EuroGroup Laminations S.p.A.

Registered office in Via Stella Rosa no. 48, Baranzate (Milan), share capital Euro 6,111,941.00

Tax code, VAT number and number of enrollment in the Company's Register of Milan Monza Lodi 05235740965
Economic and administrative index (REA) MI 1807416

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’ MEETING

Pursuant to Article 10 of the bylaws (the “**Bylaws**”), EuroGroup Laminations S.p.A. (“**EuroGroup**” or the “**Company**”) has decided to use the option set out therein, providing that the intervention and voting in the Shareholders’ Meeting of those who are eligible will be made exclusively by granting a proxy (or sub-proxy) to the representative appointed by the Company pursuant to art. 135-*undecies* of Italian Legislative Decree no. 58/1998 (“**Consolidated Law on Finance**” or “**TUF**”).

Those entitled to attend and exercise the right to vote are convened to the Ordinary Shareholders’ Meeting for May 5, 2025 at 2:00 PM, on single call, in the form set out below, to discuss and resolve on the following:

AGENDA

1. Separate Financial Statements and Consolidated Financial Statements as at December 31, 2024.

    1.1. Approval of the Financial Statements of EuroGroup Laminations S.p.A. as at December 31, 2024 and presentation of the Consolidated Financial Statements as at December 31, 2024, accompanied by the Directors’ Report on Operations for the year 2024, including the Sustainability Report prepared in accordance with the Corporate Sustainability Reporting Directive (Directive 2022/2464/EU), the Report of the Board of Statutory Auditors and the Reports of the Independent Auditors; related and consequent resolutions.

    1.2. Allocation of the result for the financial year ended December 31, 2024 and distribution of available reserves. Related and consequent resolutions.

2. Report on the remuneration policy and compensation paid pursuant to Article 123-*ter*, paragraphs 3-*bis* and 6, of Italian legislative decree no. 58/1998:

    2.1. Binding resolution on the first section of the remuneration policy prepared pursuant to Article 123-*ter*, paragraph 3, of Italian legislative decree no. 58/1998;

    2.2. Non-binding resolution on the second section on the paid compensation prepared pursuant to Article 123-*ter*, paragraph 4, of Italian legislative decree no. 58/1998.

3. Proposal to authorise the purchase and disposal of treasury shares; related and consequent resolutions;

4. Approval of a plan for the free assignment of shares of the Company called “*Performance Shares Plan 2025-2027*”.

Procedures for the Shareholders' Meeting

Pursuant to art.10 of the Bylaws, attendance at the Shareholders' Meeting of those who have the right to vote shall take place through the conferral of a written proxy with voting instructions on all or some of the proposals on the agenda to a person designated pursuant to Article 135-*undecies.1* of the Consolidated Law on Finance (the "**Appointed Representative**").

Without prejudice to the above, attendance at the Shareholders' Meeting of other entitled parties (the Chairman, the Chief Executive Officer, the Chairman of the Board of Statutory Auditors, the other members of the Corporate Bodies, the Secretary, the Appointed Representative and any other person eligible to participate in the ' Meeting), may also (or exclusively) take place by remote communication means that guarantee their identification, as communicated to each individually, without the need for the Chairman, the Secretary and, eventually, the Notary to be in the same place. The Shareholders' Meeting will therefore take place without the physical participation of the Shareholders.

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<u>Share capital and shares with voting rights</u>

Pursuant to art. 125-*quater* of the Consolidated Law on Finance, the Company's share capital is equal to Euro 6,111,941.00, and is divided into 94,016,319 shares listed on Euronext Milan and 73,677,026 with multiple voting rights, not listed, with no par value, for a total of 315,047,397.00 voting rights that can be exercised at the Shareholders' Meeting. Each ordinary share gives right to 1 (one) vote in the Company's ordinary and extraordinary shareholders' meetings, while each share with multiple votes gives right to 3 (three) votes in the Company's ordinary and extraordinary shareholders' meetings. At the time of publication of this notice of call, the Company holds 5,030,800 treasury shares, equal to 3.0% of the share capital.

<u>Right to intervene and vote</u>

In accordance with Article 83-*sexies* of the TUF, as subsequently amended and supplemented, the right to attend and vote at the Shareholders' Meeting is conferred on the basis of a communication to the Company by an authorized intermediary, in accordance with the accounting records at the end of the seventh trading day before the date set for the Shareholders' Meeting, (*i.e.*, April 23, 2025 "*record date*"). Those who hold shares only after that date shall not be entitled to attend and vote at the Shareholders' Meeting. The communication from the intermediary must be received by the Company by the end of the third trading before the date set for the Shareholders' Meeting (*i.e.*, by April 29, 2025). Nevertheless, the right to attend and vote shall remain valid if the communication is received by the Company after said deadline, provided that it is delivered by the start of the Shareholders' Meeting.

The attendance at the Shareholders' Meeting is governed by the applicable law and regulations, as well as by the provisions of the Company's Bylaws and in the Shareholders' Meeting regulation, available on the Company's website (www.eglagroup.com), *Investors/ Governance* section.

<u>Vote by proxy and Appointed Representative</u>

Pursuant to art. 10 of the Bylaws, the attendance and the exercise of the right to vote at the Shareholders' Meeting by those entitled to do so will take place exclusively through the Appointed Representative chosen by the Company.

With reference to the Shareholders' Meeting of this call notice, the Company has identified **Computershare S.p.A.**- with registered office in Via Mascheroni no. 19, 20145, Milan as the Appointed Representative pursuant to art. 135-*undecies.1* of the Consolidated Law on Finance, who must be granted a specific proxy and/or sub-proxy, alternatively pursuant to art. 135-*undecies* or art. 135-*novies* of the Consolidated Law on Finance, by means of the "*Proxy/Sub-proxy form to the Appointed Representative*".

Delegation pursuant to art. 135-*undecies.1* of the Consolidated Law on Finance ("*Proxy/Sub-proxy form to the Appointed Representative* ")

The Appointed Representative may be granted a written proxy pursuant to Article 135-*undecies* of the Consolidated Law on Finance, at no cost to the delegating party (except for any shipping costs), with voting instructions on all or some of the proposals on the Agenda.

The proxy to the Appointed Representative pursuant to art. 135-*undecies* of the Consolidated Law on Finance must be granted by signing the specific "*Proxy/ sub-proxy form to the Appointed Representative*" made available in the specific section of the Company's website www.eglagroup.com (*Investors / Governance / Meetings* section) and received, along with the relative written voting instructions, and together with a copy of valid ID of the delegating party and, in the case of a legal person, a copy of the ID of the legal representative at the time of the proxy, or of another person with necessary powers, together with documentation giving evidence of their corporate powers (an excerpt of the company registration documents or similar). The form must be submitted according to the instructions on the form, no later than the end of the second trading day prior to the date set for the Shareholders' Meeting (*i.e.*, no later than April 30, 2025).

The proxy and the corresponding voting instructions granted to the Appointed Representative pursuant to art. 135-*undecies* of the Consolidated Law on Finance can be revoked by the aforementioned deadline (April 30, 2025), with the same procedures set out for their assignment.

The proxy is not valid for proposals for which voting instructions have not been given.

The Appointed Representative is also available for the Shareholders to provide any information and clarifications that may be necessary on granting the proxy to the Appointed Representative (and, in particular, regarding the completion of the proxy form and voting instructions and their delivery), at the address ufficiomi@computershare.it and/or to the toll-free number: 0246776830.

It is not possible to vote electronically or by mail.

Right to request additions to the agenda and to submit new proposed resolutions

In accordance with Article 126-*bis* of the TUF, the Shareholders that, also jointly, represent at least one fortieth of the share capital may request, within ten days after the publication of this notice (*i.e.*, by 14 April, 2025), that new items be added to the agenda, by indicating any additional items in their request, or that resolution proposals of resolutions on items already on the agenda be discussed at the Shareholders' Meeting.

The entitlement to exercise this right is certified by a communication to the Company by the authorized intermediary pursuant to art. 43, paragraph 1, of Provision on post-trading of Consob and Bank of Italy of August 13, 2018 ("Regulation of central counterparties, central depositories and centralized management activities") (the "**Post-trading Resolution**"), certifying the ownership of the shares by the requesting shareholders with validity on the date of the request. The additions must reach the Company by the deadline indicated above in writing by registered mail at the Company's registered office Via Stella Rosa no. 48, Baranzate (Milan) or at the certified e-mail address amm.euro-group@p-e-c.it; within this deadline and with the same procedures, a report must be presented by the proposing Shareholders, providing the reasons for the proposed resolutions on the new items or the reasons for the additional proposed resolutions submitted for items already on the agenda.

Any additions to the agenda or any additional proposed resolutions on items already on the agenda shall be communicated in the same form required for the publication of the notice of call, at least 15 days prior to the date set for the Shareholders' Meeting (*i.e.*, by April 20, 2025).

At the same time of publication of the supplementation notice or of the presentation, in the same manner established for the documentation relating to the Shareholders’ Meeting, the report prepared by requesting Shareholders, accompanied by any evaluations of the Board of Directors, will be made available to the public.

Additions to the items on the agenda are not permitted for topics on which the Shareholders’ Meeting must resolve, by operation of law, upon proposals by the Directors or on the basis of a project or report prepared by the Directors, other than those mentioned under Article 125-*ter*, paragraph 1, of the Consolidated Law on Finance.

Shareholders may individually submit proposals for resolutions on items on the Agenda. As participation at the Meeting is allowed exclusively through the Appointed Representative, such proposals must be submitted in writing by registered letter to the registered office in Via Stella Rosa no. 48, Baranzate (Milan) or to the certified email address amm.euro-group@p-e-c.it, by April 20, 2025. The proposals - subject to verification of their relevance to the items on the Agenda as well as their correctness and completeness as regards applicable regulations - will be published by April 22, 2025 on the Company’s website (www.eglagroup.com *Investors/ Governance/Shareholders Meetings* section). This is to allow those entitled to vote to express their opinion in an informed manner, also considering these new proposals and therefore to allow the Appointed Representative to collect any voting instructions on these proposals.

The person submitting such proposal must provide proper evidence to prove its entitlement to attend the ’ Meeting and issue a proxy to the Appointed Representative to attend the Shareholders’ Meeting.

Right to ask questions on the items on the agenda

Pursuant to art. 127-*ter* of the Consolidated Law on Finance, Shareholders may ask questions on the items on the Agenda even before the Shareholders’ Meeting, by sending the questions by way of registered mail to the Company’s registered office , Via Stella Rosa n. 48, Baranzate (MI), or by electronic communication to the certified email address amm.euro-group@p-e-c.it.

Questions must be submitted within seven trading days prior to the date of the Shareholders’ Meeting (*i.e.*, by April 23, 2025) and must be accompanied by the personal details of the Shareholder (surname and name or name in the case of an entity or company, place and date of birth and tax code) and by the relative communication of the intermediary pursuant to art. 43 of the Post-trading Resolution; ownership of voting rights can also be certified after the submission of the questions provided that it is no later than the third day after the date indicated in art. 83-*sexies*, paragraph 2, of the Consolidated Law on Finance (*i.e.*, the record date), *i.e.*, by April 26, 2025; however, this communication is not necessary if the Company receives earlier the communication from the intermediary necessary for attendance at the Shareholders’ Meeting.

Subject to verifying their relevance to the items on the Agenda of the Shareholders’ Meeting and the person’s entitlement, the Company will provide an answer to the questions received by April 23, 2025, before the ’ Meeting, by the third trading day prior to the meeting, i.e. 29 April 2025, by publishing the responses on the appropriate section on its website www.eglagroup.com, (*Investors/ Governance/Shareholders Meetings* section) in order to enable those entitled to vote to express their informed opinion on the items on the Agenda. The Company may provide a single answer to questions having the same content.

The Company will not respond to questions that do not comply with the above terms and conditions.

Documentation

The explanatory report of the Board of Directors containing the full text of the resolution proposals and the and the additional Shareholders’ Meeting documentation will be made available to the public at the registered office of the Company in Via Stella Rosa no. 48, Baranzate (Milan), on the Company’s website (www.eglagroup.com, *Investors/ Corporate Governance/ Shareholders' Meetings* section) and at the authorized storage device "1Info" at the website www.1info.it, as required by law.

The Bylaws and the Rules of the Shareholders' Meeting are available on the Company's website (www.eglagroup.com, *Investors*/*Corporate Governance* section).

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This call notice is published, pursuant to Article 125-*bis* of the TUF and Article 84 of the Issuers' Regulation, as well as of Article 8 of the Bylaws, on the Company's website (www.eglagroup.com, *Investors*/ *Governance*/*Shareholders' Meeting* section), and also in extract form in the "Italia Oggi" daily newspaper, and on the authorized storage device "1info" available on the website www.1info.it.

On behalf of the Board of Directors

The Chairman Sergio Iori

Baranzate (Milan), 4 April, 2025