

**RECORDATI INDUSTRIA CHIMICA E FARMACEUTICA S.p.A.**

**Ordinary Meeting**

convened in the manner and under the terms set forth in the Notice of Call, on 29<sup>th</sup> April 2025, in a single call, at 09.00 a.m.

**PROXY FORM <sup>1</sup>**

I, The undersigned

Denomination/Company name - Surname and Name

Tax Code

Date of birth

Place of birth

Province of birth

Residential address/Registered Office's address

Municipality

Province

Telephone no

E-mail address

entitled to exercise the voting right for no. \_\_\_\_\_ of ordinary shares RECORDATI INDUSTRIA CHIMICA E FARMACEUTICA S.p.A. ("**Company**" or "**RECORDATI**") as<sup>2</sup>

- registered shareholder  
 legal representative \_\_\_\_\_  
 attorney/proxy holder with authority to sub-delegate  pledgee  
 Taker in  beneficiary interest holder  official receiver  manager  
 other (specify)

as shown by:

- (i) **A copy of the notice of participation issued by your bank or intermediary**  
(ii) **A copy of the identity card or equivalent document**

**DELEGATES**

**Studio Legale Trevisan & Associati**, with registered office in Milan, Viale Majno no. 45, in the person of Avv. Dario Trevisan, born in Milan on 04.05.1964 (C.F. TRVDRA64E04F205D), who may, in turn, be replaced by Camilla Clerici, born in Genoa on 19.01.1973 (Tax Code CLRCLL73A59D969J), or by Giulio Tonelli, born in La Spezia on 27.02.1979 (C.F. TNLGLI79B27E463Q), or by Avv. Alessia Giacomazzi born in Castelfranco Veneto (TV) on 05.09.1985 (C.F. GCMLSS85P45C111T), or by Avv. Gaetano Faconda born in Trani (BT) on 02.10.1985 (C.F. FCNGTN85R02L328O), or by Avv. Valeria Proli born in Novara on 24.10.1984 (C.F. PRLVLR84R64F952S), or by Dott.ssa Raffaella Cortellino born in Barletta (BT) on 04.06.1989 (C.F. CRTRFL89H44A669V), or by Avv. Andrea Ferrero born in Turin on 05.05.1987 (C.F. FRRNDR87E05L219F), or by Dott. Marco Esposito born in Monza on 30.08.1992 (C.F. SPSMRC92M30F704H), or by Dr Gabriele Pedretti born in Parma on 02.04.1987 (C.F. PDRGRL87D02G337G), or by Avv. Marcello Casazza born in Vigevano (PV) on 03.09.1991 (C.F. CSZMCL91P03L872S), or by Avv. Serena Larghi born in Varese on 27.11.1992 (C.F. LRGSRN92S67L682Q), or by Avv. Laura Pettinicchio born in Milan on 23.06.1979 (C.F. PTTLRA79H63F205E), all domiciled, for the purposes of this proxy, at Studio Legale Trevisan & Associati, Viale Majno n. 45, 20122 - Milan,

to represent him/her for all shares for which he/she is/are entitled to vote at the Ordinary Shareholders' Meeting of:

**RECORDATI**, convened

on 29<sup>th</sup> April 2025, at 09.00 a.m., in a single call, in accordance with the procedures and terms set forth in the Notice of Call published on 19<sup>th</sup> March 2025, on the Company's *website*, <https://recordati.com/shareholder-information/>, section, "Investors – Shareholders Information" and made available on the authorised storage mechanism and published in abstract form in the daily newspaper "il Sole 24 Ore" on 20<sup>th</sup> March 2025, granting him/her the necessary powers to exercise voting rights in his/her name and on his/her behalf in accordance with the instructions provided.

Studio Legale Trevisan & Associati declares that it has no interest of its own with regard to the resolution proposals submitted to the vote. Taking into account, however, the possible contractual relationships in place and, in any case, for all legal purposes, it expressly declares that, in case of unknown circumstances, or in case of amendment or integration of the proposals submitted to the Shareholders' Meeting, it and/or its substitutes will not express a vote other than that indicated in the instructions.

<sup>1</sup> Each person entitled to attend Shareholders' Meeting **must be represented by proxy or sub-proxy in writing** in accordance with the applicable legal provisions and may use this proxy form available on the Company's *website* at <https://recordati.com/shareholder-information/> in the section "Investors – Shareholders Information" dedicated to this Shareholders' Meeting. **The proxy, together with the attachments, must be delivered in the manner indicated in this form.**

<sup>2</sup> Specify the capacity of the signatory of the proxy and attach, in the case of a legal entity, documentation proving signatory powers.

Place and Date

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Signature (legible and in full)

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**Voting Instructions:**

*(Section containing information for the Delegate - Tick the chosen boxes)*

I, the undersigned Mr/Mrs.

\_\_\_\_\_ (please enter the name of the delegating party)

**or if legal person alternatively**

The (name Entity/Company)

\_\_\_\_\_ (see above)

expressly authorises the Delegate and his Substitutes to vote in accordance with the following voting instructions at the Ordinary Shareholders' Meeting of RECORDATI, code ISIN IT0003828271, convened, in the manner and under the terms set forth in the Notice of Call, on 29 April 2025, at 09.00 a.m., in a single call.

|  |   |   |  |
|--|---|---|--|
| <b><i>O.1. Report of the Board of Directors; Report of the Board of Statutory Auditors; Financial Statements as at 31 December 2024; related and consequent resolutions:</i></b> |   |   |  |
| <b><i>a) Financial Statements as at 31 December 2024;</i></b>  | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |
| <b><i>b) allocation of 2024 income.</i></b>  | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |
| <b><i>O.2. Appointment of the Board of Directors:</i></b>  |   |   |  |
| <b><i>a) determination of the number of members of the Board of Directors;</i></b>   | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |
| <b><i>b) determination of the term of office of the Board of Directors;</i></b>  | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |
| <b><i>c) appointment of the members of the Board of Directors;</i></b>   | <input type="checkbox"/> In favour of slate no. ... and/or submitted by<br>.....<br>..... | <input type="checkbox"/> Against all slates | <input type="checkbox"/> Abstained on all slates |
| <b><i>d) determination of the remuneration of the members of the Board of Directors;</i></b>   | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |
| <b><i>e) exemption of the directors from the non-competition obligations pursuant to Article 2390 of the Italian Civil Code; related and consequent resolutions.</i></b>         | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....         | <input type="checkbox"/> Against            | <input type="checkbox"/> Abstained               |

|  |  |                                  |                                    |
|--|--|----------------------------------|------------------------------------|
| <b><i>O.3. Report on the remuneration policy and on the remuneration paid pursuant to Article 123-ter, paragraphs 3-bis and 6, of Legislative Decree No. 58 of 24 February 1998:</i></b> |  |                                  |                                    |
| <b><i>a) binding resolution on the first section on remuneration policy;</i></b>   | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....<br>..... | <input type="checkbox"/> Against | <input type="checkbox"/> Abstained |
| <b><i>b) non-binding resolution on the second section on the remuneration paid for the year 2024.</i></b>  | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....<br>..... | <input type="checkbox"/> Against | <input type="checkbox"/> Abstained |
| <b><i>O.4. Proposal to authorise the purchase and disposal of treasury shares; related and consequent resolutions.</i></b>   | <input type="checkbox"/> In favour of the proposal submitted by<br>.....<br>.....<br>..... | <input type="checkbox"/> Against | <input type="checkbox"/> Abstained |

Place and Date

Signature (legible and in full)

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## LIABILITY ACTION

In case of vote on the liability action proposed pursuant to art. 2393, paragraph 2, of the Italian Civil Code by shareholders on the occasion of the approval of the financial statements, the undersigned delegates the Appointed Representative to vote in accordance with the following:

IN FAVOR

AGAINST

ABSTAIN

\_\_\_\_\_  
Signature \_\_\_\_\_

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### The following documents:

- a) **the Proxy Form**
- b) **the Voting Instructions;**
- c) **a copy of the identity card or equivalent document of the Delegating party**
- d) **in the case of a legal person, a copy of the current valid identity document of the *pro tempore* legal representative or other person with appropriate powers, together with appropriate documentation proving the corporate powers (copy of the Chamber of Commerce registration or similar)**
- e) **a copy of the notice of participation issued by your bank or intermediary**

**must be delivered to Studio Legale Trevisan & Associati, by courier or registered letter with return receipt, to the address: Viale Majno n. 45, 20122 - Milan (Italy), or electronically, to the certified e-mail address: [rappresentante-designato@pec.it](mailto:rappresentante-designato@pec.it) or e-mail: [rappresentante-designato@trevisanlaw.it](mailto:rappresentante-designato@trevisanlaw.it) (Ref. "Proxy Meeting RECORDATI 2025"), no later than 12.00 p.m. on 28<sup>th</sup> April 2025.**

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N.B. For any clarification regarding the conferral of the proxy (and in particular concerning the filling in of the proxy form and the voting instructions and their transmission), the persons entitled to attend the Shareholders' Meeting may contact the Appointed Representative, to the addresses indicated above and/or at the Toll-free number: 800 134 679 (on working days and during working hours).

## INFORMATION NOTICE PURSUANT TO ARTICLES 13 AND 14 OF REGULATION (EU) 2016/679

We would like to remind you, pursuant to Articles 13 and 14 of Regulation (EU) 2016/679 (hereinafter also "**GDPR**"), that the data contained in the proxy form will be processed by Studio Legale Trevisan & Associati (hereinafter also the "**Data Controller**" or the "**Controller**") for the purpose of managing the proxy for the Shareholders' Meeting operations, in compliance with the applicable data protection legislation.

The same data may be disclosed to collaborators of the Data Controller specifically authorised to process them, in their capacity as Data Processors or Persons in charge of Processing, for the pursuit of the aforementioned purposes: such data may be communicated to specific parties in fulfilment of a legal obligation, regulation or EU legislation, or on the basis of provisions issued by Authorities authorised to do so by Law or by supervisory and control bodies. The Data Controller, moreover, for the pursuit of the aforementioned purposes, may need to communicate your personal data to third parties such as, for example, collaborators and/or any other assignees of Studio Legale Trevisan & Associati and/or the Company.

Consent is mandatory; without consent to the processing of data, it will not be possible for the delegate to attend the Meeting.

The Data Controller is Studio Legale Trevisan & Associati, with offices in Viale Majno 45, 20122 - Milan.

The Controller can be contacted at the following addresses:

- Studio Legale Trevisan & Associati, Viale Majno 45, 20122 - Milan;
- +39028051133 / +3902877307.

Personal data will be processed, in compliance with the provisions of the GDPR, by means of paper, computer and telematic tools, with logic strictly related to the purposes indicated and, in any case, in such a way as to guarantee security and confidentiality in accordance with the provisions of Article 32 GDPR. Your personal data will be processed for the time necessary to fulfil the purposes of the processing described above, at the end of which it will be stored, where necessary, for the period of time prescribed by the regulations in force.

The data subject has the right to exercise the rights set out in Articles 15 to 21 of the GDPR, i.e. to know, at any time, what data on him/her is stored at the Company, its origin and how it is used, to ask for it to be updated, corrected, supplemented or deleted, blocked, to be transferred or to object to its processing by contacting the above-mentioned addresses.

You also have the right to withdraw your consent and to lodge a complaint with the Italian Data Protection Authority, Piazza Venezia 11, 00187, Rome (RM).

The aforementioned rights may be exercised, with respect to the Controller, by contacting the references indicated at the beginning of this notice.

The exercise of your rights as a Data Subject is free of charge pursuant to Article 12 of the GDPR. However, in the case of requests that are manifestly unfounded or excessive, including due to their repetitiveness, the Data Controller may charge you a reasonable expense contribution, in light of the administrative costs incurred in handling your request, or reasonably deny satisfaction of your request.

Place and Date

Signature (legible and in full)

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