

RECORDATI: SHARE BUY-BACK PROGRAM TO SERVICE THE STOCK OPTION/PERFORMANCE SHARES PLANS

Milan, 9th May 2024 – Following the press release issued earlier today related to the approval of the interim report at 31st March 2024, Recordati S.p.A. (the “Company”) informs that, in execution of the resolution adopted by the Shareholders’ meeting held on 22nd April 2024, it has granted a mandate to UBS Europe SE to launch starting from Friday 10th May 2024 – in full independency, in compliance with applicable legislation and the provisions of the shareholders’ meeting resolution - a share buy-back program under art. 5 of (EU) Regulation no. 596/2014 and (EU) delegated Regulation no. 1052/2016 (the “Program”), on behalf of the Company.

The details of the Program are the following:

- **Purpose of the Program:** the Program involves the purchase of Recordati ordinary shares to service current and future stock option/performance shares plans in favour of the Recordati Group’s management or share-based incentive plans that might be approved by the Company in the future.
- **Maximum number of shares:** the acquisition could involve a maximum of up to no. 1,500,000 ordinary nominal value Eur 0.125 Recordati shares and, in any case, within the legal limit (1/5 of the company’s entire share capital as established by art. 2357, paragraph 3 of the Italian Civil Code), including any shares owned by the Company.

As of 8th May 2024, the Company had no. 2,742,146 shares in treasury stock which amounts to 1.311% of the share capital.

- **Minimum and maximum consideration payable and maximum cash outlay:** the minimum purchase price for the ordinary shares shall not be lower than the share’s nominal value (Eur 0.125) while the maximum purchase price shall not be greater than the average of the official Stock Exchange prices in the 5 sessions prior to the purchase, plus 5%, within the maximum cash outlay of Eur 85 million (eighty-five million).
- **Duration:** until 11th November 2024. Please be reminded that the expiry of the authorization granted by the Shareholders’ meeting held on 22nd April 2024 is until the approval by the Shareholders’ meeting of the 2024 financial statements.
- **Buyback procedures:** in compliance with art. 132 of the Legislative Decree 58/1998 and art. 144-bis, paragraph 1, letter b) of the Issuers Regulation, as well as in compliance with (EU) Regulation 596/2014 of 16th April 2014 and its relative implementing provisions (also with reference to the purchase price and the daily volume allowed) and in line with the authorization of the Shareholders’ Meeting.

Any subsequent changes to the programme will be promptly disclosed to the public according to the conditions and deadlines set forth by the applicable law.

The operations carried out will be disclosed to the market according to the deadlines and conditions set forth by the regulatory provisions currently in force.

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

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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