

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

**Ordinary and Extraordinary Meeting**

convened in the manner and under the terms set forth in the Notice of Call, on 29<sup>th</sup> April 2026, in a single call, at 09.00 a.m.

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

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

Delegated to vote by No. \_\_\_\_\_ Shareholders entitled to vote as per **copies of the voting proxies issued by each entitled Shareholder.**

Certifying, under its own responsibility, the conformity of the proxy to the original and the identity of its proxies, in the name and on behalf of the same

**SUB-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. TRVDRA64E04F2051), 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 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 Dott.ssa Denise Di Candia born in Monza (MI) on 06/06/2001 (C.F. DCNDNS01H46F704J), 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 attend and vote on behalf of their proxies at the Ordinary and Extraordinary Shareholders' Meeting of RECORDATI,

convened on 29 April 2026, 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 20<sup>th</sup> March 2026, on the Company's *website*, <https://recordati.com/it/investors-shareholder-information-it/>, and made available on the authorised storage mechanism "IINFO" (www.iinfo.it) and published in abstract form in the daily newspaper "il Sole 24 Ore" on 20<sup>th</sup> March 2026,

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

<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/it/investors-shareholder-information-it/>, in the section dedicated to this Shareholders' Meeting. **Sub-proxies, proxies, together with the attachments, must be delivered to Studio Legale Trevisan & Associati, by mail, by courier or registered letter with return receipt, to the address: Viale Majno No. 45, 20122 - Milan (Italy), or electronically, to the certified e-mail address: rappresentante-designato@pec.it or e-mail: rappresentante-designato@trevisanlaw.it (subject line "Proxy RECORDATI Shareholders' Meeting 2026"), no later than 12 p.m. on 28 April 2026.**

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.

Place and Date

Signature (legible and in full)

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

The undersigned Mr/Mrs.

\_\_\_\_\_ (please enter the name of the proxy holder or if more than one, attach a list of the names of the respective proxies voting uniformly for all proxies issued to the proxy holder who will sign this form on their behalf)

**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 and Extraordinary 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 2026, at 09.00 a.m., in a single call.

<b><u>ORDINARY SESSION</u></b>			
<b><i>O.1 Board of Directors' Review of Operations; Report of the Board of Statutory Auditors; Financial Statements as at and for the financial year ended 31st December 2025; related and consequent resolutions:</i></b>			
<b><i>a) Financial Statements as at 31st December 2025;</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>b) allocation of the profit for the 2025 financial year.</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>O.2. Appointment of the Board of Statutory Auditors:</i></b>			
<b><i>a) appointment of the members of the Board of Statutory Auditors;</i></b>	<input type="checkbox"/> In favour of List no. ... and/or submitted by ..... ..... .....	<input type="checkbox"/> Against all Lists	<input type="checkbox"/> Abstained on all Lists
<b><i>b) appointment of the Chair of the Board of Statutory Auditors;</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>c) determination of their remuneration.</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained

<b><i>O.3. Report on the remuneration policy and the remuneration paid pursuant to article 123-ter, paragraphs 3-bis and 6, of Legislative Decree no. 58 of 24th February 1998</i></b>			
<b><i>a) binding resolution on the first section regarding the remuneration policy;</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>b) non-binding resolution on the second section on the remuneration paid for 2025.</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>O.4. Approval of the long-term incentive plan based on financial instruments named “2026-2028 Performance Shares Plan”; related and consequent resolutions in accordance with article 114-bis of Legislative Decree no. 58 of 24th February 1998.</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><i>O.5 Proposal to authorise the purchase and disposal of treasury stock; related and consequent resolutions.</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<b><u>ETRAORDINARY SESSION</u></b>			
<b><i>E.1. Delegation of authority to the Board of Directors pursuant to Articles 2420-ter (i.e. issuance of bonds, including convertible bonds) and 2443 (i.e. delegated authority to increase the share capital) of the Italian Civil Code, up to an overall limit of 10% of the share capital; related amendment to Art. 6 of the Company’s By-laws; related and consequent resolutions</i></b>	<input type="checkbox"/> In favour of the proposal submitted by ..... ..... .....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained

Place and Date

Signature

**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 sub-proxy;
- b) the Voting Instructions for each Delegating party;
- c) a copy of the identity card or equivalent document of the sub-delegating delegate;
- d) in the case of sub-delegating delegate is a legal person, a copy of the current valid identity document of the *pro tempore* legal representative or another person with appropriate powers, together with appropriate documentation proving the corporate powers (copy of the Chamber of Commerce certificate or similar);
- e) copy of the proxies of each Delegating party by virtue of which the sub-proxy is granted;
- f) in the case of the Delegating party is a legal entity, a copy of the current valid identity document of the *pro tempore* representative or another person with appropriate powers, together with appropriate documentation proving the corporate powers (copy of the Chamber of Commerce registration or similar);
- g) a copy of the identity card or equivalent document of the Delegating party;
- h) a copy of the certificate of holdings of each Delegating party issued by its bank or intermediary

must be delivered to Studio Legale Trevisan & Associati, by post, 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) (subject line "Proxy RECORDATI Shareholders' Meeting 2026), no later than 12.00 p.m. on 28 April 2026.

Signature (legible and in full)

\_\_\_\_\_ in the name and on behalf of each of my proxies

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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