

RECORDATI: THE SHAREHOLDERS' MEETING APPROVES THE 2023 FINANCIAL STATEMENTS AND THE DIVIDEND OF € 1.20 PER SHARE (+4.3% vs 2022)

- *The Shareholders' Meeting has approved the 2023 Financial Statements*
- *A dividend distribution of € 1.20 per share was approved (+4.3% vs 2022), of which € 0.57 was paid in November 2023*
- *The Remuneration Policy for 2024 was approved and favourable note taken of the 2023 remuneration*
- *The authorisation to buy-back and dispose of treasury stock was renewed*
- *Revenue for the first quarter was € 607.8 million, +10.2% vs the first quarter of 2023 or +10.9% excluding the revenue contribution from Avodart®/Combodart® of € 27.5 million and at constant exchange rate*

Milan, 22 April 2024 - The Ordinary Shareholders' Meeting of Recordati S.p.A. was held today, which among others approved the Company's 2023 Financial Statements, as proposed by the Board of Directors. The annexed tables provide a summary of the results of the 2023 Financial Statements as previously illustrated in the press release of 19 March 2024. In 2023 consolidated net revenue was € 2,082.3 million, +12.4% compared to 2022 or +14.0% on a like-for-like⁽¹⁾ basis at constant exchange rates (+9.6% excluding Türkiye). EBITDA⁽²⁾ rose to € 769.6 million, up 14.4% over 2022, with a margin of 37.0%. Net Income at € 389.2, at 18.7% of net revenue, was up 24.6% over the previous year and Adjusted Net Income⁽³⁾, reached € 524.6 million, growing 10.8% over last year.

Based on the proposal of the Board of Directors, the Shareholders' Meeting further resolved a dividend to shareholders of € 0.63 per share, in full balance of the interim 2023 dividend of € 0.57, for all shares outstanding at the ex-dividend date, excluding treasury shares in the portfolio at that date (payment on 22 May 2024 and record date 21 May 2024), with ex-dividend on 20 May 2024 (against presentation of coupon no. 33). The full 2023 dividend is therefore € 1.20 per share (€ 1.15 per share in 2022).

Additional significant resolutions

Remuneration policy for 2024 and report on fees paid in 2023

The Shareholders' Meeting expressed a favourable vote on the Remuneration Policy for 2024 pursuant to Art. 123-ter of Legislative Decree 58/98 and favourable note was taken of the report on the compensation paid in relation to the implementation, in 2023, of the policy approved by the Shareholders' Meeting of 21 April 2023, both of which are contained in the Remuneration Report available on the Company website.

Renewal of the authorisation for the purchase and disposal of treasury stock

The Shareholders' Meeting authorised the purchase and disposal of treasury stock until the approval by the Shareholders' Meeting of the Financial Statements as at 31 December 2024. In line with previous years, this proposal fulfils multiple purposes:

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SHARE CAPITAL € 26,140,644.50 fully paid up
BUSINESS REGISTER OF MILAN, MONZA, BRIANZA and LODI
00748210150
TAX CODE/VAT NO. 00748210150

Company subject to management and coordination by Rossini Luxembourg S.à.r.l

(i) fulfilling the obligations arising from the stock option and/or financial instruments (performance shares) based plans already adopted by the Company and other incentive plans which may be approved in the future;

(ii) supporting business initiatives, since the authorisation to purchase treasury stock, if granted, will allow transactions such as the sale, contribution and exchange of treasury stock in order to acquire stakes in companies and/or to reach agreements with strategic partners within the Group's expansion objectives;

(iii) supporting the Recordati's shares liquidity, in order to promote the regular course of the shares' negotiations and avoid price fluctuations inconsistent with the market trend.

The maximum of number of shares available for purchase is 3,500,000 and, in any case, on the condition that, at any time, the total face value of the treasury stock held by the Company never exceeds one fifth of the share capital, also considering the shares that may be held by the subsidiaries, for a potential maximum outlay of € 200,000,000, with a minimum consideration not less than the face value of the Recordati share (€ 0.125) and a maximum consideration not greater than the average of the official stock exchange prices in the five sessions prior to the purchase, plus 5%. Purchases, if any, may be completed through the assignment of specific positions to specialised intermediaries and must be performed in compliance with applicable law and according to the practices permitted by Consob in line with the provisions of art. 13 of EU Regulation 596/2014, where applicable.

At 19 April 2024, the Company has 2,758,646 shares in treasury stock, which amounts to 1.3% of the current share capital.

First quarter 2024

Revenue for Q1 was €607.8 million, +10.2% vs Q1 2023, or +10.9% excluding revenue contribution from Avodart®/Combodart® of €27.5 million and at constant exchange rate; this reflects a strong start of the year for both business units and phasing patterns in Türkiye and International business similar to Q1 2023; adverse FX impact in Q1 of €31.2 million (mostly on Turkish Lira, offset by price inflation). Recordati's full disclosure of the financial results for the first quarter of 2024 will be published on 9 May 2024.

⁽¹⁾ FY 2023 pro-forma growth calculated adding Q1 2022 revenue of EUSA Pharma and excluding FY 2023 revenue of Avodart® and Combodart®/ Duodart® (trademarks owned by or licensed to the GSK group of companies).

⁽²⁾ Net income before income taxes, financial income and expenses, depreciation, amortization and write-downs of property, plant and equipment, intangible assets and goodwill, non-recurring items and non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

⁽³⁾ Net income excluding the amortization and write-down of intangible assets (except software) and goodwill, non-recurring items, non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory pursuant to IFRS 3, and monetary net gains/losses from hyperinflation (IAS 29), net of tax effects.

Recordati (Reuters RECI.MI, Bloomberg REC IM) is an international pharmaceutical group listed on the Italian Stock Exchange (ISIN IT 0003828271) uniquely structured to bring treatment across specialty and primary care, consumer healthcare, and rare diseases. We believe that health, and the opportunity to live life to the fullest, is a right, not a privilege. We want to support people in unlocking the full potential of their lives. We have fully integrated operations across research & development, chemical and finished product manufacturing through to commercialisation and licensing. Established in 1926, Recordati operates in approximately 150 countries across EMEA, Americas and APAC

regions. At the end of 2023, Recordati employed over 4,450 people and consolidated revenue of € 2,082.3 million. For more information, please visit www.recordati.com

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This document contains forward-looking statements relating to future events and future operating, economic and financial results of the Recordati group. By their nature, forward-looking statements involve risk and uncertainty because they depend on the occurrence of future events and circumstances. Actual results may therefore differ materially from those forecast as a result of a variety of reasons, most of which are beyond the Recordati group's control. The information on the pharmaceutical specialties and other products of the Recordati group contained in this document is intended solely as information on the activities of the Recordati Group, and, as such, it is not intended as a medical scientific indication or recommendation, or as advertising.

RECORDATI GROUP

Summary of consolidated results prepared in accordance with International Financial Reporting

Standards (IFRS)

(thousands of €)

INCOME STATEMENT	2023	2022	Change %
NET REVENUE	2,082,331	1,853,307	12.4
Cost of sales	(659,707)	(566,737)	16.4
GROSS PROFIT	1,422,624	1,286,570	10.6
Selling expenses	(472,857)	(462,665)	2.2
Research and development expenses	(255,747)	(220,102)	16.2
General and administrative expenses	(128,253)	(109,493)	17.1
Other income/(expenses), net	(7,759)	(56,984)	(86.4)
OPERATING INCOME	558,008	437,326	27.6
Financial income/(expenses), net	(66,972)	(35,891)	86.6
PRE-TAX INCOME	491,036	401,435	22.3
Income taxes	(101,822)	(89,099)	14.3
NET INCOME	389,214	312,336	24.6
Adjusted gross profit ⁽¹⁾	1,481,571	1,336,381	10.9
Adjusted operating income ⁽²⁾	626,593	536,060	16.9
Adjusted net income ⁽³⁾	524,591	473,306	10.8
EBITDA ⁽⁴⁾	769,631	672,750	14.4
Net income attributable to:			
Equity holders of the Parent	389,214	312,336	24.6
Non-controlling interests	0	0	0.0
EARNINGS PER SHARE (euro)	2023	2022	Change %
Basic	€ 1.893	€ 1.519	24.6
Diluted	€ 1.861	€ 1.494	24.6

⁽¹⁾ Gross profit adjusted by the impact of non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

⁽²⁾ Net income before income taxes, financial income and expenses and non-recurring items, non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

⁽³⁾ Net income excluding the amortization and write-downs of intangible assets (except software) and goodwill, non-recurring items, non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory pursuant to IFRS 3, and monetary net gains/losses from hyperinflation (IAS 29), net of tax effects.

⁽⁴⁾ Net income before income taxes, financial income and expenses, depreciation, amortization and write-downs of property, plant and equipment, intangible assets and goodwill, non-recurring items and non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

COMPOSITION OF REVENUE	2023	2022	Change %
Total	2,082,331	1,853,307	12.4
Italy	317,144	277,322	14.4
International	1,765,187	1,575,985	12.0

Pending completion of independent and statutory audits.

RECORDATI GROUP

(€ thousands)

Reconciliation of Net income to EBITDA⁽¹⁾

	2023	2022
Net income	389,214	312,336
Income taxes	101,822	89,099
Financial income/(expenses), net	66,972	35,891
Non-recurring operating expenses	9,638	48,923
Non-cash charges from PPA inventory uplift	58,947	49,811
Adjusted operating income⁽²⁾	626,593	536,060
Amortization and write-downs	143,038	136,690
EBITDA⁽¹⁾	769,631	672,750

⁽¹⁾ Net income before income taxes, financial income and expenses, depreciation, amortization and write-downs of property, plant and equipment, intangible assets and goodwill, non-recurring items and non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

⁽²⁾ Net income before income taxes, financial income and expenses and non-recurring items, non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory according to IFRS 3.

Reconciliation of Net income to Adjusted Net income⁽¹⁾

	2023	2022
Net income	389,214	312,336
Amortization and write-downs of intangible assets (excluding software) and goodwill	112,227	107,415
Tax effect	(24,341)	(20,209)
Non-recurring operating expenses	9,638	48,923
Tax effect	(2,433)	(12,984)
Non-cash charges from PPA inventory uplift	58,947	49,811
Tax effect	(14,749)	(9,781)
Monetary net (gain)/losses from hyperinflation	(1,546)	(4,506)
Tax effect	371	2,301
Non-recurring tax income	(2,737)	0
Adjusted net income⁽¹⁾	524,591	473,306

⁽¹⁾ Net income excluding the amortization and write-downs of intangible assets (except software) and goodwill, non-recurring items, non-cash charges arising from the allocation of the purchase price of EUSA Pharma to the gross margin of acquired inventory pursuant to IFRS 3, and monetary net gains/losses from hyperinflation (IAS 29), net of tax effects.

RECORDATI GROUP

Summary of consolidated results prepared in accordance with International Financial Reporting Standards (IFRS)
(thousands of €)

ASSETS	31.12.2023	31.12.2022
Property, plant and equipment	178,657	159,184
Intangible assets	1,938,197	1,758,173
Goodwill	778,350	780,057
Other equity investments and securities	21,555	28,871
Other non-current assets	12,458	9,556
Deferred tax assets	76,674	76,895
TOTAL NON-CURRENT ASSETS	3,005,891	2,812,736
Inventories	404,831	424,080
Trade receivables	445,193	361,898
Other receivables	99,401	63,915
Other current assets	19,924	15,387
Derivative instruments measured at fair value	11,079	23,603
Cash and cash equivalents	221,812	284,734
TOTAL CURRENT ASSETS	1,202,240	1,173,617
Non-current assets held for sale	0	12,470
TOTAL ASSETS	4,208,131	3,998,823

RECORDATI GROUP

Summary of consolidated results prepared in accordance with International Financial Reporting Standards (IFRS)
(thousands of €)

EQUITY AND LIABILITIES	31.12.2023	31.12.2022
Share capital	26,141	26,141
Share premium reserve	83,719	83,719
Treasury shares	(127,970)	(149,559)
Reserve for derivative instruments	(286)	5,249
Translation reserve	(264,700)	(205,018)
Other reserves	61,219	62,260
Profits carried forward	1,636,451	1,524,099
Net income	389,214	312,336
Interim dividend	(117,396)	(112,979)
Shareholders' equity attributable to equity holders of the Parent	1,686,392	1,546,248
Shareholders' equity attributable to non-controlling interests	0	0
TOTAL SHAREHOLDERS' EQUITY	1,686,392	1,546,248
Loans - due after one year	1,353,216	1,341,549
Provisions for employee benefits	21,239	19,418
Deferred tax liabilities	144,208	167,865
TOTAL NON-CURRENT LIABILITIES	1,518,663	1,528,832
Trade payables	263,979	224,703
Other payables	174,407	251,136
Tax liabilities	67,110	33,615
Other current liabilities	5,307	5,740
Provisions for risks and charges	16,596	16,209
Derivative instruments measured at fair value	19,993	17,369
Loans - due within one year	355,752	291,546
Short-term debts to banks and other lenders	99,932	83,425
TOTAL CURRENT LIABILITIES	1,003,076	923,743
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	4,208,131	3,998,823

RECORDATI GROUP

Summary of consolidated results prepared in accordance with International Financial Reporting

Standards (IFRS)

(thousands of €)

CASH FLOW	2023	2022
OPERATING ACTIVITIES		
Net income	389,214	312,336
Income taxes	101,822	89,101
Net interest	67,879	30,679
Depreciation of property, plant and equipment	28,875	27,289
Amortization of intangible assets	113,795	98,467
Write-downs	368	10,934
Equity-settled share-based payment transactions	10,870	8,251
Other non-monetary components	61,970	70,751
Change in other assets and other liabilities	(8,211)	(16,811)
Cash flow generated/(used) by operating activities before change in working capital	766,582	630,997
Change in:		
- inventories	(50,337)	(65,801)
- trade receivables	(100,565)	(21,175)
- trade payables	40,269	25,589
Change in working capital	(110,633)	(61,387)
Interest received	5,103	1,938
Interest paid	(70,339)	(20,093)
Income taxes paid	(105,394)	(89,764)
Cash flow generated/(used) by operating activities	485,319	461,691
INVESTMENT ACTIVITIES		
Investments in property, plant and equipment	(29,687)	(23,887)
Disposals of property, plant and equipment	329	1,156
Investments in intangible assets	(353,577)	(72,452)
Disposals of intangible assets	317	1,318
Acquisition of holdings in subsidiaries	0	(673,259)
Sale of non-current assets held for sale	3,000	0
Cash flow generated/(used) by investment activities	(379,618)	(767,124)
FINANCING ACTIVITIES		
Opening of loans	347,611	1,356,970
Repayment of loans	(280,234)	(803,543)
Payment of lease liabilities	(10,172)	(10,225)
Change in short-term debts to banks and other lenders	12,452	67,296
Dividends paid	(245,958)	(230,602)
Purchase of treasury shares	(22,710)	(52,267)
Sale of treasury shares	30,097	13,648
Cash flow generated/(used) by financing activities	(168,914)	341,277
Change in cash and cash equivalents	(63,213)	35,844
Opening cash and cash equivalents	284,734	244,578

Currency translation effect	291	4,312
Closing cash and cash equivalents	221,812	284,734

RECORDATI S.P.A.

Summary of results prepared in accordance with International Financial Reporting Standards (IFRS)
(thousands of €)

	2023	2022	Change %
Revenue	554,021	512,310	8.1
Operating income	118,864	109,521	8.5
Pre-tax income	222,297	233,534	(4.8)
Net income	224,017	219,234	2.2

	31.12.2023	31.12.2022
Non-current assets	2,551,152	2,395,113
Current assets	455,144	424,456
TOTAL ASSETS	3,006,296	2,819,569
Shareholders' equity	352,782	362,987
Non-current liabilities	1,366,466	1,283,440
Current liabilities	1,287,048	1,173,142
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	3,006,296	2,819,569

Declaration by the Manager responsible for preparing the company's financial reports

The manager responsible for preparing the company's financial reports, Luigi La Corte, declares, pursuant to paragraph 2 of Article 154-bis of the Consolidated Law on Finance, that the accounting information contained in this press release corresponds to the documentation evidence, books and accounting records.