

**FLAVIO PORRO**

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**Details**

**CHIEF EXECUTIVE OFFICER and MANAGING DIRECTOR, FBM Hudson Italiana S.p.A., 2021 to December 2022;** 82-Year-old worldwide contractor specialized in heat exchangers, reactors, air coolers and special equipment to the Energy Transition markets.

- Covering operational responsibility in the company's overall strategies and policies. This includes responsibility for all components and departments of the company's business.
- The Company increased its firm order book from 33m to 82m (data: November 2022).
- Major U.S., Middle East and Northern European customers secured.

**CEO/M.D., FBM FZE (Dubai), 2021 to December 2022;** the acquisition of 100% of stake-holding of the Dubai factory was launched and completed in 2022.

**CO-MANAGING DIRECTOR, BORSIG GmbH, 2019 to December 2022;** 175-Year-old worldwide leading process technology provider with German technology.

- Covering areas from corporate secretary to contracts, from arbitration to risk and insurance; reporting to the Group CEO and to the Board of Directors (for compliance and Security Commission);
- Head of legal and contracts in multi-governing legal systems applied in a wide range of contracts and securities worldwide.
- Major Projects (EPC) risks assessment and companies (subsidiaries) restructuring, rescuing and/or re-financing with banking and collaterals re-arrangements.

**Corporate Profile in KNM Group**

- 2018, 2019 Member of Key Senior Management (announced in Annual Report 2017 to 2022), KNM Group Berhad Public Listed Company.
- CHINA: *Chairman of the Board of Directors* of KNM Special Process Equipment (Changsu) Co. Ltd, China.
- ITALY: *Board Director* of FBM Hudson Italiana S.p.A., Italy  
*Member of the Supervisory Board*
- AUSTRALIA: *Board Director* of BORSIG Australia Pty Ltd., Australia
- UNITED KINGDOM: *Board Director* of KNM Project Services (U.K.), United Kingdom
- GERMANY: *Managing Director* of Deutsche KNM GmbH
- *Chairman* of the Risk Management Committee in 2015 and 2016.

Main areas: company law, banking and finance, arbitration, contract law, securities, risk and insurance, companies restructuring processes, English Law, Italian Law, Australian Law, Laws of Singapore.

**GROUP GENERAL COUNSEL, KNM Group of Companies, 2015 to January 2023;** worldwide turnkey solution provider, EPC contractor, new RES operator (waste to energy, biofuel, new technologies).

**GENERAL COUNSEL, ERG Supply & Trading S.p.A.**, 2013 and 2014; an oil and products trading & supply company with US\$ 2 Bln/year revenues.

- Covering areas from corporate secretary to contracts, from arbitration to risk and insurance; reporting to the CEO.
- Consolidated experience in multi-governing legal systems applied in a wide range of contracts and securities worldwide.
- Compliance (UE, Stock Exchange, U.S. anti-bribery) and corporate sustainability.

Main areas: company law, banking and finance, arbitration, risk and insurance, English Law.

**Senior Legal Advisor, ERG S.p.A. and **HEAD OF LEGAL, LUKERG Renew GmbH (Austrian J.V. 50/50 between ERG and LUKOIL)****, 2011-2013. ERG is n. 1 operator in the renewable energies in Italy and n. 8 in Europe.

- Advising upon M&A operations in the years 2012-2013; reporting to the CEO of ERG and the *Geschäftsführer* of LUK-ERG.
- Team leader in the company's litigations and arbitrations.
- Managed all legal, project financing and securities aspects of each M&A project.
- Managed external relations with governmental institutions, financing banks and partners; EU Commission, EBRD and World Bank experience.

Main areas: M&A, antitrust, project finance, litigation and arbitration, compliance.

**HEAD OF LEGAL, ERG Power & Gas S.p.A. and ERG Renew S.p.A.**, 2005-2011; two companies engaged in power production, operation & maintenance, and construction of power plants.

- Building up and managing a legal department composed of 5 lawyers.
- Pre- and post-contract activities, contract management, litigation, external public relations, compliance, corporate sustainability.
- **CEO of Green Vicari S.r.l. (ERG gROUP)** during 2010-2011 and board director of several wind energy companies.

Main areas: environmental law, administrative law, company law, banking and finance, criminal law, commercial law, risk, and insurance.

**Senior legal counsel, Saipem France S.A. (Paris)**, 2002-2005. Among the biggest companies worldwide deep offshore, drilling and constructions.

- International bids, pre- and post-contracts activities (EPC, EPCI, EPCM and O&M).
- Shipping, *charter party* contracts, offshore legal assistance.
- Setting-up, legal management and winding-up of special purpose vehicles worldwide.
- *Lecturer* in company's workshops on English and French law subject matters related to oil & gas industry.

Main areas: energy law, banking and finance, English Law and French Law, securities and project financing, arbitration (LCIA, ICC, LMAA).

**Senior Legal Counsel, Saipem S.p.A.**, 2001 e 2002

**Legal Counsel, then Head of Contracts, Snam S.p.A-Eni Group**, 1998-2001

**Associate, Studio Toffoletto & Associati**, 1997-1998. Labor law, commercial law.

#### **Education and qualifications**

**Universita' Cattolica del Sacro Cuore di Milano, Law School**, 5-year Law Degree, 1991-1996, *magna cum laude* (maximum score) Publication on «*Revue internationale des droits de l'homme*».

Classic Studies Lyceum (full 5 years course), Pontificio Collegio Tolomeo Gallio (*Top World's Most Ancient Schools*).

*Post-graduates*

- **King's College of London**, School of Law, Centre of European Law, Post-graduate Diploma in EC Competition Law, May 1999, Professor Richard Whish.
- **King's College of London**, School of Law, Centre of European Law, Post-graduate Diploma in EC Community Law, May 2000, Professor Alexander Türk.
- **Universidad de Cordoba, Spain**, Facultad de derecho, Law School.

**Admitted**

France (*Barreau Juristes d'entreprises*), Spain (*Colegio de Abogados de Madrid*) and Italy

**Languages**

Italian, English, Spanish and French at negotiation level; basic German

**Membership**

Associazione Italiana Giuristi d'Impresa

International Bar Association

Association des Juristes d'Enterprises

Ilustre Colegio de Abogados de Madrid

Association of Corporate Counsels

Overseas member of the Italian Chamber of Commerce and Industry in Australia.

Lecturer at the University of Sydney for Renewable Energies (2014).

**Awards**

2017 Top 100 General Counsels, Most Influential Business Lawyers, Asia Pacific, GC Powerlist, Legal 500.

2019 Top 100 General Counsels, Most Influential Lawyers, Asia Pacific, GC Powerlist, Legal 500.

**Attachment 1:**

List of Key Responsibilities as of December 2022.

KNM Group Berhad

Attachment 1 to CV-2023. FLAVIO PORRO

Key Responsibilities in KNM Group Berhad as of December 2022, at a glance.

Country	Company and Position Held	Information
<b>Corporate Positions in the Public Listed Holding</b>		
Malaysia	KNM Group Berhad <i>Executive Board Director</i> <i>Chairman of Restructuring Committee</i> <i>(2021 onwards)</i>	Debt restructuring, Assets Disposals, Corporate Extraordinary Operations
Global	<i>(Global) Group General Counsel</i> <i>(2014 onwards)</i> <i>Risk Management Committee (member &amp; chairman)</i> <i>Investment Committee permanent member</i>	Company Secretary, Contracts, M&A, Risk & Insurance, Compliance, Sustainability, Corporate Strategy, Restructuring, Financing & Re-Financing, Securities
<b>Management Operational Positions in Key Assets &amp; Subsidiaries</b>		
Germany	BORSIG Group <i>Co-Managing Director</i> <i>(Geschäftsführer) (2017 onwards)</i>	Shareholders' representative Corporate Strategy Revenues 2022: EUR180Mil. Size: 650 Employees
Italy	FBM Hudson Italiana S.p.A. <i>Consigliere CDA (2016 onwards)</i> <i>Amministratore Delegato</i> <i>CEO (2021 onwards)</i>	Full operational responsibility Revenues 2022: EUR55Mil. Size: 220 Employees
Dubai	FBM Hudson FZE (Free Trade Zone) <i>CEO (2021 onwards)</i>	Full operational responsibility Revenues 2022: USD24Mil. Size: 330 Employees
<b>Management Non-Operational Positions in Key Assets &amp; Subsidiaries</b>		
Thailand	Impress Ethanol Ltd. & Impress Farming Ltd. <i>Board Director</i>	72% Shareholders' representative Phase 1 completion responsibility Bio-Ethanol Facility (in operation) 200,000lit/day
U.K.	KNM Project Services Ltd.; Peterborough G.E. Ltd.; Global Clean Energy Corp. Ltd. <i>Board Director</i>	Owner's Representative 4-line Waste-to-Energy Project (GBP 370Mil. intended Investment)
Australia	BORSIG Services Australia Pty. Ltd.; WE Smith; WE Smith Engineering <i>Director (2015 onwards)</i> <i>Co-General Manager (2015-2017)</i>	Restructuring, Shared operational responsibility (in WE ad WES). Revenues 2017: AUD18Mil. Size: 65 Employees
<b>Other Board Positions</b>		
Malaysia	KEE S/B; BORSIG Boiler Systems S/B <i>Board Director</i>	
China	KNM Special Process Equipment (Changsu) <i>Chairman of the Board of Directors</i>	
Netherlands	KNM Europa B.V. <i>Board Director</i>	
Isle of Man	Poplar Investment Company Ltd. <i>Board Director and General Manager</i>	
Mauritius	Asia Bio-Fuels Ltd.; Asia Bio-Fuels II Ltd. <i>Board Director</i>	