

Biesse S.p.A.

Via della Meccanica, 16
61122 Pesaro (PU) Italy

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www.biesse.com

Notice of call of the Ordinary Shareholders' Meeting

Shareholders are hereby summoned to the Ordinary Shareholders' Meeting, which will be held at the registered office of **Biesse S.p.A.** (“**Biesse**” or the “**Company**”), in Pesaro (PU), Via della Meccanica, 16, on **April 29, 2024** at 9:30 a.m. in first call and in second call on **April 30, 2024**, same place and time to discuss and resolve on the following

Agenda

1. Financial Statements as at 31 December 2023; Directors' report on operations; reports of the Board of Statutory Auditors and of the Independent Auditors on the Financial Statements to 31 December 2023; inherent and consequent resolutions. Presentation of the Consolidated Financial Statements as of 31 December 2023. Presentation of the non-financial statement pursuant to Legislative Decree 254/2016 ("NFS") - Sustainability Report to December 31, 2023;
2. Resolution on the allocation of the profits of Biesse S.p.A. for the 2023 financial year and proposal for the distribution of the dividend;
3. Report on the Remuneration Policy and Compensation paid. Vote on the Section One of the Report pursuant to art. 123-ter, paragraph 3-bis and 3-ter of Legislative Decree no. 58/1998;
4. Report on the Remuneration Policy and Compensation paid. Consultative vote on the Section Two of the Report pursuant to art. 123-ter, paragraph 6 of Legislative Decree no. 58/1998;
5. Determination of the number of members of the Board of Directors;
6. Appointment of members of the Board of Directors;
7. Determination of the remuneration of the members of the Board of Directors;
8. Appointment of the Board of Statutory Auditors;
9. Appointment of the Chairmain of the Board of Statutory Auditors;
10. Determination of the remuneration of the members of the Board of Statutory Auditors.

Pursuant to art. 83-sexies of Legislative Decree no. 58/98, entitlement to attend the Shareholders' Meeting and exercise the right to vote is certified by a communication made to the Company by the intermediary, in compliance with its accounting records, in favour of the party entitled to vote; the intermediary's communication will be based on the accounting records at the end of the seventh trading day prior to the first call of the Shareholders' Meeting (i.e. by **Thursday 18 April 2024** - *record date*). Credit and debit entries made to the accounts after that date are not relevant for the purpose of entitlement to exercise the right to vote at the Shareholders' Meeting. Those who hold shares only after that date are not entitled to attend and vote at the Meeting.

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In accordance with what is allowed by Article 106, Paragraph 4 of Law Decree of March 17, 2020, no. 18 of the so-called "Cura Italia Decree" ("Decree"), as converted with amendments and whose application was most recently extended to April 30, 2024 by Article 3, Paragraph 12-duodecies of Decree Law No. 215 of December 30, 2023, as converted with amendments by Law No. 18 of February 23, 2024, the Company has made use of the right to provide that the participation of the subject holding the right to vote in the Shareholders' Meeting **takes place exclusively through the designated representative** pursuant to art. 135-undecies of Legislative Decree no. 58/1998, in accordance with the provisions of the law and current regulations, who may also be granted proxies and/or sub-delegations pursuant to art. 135-novies of Legislative Decree no. 58/1998.

The Company appointed Computershare S.p.A. - with registered office in Milan, via Mascheroni 19, 20145 - as Designated Representative.

Information on the amount of the share capital, the granting of the proxy to the Designated Representative, the right to ask questions, integrate the agenda, to submit resolution proposal pursuant to article 126-bis, paragraph 1, first sentence, of Legislative Decree No. 58/1998, the submission of individual resolution proposal by holders of voting rights provided for in article 126-bis, paragraph 1, penultimate sentence, of Legislative Decree No. 58/1998, on the submission of lists for the appointment of the Board of Directors and the Board of Statutory Auditors, as well as on the availability of the documentation relating to the items on the agenda, can be found in the full text of the notice of call published on the Company's website at www.biessegroup.com (*Investor Relations/Investor Services/Shareholders' Meeting 29/04/2024* section) and available at the authorized storage mechanism Info at www.linfo.it.

It should be noted that the Annual Financial Report as of 31 December 2023 and the documentation required by art. 154-ter, paragraph 1, of Legislative Decree 24 February 1998, no. 58, as well as the Report on Corporate Governance and Ownership Structures, the Report on Remuneration Policy and Compensation Paid and the Statement on Non-Financial Information, are available to the public as from 29 March 2024 - in the manner provided for by the regulations in force - at the registered office, on the Company's website, www.biessegroup.com (*Investor Relations/Investor Services* section) as well as on the authorized storage mechanism www.linfo.it.

It should be also noted that the summary of the main figures related to the financial statements of the subsidiaries of Biesse Group pursuant to Article 2429, Paragraph 4 of the Civil Code, will be made available to the public in the terms and manner prescribed by current regulations, as of March 29, 2024.

Pesaro, 20 March 2024

For the Board of Directors

The Chairman

C.F. e P.IVA IT00113220412 | Registro Imprese Pesaro Urbino Nr. 1682
Tribunale di Pesaro - R.E.A. 56612 | Commercio Estero PS 000605
Capitale Sociale € 27.402.593 i.v.

Società soggetta ad attività di direzione e coordinamento ai sensi dell'Art. 2497-bis c.c. da parte della Biesse Spa con sede in Pesaro, iscritta al N. 00113220412 Registro Imprese.