# DE' LONGHI S.P.A.

Registered office in Treviso – Via Lodovico Seitz 47 Share capital €226,942,105.50 fully paid up Tax Code and Registration in the Company Register of Treviso No. 11570840154

#### CALL NOTICE FOR THE ORDINARY AND EXTRAORDINARY ANNUAL GENERAL MEETING

Those in possession of the right to vote in the Annual General Meeting of De' Longhi S.p.A are invited to attend the Ordinary and Extraordinary Annual General Meeting on **30 April 2025**, at 8:45 am, at the Company's offices in Via Lodovico Seitz 47, Treviso, Italy, in single call, to resolve upon the following

#### AGENDA

#### **Ordinary Part**

- 1. Approval of the Separate Financial Statements at 31 December 2024 accompanied by the Directors' Report on Operations, the Report by the Board of Statutory Auditors and the External Auditors' Report. Presentation of the Consolidated Financial Statements at 31 December 2024 and the consolidated sustainability reporting pursuant to Legislative Decree No. 125/2024. Resolutions thereon.
- 2. Proposed allocation of the net profit for the year and distribution of the dividend. Resolutions thereon.
- 3. Annual report on the remuneration policy and compensation paid:
  - 3.1 approval of the '2025 Remuneration Policy' contained in Section I, in accordance with Article 123-*ter*(3-*bis*) of Legislative Decree No. 58/98;
  - 3.2 advisory vote on the 'Compensation paid in 2024' indicated in Section II, in accordance with Article 123ter(6) of Legislative Decree No. 58/98.
- 4. Appointment of the Board of Directors:
  - 4.1 determination of the number of members. Resolutions thereon;
  - 4.2 determination of the duration of office. Resolutions thereon;
  - 4.3 appointment of the Directors. Resolutions thereon;
  - 4.4 appointment of the Chairman of the Board of Directors. Resolutions thereon;
  - 4.5 determination of the remuneration. Resolutions thereon.
- 5. Appointment of the Board of Statutory Auditors for the three-year period 2025-2027:
  - 5.1 appointment of the Auditors and the Chairman of the Board of Statutory Auditors. Resolutions thereon;
  - 5.2 determination of the remuneration. Resolutions thereon.
- 6. Proposal to authorise the purchase and disposal of treasury shares, after revoking, for the portion not executed, the resolution taken by the Annual General Meeting held on 19 April 2024. Resolutions thereon.
- 7. Proposed amendment of the Rules of the Annual General Meeting. Resolutions thereon.

# **Extraordinary Part**

- 1. Proposed introduction of the office of 'Honorary Chairman' and consequent amendment of Article 11 of the Articles of Association. Resolutions thereon.
- 2. Proposed elimination of the indication of the par value per share and consequent amendment of Articles 5 and *5-quater* of the Articles of Association. Resolutions thereon.

#### • RIGHT TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING

Pursuant to Article 83-sexies of Legislative Decree No. 58 of 24 February 1998 as subsequently amended ('Legislative Decree No. 58/98') and the related implementing provisions, those persons entitled to attend and vote in the Annual General Meeting and on whose behalf authorised depository intermediaries have sent – within the terms of law and regulations – the relevant communication to the Company based on their accounting records at the end of the seventh trading day prior to the date set for the AGM (namely, 17 April 2025, the so-called 'record date') may attend and vote at the AGM. In accordance with the law in force, those holding shares only after this date will not be entitled to attend or vote at the Annual General Meeting. The depository intermediary's communication referred to above must reach the Company by the end of the third trading day prior to the date set for the Annual General Meeting (therefore by 25 April 2025). The right to attend and vote at the AGM starts.

It should be remembered that the communication to the Company is made by the depository intermediary at the request of the person entitled to vote. Those entitled to vote are required to give instructions to the depository intermediary who keeps the relevant accounts, so that the intermediary may make said communication to the Company.

#### • ATTENDANCE AND REPRESENTATION IN THE ANNUAL GENERAL MEETING

Pursuant to Article 7 of the Articles of Association and in accordance with the law in force, **participation in the Annual General Meeting by those who have the right to vote is permitted only through the representative designated** by the Company pursuant to Article 135-*undecies* of Legislative Decree No. 58/98, to whom a proxy must be granted, in the manner and under the conditions indicated below; the aforementioned designated representative may also be granted proxies or sub-proxies pursuant to Article 135-*novies* of Legislative Decree No. 58/98, as an exception to Article 135-*undecies*(4) of the same decree.

The Company has designated **Computershare S.p.A.** – with registered office in via Mascheroni 19, 20145 Milan, Italy and with offices in via Nizza 262/73, 10126 Turin, Italy – as the designated representative of the shareholders pursuant to Article 135-*undecies* of Legislative Decree No. 58/98 (**'Designated Representative'**).

#### ■ PARTICIPATION BY ENTITLED PERSONS ALSO BY MEANS OF TELECOMMUNICATIONS

Persons who are entitled to take part in the work of the Annual General Meeting under the law (Chairman, Directors, Statutory Auditors, Designated Representative) may participate in the AGM either at the Company's registered office or by telecommunication means that also ensure that they can be identified, without the need for the Chairman and the Secretary and/or notary of the meeting having to be in the same place, and without prejudice, taking into account Opinion No. 187 of the Notary Council of Milan, to the presence of the secretary and/or notary of the meeting at the Company's registered office, where the meeting is convened. The Company will provide instructions for participating in the Annual General Meeting by telecommunication means to those concerned.

# • PARTICIPATION IN THE ANNUAL GENERAL MEETING AND GRANTING OF PROXY TO THE DESIGNATED REPRESENTATIVE

Pursuant to Article 7 of the Articles of Association and in accordance with the law in force, participation in the Annual General Meeting by those who have the right to vote is permitted only through the Designated Representative, without the physical participation of the shareholders.

Those persons entitled to vote who wish to attend the Annual General Meeting must therefore grant the Designated Representative a proxy – with voting instructions on all or some of the proposed resolutions on the items on the agenda – together with ID (identification document) – and, in the case of a legal entity, a document proving the possession of powers to grant the proxy, using the specific proxy/sub-proxy form prepared by the Designated Representative in agreement with the Company, available on the Company's website at the following address <u>www.delonghigroup.com</u> (section '*Governance*' – '*Corporate Bodies*' – '*Annual General Meeting April 2025*'), where there is also the link to a specific web application provided and managed directly by Computershare S.p.A., through which it will be possible to proceed with the guided compilation of the proxy form for the Designated Representative.

The web application, which can be accessed through specific links on the Company's website <u>www.delonghigroup.com</u> (section 'Governance' - 'Corporate Bodies' - 'Annual General Meeting April 2025') will be made available by Computershare S.p.A., in its capacity as Designated Representative, from **17 April 2025** (the day by which the Company will make available any additions to the list of items to be discussed or any proposals for resolutions on items already on the agenda of the Annual General Meeting that may have been received individually from those persons entitled to vote).

The proxy granted without using the web application must be transmitted in the manner indicated in the proxy/subproxy form made available on the Company's website at the address <u>www.delonghigroup.com</u> (section 'Governance' – 'Corporate Bodies' – 'Annual General Meeting April 2025'). The proxy must be granted by the end of the second trading day prior to the date of the Annual General Meeting (therefore, **28** April **2025**) and shall be effective only for those proposals for which voting instructions have been given. The proxy and voting instructions may be revoked within the same time limit.

It should be noted that the Designated Representative may also be granted proxies and/or sub-proxies pursuant to Article 135-*novies* of Legislative Decree No. 58/98, as an exception to Article 135-*undecies*(4) of Legislative Decree No. 58/98, using the form made available on the Company's website <u>www.delonghigroup.com</u> (section 'Governance' – 'Corporate Bodies' – 'Annual General Meeting April 2025'), in the manner and within the time limits indicated in the form itself.

It should be noted that the shares for which the proxy or sub-proxy has been granted, even partially, are calculated for the purposes of establishing the valid constitution of the Annual General Meeting. In relation to proposals for which no voting instructions have been given, those shares are not counted for the purposes of calculating the majority and the amount of capital required to approve resolutions.

For clarification or information, the Designated Representative can be contacted by phone (+39 011-0923200) or at the following e-mail address <u>sedeto@computershare.it</u>.

Shareholders are informed that the Company reserves the right to supplement and/or amend the above instructions. In this case, the Company will promptly inform the public using the same method as the one used to publish this call notice.

# POSTAL VOTING

No procedures are envisaged for voting by post or electronically.

# ■ SUPPLEMENTATION OF THE AGENDA AND PRESENTATION OF NEW PROPOSALS

Please note that, in accordance with Article 126-*bis* of Legislative Decree No. 58/98, Shareholders who, individually or jointly, represent at least one fortieth of the share capital may ask, within ten days of publication of the call notice convening the Annual General Meeting (therefore by **30 March 2025**), to add to the list of items on the agenda, specifying in the request the additional items they propose or submitting proposed resolutions on items already on the agenda.

The requests, together with certificate attesting ownership of the shareholding, must be submitted in writing by communication sent to the following certified email address: <u>societariodelonghispa@legalmail.it</u>. The requests must be accompanied by an indication of the requesting shareholders, the percentage held and a reference to the communication sent by the depository intermediary to the Company for the entitlement to exercise the right, as well as a report giving the reason for proposing the new items for discussion or the reason for submitting additional proposals on items already on the agenda. It is also specified that the agenda cannot be supplemented with items on which, in accordance with the law, the Annual General Meeting resolves upon the proposal of the Directors or on the basis of a project or a report prepared by the same, other than those referred to in Article 125-ter(1) of Legislative Decree No. 58/98. Any additions to the agenda and/or additional proposed resolutions submitted on items already on the agenda, together with the report prepared by the Shareholders and any evaluations of the Board of Directors, are made available to the public in the same ways as prescribed for publishing this call notice at least fifteen days prior to the date set for the Annual General Meeting (therefore by **15 April 2025**).

# • RIGHT TO SUBMIT INDIVIDUALLY PROPOSALS FOR RESOLUTIONS BEFORE THE ANNUAL GENERAL MEETING

Considering that attendance at the Annual General Meeting is exclusively through the Designated Representative and that, consequently, the presentation of proposed resolutions is not permitted during the AGM, pursuant to Article 135*undecies*.1(2) of Legislative Decree No. 58/98, Shareholders and those persons entitled to vote may individually submit proposals for resolutions on the items on the agenda, or proposals whose submission is otherwise permitted by law, even if they represent less than one fortieth of the share capital with voting rights. These proposals must be submitted by the fifteenth day before the date of the AGM (therefore by **15 April 2025**) to the following certified email address: <u>societariodelonghispa@legalmail.it</u>.

After verifying their relevance to the items on the agenda as well as their correctness and completeness with respect to the applicable regulations, the proposals will be published by **17 April 2025** on the Company's website at <u>www.delonghigroup.com</u> (section '*Governance*' – '*Corporate Bodies*' – '*Annual General Meeting April 2025*'). The entitlement to individually submit proposed resolutions is subject to the Company receiving the notice provided for by Article 83-*sexies* of Legislative Decree No. 58/98.

# RIGHT TO ASK QUESTIONS ON THE ITEMS ON THE AGENDA BEFORE THE ANNUAL GENERAL MEETING

Those persons with voting rights may ask questions on items on the agenda only before the Annual General Meeting, by sending such questions to the following certified email address: <u>societariodelonghispa@legalmail.it</u>, accompanied by appropriate documentation proving the right to exercise voting rights issued by authorised depository intermediaries in accordance with their accounting records.

Pursuant to Article 127-*ter* of Legislative Decree No. 58/98, questions must be received by the record date (therefore by **17 April 2025**). The questions that are received by the Company within this deadline and in the manner indicated above, once their relevance to the item on the agenda of the Annual General Meeting and the legitimacy of the person posing the question has been verified, will be answered by the Company by the minimum deadline provided pursuant to Article 135-*undecies*.1(3) of Legislative Decree No. 58/98, (therefore by **27 April 2025**), by publication on the Company's website <u>www.delonghigroup.com</u> (section '*Governance*' - '*Corporate Bodies*' - '*Annual General Meeting April 2025*'), in order to enable those entitled to vote to express themselves knowledgeably on the item on the agenda. The Company may provide a single response to questions concerning the same subject.

# • SHARE CAPITAL AND SHARES WITH VOTING RIGHTS

Pursuant to Article 125-quater(1)(c) of Legislative Decree No. 58/98, we hereby inform you that, based on the findings as of today's date, the share capital (fully subscribed and paid up) of De' Longhi S.p.A. amounts to  $\notin$ 226,942,105.50 and is divided into 151,294,737 ordinary shares with a par value of  $\notin$ 1.50 each, each of which gives the right to one vote at the Annual General Meeting, except for the 81,991,515 shares that have accrued the right to the increase in voting rights pursuant to Article 127-quinquies of Legislative Decree No. 58/98 and Article 5-bis of De' Longhi's Articles of Association (in the ratio of two voting rights per share); therefore, at the date of publication of this call notice, the total number of voting rights that can be exercised at the Annual General Meeting is 233,286,252.

It should be noted that there are no classes of shares other than ordinary shares and that as of the accounting date 19 March 2025, the Company holds 901,164 treasury shares (equal to 0.5956% of the share capital and 0.3863% of the share capital with voting rights) for which, in accordance with the law, voting rights are suspended.

# APPOINTMENT OF THE BOARD OF DIRECTORS AND THE BOARD OF STATUTORY AUDITORS

# **Board of Directors**

With reference to the **fourth item on the agenda** for the ordinary part of the Annual General Meeting, it should be noted that, in accordance with Article 9 of the Articles of Association of De' Longhi S.p.A. ('Articles of Association') and the laws and regulations in force, Directors will be appointed based on the slates submitted by the Shareholders.

Those Shareholders who possess – on the day on which the slates are submitted – a shareholding in De' Longhi S.p.A. of at least 1% are entitled to submit slates of candidates (shareholding established by Consob with Management Decision No. 123 of 28.01.2025, in compliance with the provisions of law and regulations in force). Each candidate may only be indicated on one single slate or shall be deemed ineligible. Candidates who do not possess the requisites required by law, by the Articles of Association or other applicable provisions for their respective offices may not be included in the slates (without prejudice to any other cause of ineligibility or forfeiture). Each slate contains a number of candidates up to a maximum of 13, listed using sequential numbering. At least two candidates, always indicated at least at the second and seventh place of each slate, must possess the requirements of independence established by Art. 147-*ter* of Legislative Decree No. 58/98. Pursuant to Article 9 of the Articles of Association, slates containing three or more candidates must comprise candidates belonging to both genders (male and female), so as to ensure that the gender balance within the Board of Directors is at least equal to the minimum required by the laws and regulations in force at the time. It should be noted that, in accordance with Article 147-*ter*(1-*ter*) of Legislative Decree No. 58/98, introduced by Law No. 120 of 12 July 2011 and subsequently amended, with reference to the term of office of the new administrative body, the least represented gender must attain at least two fifths of the elected directors, rounded up to nearest whole number (as provided by Article 144-*undecies*.1(3) of Consob Regulation No. 11971/1999).

The slates submitted by the Shareholders must be filed using the methods indicated below by **5** April 2025 (the twenty-fifth day before the date of the Annual General Meeting) or they shall be deemed invalid.

Each slate must be filed together with the following documents:

- *(i)* the special certificate issued by an authorised depository intermediary, in accordance with the law, proving ownership of the number of shares necessary to present the slates;
- *(ii)* a curriculum vitae for each of the candidates included in the slate, containing a detailed description of the candidate's personal and professional characteristics; and
- (iii) the statements in which each candidate accepts candidacy and certifies, under their own responsibility and under penalty of being excluded from the slate, that: (a) there is no known impediment preventing election or incompatibility with the office of director and that the requisites required by the law in force and by the Articles of Association have been met, and (b) they possess the requirements of independence established by Article 147*ter* of Legislative Decree no. 58/98.

Any slate that does not observe the rules referred to above shall be deemed as not submitted.

In the preparation of the slates, the Shareholders are asked to take into account the recommendations of the outgoing Board of Directors on its optimal composition in terms of quantity and quality, expressed in the fourth item ('Appointment of the Board of Directors') of the Directors' Report on the agenda for the ordinary part of the Annual General Meeting drafted pursuant to Article 125-ter of Legislative Decree No. 58/98 and Articles 73 and 84-ter of Consob Regulation No. 11971/1999 ('Directors' Report'), accessible on the Company's website (see below). The Shareholders are also asked to take into account the 'Diversity policies for the members of the corporate bodies of De' Longhi' adopted by the Board of Directors in the version most recently updated on 6 February 2025 (accessible on the Company's website <u>www.delonghigroup.com</u>, section 'Governance' – 'Company Documents').

On this point, it should be noted that the Company adheres to the Corporate Governance Code for listed companies approved by the Corporate Governance Committee in January 2020 (the '**Corporate Governance Code**') which requires, for companies like De' Longhi that qualify as 'large companies with concentrated ownership', that at least one third of the directors on the Board qualify as 'independent directors' within the meaning of Article 2, Recommendation No. 7 of the Corporate Governance Code (on this subject, reference is made to the fourth item of the aforementioned Directors' Report). The Shareholders are therefore asked to take the above into account and to accompany the candidatures submitted with the respective statement, made by each person concerned under their own responsibility, attesting whether or not they qualify as independent also within the meaning of the Corporate Governance Code.

# **Board of Statutory Auditors**

With reference to the **fifth item on the agenda** for the ordinary part of the Annual General Meeting, it should be noted that the appointment of the Auditors – three standing members, including the Chair of the Board of Statutory Auditors, and two alternates – is governed by Article 14 of the Articles of Association and by the laws and regulations in force.

Minority shareholders shall have the right to elect the Chair of the Board of Statutory Auditors and one alternate auditor.

Those Shareholders who, either alone or together with other Shareholders, possess – on the day on which the slates are submitted – a shareholding of at least 1% in De' Longhi S.p.A. are entitled to submit slates of candidates (shareholding established by Consob with Management Decision No. 123 of 28.01.2025, in compliance with the provisions of law and regulations in force).

The election of Auditors is carried out based on the slates submitted by the Shareholders in which the candidates are listed using sequential numbers. Each slate contains a number of candidates not exceeding the number of members to be elected. Pursuant to Article 14 of the Articles of Association, slates containing a total of three or more candidates must comprise candidates belonging to both genders (male and female), so as to ensure that the gender balance within the Board of Statutory Auditors, for both standing members and alternates, is at least equal to the minimum required by the laws and regulations in force at the time. It should be noted that, in accordance with Article 148(1-*bis*) of Legislative Decree No. 58/98, introduced by Law No. 120 of 12 July 2011 and subsequently amended, with reference to the term of office of the new control body, the least represented gender must reach at least two fifths of the elected standing auditors, rounded down to nearest whole number (as provided by Article 144-*undecies*.1(3) of Consob Regulation No. 11971/1999 for corporate bodies composed of three members). Therefore, in compliance with the Articles of Association and the provisions of the law currently in force, Shareholders who intend to submit a slate consisting of three or more candidates are requested to include in said slate at least one candidate for the office of Standing Member and one candidate for the office of Alternate Auditor belonging to the less represented gender.

The slates of candidates, signed by those who submit them, must be filed by **5** April 2025 (the twenty-fifth day before the date of the Annual General Meeting) using the methods indicated below or they shall be deemed invalid.

Each slate is accompanied by the information required by laws and regulations in force, including: (i) a description of the curriculum vitae of each candidate and (ii) the statements in which each candidate accepts candidacy and certifies, under their own responsibility, that there is no known impediment preventing election or incompatibility with the office and that the requisites required by the law and regulations in force and by these Articles of Association have been met. To this end, pursuant to Article 14 of the Articles of Association, the subject matters and areas of activity indicated in the corporate purpose, particularly with reference to companies or entities operating in the industrial, commercial, property, IT and financial sectors and the services sectors in general, are considered as closely related to those of the Company. Bearing in mind that, pursuant to the last paragraph of Article 2400 of the Civil Code, at the time of appointment and prior to accepting the office, the Annual General Meeting must be informed of positions held by the Auditors in the administrative and control bodies of other companies, such information must be provided in the description of the candidates' professional curricula, ensuring that they are up-to-date as of the day of appointment at the Annual General Meeting. In compliance with the requirements of Article 144-sexies(4)(b) of the Regulation pursuant to Consob Resolution no. 11971/1999 and subsequent amendments and additions ('Issuers' Regulation'), the minority slates must also be accompanied by a declaration, by the Shareholders submitting them, attesting to the absence of connecting relations pursuant to Article 144-quinquies of the Issuers' Regulation, taking into account the recommendations in this regard by Consob in Communication no. DEM/9017893 of 26 February 2009.

Each candidate may only be indicated on one single slate or shall be deemed ineligible. Furthermore, the following persons cannot be elected auditor: (*i*) those who do not possess the requisites established by the applicable regulations

(to this end, pursuant to Article 14 of the Articles of Association, the subject matters and areas of activity indicated in the corporate purpose, particularly with reference to companies or entities operating in the industrial, commercial, property, IT and financial sectors and the services sector in general, are closely related to those of the company and shall be taken into account); or *(ii)* those who do not comply with the limits on the number of offices held as established by the law and the relevant implementing provisions in force.

A shareholder may not submit or vote for more than one slate, not even through a third party or trust company; shareholders belonging to the same group and shareholders who are party to a shareholder agreement concerning Company shares may not submit or vote for more than one slate, not even through a third party or trust company.

Slates that do not observe the above provisions shall be deemed as not submitted.

It should be noted that the Corporate Governance Code, to which the Company adheres, recommends that Auditors possess the independence requirements to qualify as an Independent Director laid down by the same Corporate Governance Code. On this point, reference is made to the fifth item ('Appointment of the Board of Statutory Auditors for the three-year period 2025-2027') of the Directors' Report. The Shareholders are therefore asked to take the above into account and to accompany the candidatures submitted with the respective statement, made by each person concerned under their own responsibility, attesting whether they qualify as independent also within the meaning of the Corporate Governance Code.

Moreover, in preparing the slates, the Shareholders are asked to take into account the 'Guidance for shareholders and candidate auditors for the renewal of the Board of Statutory Auditors of De' Longhi S.p.A.' expressed by the outgoing Board of Statutory Auditors at the meeting held on 12 March 2025, in accordance with the rules of conduct for the board of statutory auditors of listed companies issued by the National Council of Chartered Accountants and Accounting Experts in December 2024 (accessible on the Company's website <u>www.delonghigroup.com</u>, section 'Governance' - 'Corporate Bodies' - 'Annual General Meeting April 2025', and on the authorised storage mechanism called 1INFO managed by Computershare S.p.A. and accessible on the website <u>wwwlinfo.it</u>), and the aforementioned 'Diversity policies for the members of the corporate bodies of De' Longhi'.

In the event that at the date the term for submitting the slates expires (5 April 2025) only one slate has been filed or slates have been submitted only shareholders who are connected to each other under the provisions of law and regulations, further slates may be submitted until 8 April 2025 (the third day after the deadline for submitting the slates). In this case, those Shareholders who, either alone or together with other Shareholders, possess a shareholding of at least 0.5% are entitled to submit slates of candidates.

\* \* \*

Shareholders who intend to submit slates of candidates for the appointment of the Company's Board of Directors and Board of Statutory Auditors are advised to prepare and file jointly proposals for resolutions on items 4.1, 4.2, 4.3, 4.4, 4.5, 5.1 and 5.2 on the agenda for the ordinary part of the Annual General Meeting.

The certificate issued by an authorised depository intermediary proving ownership of the number of shares necessary to present the above slates may also be submitted after their filing, provided that it is submitted within the term by which the Company must publish the slates (9 April 2025).

In compliance with the terms indicated above, the aforementioned slates and a copy of the required documentation accompanying them must be filed at the Company's registered office (for the attention of the General Counsel) or sent to the following certified e-mail address: <u>societariodelonghispa@legalmail.it</u>.

In this regard, Shareholders should send, together with the aforementioned documentation, information allowing the identification of the person making the filing and a contact telephone number; this is in consideration of the provisions of Articles 144-*sexies*(4-*ter*) and 144-*octies* of the Issuers' Regulations.

Lastly, those who intend to submit the aforementioned slates are asked to observe the recommendations formulated by Consob in its Communication no. DEM/9017893 of 26.2.2009, concerning the connecting relations between slates as per Article 147-*ter*(3) of Legislative Decree No. 58/98 and Article 144-*quinquies* of the Issuers' Regulation, to the contents of which reference should be made.

Further information on the appointment of the Board of Directors and the Board of Statutory Auditors are contained in the aforementioned Directors' Report, to which reference is made.

#### DOCUMENTATION

The documentation relating to the items on the agenda for the Annual General Meeting required by the law and regulations in force will be filed and made available to the public, within the terms of law and regulations, at the Company's registered office and on its website <u>www.delonghigroup.com</u> (section '*Governance*' – '*Corporate Bodies*' – '*Annual General Meeting April 2025'*), and on the authorised storage mechanism called 1INFO managed by Computershare S.p.A. and accessible on the website <u>www.linfo.it</u>.

Shareholders and other persons entitled to attend the Annual General Meeting may obtain a copy by sending a request to the following certified email address: <u>societariodelonghispa@legalmail.it</u>.

In particular, the following will be made available to the public:

- today: (i) the Directors' Report on the items on the agenda for the ordinary part of the Annual General Meeting prepared pursuant to Article 125-*ter* of Legislative Decree 58/98, drafted also pursuant to Articles 73 and 84-*ter* of Consob Regulation No. 11971 including the proposed resolutions on items 3.1, 3.2, 6 and 7 on the agenda for the ordinary part of the Annual General Meeting, and (*ii*) the '*Guidance for shareholders and candidate auditors for the renewal of the Board of Statutory Auditors of De' Longhi S.p.A*';

- on **28 March 2025**: the Report on the 2025 remuneration policy and compensation paid in 2024, pursuant to Article 123-*ter* of Legislative Decree No. 58/98;

- by 9 April 2025: the slates of candidates for the appointment of the Company's Board of Directors and Board of Statutory Auditors (including the proposals for resolutions that will be formulated by the Shareholders on items 4.1, 4.2, 4.3, 4.4, 4.5, 5.1 and 5.2 on the agenda for the ordinary part of the Annual General Meeting);

- on **9** April 2025: *(i)* the Annual Report for FY 2024 (including, among others, the Separate Financial Statements and Consolidated Financial Statements at 31 December 2024, the Directors' Reports on Operations and the proposed resolutions on items 1 and 2 on the agenda for the ordinary part of the Annual General Meeting, the Reports of the Board of Statutory Auditors and of the External Auditors, the certifications by the Chief Executive Officer and the Financial Reporting Officer pursuant to Article 154-*bis*(5) and (5-*ter*) of Legislative Decree No. 58/98, as well as the consolidated sustainability reporting pursuant to Legislative Decree No. 125/2024; *(ii)* the Report on Corporate Governance and Shareholding Structure for FY 2024; *(iii)* the Directors' Report on the items on the agenda for the extraordinary part of the Annual General Meeting containing the related proposed resolutions;

- on **15 April 2025**, the documentation pursuant to Article 77(2-*bis*) of the Issuers' Regulation and Article 15(1)(a) of the Market Regulation adopted with Consob resolution No. 20249 of 28 December 2017, with the caveat that this documentation will be made available only at the Company's offices in Via Lodovico Seitz 47, Treviso.

The Articles of Association and the Rules of the Annual General Meeting are available on the Company's website <u>www.delonghigroup.com</u> (in the section '*Governance'* – '*Company Documents'*).

Additional documentation required by the laws and regulations in force, including the minutes of the Annual General Meeting, will be published in the manner and with the time limits laid down by the law and regulations.

It should be noted that information concerning the Annual General Meeting and attendance at the same, also with regard to the provisions of Article 125-quater of Legislative Decree No. 58/98, will in any case be published on the Company's website (section 'Governance' – 'Corporate Bodies' – 'Annual General Meeting April 2025').

\* \* \*

Treviso, 20 March 2025

For the Board of Directors The Chairman Giuseppe de' Longhi

(Call notice published on **20 March 2025** on the Company's website www.delonghigroup.com (section '*Governance*' – '*Corporate Bodies'* – '*Annual General Meeting 2025'*), and on the 1INFO authorised storage mechanism managed by Computershare S.p.A. and accessible via the website www.linfo.it and on **21 March 2025** in excerpt form in the '*La Repubblica*' newspaper).