

PRESS RELEASE

MARZOCCHI POMPE: NOTICE OF CALL OF THE EXTRAORDINARY SHAREHOLDERS' MEETING FOR 15 NOVEMBER 2024

Bologna, 29 October 2024 – Marzocchi Pompe S.p.A. (EGM:MARP), a leading company in the design, production and marketing of high-performance gear pumps and motors, informs that today it has published the notice of call of the Extraordinary Shareholders' Meeting on its website www.marzocchipompe.com, on the C3 platform of Borsa Italiana S.p.A., as well as an extract in the daily newspaper "Italia Oggi".

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NOTICE OF EXTRAORDINARY GENERAL MEETING

The Extraordinary Shareholders' Meeting of Marzocchi Pompe S.p.A. ('MP' or the "**Company**") is convened, in extraordinary session, **on 15 November 2024, in first call, at 11.00 a.m.**, at the office of Notary Carlo Vico in Bologna (BO), Via Santo Stefano No. 42, and, if necessary, in second call, on 19 November 2024 at 9.30 a.m., in the same place, to discuss and resolve on the following

AGENDA

1. **Adaptation of Marzocchi Pompe's Articles of Association to the new name of the multilateral trading system 'AIM Italia - Mercato Alternativo del Capitale' changed to 'Euronext Growth Milan', as well as the consequent renaming of the 'Nominated Adviser' to 'Euronext Growth Advisor'; inherent and consequent resolutions;**
2. **amendment of Article 21.1 of Marzocchi Pompe's Articles of Association in the part relating to the definition of 'Independent Director' (by virtue of the entry into force of the new Article 6-bis of the Euronext Growth Milan Issuers' Regulation', which removed the provision according to which such Director must be 'chosen from among candidates that have been previously identified or positively evaluated by the Euronext Growth Advisor'); related and consequent resolutions;**
3. **amendment of Title III of Marzocchi Pompe's Articles of Association to introduce the Company's right to hold Shareholders' Meetings - both ordinary and extraordinary - exclusively through the representative designated by the Company pursuant to Article 135-undecies of Legislative Decree No. 58 of 24 February 1998, ('TUF'), in accordance with the provisions of Article 135-undecies.1 TUF (introduced by Article 11 of Law No. 21 of 5 March 2024), with consequent adjustment of the proxy system; related and consequent resolutions;**
4. **amendment of Title III of the Articles of Association to provide that Shareholders' Meetings - both ordinary and extraordinary - may be held, even exclusively, by means of telecommunication/video-communication media that guarantee, inter alia, the identification of participants, their participation and the exercise of voting rights; inherent and consequent resolutions.**

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The Company has decided to avail itself of the option provided for by Article 106, paragraph 4, of Decree-Law No. 18 of 17 March 2020, converted, with amendments, into Law No. 27 of 24 April 2020 - the effectiveness of which was most recently extended by Law No. 21 of 5 March 2024, containing *"Interventi a sostegno della competitività dei capitali e delega al Governo per la riforma organica delle disposizioni in materia di mercati dei capitali recate dal testo unico di cui al decreto legislativo 24 febbraio 1998, n. 58, e delle disposizioni in materia di società di capitali contenute nel codice civile applicabili anche agli emittenti"* (**"Law n. 21/2024"**), stipulating that participation in the Shareholders' Meeting by those entitled to vote may **only** occur through the Company's Appointed Representative pursuant to Article 135-undecies of Legislative Decree No. 58 of February 24, 1998 (**"TUF"**), which is prominently disclosed on the Company's website at www.marzocchipompe.com – *Investor Relations Section / Shareholders' Meetings, and in the following paragraph "Representation in the Meeting and Appointed Representative"*.

Participation in the Shareholders' Meeting by authorised persons (the Chairman, the CEO, the Chairman of the Board of Statutory Auditors, the other members of the Corporate Bodies, the Secretary, the Appointed Representative, the Auditing Firm and/or employees and/or collaborators authorised for this purpose by the Chairman) may also (or exclusively) occur through telecommunication means that allow their identification, in the manner individually communicated to them, in compliance with the applicable legal provisions for such cases, without the need for the Chairman and the Secretary to be in the same place.

The procedures for conducting the Meeting may be supplemented and/or amended. Any changes will be promptly communicated in the same manner as provided for the publication of the notice and/or through the information channels provided for by current regulations.

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INFORMATION ON SHARE CAPITAL

As of the date of this Notice of Meeting, the share capital of MP amounts to €6,538,750 and is divided into 6,538,750 ordinary shares, all without indication of nominal value.

Each ordinary share grants the right to one vote at both the Ordinary and Extraordinary General Meetings of the Company, with the exception of treasury shares.

As of the date of this Notice (29 October 2024), the Company holds 65,500 treasury shares, equivalent to 1.0017% of the share capital.

ENTITLEMENT TO ATTEND AND VOTE AT THE MEETING

Pursuant to the law and the Articles of Association of MP (the **"Articles"**), entitlement to attend the Shareholders' Meeting and exercise the right to vote – which can only be exercised **exclusively** through the Appointed Representative – is certified by a notice made to the Company by the authorised intermediary managing the accounts in which the shares of Marzocchi Pompe are registered, on behalf of the person entitled to vote, based on the records in its accounting books at

the close of business on the seventh open market day prior to the date set for the Meeting on first call (i.e. **6 November 2024** – record date).

Debit and credit entries made in the accounts after this date will not affect the right to vote at the Meeting. Consequently, those who become shareholders of the Company only after this date (i.e. after **6 November 2024**) will not be entitled to vote at the Meeting through the Appointed Representative.

The notice to the intermediary referred to above must reach the Company no later than the end of the third open market day prior to the date set for the Meeting on first call (i.e. **12 November 2024**). Entitlement to attend and vote – **exclusively** through the Appointed Representative – remains valid if the notice reaches the Company after this deadline, provided it is received before the start of the Meeting proceedings.

It is noted that the notice to the Company is sent by the intermediary upon the request of the person entitled to vote.

REPRESENTATION AT THE MEETING AND APPOINTED REPRESENTATIVE

Each person entitled to attend and vote at the Shareholders' Meeting must be represented by means of a Designated Representative by means of a written proxy pursuant to the applicable provisions of law.

For the Shareholders' Meeting referred to in this Notice of Call, Marzocchi Pompe has appointed as Appointed Representative pursuant to Article 135-undecies of the Consolidated Law on Financial Intermediation the Legal Firm Trevisan & Associati, with registered office in Viale Majno no. 45, 20122 - Milan, in the person of Avv. Dario Trevisan or his substitutes in the event of his impediment (the '**Designated Representative**'), to whom a written proxy may be conferred, alternatively pursuant to Article 135-undecies TUF or Article 135-novies TUF, without cost to the delegating party (except for any postage costs), with voting instructions on all or some of the proposals on the Agenda. The proxy is effective only for those proposals in relation to which voting instructions are given.

The proxy to the Designated Representative pursuant to Article 135-undecies of the Consolidated Law on Finance must be conferred by signing the specific proxy form made available, with the relevant instructions for completion and transmission, at the Company's registered office and on the Company's website at www.marzocchipompe.com - Investor relations Section / Shareholders' Meetings, as well as on the website of Borsa Italiana S.p.A. www.borsaitaliana.it Shareholders' Meetings section and must contain the voting instructions on all or some of the proposals on the Agenda, together with a copy of an identity document, currently valid, of the delegating party and, if the delegating party is a legal person, a copy of an identity document with current validity, of the legal representative pro tempore, or of another person with suitable powers, together with suitable documentation attesting to their qualification and powers (copy of Chamber of Commerce certificate or similar), and to be sent, in original, by courier or registered letter with advice of receipt, to the address

Studio Legale Trevisan & Associati,

Viale Majno no. 45,

20122 - Milan

(Ref. 'Proxy Meeting MARZOCCHI POMPE 2024'),

by the end of the second trading day prior to the date set for the Shareholders' Meeting (i.e., if the Shareholders' Meeting is held on first call, by 11:59 p.m. on 13 November 2024 or, if the Shareholders' Meeting is held on second call, by 11:59 p.m. on 15 November 2024). Notwithstanding the sending of the original proxy, complete with voting instructions, the same may also be notified electronically, to the certified mail address: rappresentante-designato@pec.it. The sending of the proxy, signed with an electronic signature or digital signature pursuant to current legislation, to the aforementioned certified email address satisfies the written form requirement.

Proxies and voting instructions given to the Designated Representative pursuant to Article 135-undecies TUF are revocable by the end of the second trading day prior to the date set for the Shareholders' Meeting (i.e., if the Shareholders' Meeting is held on first call, by 11:59 p.m. on 13 November 2024, or by 11:59 p.m. on 15 November 2024, if the Shareholders' Meeting is held on second call), in the same manner as for the conferral.

It should be noted that the shares for which proxies have been conferred, even partially, are counted for the purpose of duly constituting the Shareholders' Meeting; in relation to the proposals for which voting instructions have not been conferred, the shares are not counted for the purpose of calculating the majority and the portion of capital required for the approval of resolutions.

Those who do not intend to avail themselves of proxies pursuant to Article 135-undecies of the Consolidated Law on Finance may grant proxies and/or sub-delegations to the Appointed Representative pursuant to Article 135-novies of the Consolidated Law on Finance, as an exception to Article 135-undecies, paragraph 4, of the TUF, which, with the relative written voting instructions, together with a copy of an identity document, currently valid, of the delegating party and, if the delegating party is a legal person, a copy of an identity document, currently valid, of the legal representative pro tempore, or of another person with the appropriate powers, together with suitable documentation attesting to their qualification and powers (copy of a Chamber of Commerce certificate or similar), must be received by 12 noon. 00 noon on 14 November 2024, if the Shareholders' Meeting is held on first call, or on 18 November 2024, if the Shareholders' Meeting is held on second call (it being understood that the Designated Representative may accept proxies and/or sub-proxies and/or voting instructions also after the aforesaid deadline, provided that it is before the beginning of the meeting proceedings):

(i) to the Company, by mail, at the address: Via A. Grazia no. 2, 40069 - Zola Predosa (BO), or by e-mail, to the certified mail address mpompe@legalmail.it,

or, alternatively

(ii) to Studio Legale Trevisan & Associati, by mail, at the address: Viale Majno no. 45, 20122 - Milan, or by certified email, to the address: rappresentante-designato@pec.it or by e-mail, to the address: rappresentante-designato@trevisanlaw.it.

Proxies and voting instructions given to the Appointed Representative pursuant to Article 135-novies of the TUF may be revoked within the same term (i.e. by 12.00 noon on 14 November 2024, if the Shareholders' Meeting is held on first call, or on 18 November 2024, if the Shareholders' Meeting is held on second call), in the same manner as for the conferral.

Further information, also relating to the rules applicable to the Appointed Representative, can be found on the Company's website at www.marzocchipompe.com - Investor Relations Section / Shareholders' Meetings.

In addition, for any clarifications concerning the granting of proxy to the Designated Representative (and, in particular, concerning the filling in of the proxy form and the voting instructions and their

transmission), it is possible to contact the Designated Representative at the above-mentioned addresses and/or toll-free number: 800 134 679 (during working days and hours).

There are no procedures for voting by correspondence or electronic means in connection with the Shareholders' Meeting.

THE RIGHT OF SHAREHOLDERS TO ASK QUESTIONS ON ITEMS ON THE AGENDA

Pursuant to Article 17.4 of the Articles of Association in force, those entitled to vote may submit questions on the items on the Agenda even before the Shareholders' Meeting, by sending them to the Company no later than 5 (five) trading days prior to the date set for the Shareholders' Meeting on first call (i.e., no later than 8 November 2024).

Applications may be submitted: (i) by registered mail with return receipt, to be sent to the Company's registered office; (ii) by certified e-mail to the address mpompe@legalmail.it. The applications must be accompanied by the communication sent by the intermediary to the Company attesting the legitimacy to exercise the right to vote.

Questions received by the deadline will be answered at the latest during the Shareholders' Meeting itself, with the Company having the right to provide a single answer to questions with the same content.

INTEGRATION OF THE AGENDA OF THE MEETING AND PRESENTATION OF NEW RESOLUTION PROPOSALS

Pursuant to the provisions of Article 17.3 of the Bylaws in force, Shareholders who, also jointly, represent at least 10% of the share capital may request, within 5 (five) days of the publication of this Notice of Shareholders' Meeting, the integration of the list of items to be discussed at the Shareholders' Meeting, indicating in the request the additional items proposed, or submit resolution proposals on items already on the Agenda. Additions are not permitted in relation to items on which the Shareholders' Meeting resolves, pursuant to current provisions, on the proposal of the Board of Directors or on the basis of a draft or report prepared by the Board of Directors, other than on items on the Agenda.

Requests, together with the communication made by the authorised intermediary certifying the ownership of the shareholding and the report stating the reasons for the request or proposal, shall be submitted in writing to the registered office by registered mail with return receipt or by certified e-mail to mpompe@legalmail.it.

Any additions to the Agenda, or the presentation of resolution proposals on the items already on the Agenda, shall be made known at least 7 (seven) days prior to the date set for the Shareholders' Meeting on first call, in the same form as the publication of this Notice, in order to allow those entitled to vote to consciously express themselves also taking into account such new proposals and to allow the Appointed Representative to collect voting instructions on the same.

At the same time, the illustrative reports prepared by the applicants for integration and/or additional resolution proposals submitted, accompanied by any evaluations of the Board of Directors, will be made available to the public, in the same manner as the documentation for the Shareholders' Meeting. In any case, those who are entitled to vote may individually submit resolution proposals to

the Shareholders' Meeting by submitting them by 8 November 2024 in the same manner as indicated above.

For the purposes of the above, the Company reserves the right to verify the relevance of the proposals with respect to the items on the Agenda, their completeness and compliance with applicable regulations, as well as the legitimacy of the proposers.

DOCUMENTATION

Concurrently with the publication of this Notice of Shareholders' Meeting, the following are made available to the public, at the Company's registered office, on the Company's website at www.marzocchipompe.com, as well as on the website of Borsa Italiana S.p.A. www.borsaitaliana.it, section Shares/Documents: (i) the proxy form to the Designated Representative pursuant to Article 135-undecies of the TUF; (ii) the proxy form and (iii) the sub-delegation form to the Designated Representative pursuant to Article 135-novies of the TUF.

The further documentation relating to the Shareholders' Meeting - including the illustrative reports on the items on the Agenda and the relevant resolution proposals - will be made available to the public, within the terms set forth by the regulations in force, at the Company's registered office, on the Company's website at www.marzocchipompe.com as well as on the website of Borsa Italiana S.p.A. www.borsaitaliana.it, section Shares/Documents.

Considering the shareholding composition of the Company, it is foreseen as of now that the Shareholders' Meeting may be validly constituted and pass resolutions in first call on 15 November 2024 at 11.00 a.m. at the office of Notary Carlo Vico in Bologna (BO) Via Santo Stefano 42.

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This Notice of Meeting is published on the Company's website at www.marzocchipompe.com in the Investor Relations/Shareholders' Meetings section, on the website of Borsa Italiana S.p.A. in the Shares/Documents section, as well as in excerpts in the daily newspaper "ItaliaOggi".

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This press release is available at www.marzocchipompe.com and on the authorised storage mechanism www.1info.it.

Marzocchi Pompe S.p.A.

Marzocchi Pompe is a leading company in the design, production and marketing of high performance gear pumps and motors, which find application in various fields: industrial, mobile and automotive. It closed 2023 with 49.7 million euro in sales revenue. Founded in 1949, it is controlled by the Marzocchi family, which holds the majority of shares and is represented in the company by Paolo Marzocchi, Chairman, and his son Carlo, Deputy Chairman. The shareholding structure also includes CEO Gabriele Bonfiglioli and three other managers. Production is carried out entirely in Italy at the two sites in Casalecchio di Reno (BO) and Zola Predosa (BO). Marzocchi Pompe is present in over 50 countries through an international distribution network.

Contatti

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