

Report of the Board of Statutory Auditors to the Shareholders' Meeting of Interpump Group S.p.A. pursuant to art. 153 of Decree no. 58/1998 and art. 2429 of the Italian civil code

To the Shareholders' Meeting of Interpump Group S.p.A.

Introduction

The Board of Statutory Auditors of Interpump Group S.p.A. (hereinafter also referred to as “IPG” or the “Company”) is required, pursuant to art. 153 of Decree no. 58/1998 (hereinafter also referred to as the “TUF”) and art. 2429, subsection 2 of the Italian Civil Code, and in compliance with the recommendations provided by CO.N.SO.B. (“CONSOB”) with Communication no. DEM/1025564 of 6 April 2001 and amendments, to report to the Shareholders' Meeting, called to approve the financial statements for the year ended 31 December 2021, on the supervisory activities carried out during the year in the fulfillment of our duties, in part in our role as the Audit Committee, as well as on any omissions or inappropriate conduct that we identified, and on the results of the year. We are also required to make proposals regarding the financial statements, their approval and other matters for which we are responsible.

During the year ended 31 December 2021, and subsequently to date, the Board of Statutory Auditors has carried out the supervisory activities required by law, taking account of the Rules of conduct for Boards of Statutory Auditors of listed companies (hereinafter, the Rules) issued by the Italian Accounting Profession, the CONSOB instructions on the audit of companies, and the provisions of art. 19 of Decree no. 39/ 2010.

The separate and consolidated financial statements of IPG were prepared in accordance with the IAS/IFRS international accounting and financial reporting standards issued by the International Accounting Standards Board (IASB) and endorsed by the European Union, and with the CONSOB instructions implementing art. 9, subsection 3, of Decree no. 38/2005.

The financial statements were prepared in compliance with the law and are accompanied by the documents specified by the Italian civil code and the TUF. Moreover, in accordance with legal requirements, the Company has also presented consolidated financial statements and the consolidated non-financial statement for 2021.

We obtained the information needed to carry out our assigned supervisory activities by attending the meetings of the Board of Directors and the established Board Committees, as well as by interviewing the management of the Company and the Group, gathering information from the competent corporate functions, and performing additional monitoring activities. This Board has further enhanced the

exchanges of information with Board Committees and the Independent Auditors of the Company, having due regard for the contents of the Notice issued by Consob on 16 February 2021.

Appointment and Independence of the Board of Statutory Auditors

The Board of Statutory Auditors in office at the date of this Report was appointed at the Shareholders' Meeting held on 30 April 2020: its members are Anna Maria Allievi (Chair), Roberta De Simone (Serving Auditor), Mario Tagliaferri (Serving Auditor), and Roberta Senni and Andrea Romersa (Alternate Auditors). The Board will remain in office for three years and will lapse on the date of the Shareholders' Meeting called to approve the 2022 financial statements.

The appointments were made from the two lists submitted, one by the majority shareholder and one by a number of institutional investors representing non-controlling interests, in compliance with the law, applicable regulations and the corporate bylaws. The Chair of the Board of Statutory Auditors and one Alternate Auditor were drawn from the minority list. The composition of the Board of Statutory Auditors complies with the gender balance criterion specified in art. 148, subsection 1-(2), of Decree no. 58/1998 (T.U.F.), as amended by art. 1, subsection 303, of Law no. 160 dated 27 December 2019 and taking account of the clarifications contained in CONSOB Communication no. 1/2020 dated 30 January 2020.

The Board of Statutory Auditors checked that the independence requirements placed upon its members were satisfied both upon appointment and, subsequently for each year. Lastly, this check was carried out on 28 February 2022 in accordance with the criteria specified in the Rules published in April 2018, as supplemented in May 2019, and in the Code of Self-Regulation in force during 2020, which was replaced by the Corporate Governance Code from 1 January 2021. The outcome of these checks and the self-assessment (envisaged in standard Q.1.1. of the Rules) was communicated pursuant to art. 144-(9), subsection 1-(3) of CONSOB Regulation no. 11971, and recommendation 19 of Art. 4 of the Corporate Governance Code, to the Board of Directors on 18 March 2022.

Supervisory and control activities of the Board of Statutory Auditors

Supervision of compliance with the law and the bylaws

In the performance of its duties, the Board of Statutory Auditors has carried out the supervisory activities required by art. 2403 of the Italian civil code, art. 149 of Decree no. 58/1998, art. 19 of Decree no. 39/2010, and the CONSOB recommendations on company audits and the activities of the Board of Statutory Auditors, while also making reference to the provisions of the Corporate Governance Code and the Standards of Conduct for Boards of Statutory Auditors

issued by the Italian Accounting Profession

In the context of our duties we have therefore:

- attended the meetings of the Shareholders and the Board of Directors, supervising their compliance with the bylaws, current legislation and the regulations governing the operation of corporate bodies, as well as with the principles of proper administration;
- monitored, to the extent of our responsibilities, the adequacy of the organizational structure of the Company and compliance with the principles of proper administration, by means of direct observation, collection of information from the managers of certain business functions, and meetings with the Independent Auditors as part of the reciprocal exchange of data and significant information;
- assessed and monitored the adequacy of the internal control system and the administrative and accounting system, and the reliability of the latter in terms of representing operating events correctly, by means of the information provided by the managers of the respective functions, examination of the corporate documents and analysis of the results of the work carried out by the Independent Auditors;
- attended 7 meetings with the 100% participation of its members for an average duration of 2 hours each. The Board also attended all 10 meetings of the Board of Directors, as well as the meetings the Board Committees (Control, Risks and Sustainability Committee, Related-Party Transactions Committee, Remuneration Committee and Appointments Committee);
- supervised the adequacy of the reciprocal flow of information between IPG and its subsidiaries pursuant to art. 114, subsection 2, of Decree no. 58/1998, which complies with the instructions issued by the management of the Company to the various Group companies;
- monitored compliance with the “*Market abuse*”, “*Investor protection*” and “*Internal Dealing*” rules, with special reference to the treatment of inside information and the procedures for the dissemination of communications and information to the public and monitored the changes made to the procedure adopted by the Company for the management of inside and significant information, having regard for CONSOB Guidelines no. 1/2017;

Moreover, the Board of Statutory Auditors:

- obtained adequate information from the Directors about the activities undertaken and the operations of greatest economic, financial and capital significance performed by the Company and its subsidiaries pursuant to art. 150, subsection 1, TUF. In this regard, both jointly and individually, the Board of Statutory Auditors paid special attention to ensuring that the operations authorized and carried out were performed in compliance with the law and with the bylaws, and were not imprudent or subject to undue risk, in contrast with resolutions adopted at the Shareholders’ Meeting, in

potential conflict of interest, or capable of jeopardizing the integrity of net equity;

- held meetings with the representatives of the Independent Auditors pursuant to art. 150, subsection 3, TUF, from which no significant data and/or information emerged that should be mentioned in this Report;
- exchanged information with the boards of statutory auditors of the companies directly or indirectly controlled by IPG pursuant to art. 151, paras. 1 and 2, TUF;
- supervised the practical implementation of the rules of corporate governance set down in the Corporate Governance Code to which the Company adheres, as adequately described in the Report on Corporate Governance and the Ownership Structure, in compliance with art. 124-(3) TUF and art. 89-(2) of the Issuers' Code;
- checked, in relation to the periodic assessment required pursuant to the Corporate Governance Code, in the framework of our supervision of the practical implementation of the corporate governance rules, the proper application of the appraisal criteria and procedures adopted by the Board of Directors to confirm the independence of the Directors.

The Board of Statutory Auditors agreed with the positive evaluation expressed by the Appointments Committee and adopted by the Board of Directors on 14 February 2022, as required by recommendation no. 19 of Art. 4 of the Corporate Governance Code, concerning the size and composition of the administrative body and its operation, and the size, composition and operation of the board committees. The assessment was carried out using specific measurement criteria, updating those adopted in the prior year, based on the results of a self-assessment questionnaire revised and reformulated in February 2022 by the Appointments Committee and completed by all members of the Board of Directors.

The Board of Statutory Auditors also issued its opinion pursuant to art. 2389, subsection 3, of the Italian civil code, having regard for the conclusions of the Remuneration Committee concerning the proposal made for the remuneration of the Directors with special duties.

Supervision of the adequacy of the administrative-accounting system and the legal audit of the accounts

Pursuant to art. 19 of Decree no. 39/2010 (consolidated legal auditing law), the Board of Statutory Auditors, in our role as the “Internal Control and Audit Committee”, is required to supervise:

- the financial reporting process;
- the efficacy of the internal control and risk management system;
- the legal audit of the annual and consolidated financial statements;
- the independence of the Independent Auditors, particularly with regard to the provision of non-auditing services.

We performed our work in collaboration with the current Control, Risks and Sustainability Committee, in order to coordinate the respective duties and avoid the overlap of activities.

Financial reporting process

We supervised the presence of rules and procedures governing the preparation and dissemination of financial information. In this regard, the Report on corporate governance and the ownership structure illustrates the ways in which the Group has defined its Internal Control and Risks Management System in relation to the financial reporting process at a consolidated level. The post of Chief Reporting Officer is held by Carlo Banci.

The Chief Reporting Officer makes use of support from the Internal Audit function to check the operation of the administrative and accounting procedures via the testing of controls. We confirm that we have received adequate information on the work to monitor the corporate processes with an administrative-accounting impact, in the framework of the internal control system, that was carried out both during the year, in relation to the interim financial reports, and at the time of closing the accounts for preparation of the financial statements, in compliance with the monitoring and certification obligations to which IPG is subject pursuant to the provisions of Law no. 262/2005. In particular, we took account of the Risk Assessment and the half-yearly update of test activities pursuant to Law no. 262/2005.

The adequacy of the administrative-reporting system was also assessed via the acquisition of information from the managers of the respective functions and analysis of the results of the work carried out by the Independent Auditors.

No particular issues or impediments emerged to prevent the release of certification by the Chief reporting officer and the Chief executive officer concerning the adequacy of the administrative and accounting procedures for the preparation of the separate financial statements of IPG and the consolidated financial statements for 2021.

We supervised compliance with the rules concerning the preparation and publication of the Interim Financial Report and the Interim Board of Directors' Reports, their format and the proper application of accounting standards, partly by reference to information obtained from the Independent Auditors.

Furthermore, we acknowledge that:

- the Independent Auditors responsible for legal audit of the accounts have explained their checks to the Board of Statutory Auditors and did not highlight any matters during the periodic meetings;
- the Board of Statutory Auditors supervised the audit of the annual and consolidated accounts, obtaining information from and holding discussions

with the Independent Auditors, which also covered the innovations introduced with regard to their auditors' report concerning, in particular, Key Audit Matters.

With regard to the above, the Board of Statutory Auditors was informed of all the main stages of the auditing activity, including identification of the areas of risk, with a description of the related procedures adopted, and the main accounting policies applied by IPG. The Board of Statutory Auditors also acknowledges that the Independent Auditors EY S.p.A. have issued their opinions on the consolidated financial statements and the financial statements today (30 March 2022), and have also issued today the Supplementary Report for the Board of Statutory Auditors required by art. 11 of Regulation (EU) 2014/537.

We have supervised the independence of the Independent Auditors EY S.p.A., checking the nature and extent of any services rendered other than the audit of IPG and subsidiaries, and have obtained explicit confirmation from the Independent Auditors that their independence requirements have been met. The declaration regarding independence is included, pursuant to art. 11, para. 2, letter a), of Regulation (EU) 2014/537, in the above-mentioned Supplementary Report.

As required by art. 149-(12) of the Issuers' Regulation, as amended by CONSOB Decision no. 15915 dated 3 May 2007, the fees earned in 2021 for services provided to the Group by the Independent Auditors, and firms belonging to its network, are listed below:

- audit of the Parent Company, €128k;
- audits of subsidiaries, €931k;
- limited assurance of the Parent Company's Non-Financial Statement, €48k.

The above amounts are included under other costs within general and administrative expenses.

The scope of the audit changed in 2021 as a result of acquisitions made by the Group and corresponding fee adjustments were made. In the light of the matters presented above, the Board of Statutory Auditors deems that independence requirements placed on EY S.p.A. are satisfied.

Supervision of the adequacy of the system of internal control and the organizational structure

We have assessed and supervised the adequacy of the internal controls and the efficacy of the internal control and risk management systems. We confirm that we have checked the most significant activities performed by the internal control and risk management system, taken as a whole, by attending the meetings of the

Control, Risks and Sustainability Committee and the Related-Party Transactions Committee together with:

- the Director in charge of the internal control and risk management system;
- the Internal Audit, Risk & Compliance function;
- the Chief Reporting Officer;
- the Supervisory Body;
- the information systems manager;
- the investor relations officer.

In the framework of this activity, in particular, we acknowledge that we have received and examined:

- the periodic reports on the activities performed, prepared by the Control, Risks and Sustainability Committee and by the Internal Audit, Risk & Compliance function;
- the reports prepared by the Internal Audit, Risk & Compliance function on conclusion of the checking and monitoring activities, the actions recommended and the checks on their implementation;
- periodic updates on the changes in the risk management process, the results of the monitoring and assessment activities performed by the Internal Audit, Risk & Compliance function and the Group Risk Management & Corporate Finance function, and the objectives reached.

We acknowledge and agree with the update of the risk management policy for the IPG Group. We also examined, on a half-yearly basis, the periodic reports on the activities carried out by the Supervisory Body and the related activity plan and 2022 budget. Similarly, we acknowledge the work on compliance with Decree no. 231/2001 and the plan of activities for 2022, examining and agreeing the proposed update to the Organization and Management Model pursuant to Decree no. 231/2001.

Further to our activity during the year, as illustrated in detail above, we agreed with the positive assessment expressed by the Control, Risks and Sustainability Committee regarding the adequacy of the System of internal control and risk management.

Supervision of compliance with the principles of proper administration

Based on the information obtained and the analyses conducted, our supervisory activities confirm that the transactions of greatest financial and economic significance performed by the Company, or via directly-held subsidiaries, are those described below and illustrated in detail in the report of the Board of Directors.

In particular, as in prior years, the operations of Interpump Group S.p.A. consisted in ordinary industrial activities, the strategic and operational coordination of the Group, the drive to optimize the Group's cash flows, and the search for and selection of new equity investments that can help to accelerate the growth of the Group.

In 2021, the companies of the newly-acquired White Drive Products business were consolidated for the first time for only three months, while Berma S.r.l. was consolidated for two months, having been acquired on 11 November. Compared to 2020 the companies DZ Trasmissioni, purchased in January 2021, and Servizi Industriali S.r.l. (Water-Jetting sector) were consolidated for the whole year, in contrast to the previous year in which it was consolidated for only six months.

Within the ordinary industrial activities of the Group, efforts continue to tackle sustainability issues, consistent with the guidelines for strategic development of the Group. The Company has appointed an internal ESG manager and engaged a firm of consultants to soon be able to prepare a structured plan for action over the next three years.

Further to the activity of supervision and control performed in the year, we can attest to the fact that:

- the activities performed did not reveal any omissions, irregularities, inappropriate conduct or significant violations that should be reported to the supervisory authorities or mentioned in this Report;
- we have not received any complaints pursuant to art. 2408 of the Italian civil code, nor have we received petitions from third parties;
- we have not identified any transactions with third parties, within the Group and/or with related parties that were atypical or unusual in terms of their content, type, size, or timing.

Supervision of the implementation of corporate governance rules

We have assessed the application of the rules of corporate governance set down in the Corporate Governance Code adopted by IPG, principally by analyzing the Report on Corporate Governance and the Ownership Structure and comparing its content with the results of our general supervisory activities. In particular, we considered the degree of compliance by IPG with the requirement to inform the market, in the report on corporate governance, on its application of the Code, having regard for the provisions of art. 123-(2) TUF

The Board of Statutory Auditors believes that the Report on Corporate Governance has been prepared in accordance with the instructions accompanying the Regulations for Markets Organized and Managed by Borsa Italiana.

Additional supervisory activity in relation to the separate financial statements,

the consolidated financial statements and the consolidated statement of non-financial information

With regard to the financial statements of the Parent Company at 31 December 2021, the consolidated financial statements at that date and the related Board of Directors' Report, we draw your attention to the following matters:

- by means of direct checks and information obtained from the Independent Auditors, we ascertained compliance with the laws governing the preparation and content of the financial statements, the consolidated financial statements and the Board of Directors' report, as well as the formats adopted for the accounting schedules, confirming proper application of the accounting standards and policies described in the notes to the financial statements and the report of the Board of Directors;
- in application of CONSOB Resolution no. 15519/2006, the effects of transactions with related parties are expressly indicated in the accounting schedules;
- The Board of Statutory Auditors also reports that, applying the amending regulation of the European Commission 2019/815 (so-called ESEF Regulation) transposing Directive 2013/50/EU which provides for, starting from 1 January 2021, the obligation for listed issuers to prepare their Annual financial reports (AFRs) in a *European Single Electronic Format* (ESEF), the company has completed the project for the implementation of the ESEF Regulation requirements for year 2021. The Consolidated Annual Financial Report of Interpump Group S.p.A. at 31 December 2021 was therefore drafted in XHTML format, marking some information in the IFRS consolidated statements with specific *Inline XBRL*. Starting from 1 January 2022, the XBRL marking will also apply to the “notes” to the consolidated financial statements.
- the financial statements reflect the events and information that came to our attention in the performance of our supervisory duties and the exercise of our powers of monitoring and inspection;
- to our knowledge, during preparation of the financial statements the Directors did not make any exceptions to the law, as would be allowed under certain circumstances pursuant to art. 2423, subsection 5, of the Italian civil code;
- the Chief executive officer and the Chief reporting officer have issued the certification required by art. 81-(3) of CONSOB Regulation no. 11971/1999 as amended, and art. 154-(2) of Decree no. 58/1998 (TUF);
- the Board of Directors' Report complies with the relevant legal requirements and is consistent with the data and results reflected in the financial statements; it makes the necessary disclosures about the significant activities and transactions that were drawn to our attention during the year, about the principal risks faced by the Company and its subsidiaries, about intercompany and related-party transactions, and about the alignment of the organization with the principles of corporate governance, consistent with the

Code of Corporate Governance for listed companies; The Management Report appears complete in relation to the legal requirements, also with reference to the assessment of the impacts of the COVID-19 pandemic and the effects on the business of the military conflict involving Russia and Ukraine.

- pursuant to the terms of art. 123-(3) of Decree no. 58/1998 (TUF), the Shareholders' Meeting will receive the Remuneration report that we have examined, agreeing its format in a joint meeting held with the Remuneration Committee.
- The impairment procedures implemented by the Company in conformity with IAS 36 are subject to precise approval by the Board of Directors before the draft financial statements are approved.

In relation to the Consolidated non-financial statement, in conformity with the provisions of Decree no. 254 dated 30 December 2016 we monitored compliance with the requirements of the Decree and CONSOB resolution no. 20267 dated 18/01/2018 regarding preparation of the statement, obtaining the attestation dated 30 March 2022 issued by the designated independent auditing firm, EY S.p.A. This activity did not reveal any matters that should be mentioned in this report.

Assessment of the impacts of COVID-19

2021 was another year affected economically and socially by the COVID-19 pandemic.

From the outset, the Company monitored the developments of the pandemic very closely, establishing a specific *task force* and promptly adopting the necessary virus prevention, control and containment measures in its sites worldwide, aiming to protect the health of employees and collaborators (modification of production layouts, sanitization of premises, personal protective equipment, temperature measuring, thermal scanners, serological tests, hygiene rules and social distancing, *smart working*).

Still today, the Safety managers and top management organize periodic calls to analyze and monitor the implementation, application and effectiveness of the measures adopted in relation to the provisions issues time by time by the competent authorities and the pandemic trends in the various countries where the Group has its operations.

The Audit, Risks and Sustainability Committee, the Board of Statutory Auditors and the Supervisory Body have always been promptly informed on the company's management of the epidemiologic emergency, and all the measures have always been monitored and verified to guarantee business continuity and personal protection.

The Board of Statutory Auditors, also in relation to the CONSOB Notice of 18 March 2021, has checked that, in accordance with the recommendations of CONSOB and ESMA (*European Securities and Markets Authority*), the Directors have included the above information in the 2021 Financial Report.

With regard to the Shareholders' Meeting called for 29 April 2022, the Board of Statutory Auditors notes that Decree no. 18 dated 17 March 2020, "Cure Italy" converted with amendments from Law no. 27 of 24 April 2020 (as most recently extended by Decree no. 183 dated no. 228 of 31 December 2021 "Blanket extensions") authorizes ordinary and extraordinary meetings to be held "behind closed doors", enabling companies to include in their notices of calling, as exceptions to the requirements of their by-laws, recourse to instruments - such as voting by correspondence, electronic voting, meeting attendance via remote communications, appointment of a designated representative - that allow participation and the exercise of voting rights without need for the physical presence of the shareholders in a single location.

In this regard, the Board of Statutory Auditors will work closely with the Board of Directors, so that the Shareholders' Meeting can be held in an orderly manner, with the proper exercise of shareholder rights in compliance with the above instructions.

Proposals to the Shareholders' Meeting for the Financial Statements closed on 31 December 2021 and allocation of the operating results

Considering the financial statements for the year ended 31 December 2021, the Board of Statutory Auditors - after taking account of the specific tasks assigned to the Independent Auditors with regard to the accounting checks and verification of the reliability of the financial statements - has no objections to make about their approval or the resolutions proposed by the Board of Directors regarding allocation of an (ordinary) gross dividend of EUR 0.28 for each (ordinary) share outstanding and to carry forward the remaining ascertained profit for the year.

S. Ilario d'Enza, 30 March 2022

The Board of Statutory Auditors

Anna Maria Allievi

Roberta De Simone

Mario Tagliaferri