (Corporate Criminal Liability)
  - 3 years LVMH/FENDI: General Counsel and Institutional Affairs Director

### **Non – Executive Experience**

#### **Tinexta SpA – Non-executive Director**

**From April 2024 – ongoing**

Member of the Remunerations and Nominations Committee

#### **Terna SpA – Non-Executive Director 2023**

**From May 2014 to May**

From 2014 to 2018, member of RemCom and Chair Related Parties Transactions Committee; from 2019 to 2022, member of RemCom and Nomination Committee, member of RemCom and Chair of Nomination Committee from 2020 to 2023; deputy Chair Rem Com 2022/2023

As Non-Executive Director I have contributed to the rollout at Terna of STI and LTI rolling plans, supporting to the adoption of ESG clear objectives, both for short and long-term incentive purposes. I have contributed to innovative Board Review processes, to redefining performance objectives for Management and succession plans and supported the Company in the assessment and compliance to Related Parties Transactions and stakeholders engagement policies

#### **OpenjobMetis SpA – Non-Executive Director 2022**

**April 2021 to April**

Member of Audit Committee and Related Parties Transactions Committee

I am also member of **AISCA** (Italian Board Secretaries Association), AIGI (where I have served for 2 decades in the Board) and of **ACC** (Association of Corporate Counsel).

As former **Vice President at ValoreD** (the association of Italian companies promoting gender equality and D&I since 2009), I am actively engaged in promoting the managerial growth and career advancement of female and other diverse candidates, in gender gap and cognitive biases trainings, pay gap analysis, mentoring and D&I plans also at Iveco Group, where I serve as executive.

I have frequently contributed as teacher and ambassador at LUISS Post-Graduate Business School's courses in Compliance and Corporate Governance and at the LUISS School of Law.

*I hereby authorize under and within the limits of any applicable laws, the use of the personal data included herein for any legitimate purpose, including scientific, research, data analytics and similar purposes. Gabriella Porcelli*