

APPROVED THE NEW FORMAT OF THE CORPORATE GOVERNANCE REPORT

- On 16 December 2024, the **Italian Corporate Governance Committee**, together with the approval of the XII report on the application of the Corporate Governance Code and the formulation of recommendations for 2025 for listed companies, approved **the updated edition of the format for the Corporate Governance Report**, now in its tenth edition (available at the following [link](#)).
- This update became necessary in light of the approval of the new regulations on **corporate sustainability reporting** by the European legislator, with the directive 2022/2464 (so called CSRD) transposed into our legislation by the Legislative Decree No. 125 of 6 September 2024.
- In particular, **the new regulatory system has introduced for listed companies**, although gradually over time depending on the type and size of the issuer concerned, **detailed sustainability reporting obligations** - outlined by the reporting standards called European Sustainability Reporting Standard (ESRS) and defined by the European Financial Reporting Advisory Group (EFRAG) - including, inter alia, information on issuers' corporate governance.
- The **purpose aimed by the Committee through the new format** is to *“provide issuers with a useful tool to coordinate the internal processes for drafting the ‘traditional’ corporate governance report with those related to the drafting of the ‘new’ sustainability reporting. To this end, the Committee has integrated the format, inserting, in the relevant sections, references to the information required by the ESRS on corporate governance”*.
- The **format has also implemented additional regulatory amendments since the last edition dated January 2022**, with particular reference to: *(i)* amendments to the Italian Consolidated Law on Financial Intermediation introduced by the Capital Law (Law No. 21 of 5 March 2024); *(ii)* information necessary to fully and exhaustively comply with the obligation set forth in Art. 123-bis of the Italian Consolidated Law on Financial Intermediation concerning the corporate governance report; and *(iii)* additional information deemed appropriate as well as functional to greater transparency towards the market, although such information is not exhaustive for the purposes of compliance with the law.