

## RECORDATI: SHARE BUY-BACK PROGRAM TO SERVICE THE STOCK OPTION PLANS

Milan, 29<sup>th</sup> October 2021 – As a follow-up to the press release issued yesterday, Recordati S.p.A. informs that, in execution of the resolution adopted by the Shareholders' meeting held on 20<sup>th</sup> April 2021, it has granted a mandate to J.P. Morgan AG (the "Intermediary") to execute – in full independency ("riskless principal") - a share buy-back program under art. 5 of (EU) Regulation no. 596/2014 (the "Program"), on behalf of the Company.

The Program involves the acquisition of Recordati ordinary shares for the servicing of current and future stock option plans in favour of the Recordati Group's management.

The details of the Programme are the following:

- **Maximum number of shares:** the acquisition could involve a maximum of up to 1,000,000 ordinary nominal value Eur 0.125 Recordati shares and hence 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 28<sup>th</sup> October 2021, the Company had no. 2,748,302 shares in Treasury stock which amounts to 1.31% 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 exceed the lower of the average official Stock Exchange price recorded over the 5 trading days prior to the transaction and the average official Stock Exchange price recorded over the 20 trading days prior to the transaction, plus 5%, within the maximum cash outlay of Eur 60 million (sixty million).
- **Duration:** until 22<sup>nd</sup> April 2022; please be reminded that the expiry of the authorization granted by the Shareholders' meeting held on 20<sup>th</sup> April 2021 is until the approval by the Shareholders' meeting of the 2021 financial statements (as of today planned for 29<sup>th</sup> April 2022).
- **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 and its relative implementing provisions (also with reference to the purchase price and the daily volume allowed) where applicable 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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Share Capital € 26.140.644,50 fully paid-up  
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Tax Code/VAT No. 00748210150  
Milano R.E.A. No. 401832

Company subject to the Management and Coordination Activity of Rossini Luxembourg S.à.r.l

**Recordati**, established in 1926, is an international pharmaceutical group, listed on the Italian Stock Exchange (Reuters RECI.MI, Bloomberg REC IM, ISIN IT 0003828271), with a total staff of more than 4,300, dedicated to the research, development, manufacturing and marketing of pharmaceuticals. Headquartered in Milan, Italy, Recordati has operations in Europe, Russia and the other C.I.S. countries, Ukraine, Turkey, North Africa, the United States of America, Canada, Mexico, some South American countries, Japan and Australia. An efficient field force of medical representatives promotes a wide range of innovative pharmaceuticals, both proprietary and under license, in several therapeutic areas including a specialized business dedicated to treatments for rare diseases. Recordati is a partner of choice for new product licenses for its territories. Recordati is committed to the research and development of new specialties with a focus on treatments for rare diseases. Consolidated revenue for 2020 was € 1,448.9 million, operating income was € 469.0 million and net income was € 355.0 million.

For further information:

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