

**Ferrari N.V.**

**2021 REMUNERATION REPORT**

# Remuneration of Directors

## Introduction

The description below summarizes the guidelines and the principles followed by Ferrari in order to define and implement the remuneration policy applicable to the executive directors and non-executive directors of the Company, as well as members of the Ferrari Leadership Team (FLT). In addition, this section provides the remuneration paid to these individuals for the year ended December 31, 2021. The form and amount of compensation received by the directors of Ferrari for the year ended December 31, 2021 was determined in accordance with the remuneration policy. The Compensation Committee oversees the remuneration policy, remuneration plans and practices of Ferrari and recommends changes when appropriate. The Committee is solely comprised of non-executive directors from the Board of Directors who are independent pursuant to the Dutch Corporate Governance Code. Through this document, Ferrari aims to provide its stakeholders with a high level of transparency and disclosure in order to strengthen the trust they and the market place in Ferrari, as well as provide them with the information they need to assess the Company's remuneration principles and exercise shareholders' rights in an informed manner. The Company may from time to time amend the remuneration policy, subject to our shareholders' approval when necessary.

This Compensation Report consists of two sections:

1. Remuneration strategy: our current remuneration policy (which is available on our corporate website) governs compensation for both executive and non-executive directors. In 2020, Ferrari confirmed these remuneration features through the positive vote expressed by shareholders in the Annual General Meeting held on April 16, 2020 (the "2020 AGM").  
Our current remuneration strategy further strengthens the alignment with shareholders' interests and long-term sustainability of our business, adopting certain updates to reflect developing best practices in the Dutch Corporate Governance Code.
2. Implementation of remuneration strategy: details how remuneration features have been implemented during the 2021 financial year and actual remuneration received by each executive and non-executive director. In 2021, there was no deviation from the remuneration policy.

## 1. Remuneration Strategy for the 2021 Financial Year

### *Remuneration principles*

The main goal of Ferrari's remuneration strategy is to develop a system which consistently supports the business strategy and value creation for all shareholders, establishing a compensation structure that allows us to attract and retain the most highly qualified executive talent and motivate such executives to achieve business and financial goals that create long-term value for shareholders in a manner consistent with our core business and leadership values and taking into account the social context around the Company.

In defining the remuneration strategy, the Compensation Committee has taken into account certain principles which characterize Ferrari's remuneration policy, such as:

1. the identity, mission and values of the Company, to attract, retain and reward skilled women and men who constitute the soul of the Company. Their passion, courage, creativity, ambition and pride constitute the essence of Ferrari and fuel its legend to ever greater heights. Being Ferrari means being part of a unique future-focused team in which people are the most valuable resource. Together with all our employees we have crafted the vision, mission and values that are the very essence of being part of Ferrari and which guide our employees as we tackle our day-to-day challenges;
2. the provision of statutory requirements, with specific focus on the Shareholder Rights Directive (Directive (EU) 2017/828) and the implementation thereof into Dutch law;
3. international competitive remuneration market trends, based on the idea that it is becoming increasingly challenging to attract and retain employees in today's competitive labor market. For our executive directors and members of the

FLT, fixed remuneration, short-term incentive opportunities and long-term incentive opportunities are calculated based on the position and responsibilities assigned to each, taking into account average remuneration levels on the market for positions with similar levels of responsibility and managerial complexity in large international companies, in order to maintain high levels of competitiveness and engagement;

4. corporate governance and executive remuneration best practices as expressed by institutional investor guidelines, developing a remuneration policy compliant with the Dutch Corporate Governance Code and the interest of Ferrari's shareholders. We analyze any gaps in each of our remuneration components in order to provide a high level of alignment with the main guidelines of our stakeholders;
5. the societal context around and social support in respect of the Company, developing a specific focus on trends in sustainability among our employees. We are committed to provide a healthy and safe workplace for all employees and stakeholders by implementing a high level of safety standards to avoid potential risks to people, assets or the environment, in order to guarantee an optimal working environment for all employees and attract the best talents. Our results in this field reflect, once again, our strategic commitment to protecting the environment and ensuring personal safety;
6. the views of the Board of Directors, members of the FLT, other senior leaders and all employees, in order to make the health and safety of the Company's employees essential to the successful conduct and future growth of the Company. In this respect and in line with the Dutch Corporate Governance Code, the internal pay ratio is an important input for determining the remuneration for the Board of Directors; and
7. the centrality for Ferrari of value creation and the interest of our shareholders, the importance of which is recognized through the use of Total Shareholder Return (TSR) as a performance metric in the Company's long-term incentive plans. The Compensation Committee considers that the use of relative TSR remains one of the most appropriate measures of long-term performance for Ferrari. The structure of our PSU awards demonstrates the centrality of this factor and helps to promote a strong correlation between pay and performance for our Executives.

The main principles of Ferrari's remuneration policy are outlined in the chart below:



### ***Overview of remuneration elements***

As anticipated above, Ferrari's current remuneration policy was approved by shareholders at the 2020 AGM and will be resubmitted to a vote by the Company's General Meeting at least every four years. The structure of the remuneration applicable to our executive directors, non-executive directors and other key management under Ferrari's remuneration policy has not changed in 2021 and consists of the following elements:

- (i) **fixed remuneration** linked to the third pillar of Ferrari's remuneration policy (*Competitiveness*) with the objective of attracting, retaining and motivating our qualified executives and effective leaders. For this reason, we periodically benchmark comparable salaries paid to executives with similar experience by comparable companies;
- (ii) **short-term incentives** linked to the first and second pillars of Ferrari's remuneration policy (*Alignment with Ferrari's Strategy and Pay for Performance*) and tied to specific financial targets which are set at challenging levels; short-term incentives are also linked to the contribution of the individual member (*Individual Performance Factor*) in order to motivate its beneficiaries to achieve challenging targets. In particular, Ferrari's 2021 achievements, success and developments were driven by organization-wide alignment with the Company's strategy and values, through incentives that reward the achievement of those goals;
- (iii) **long-term incentives** linked to the first and fourth pillars of Ferrari's remuneration policy (*Alignment with Ferrari's Strategy and Long-Term Shareholder Value Creation*) with the aim to align the behavior of executives critical to the business with shareholders' interests, motivate executives to achieve long-term strategic objectives, and enhance retention of key resources;
- (iv) **non-monetary benefits** which are related to the overall remuneration and linked to the third pillar of Ferrari's remuneration policy (*Competitiveness*).

Ferrari's remuneration policy provides that a substantial portion of the compensation of our executive directors and members of the FLT should be "at-risk", meaning that each will receive a certain percentage of his or her total compensation only to the extent Ferrari and the executive accomplish short and long-term goals established by the Compensation Committee.

### Stakeholder engagement

The Compensation Committee regularly reviews the directors' remuneration policy against the best corporate governance practices adopted by institutional shareholders and the recommendations of the main proxy advisors, considering also the view of the stakeholders on the remuneration policy and main features of the compensation report.

In this respect, the Annual General Meeting of shareholders held on April 15, 2021 approved the remuneration report for the year 2020 (the "Ferrari Remuneration Report 2020") and the voting results are reflected in the following table:

Resolution	Votes For	%	Votes Against	%	Votes Total	Abstain
<b>2.c - Remuneration Report 2020 (discussion and advisory vote)</b>	180,789,386	86.96943	27,087,542	13.03057	207,876,928	158,295

Considering the previous vote of the Annual General Meeting of shareholders and to further understand shareholders' feedback to the Ferrari Remuneration Report 2020, we engaged with our stakeholders prior to drafting the Compensation Report for the year 2021. We believe that those conversations have been very constructive and have led to improvements in our Compensation Report. In particular, our reporting on both short term and long-term incentive plans was identified as an area for improvement for the below reasons:

- some stakeholders issued negative voting advice on the Ferrari Remuneration Report 2020 due to (i) the accelerated vesting of PSU awards pursuant to the Equity Incentive Plan 2019-2021 of the former CEO, Louis Camilleri, upon his resignation; (ii) the vesting below median of the Equity Incentive Plan with reference to the TSR metric; and (iii) the argued lack of link between one-third of the awards granted under the Equity Incentive Plan (33% of RSUs) to any performance targets;
- some stakeholders also issued negative voting advice on the Ferrari Remuneration Report 2020 due to the lack of short-term incentive plans for executive directors, based on an annual performance assessment of collective and individual indicators.

Since we constantly work on the improvement of our remuneration strategies, we have taken into account the previous vote of the general meeting in the process of reviewing of our variable incentive schemes which will become effective in 2022, as further described below in this Compensation Report. More specifically, (i) we included short-term incentives in the Chairman's and the CEO's compensation packages for 2022, in order to better align executive directors' actions to Ferrari's strategy and performance and in line with best market practices, and (ii) we are re-designing our long-

term incentive structure by further improving some elements and with a specific view on sustainability-linked performance indicators.

Through this Compensation Report we continue to pursue our objective to provide our stakeholders each year with clear and comprehensive disclosure of the decisions relating to the remuneration of our executive and non-executive directors and members of the FLT.

We trust that stakeholders will consider these changes positively and appreciate the spirit of transparency and continuous improvement which drives them.

The Compensation Report for the financial year 2021 is subject to a consultative vote at the Annual General Meeting of Shareholders scheduled for April 2022.

### ***Remuneration structure for 2021 and main 2022 changes at a glance***

Ferrari faced a change in Executive Director leadership during the year 2021. Our Executive Chairman, John Elkann, had the role of Acting CEO until September 2021, when Benedetto Vigna joined Ferrari as its new CEO<sup>1</sup>.

The purpose and features of the different elements of our remuneration structure for 2021 and main changes for 2022 are outlined in the table below:

Component	Purpose	Terms and Conditions	Amounts	Outlook 2022
<b>Remuneration Structure</b>	<ul style="list-style-type: none"> <li>Attract, retain and motivate highly qualified executives to achieve challenging results</li> <li>Competitively position our compensation package compared to the compensation of comparable companies, mainly represented by the reference panel ("Reference Panel") and companies that compete for similar talent</li> <li>Reinforce our performance driven culture and meritocracy</li> </ul>	<p>Ferrari's remuneration structure is organized as follows:</p> <ul style="list-style-type: none"> <li>Fixed remuneration</li> <li>Short-term incentives</li> <li>Long-term incentives</li> <li>Non-monetary benefits</li> </ul>	<ul style="list-style-type: none"> <li>Offer a highly competitive compensation package compared to the reference market</li> <li>Reference Market: Roles with the same managerial complexity and responsibilities within comparable companies, comprised of those represented by the Reference Panel.</li> </ul>	<ul style="list-style-type: none"> <li>The remuneration structure remains unchanged for 2022</li> </ul>

<sup>1</sup> Benedetto Vigna was appointed by the Board of Directors on September 16, 2021 as acting CEO.

Component	Purpose	Terms and Conditions	Amounts	Outlook 2022
<b>Fixed Remuneration</b>	Reward skills, contribution and experience required for the position held	<ul style="list-style-type: none"> <li>Executive Chairman and Acting CEO: Fixed remuneration is set in relation to the delegated powers assigned over the term and positions held in line with the reference market.</li> <li>CEO: Fixed remuneration is set in relation to the delegated powers assigned over the term and positions held in line with the Reference Market.</li> <li>Non-Executive Directors: Remuneration of Non-Executive Directors is fixed and not dependent on the Company's financial results. It is approved by the Company's shareholders and periodically reviewed by the Compensation Committee.</li> <li>FLT Members: the fixed remuneration is related to the position held and the responsibilities attributed, as well as the experience and strategic nature of the resources, in line with reference market offering for roles of similar responsibility and complexity.</li> </ul>	<ul style="list-style-type: none"> <li>Executive Chairman and Acting CEO: €250,000 annually; starting from October 1, 2021, the base salary of the Executive Chairman has been increased to €500,000 per year.</li> <li>CEO: €1,500,000 annually (the amount is annualized since the current CEO joined Ferrari in September 2021).</li> <li>Non-Executive Directors: \$75,000 annually.</li> <li>FLT Members: the fixed remuneration is related to the position held and the responsibilities attributed, as well as the experience and strategic nature of the resource, in line with reference market offering for roles of similar responsibility and complexity.</li> </ul>	<ul style="list-style-type: none"> <li>Based on the results of benchmarking conducted on the practices of the companies belonging to the Executive Chairman's Reference Panel (for further details, see the section "2021 remuneration of executive directors and FLT members" in the paragraph about benchmarking and in line with best market practices, starting from October 1, 2021, the base salary of the Executive Chairman has been increased to €500,000 per year. The same applies to the fixed remuneration of the current CEO increased to €1,500,000, as compared to the remuneration of the former CEO (€700,000).</li> </ul>

Component	Purpose	Terms and Conditions	Amounts	Outlook 2022
Short-Term Incentive Plan	<ul style="list-style-type: none"> <li>Achieve the annual financial, operational and other targets and additional business priorities</li> <li>Motivate and guide executives' activities over the short-term period</li> </ul>	<p>2021 Short-term incentives targets:</p> <ul style="list-style-type: none"> <li>Based on achievement of annually predetermined performance objectives</li> <li>Annual financial, operational and other identified objectives</li> </ul>	<ul style="list-style-type: none"> <li>Executive Chairman: The compensation package for 2021 did not include any short-term incentives.</li> <li>CEO: The compensation package for 2021 did not include any short-term incentives since he joined Ferrari in September 2021.</li> <li>FLT Members: Variable incentive percentage of fixed remuneration based on the position held with an average target pay-opportunity equal to 100% of base salary and an average maximum pay-opportunity equal to 225% of base salary.</li> </ul>	<ul style="list-style-type: none"> <li>In order to further align Executive Chairman and CEO's compensation to the best market practices (for further details, see the section "2021 remuneration of executive directors and FLT members" in the paragraph about benchmarking), the compensation package for 2022, for both Executive Chairman and CEO will include a short-term incentive plan with a target pay-opportunity equal to 100% of base salary and maximum pay-opportunity equal to 225% of base salary.</li> </ul>

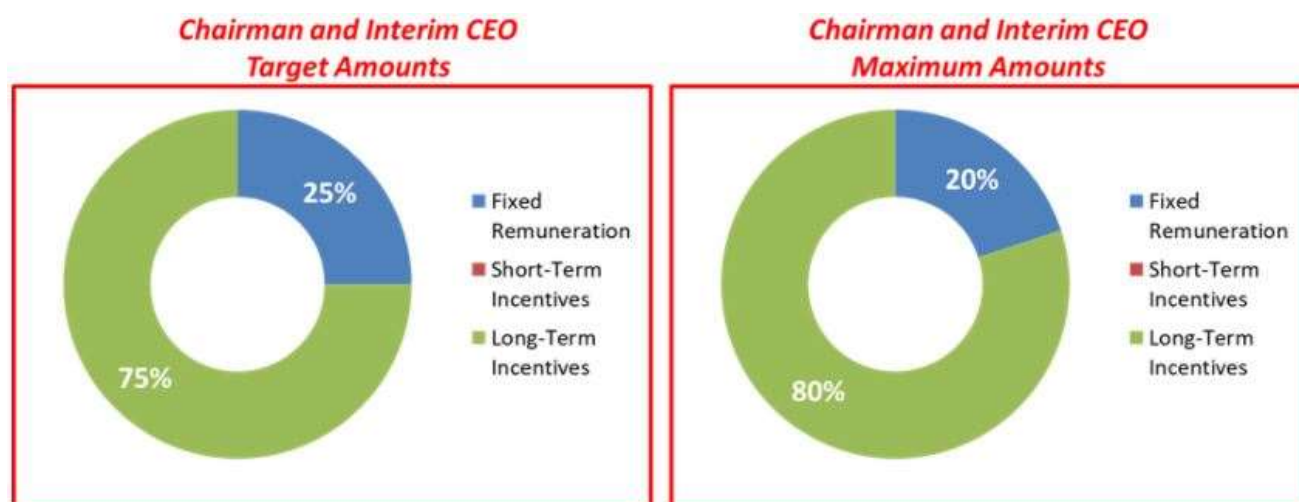
Component	Purpose	Terms and Conditions	Amounts	Outlook 2022
<b>Long-Term Incentive Plan</b>	<ul style="list-style-type: none"> <li>Align the behavior of executives critical to the business with shareholders' interests</li> <li>Motivate executives to achieve long-term strategic objectives</li> <li>Enhance retention of key resources</li> </ul>	<ul style="list-style-type: none"> <li>Equity awards to promote creation of value for the shareholders</li> <li>PSUs and RSUs: vesting in instalments</li> <li>PSUs: 50% linked to TSR compared to Peer Group, 30% linked to EBITDA; 20% linked to a qualitative factor related to the sustainability and innovation of business.</li> <li>The new LTI Plan 2022-2024 will introduce relevant changes as to the amount of PSUs and RSUs to be awarded to the executive directors (which will be awarded only with PSUs) and as to the metrics to which PSUs are linked.</li> </ul>	<ul style="list-style-type: none"> <li>Executive Chairman: With reference to Long-Term Incentive Plans currently in place (LTI Plan 2020-2022 and LTI Plan 2021-2023), the target pay-opportunity is 300% and maximum pay-opportunity is 400% of base salary, in accordance with the long-term shareholder value creation and pay for performance principles of Ferrari's remuneration policy.</li> <li>CEO: Our CEO will be eligible as beneficiary of Long-Term Incentive Plan starting from LTI Plan 2022-2024.</li> <li>FLT Members: variable incentive percentage of fixed remuneration based on the position held with an average target opportunity equal to 125% and average maximum pay opportunity equal to 156% of base salary.</li> </ul>	<ul style="list-style-type: none"> <li>The new LTI Plan 2022-2024 for the Executive Chairman and the CEO will provide for a pay-opportunity equal to 200% and a maximum pay-opportunity equal to 274% of base salary.</li> </ul>
<b>Non-monetary Benefits</b>	<ul style="list-style-type: none"> <li>Retain executives through a total reward approach</li> <li>Enhance executive and employee security and productivity</li> </ul>	Represent an integral part of the remuneration package with welfare and retirement-related benefits	Customary welfare, retirement-related and fringe benefits such as company cars and drivers, personal/home security, medical insurance, accident insurance, tax preparation and financial counselling	<ul style="list-style-type: none"> <li>No changes</li> </ul>

Component	Purpose	Terms and Conditions	Amounts	Outlook 2022
<b>Share Ownership Guidelines</b>	<ul style="list-style-type: none"> <li>Ensures alignment with shareholders' interests</li> </ul>	Executive Directors, other FLT members, other senior leaders and key employees are expected to build up share ownership over a period of 5 years	<ul style="list-style-type: none"> <li>Executive Chairman and CEO: 6 times net base salary</li> <li>FLT Members: 3 times net base salary</li> </ul>	<ul style="list-style-type: none"> <li>No changes</li> </ul>

### *Executive directors' pay-mix*

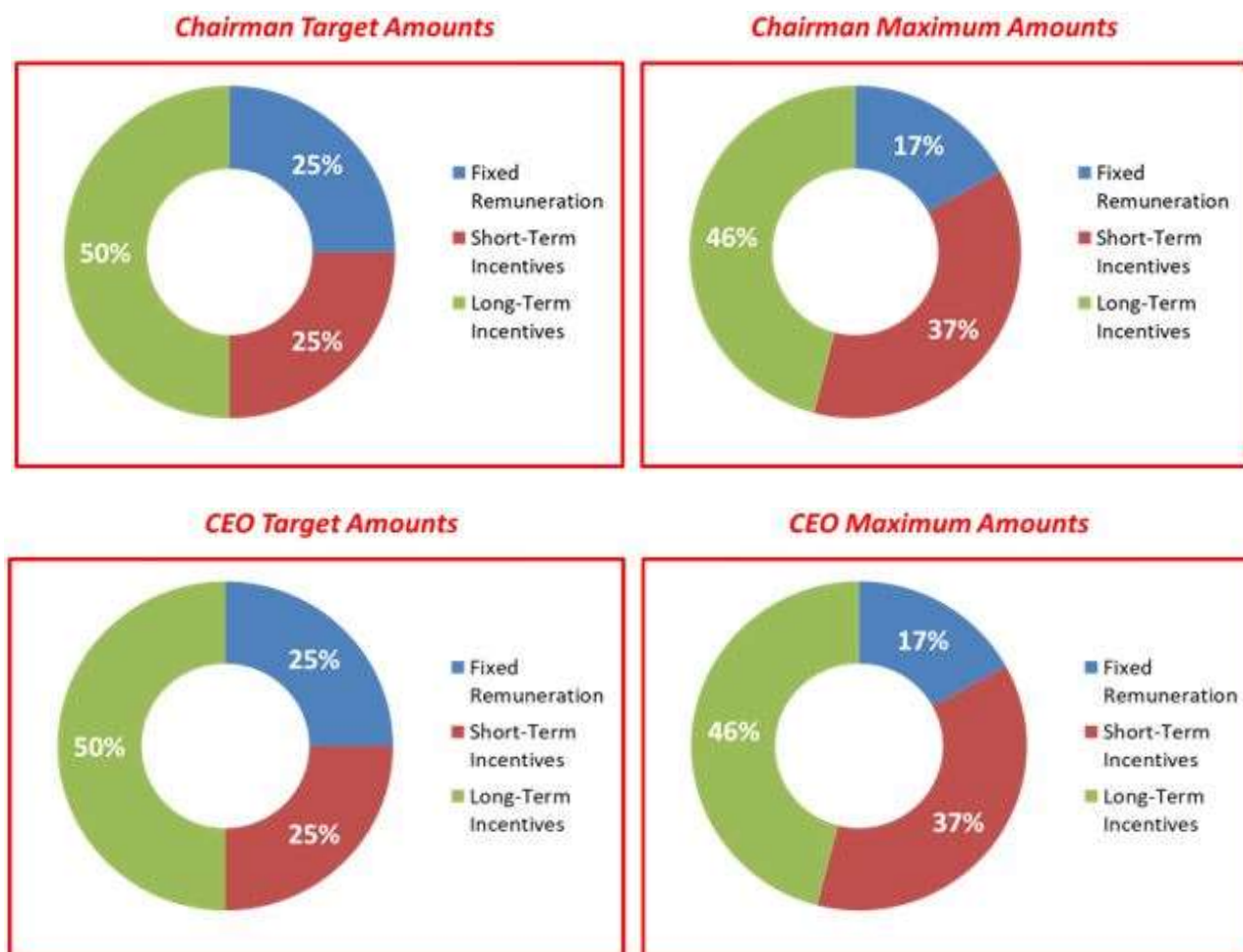
In light of the foregoing considerations, our Executive Chairman's and CEO's compensation packages are structured as follows:

**2021**



As shown in the charts above, our compensation structure places an appropriate amount of compensation opportunities for our Executive Chairman and CEO at risk, based on financial and non-financial performance measures and relative TSR. A significant portion of the compensation opportunities is delivered in equity, the vesting and value of which are intended to align the executive's interests with shareholder returns. The Chairman and Acting CEO compensation package for 2021 did not include any short-term incentives, which have been included in the Chairman's and CEO's compensation packages for 2022 (as shown in the charts below), in order to better align executive directors' action to Ferrari's performance and strategy and in line with best market practices (see the section "2021 remuneration of executive directors and FLT members" in the paragraph about benchmarking):

2022



Our remuneration policy is aligned with Dutch law and the Dutch Corporate Governance Code. In particular, the Dutch Corporate Governance Code (the "Code") requires listed companies to disclose certain information about the compensation of their Board and executive directors. Through this remuneration strategy, Ferrari fulfills the requirements of the Code ensuring full transparency with our shareholders.

#### ***2021 remuneration of executive directors and FLT members***

The Board of Directors determines the compensation for our executive directors following the recommendation of the Compensation Committee and with reference to the remuneration policy. The compensation structure for executive directors and FLT members includes a fixed component and a variable component based on short and long-term performance. As anticipated above, the Chairman's and Acting CEO's compensation package for 2021 did not include any short-term incentives, which have been included in the Chairman's and CEO's compensation packages for 2022 in order to make their compensation packages more competitive with the relevant market (considering the companies belonging to the Reference Panel described below).

We believe that this compensation structure promotes the interests of Ferrari in the short and the long-term and is designed to encourage the executive directors and FLT members to act in the best interests of Ferrari. In determining the level and structure of the compensation of the executive directors, the non-executive directors will take into account, among other things, Ferrari's financial and operational results and other business objectives, while considering the executive directors' view concerning the level and structure of their own remuneration. Performance targets are set by the Compensation Committee to be both achievable and stretching, considering Ferrari's strategic priorities and the automotive landscape. The

performance measures that are used for variable components have been chosen to support Ferrari's strategy, long-term interests and sustainability. We establish target compensation levels using a market-based approach and we monitor compensation levels and trends in the market. We also periodically benchmark our executive compensation program against peer companies.

In particular, Ferrari identified for the role of CEO an *ad hoc* Reference Panel composed of 15 companies. Ferrari benchmarked its CEO's total remuneration with those of listed companies deemed comparable with Ferrari in light of some or all of the following criteria: a) representing excellence and luxury in their respective sectors; b) operating in the same business as Ferrari; c) acting in similar sectors ; d) presenting overall a similar Market Cap, Revenues and number of Employees with Ferrari. The companies in the Reference Panel used by Ferrari for the CEO's compensation benchmarking are listed below:

<b>Chief Executive Officer Reference Panel</b>	
Aston Martin Lagonda	Brembo
Bayerische Motoren Werke	Burberry
Compagnie Financiere Richemont	Mercedes-Benz Group
Harley-Davidson	Hermes International
Kering	LVMH
Moncler	Pirelli
Renault	The Estée Lauder Companies
Volkswagen	

The Executive Chairman's Reference Panel comprises the companies of the CEO's Reference Panel which have a Chairman with powers and delegations comparable to Ferrari (5 Companies out of 15 of those inserted in CEO's Reference Panel), along with two additional companies (added in order to benchmark a statistically significant number of peers and determined based on companies that have a chairman with powers and authority comparable to the powers and authority of the Executive Chairman). The companies forming part of the Reference Panel for the Executive Chairman target compensation benchmarking are listed below:

<b>Executive Chairman Reference Panel</b>	
Aston Martin Lagoonda	Brembo
Compagnie Financiere Richemont	Ford Motors
Hermes International	Salvatore Ferragamo
The Estée Lauder Companies	

The Executive Chairman's and the Acting CEO's Reference Panels remained unchanged in 2021. The level and structure of the Executive Chairman's and CEO's compensation packages for 2022 have been determined taking into account the results of benchmarking conducted on the practices of the companies belonging to the abovementioned Reference Panels.

In particular, the current Executive Chairman's and CEO's compensation packages (i) have been adjusted in order to result in line with the best market practice, in terms of level of compensation and structure, and with the Ferrari's remuneration policy as approved by shareholders at the 2020 AGM; and (ii) are competitive with the companies belonging to the identified Reference Panel. More in detail, the CEO's base salary is aligned to the median of the abovementioned Reference Panel (in 2020, it was below the 25th percentile) while the Executive Chairman's base salary is slightly below the 25th percentile of the relevant Reference Panel (in the 2020 was far below the 25th percentile); the total target compensation for both of them is aligned to the median of the Reference Panel (in the 2020 were both below the 25th percentile). The same applies for the pay mix (considered as ratio between base salary, LTI and STI components) which is aligned to the best market practice.

On the basis of the remuneration policy objectives, compensation of executive directors and FLT members consists, *inter alia*, of the elements discussed below.

### *Fixed component*

The primary objective of the base salary (the fixed part of the annual cash compensation) for executive directors and FLT members is to attract and retain highly qualified senior executives. Our policy is to periodically benchmark comparable salaries paid to executives with similar experience by comparable companies.

### *Variable components*

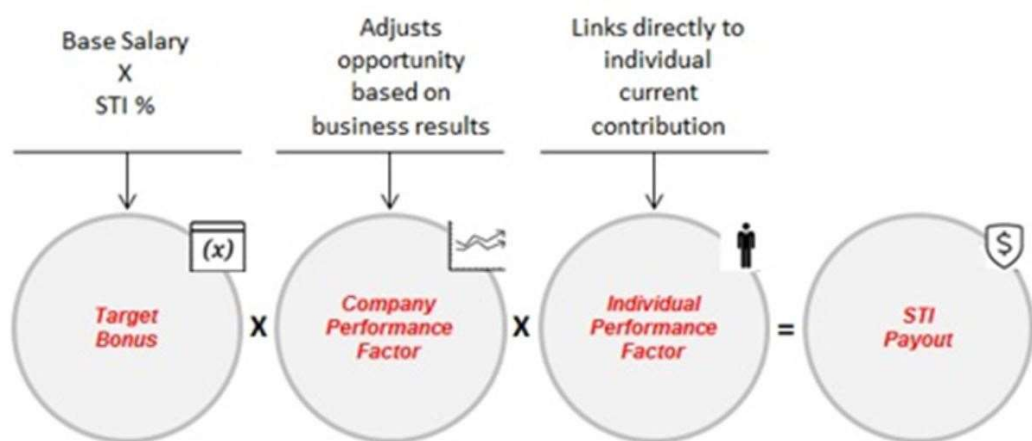
Executive directors and FLT members are also eligible to receive variable compensation subject to the achievement of pre-established financial and other identified performance targets. The short and long-term components of executive directors' and FLT members' variable remuneration are linked to predetermined, assessable targets in order to create long-term value for the shareholders.

Our variable compensation programs are designed to recruit, motivate and reward executive directors and members of the FLT delivering operational and strategic performance over time. The provisions and financial objectives of our variable compensation programs are evaluated on an annual basis and modified in accordance with industry and business conditions.

### *Short-term incentives (STI)*

The primary objective of our performance-based short-term variable cash-based incentives is to incentivize the members of the FLT to focus on the business priorities for the current or next year. The short-term incentive plan is designed to motivate its beneficiaries to achieve challenging targets, by recognizing individual contributions to the Group's results on an annual basis. The Compensation Committee believes that it is appropriate to use a balance of corporate financial targets, strategic objectives and individual performance objectives.

The methodology for Short Term Incentive Calculation is the following:



The target level for both the Company Performance Factor and the Individual Performance Factor is 100%, reaching a possible maximum level which is equal to the 150% of target set level, resulting in a maximum pay-opportunity equal to 225% of base salary.

To determine the executive directors' annual performance bonus, the non-executive directors, upon proposal of the Compensation Committee:

- approve the executive directors' targets and maximum allowable bonuses;
- select the appropriate metrics and their weighting;
- set the stretch objectives;

- consider any unusual items in a performance year to determine the appropriate measurement of achievement; and
- approve the final bonus determination.

In 2021, the Compensation Committee defined the Company Performance Factor by reference to four metrics:

- Net Revenues (20%)
- Consolidated Adjusted EBIT (20%)
- Consolidated Adjusted EBITDA Margin (20%)
- Industrial Free Cash Flow (40%)

The Compensation Committee established challenging goals for each metric, each of which pays out independently. There is no minimum bonus payout; as a result, if none of the threshold objectives are satisfied, there is no bonus payment.

In addition, upon proposal of the Compensation Committee, the non-executive directors have authority to grant special bonuses for specific transactions that are deemed exceptional in terms of strategic importance and effect on Ferrari's results, taking into account standards of reasonableness and fairness. The form of any such bonus (cash, common shares of Ferrari or options to purchase common shares) is determined by the non-executive directors from time to time.

In particular, during 2021, a special bonus was awarded to Benedetto Vigna (subject to approval by shareholders at the 2022 Annual General Meeting) for having joined Ferrari (the "Welcome Bonus"). The attraction and the appointment of the new CEO - considering his deep understanding of the technologies driving the change in the Company's industry, and his proven innovation, business-building and leadership skills - was considered a transaction of strategic importance and effect for Ferrari's results.

Pursuant to the Welcome Bonus, the CEO has been granted (i) an extraordinary cash lump sum of €1,000,000 and (ii) 16,256 Ferrari common shares, in each case subject to approval by shareholders at the 2022 Annual General Meeting. Subject to approval by shareholders at the 2022 Annual General Meeting, the shares have been granted by Ferrari without the obligation to hold the shares for a least five years, because the attraction and the appointment of the new CEO - considering his deep understanding of the technologies driving the change in the Company's industry, and his proven innovation, business-building and leadership skills - was considered a transaction of strategic importance and effect for Ferrari's results.

With the exception of the Welcome Bonus, no special bonuses were awarded to the executive directors or members of the FLT for 2021.

As described above, our executive directors (Executive Chairman and CEO) were not included in the Short-Term Incentive Plan in 2021, but they will be included in the Short-Term Incentive Plan for 2022, in order to better align executive directors' action to Ferrari's strategy and performance and in line with best market practice.

#### *Long-term incentives (LTI)*

We believe that the equity incentive plan discussed below increases the alignment between the Company's performance and shareholder interests, by linking the compensation opportunity of the executive directors and members of the FLT to increasing shareholder value.

During 2021, Ferrari had three long-term equity incentive plans in place, consistent with the Company's business plan presented at the Capital Markets Day in September 2018 and awarding to their beneficiaries a combination of performance share units ("PSUs") and restricted share units ("RSUs"), each representing the right to receive one Ferrari common share:

- Equity Incentive Plan 2019-2021*, approved on February 26, 2019 by the Board of Directors, covering a performance period from 2019 to 2021, having the Executive Chairman and the former CEO of the Company, as well as members of the FLT and other key employees of the Group, as beneficiaries; this plan ended on December 31, 2021;
- Equity Incentive Plan 2020-2022*, approved on February 17, 2020 by the Board of Directors, covering a performance period from 2020 to 2022, having the Executive Chairman, as well as members of the FLT and other key employees of the Group as beneficiaries. The former CEO was not eligible for the Equity Incentive Plan 2020-2022;

- (iii) *Equity Incentive Plan 2021-2023*, approved on February 26, 2021 by the Board of Directors, covering a performance period from 2021 to 2023, having the Executive Chairman and Interim CEO of the Company, as well as members of the FLT and other key members of the Group as beneficiaries.

The PSU awards are earned based on the level of achievement of defined key performance indicators relating to: i) a relative total shareholder return (“TSR”) target (which is relative to the TSR of a defined peer group (“Peer Group”)), ii) an EBITDA target, and iii) an innovation target. Each target is measured independently of the other targets and relates to separate portions of the aggregate awards. The RSU awards are service-based and vest conditional on the executive directors’ continued employment with the Company at the time of vesting.

Details of the equity long-term incentives granted to the Executive Chairman and Interim CEO are summarized below:

	Type of Equity Long-Term Incentive Vehicle	Proportion of Equity Long-Term Grant	Vesting Cycle	Performance Metrics (Weighting) or Vesting Condition
<b>Executive Chairman and Interim CEO</b>	Equity Incentive Plan 2019-2021 <b>Performance Share Units (PSUs)</b>	67%	Vest at the end of 3-years Rolling Plan	1) TSR (50%) 2) EBITDA (30%) 3) Innovation Performance Goal (20%)
	Equity Incentive Plan 2019-2021 <b>Retention Restricted Share Units (RSUs)</b>	33%	Vest at the end of 3-years Rolling Plan	Conditional on continued employment

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	Equity Incentive Plan 2021-2023 <b>Retention Restricted Share Units (RSUs)</b>	33%	Vest at the end of 3-years Rolling Plan	Conditional on continued employment

The number of PSU awards earned is determined based on the level at which the three performance criteria described below are achieved. At the end of the vesting period, the total number of PSUs earned is equal to the sum of:

- the number of PSUs earned under the TSR payout factor; plus
- the number of PSUs earned under the EBITDA payout factor; plus
- the number of PSUs earned under the Innovation Performance Goal.

Metrics (weight)	Metrics (type)	Benchmark	Rationale	Link between pay and performance	
TSR (50%)	Financial criteria	Peer Group (8 companies: Ferrari, Aston Martin, Burberry, Hermes, Kering, LVMH, Moncler, Richemont)	TSR is tracked for both Ferrari and the companies in the defined Peer Group calculating starting and ending prices as an average of the 30 calendar days prior to grant and award date		
				Ranking	% of Target Awards
				1°	150%
				2°	120%
				3°	100%
				4°	75%
				5°	50%
				6° - 7° - 8°	0
EBITDA (30%)	Financial criteria	5-year Business Plan	Earnings before interest, taxes, depreciation and amortization takes a company's earnings, and subtracts its cost of debt, cost of goods sold and operating expenses and taxes, resulting in an indicator of Ferrari's profitability		
				Performance	% of Target Awards
				+10%	140%
				+5%	120%
				5 Years Plan	100%
				-5%	80%
				< - 5%	0
Innovation Performance Factor (20%)	Non-financial criteria	Critical project milestones	The Innovation Performance Factor focuses on the new product launches in line with Ferrari's plan and on technological innovation. It is measured in terms of product launches (milestones, volumes and contribution margin), for a weight of 70%, and key technological projects, for the remaining 30%, to be achieved during the performance period.		

Our non-financial criterion, the Innovation Performance Factor, is included in the Equity Incentive Plans in order to have a performance indicator directly linked to the long-term sustainability and technological innovation of our business.

The TSR Peer Group was updated during the course of 2019 in order to consider more strategically relevant comparable companies for Ferrari and remained the same in 2020 and 2021.

In relation to the vesting of the PSUs awarded to the Executive Chairman, the vesting of all units under each plan occurs after the end of the relevant performance period (*i.e.*, December 31, 2021, December 31, 2022 and December 31, 2023), to the extent that the conditions for vesting are satisfied.

The performance period for the Equity Incentive Plan 2019-2021 PSUs commenced on January 1, 2019 and terminated on December 31, 2021. The fair value of the awards used for accounting purposes was measured at the grant date using a Monte Carlo Simulation model. The fair value of the PSUs that were granted to Mr. Elkann in 2019 is € 111.64 per share.

The key assumptions used to calculate the grant-date fair values for these awards are summarized below:

Key Assumptions	PSU Awards Granted to the Chairman in 2019
Grant date share price	€122.90
Expected volatility	26.5%
Dividend yield	0.9%
Risk-free rate	0%

The performance period for the Equity Incentive Plan 2020-2022 PSUs commenced on January 1, 2020. The fair value of the awards used for accounting purposes was measured at the grant date using a Monte Carlo Simulation model. The fair value of the PSUs that were granted to Mr. Elkann in 2020 is €136.06 per share.

The key assumptions used to calculate the grant-date fair values for these awards are summarized below:

Key Assumptions	PSU Awards Granted to the Chairman in 2020
Grant date share price	€142.95
Expected volatility	26.6%
Dividend yield	0.8%
Risk-free rate	0%

The performance period for the Equity Incentive Plan 2021-2023 PSUs commenced on January 1, 2021. The fair value of the awards used for accounting purposes was measured at the grant date using a Monte Carlo Simulation model. The fair value of the PSUs that were granted to Mr. Elkann in 2021 is €130.42 per share.

Key Assumptions	PSU Awards Granted to the Executive Director in 2021
Grant date share price	€175.80
Expected volatility	27.0%
Dividend yield	0.75%
Risk-free rate	0%

The expected volatility was based on the observed volatility of the defined Peer Group. The risk-free rate was based on the iBoxx sovereign Eurozone yield.

The RSUs granted to Mr. Elkann under the Equity Incentive Plan 2019-2021 vested at the end of the three-years cliff vesting period in 2022, while the RSUs granted under the Equity Incentive Plan 2020-2022 and the Equity Incentive Plan 2021-2023 will vest in 2023 and 2024 at the end of the three-years cliff vesting period, subject to continued employment with the Company.

The fair value of the RSUs that were granted to Mr. Elkann in 2019 is 119.54 per share, the fair value of the RSUs that were granted to Mr. Elkann in 2020 is €139.39 per share and the fair value of the RSUs that were granted to the Chairman and Interim CEO in 2021 is €171.86 per share.

#### *Equity Incentive Plan 2022-2024 design main features*

The design of the new Equity Incentive Plan 2022-2024, which Ferrari will implement in 2022, subject to the approval of the next Annual General Meeting, provides for significant changes compared to the former Long-Term Equity Incentive Plans. The main changes, which will be better illustrated in the Agenda and Explanatory Notes of the Annual General Meeting to be held in April 2022, include:

- **Combination of PSUs and RSUs:** different weight of their distribution in relation to the responsibilities and the level of contribution to the results of each cluster of beneficiaries. Executive Directors will be entitled only to PSUs in order to strengthen the alignment of their long-term interests with those of shareholders;

- **Financial criteria related to the vesting of PSUs:** TSR Peer Group will be updated in order to consider more comparable companies to Ferrari and the pay-out scale will be amended accordingly, requiring performance at the benchmark median before rewarding beneficiaries;
- **Non-financial criteria:** the Innovation Performance Factor will be replaced by two ESG-related criteria.

#### *Other benefits*

Executive directors may also be entitled to customary fringe benefits such as personal use of aircraft, company cars and drivers, personal/home security, medical insurance, accident insurance, tax preparation and financial counselling. The Compensation Committee may grant other benefits to the executive directors in particular circumstances.

#### *Severance*

The terms of service of the CEO provide that termination of the contract by either party is subject to six months' notice period. However, if the Company terminates his services for reasons other than for just cause (as defined) or if he terminates his services due to the reduction or limitations of his managing powers or following his dismissal in case of change of control, the Company shall pay the CEO an amount equal to 18 monthly installments of his base monthly salary, including any amount due for the six months' notice period (which means that the severance amount does not exceed 12 months' salary, in line with the Code), plus the accrued pro rata of the Company's contribution to the pension fund as well as STI and LTI variable compensation accrued at the date of termination of employment. If an actual severance payment will be made at the termination of employment and such severance payment would exceed 12 months' base salary, then a disclosure will be made in line with the Code.

If within twenty-four months following a change of control (as defined), the Chairman's services are terminated by the Company (other than for cause), or are terminated by the Chairman for good reason, the Chairman is entitled to receive the accelerated vesting of awards under his long-term incentive plan.

### Internal pay ratios

In line with the Dutch Corporate Governance Code, the internal pay ratio is an important input for determining the Remuneration Policy for the Board of Directors. In addition, also in line with new guidance on methodology, the Company has applied a different methodology when compared to previous years. For the financial year 2021 the internal pay ratio (the ratio between (i) the total annual remuneration of the CEO and (ii) the average annual remuneration of the employees of the company and the group companies of which the company consolidates the financial data) is as follows: using the CEO's total annual remuneration<sup>2</sup> provided for 2021 (€4,486,151), the resulting CEO pay ratio versus the average employee annual remuneration<sup>3</sup> was 48.4 (in 2020: 87.4). The value of the CEO pay ratio as compared with the pay ratios disclosed in the previous years is not representative due to the change of the calculation methodology, as explained above. For this reason and in order to provide a comparison, the table below reports the pay ratios of the previous years calculated following the current calculation methodology.

	2021	2020	2019
<b>CEO Total Remuneration Costs (A)</b>	4,486,151	6,835,721	8,631,030
<b>Average Employee (FTE) Total Remuneration Costs (B)</b>	92,656	78,193	83,780
<b>PAY RATIO (A/B)</b>	<b>48.4</b>	<b>87.4</b>	<b>103.0</b>

The decrease in the pay ratio in 2021 when compared to 2020 can be explained, *inter alia*, by the fact that for 2020 and 2019 the pay ratio is calculated considering the remuneration of the former CEO, Louis Camilleri, whose compensation package was different from that of the current CEO and included a large portion of LTI variable compensation.

For 2021 the pay ratio is calculated considering the remuneration of the current CEO, Benedetto Vigna payable for the period from September 16, 2021 which includes a one-off Welcome Bonus. There is no significant difference between the pay ratio so calculated and the pay ratio calculated based on the target remuneration elements pro rated on a full year basis. In addition, the compensation payable to Mr. Elkann as interim CEO during 2021 is not included in the calculation of the pay ratio, because such compensation has been forfeited by Mr. Elkann (see “—Implementation of Remuneration Strategy in 2021—Directors' Compensation” below).

### Recoupment of incentive compensation (claw back policy)

The Equity Incentive Plans (the Equity Incentive Plan 2019-2021, the Equity Incentive Plan 2020-2022 and the Equity Incentive Plan 2021-2023) include a claw back clause, which allows the Company to claim the refund of part or all of the variable component of remuneration awarded or paid on the basis of information or data that subsequently prove manifestly incorrect, if the Board of Directors determines that circumstances that would have constituted “cause” (as defined) existed while the remuneration remained unvested or due to the beneficiaries' fraud or negligence (each, a “Recovery Event”).

In particular, if a Recovery Event occurs within two years after the payment of cash or delivery of any shares in respect of the PSUs or RSUs, a participant will be required to repay the net amount received, as determined by the Board of Directors in its discretion.

### Stock ownership

In 2019 the Board of Directors determined stock ownership guidelines applicable to Ferrari's directors and certain employees, recognizing the critical role that stock ownership has in aligning the interests, in particular, of Ferrari's Executive Chairman, CEO, FLT members and senior leaders and key employees with those of the shareholders. As of the end of the 2021 financial year, covered employees should own Ferrari common shares in the following minimum amounts (as a multiple of net base salary):

<sup>2</sup> The total annual remuneration of the CEO includes all remuneration components (such as fixed remuneration, variable remuneration in cash (bonus), the share-based portion of the remuneration (value of the share-based payment is determined at the time of allocation in line with the applicable regulations under IFRS), social premiums, pension, expense allowance, et cetera), as included in the (consolidated) financial statements on an IFRS basis.

<sup>3</sup> The average annual remuneration of the employees is determined by dividing the total wage costs in the financial year (as included in the (consolidated) financial statements on an IFRS basis) by the average number of FTEs during the financial year. Hiring of external employees is taken into account on a pro rata basis, insofar as these are hired for at least three months during the financial year.

Incumbent	Share Ownership Guideline
Executive Chairman and Chief Executive Officer	6 times net base salary
Other FLT members	3 times net base salary
Other senior leaders	1.5 times net base salary
Other key employees	1 times net base salary

The above listed covered employees are required to achieve the applicable ownership threshold within five years, through acquisitions of Ferrari common shares as a result of the vesting of PSUs or RSUs until the required ownership level has been met, excluding any shares sold to pay taxes in connection with the granting of those shares. In addition to the stock ownership guidelines, the Executive Chairman and the CEO are each required to retain one hundred percent (100%) of the number of shares of common stock issued, on a net, after-tax basis, upon vesting and settlement of any equity awards granted to such individual until the fifth anniversary of the grant date of such award other than in the event of death, termination of service due to total disability, approved leave of absence or retirement.

### *Scenario analysis*

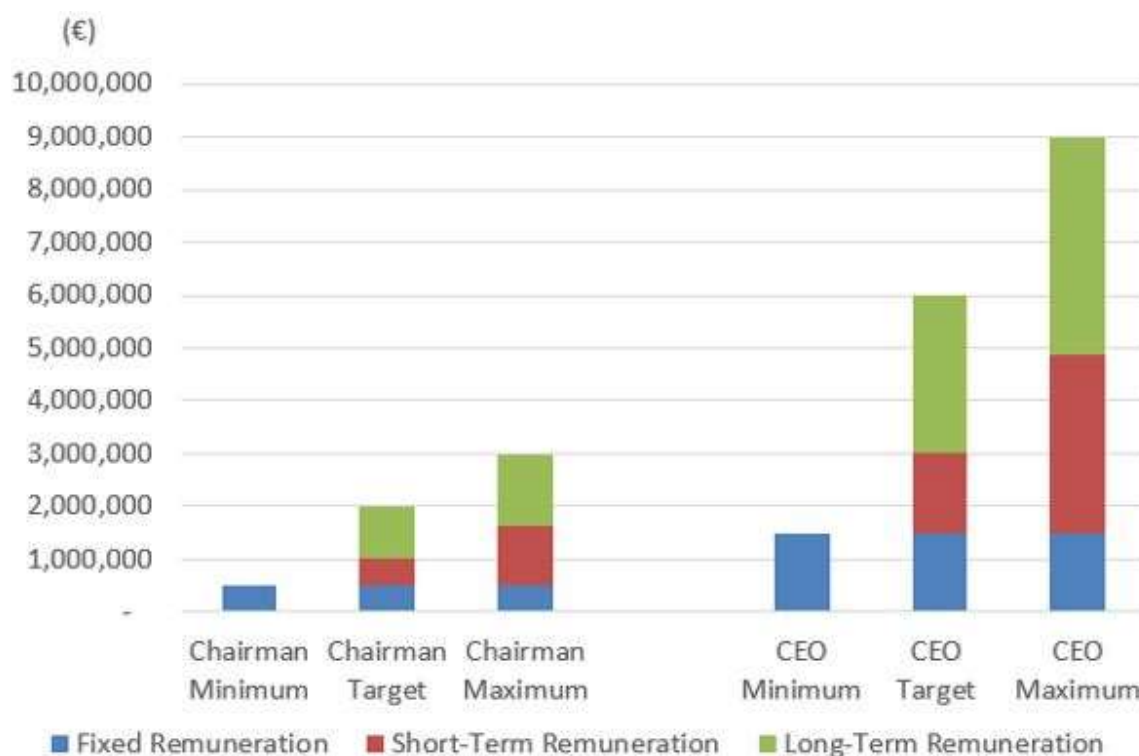
On an annual basis, the non-executive directors, upon proposal of the Compensation Committee, examine the relationship between the performance criteria chosen and the possible outcomes for the variable remuneration of our executive directors (scenario analysis). To date, the non-executive directors believe the remuneration policy has proven effective in terms of establishing a correlation between Ferrari's strategic goals and the chosen performance criteria, as the main key performance criteria of our executive directors' long-term incentive plan (i.e. the TSR, EBITDA and Innovation Performance Factor), which represents a significant part of the Chairman's and the CEO's compensation package, supports both Ferrari's business strategy and value creation for our shareholders. As specified above, in 2022 the non-financial criteria will be updated, replacing the Innovation Performance Factor with two ESG-related factors.

The Compensation Committee evaluates the mix of variable compensation linked to financial and non-financial performance, as well as shareholder returns, taking also into account the wages and employment conditions of our employees. Our incentive plans are based on peer and market benchmarked performance metrics.

In the event that specific long-term threshold performance targets are not achieved, there will be no variable pay vesting or payout for executive directors for the relevant period.

The following table and chart describe compensation levels that the Executive Chairman and the CEO could receive in 2022 (2021 has not been considered since less representative) under the compensation packages to be implemented and different scenarios in a calendar year, assuming a constant share price (i.e. no appreciation):

Element of remuneration	Details of assumption
<b>Fixed remuneration</b>	This comprises base salary with effect from January 1, 2022. The Executive Chairman salary is €500,000 (starting from October 1, 2021) and the CEO annualized salary is €1,500,000.
<b>Short-term Incentive Plan</b>	Subject to approval by the next Annual General Meeting, the compensation packages for 2022 for the Chairman and the CEO will include a short-term incentive plan with a target pay-opportunity equal to 100% of base salary and maximum pay-opportunity equal to 225% of base salary.
<b>Long-term Incentive Plan</b>	<p>The new LTI Plan 2022-2024 will introduce significant changes as to the amount of PSUs and RSUs to be awarded to the executive directors (which will be awarded only with PSUs) and as to the metrics to which PSUs are linked.</p> <p>Executive Chairman and CEO:</p> <ul style="list-style-type: none"> <li>– in case of failure to achieve any of the performance criteria the scenario assumes no award of PSUs;</li> <li>– in case of achievement of the targets for each of the performance criteria, the scenario assumes an award equal to target pay opportunity (200% of base salary);</li> <li>– in case of achievement of the maximum level of each performance criteria the scenario assumes the award equal to maximum pay opportunity (274% of base salary).</li> </ul>



N.B. Details about the Chairman and the CEO's actual 2021 remuneration are included in section 2. Implementation of remuneration policy in 2021

### Remuneration policy for Non-Executive Directors

Remuneration of non-executive directors is approved by the Company's shareholders and periodically reviewed by the Compensation Committee.

Remuneration of non-executive directors is fixed and not dependent on the Company's financial results. Non-executive directors are not eligible for variable compensation and do not participate in any incentive plans.

The current annual remuneration for the non-executive directors (which was approved at the AGM, held on April 15, 2020) is shown in the table below:

Non-Executive Director Compensation	U.S. \$
Annual cash retainer	\$75,000
Additional retainer for Audit Committee member	\$10,000
Additional retainer for Audit Committee Chairman	\$20,000
Additional retainer for Compensation Committee member	\$5,000
Additional retainer for Compensation Committee Chairman	\$15,000
Additional retainer for ESG Committee member	\$5,000
Additional retainer for ESG Committee Chairman	\$15,000
Additional retainer for the senior non-executive Director	\$25,000

All remuneration of the non-executive directors is paid in cash.

### Remuneration of other employees

Ferrari aims to provide a market-competitive and fair remuneration package for its workforce, in line with the remuneration policy and in order to better pursue the Company's strategy and purpose and contribute to long-term value creation.

Furthermore, Ferrari operates a merit-based remuneration policy, not discriminating on the basis of gender, age, nationality, social status or cultural background. In 2020, Ferrari S.p.A. started an in-depth analysis on equal remuneration, which led, in July 2020, to the award of the Equal Salary Certificate for providing equal pay to men and women with the same qualifications and positions in the Company which has been maintained also in 2021. This award is a testament to the Company's commitment to creating an inclusive and diverse working environment while fostering career development for all. Ferrari was the first Italian Company to receive this award. The certification process included a detailed statistical analysis of compensation levels, which revealed that Ferrari is one of Europe's companies successfully eliminating the gender pay gap. Ferrari sees this certification not as an end point but as a further stage of growth and an opportunity to implement tangible actions to ensure that everyone can pursue his own professional growth.

The same process was conducted in 2020 also for Ferrari North America Inc. which has been awarded with the Equal Salary Certification as well as Ferrari S.p.A. and maintains it in 2021.

## 2. Implementation of Remuneration Strategy in 2021

### Introduction

This section sets out the implementation of Ferrari's remuneration strategy for the year ended December 31, 2021. The remuneration granted in the year ended December 31, 2021 is in accordance with the substance and the procedures of the remuneration strategy (as set out above) and therefore we believe it allows us to seek to attract and retain the most highly qualified executive talent and motivate such executives to achieve business and financial goals that create long-term value for shareholders in a manner consistent with our core business and leadership values and taking into account the social context around the Company.

### Directors' compensation

The following table summarizes the remuneration received by the members of the Board of Directors for the year ended December 31, 2021 from Ferrari and its subsidiaries.

Name	Office held	Fixed remuneration		Variable remuneration (€)	Extraordinary items (€)	Pension expense (€)	Total remuneration <sup>(4)(5)</sup> (€)
		Annual fee (€)	Fringe benefits (€)				
John Elkann <sup>(1)</sup>	Chairman and Executive Director	325,405	11,533 <sup>(3)</sup>	— <sup>(*)</sup>	—	—	336,938
Benedetto Vigna <sup>(2)</sup>	Chief Executive Officer and Executive Director	500,000	3,852 <sup>(3)</sup>	—	3,982,299 <sup>(6)</sup>	—	4,486,151
<b>Total</b>	<b>Executive Directors</b>	<b>825,405</b>	<b>15,385</b>	<b>—</b>	<b>3,982,299</b>	<b>—</b>	<b>4,823,089</b>
Piero Ferrari	Vice Chairman and Non-Executive Director	68,825	12,237 <sup>(3)</sup>	—	—	—	81,062
Sergio Duca	Senior Non-Executive Director	103,238	—	—	—	—	103,238
Delphine Arnault	Non-Executive Director	68,171	—	—	—	—	68,171
Francesca Bellettini	Non-Executive Director	73,127	—	—	—	—	73,127
Roberto Cingolani <sup>(5)</sup>	Non-Executive Director	8,225	—	—	—	—	8,225
Eddy Cue	Non-Executive Director	73,127	—	—	—	—	73,127
John Galantic	Non-Executive Director	77,429	—	—	—	—	77,429
Maria Patrizia Grieco	Non-Executive Director	73,127	—	—	—	—	73,127
Adam Keswick	Non-Executive Director	64,524	—	—	—	—	64,524
<b>Total</b>	<b>Non-Executive Directors</b>	<b>609,793</b>	<b>12,237</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>622,030</b>

(1) From 01/01/2021 to 09/15/2021: Chairman, CEO and Executive Director. From 09/16/2021 to 12/31/2021: Chairman, and Executive Director.

(2) Mr. Vigna joined Ferrari as CEO and Executive Director on 09/16/2021.

(3) Relate to car benefits provided to Mr. Vigna, Mr. Elkann and Mr. Ferrari in accordance with the remuneration policy.

(4) Certain amounts have been translated from U.S. Dollars to Euro.

(5) Mr. Roberto Cingolani was Non-Executive Director from 04/16/2020 to 02/13/2021.

(6) As a Welcome Bonus for having joined Ferrari, the CEO has been granted (i) an extraordinary lump sum of €1,000,000 and (ii) 16,256 Ferrari common shares, in each case subject to approval by shareholders at the 2022 Annual General Meeting.

(\*) For information regarding equity-based variable compensation see Share- Based Compensation of Executive Directors below.

The Chairman, Mr. John Elkann, asked not to receive any remuneration for the period during which he served as Interim CEO. The Board of Directors acknowledged this and decided to allocate an equivalent sum as a charitable donation to an education fund with the mandate to provide locally quality, fair and inclusive education as well as equal learning opportunities.

The following table summarizes the remuneration received by the members of the Board of Directors for the year ended December 31, 2020 from Ferrari and its subsidiaries.

Name	Office held	Fixed remuneration		Variable remuneration (€)	Extraordinary items (€)	Pension expense (€)	Total remuneration <sup>(4)</sup> (€)
		Annual fee (€)	Fringe benefits (€)				
John Elkann <sup>(1)</sup>	Chairman and Executive Director	65,904	11,886 <sup>(3)</sup>	— <sup>(*)</sup>	—	—	77,790
Louis C. Camilleri <sup>(2)</sup>	Chief Executive Officer and Executive Director	363,960	11,886 <sup>(3)</sup>	— <sup>(*)</sup>	—	—	375,846
<b>Total</b>	<b>Executive Directors</b>	<b>429,864</b>	<b>23,772</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>453,636 <sup>(5)</sup></b>
Piero Ferrari	Vice Chairman and Non-Executive Director	18,155	11,886 <sup>(3)</sup>	—	—	—	30,041
Sergio Duca	Senior Non-Executive Director	27,233	—	—	—	—	27,233
Delphine Arnault	Non-Executive Director	17,020	—	—	—	—	17,020
Francesca Bellettini <sup>(6)</sup>	Non-Executive Director	—	—	—	—	—	—
Giuseppina Capaldo <sup>(7)</sup>	Non-Executive Director	23,829	—	—	—	—	23,829
Roberto Cingolani <sup>(8)</sup>	Non-Executive Director	—	—	—	—	—	—
Eddy Cue	Non-Executive Director	19,290	—	—	—	—	19,290
John Galantic <sup>(6)</sup>	Non-Executive Director	—	—	—	—	—	—
Maria Patrizia Grieco	Non-Executive Director	19,290	—	—	—	—	19,290
Adam Keswick	Non-Executive Director	17,020	—	—	—	—	17,020
Elena Zambon <sup>(7)</sup>	Non-Executive Director	17,020	—	—	—	—	17,020
<b>Total</b>	<b>Non-Executive Directors</b>	<b>158,857</b>	<b>11,886</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>170,743 <sup>(5)</sup></b>

(1) From 01/01/2020 to 12/15/2020: Chairman and Executive Director. From 12/15/2020 to 12/31/2020: Chairman, CEO and Executive Director.

(2) Mr. Camilleri was CEO until 12/10/2020.

(3) Relate to car benefits provided to Mr. Camilleri, Mr. Elkann and Mr. Ferrari in accordance with the remuneration policy.

(4) Certain amounts have been translated from U.S. Dollars to Euro.

(5) In response to the healthcare crisis caused by the COVID-19 pandemic, the Board of Directors waived their full cash compensation from April to the end of the year to help fund Company initiatives to support the communities in which Ferrari operates.

(6) Mrs. Francesca Bellettini and Mr. John Galantic were Non-Executive Directors from 04/16/2020.

(7) Mrs. Elena Zambon and Mrs. Giuseppina Capaldo were Non-Executive Directors from 01/01/2020 to 04/16/2020.

(8) Mr. Roberto Cingolani was Non-Executive Director from 04/16/2020 to 02/13/2021.

(\*) For information regarding equity-based variable compensation see Share- Based Compensation of Executive Directors below.

The following table shows a comparison of the total remuneration of directors over the last five years, based on Ferrari directors who served as directors in 2021.

		Directors' Total Remuneration (€)					
		2021		2020	2019	2018	2017
John Elkann (*)	Chairman and Executive Director	336,938	(1)	77,790	223,586	92,579 (3)	115,317
Benedetto Vigna (*)	Chief Executive Officer and Executive Director	4,486,151	(6)	—	—	—	—
Louis C. Camilleri (*)	Former Chief Executive Officer and Executive Director	—		375,846 (4)	887,255	270,412 (5)	133,021
Piero Ferrari	Vice Chairman and Non-Executive Director	81,062		30,041	83,472	80,546	111,919
Sergio Duca	Senior Non-Executive Director	103,238		27,233	109,810	94,890 (7)	119,743
Delphine Arnault	Non-Executive Director	68,171		17,020	67,080	63,889	97,614
Francesca Bellettini (8)	Non-Executive Director	73,127		—	—	—	—
Roberto Cingolani (10)	Non-Executive Director	8,225		—	—	—	—
Eddy Cue	Non-Executive Director	73,127		19,290	73,542	68,149	102,039
John Galantic (8)	Non-Executive Director	77,429		—	—	—	—
Maria Patrizia Grieco	Non-Executive Director	73,127		19,290	76,024	72,408	106,465
Adam Keswick	Non-Executive Director	64,524		17,020	67,080	63,889	97,614
Adjusted EBITDA		1,531		1,143	1,269	1,114	1,036
Average Ferrari Share Price		185.25		155.98	131.44	105.49	79.93
Median fixed remuneration of employees (**)		34.071		32,876	31,782	30,600	30,385

(1) From 01/01/2021 to 09/15/2021: Chairman, CEO and Executive Director. From 09/16/2021 to 12/31/2021: Chairman and Executive Director.

(2) From 01/01/2019 to 04/12/2019: Chairman and Non-Executive Director. From 04/12/2019 to 12/31/2019: Chairman and Executive Director.

(3) From 01/01/2018 to 07/21/2018: Vice Chairman and Non-Executive Director. From 07/21/2018 to 12/31/2018: Chairman and Non-Executive Director.

(4) Chief Executive Officer and Executive Director until 12/10/2020.

(5) From 01/01/2018 to 07/21/2018: Senior Non-Executive Director. From 09/07/2018 to 12/31/2018: Chief Executive Officer and Executive Director.

(6) Mr. Vigna joined Ferrari as CEO and Executive Director on 09/16/2021. As a Welcome Bonus for having joined Ferrari, the CEO has been granted (i) an extraordinary lump sum of €1,000,000 and (ii) 16,256 Ferrari common shares, in each case subject to approval by shareholders at the 2022 Annual General Meeting.

(7) From 07/21/2018 to 12/31/2018: Senior Non-Executive Director

(8) Mrs. Francesca Bellettini and Mr. John Galantic were Non-Executive Directors from 04/16/2020.

(9) Mr. Roberto Cingolani was Non-Executive Director from 04/16/2020 to 02/13/2021.

(\*) For information regarding equity-based variable compensation see Share-Based Compensation of Executive Directors below.

(\*\*) This information does not include the "Premio di Competitività", which is on top of the fixed remuneration.

As a Welcome Bonus for having joined Ferrari, the CEO has been granted (i) an extraordinary lump sum of €1,000,000 and (ii) 16,256 Ferrari common shares, in each case subject to approval by shareholders at the 2022 Annual General Meeting.

## Share-Based Compensation of Executive Directors

The following table provides an overview of the outstanding Equity Incentive Plans provided to Ferrari Executive Directors in 2021:

Name, position	Main conditions of share award plans				Movements in share awards during 2021				
	Plan	Performance period	Grant date	Vesting date	Number of unvested shares at January 1, 2021	Shares awarded	Shares vested	Number of unvested shares at December 31, 2021	of which are subject to performance conditions
John Elkann, Executive Chairman	Equity Incentive Plan 2019-2021	2019 - 2021	April 2019	March 2022	20,703	—	—	20,703	13,802
	Equity Incentive Plan 2020-2022	2020 - 2022	April 2020	March 2023	4,829	—	—	4,829	3,219
	Equity Incentive Plan 2021-2023	2021 - 2023	April 2021	March 2024	—	4,448	—	4,448	2,965
Louis C. Camilleri, Former Chief Executive Officer	Equity Incentive Plan 2019-2021	2019 - 2021	April 2019	March 2020 March 2021 March 2022	100,479	—	100,479	—	—

## Compensation of the members of the FLT

The compensation paid to or accrued during the year ended December 31, 2021 by Ferrari and its subsidiaries to the members of the FLT (excluding the CEO) amounted to €18.7 million in aggregate, €14.1 million for salary and other short-term benefits (which is linked to the FY 2021 performance and represents slightly more than the target set levels), €4.2 million for share-based compensation in relation to PSUs and RSUs awarded under the Group's Equity Incentive Plans (2019-2021; 2020-2022; 2021-2023) and €0.4 million for the Group's contributions to pension funds. The PSU and RSU awards will vest in March 2022, 2023 and 2024, subject to continued employment and, for the PSU awards, to the achievement of performance conditions related to TSR, EBITDA and Innovation, as described above. Given Ferrari's third place positioning in the TSR ranking against the Peer Group (corresponding to the vesting of 100 per cent. of the target PSUs awarded) for the vesting of the Equity Incentive Plan 2016-2020, which covers the performance period from 2018 to 2020, ending at December 31, 2020, 37,082 PSUs and 19,812 RSUs had vested for FLT members.

## Director and Officer Overlaps

There are overlaps among certain directors and officers of Stellantis (formerly FCA) and our directors and officers. These individuals owe duties both to us and to the other companies that they serve as officers and/or directors. This may raise certain conflicts of interest as, for example, these individuals review opportunities that may be appropriate or suitable for both Ferrari and such other companies, or business transactions are pursued in which both Ferrari and such other companies have an interest, such as Ferrari's arrangement to supply engines for Maserati cars. For example, Mr. John Elkann our Chairman, is also the Chairman of Stellantis and the Chairman and Chief Executive Officer of Exor. At February 14, 2022, Exor held approximately 24.21 per cent of our outstanding common shares and approximately 36.00 per cent of the voting power in the Company, while it holds approximately 14.4 per cent of the outstanding common shares in Stellantis, based on SEC filings. The percentages of ownership and voting power above are calculated based on the number of outstanding shares net of treasury shares. See "Risk Factors - Risks related to our Common Shares - We may have potential conflicts of interest with Stellantis and Exor and its related companies".