

F.I.L.A.

Fabbrica Italiana Lapis ed Affini S.p.A.

Registered Office: Pero (Mi), via XXV Aprile, n. 5
Subscribed and paid-in share capital of Euro 46,985,772.68
Milan Tax No. and Companies Registration Office No.: 08391050963

SHAREHOLDERS' MEETING CALL NOTICE EXTRACT

The Shareholders' Meeting of F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A. ("**Fila**" or the "**Company**") is called in ordinary session for **April 27, 2022**, in single call, at the time of 10AM, to the Company's offices at via XXV Aprile, n. 5, 20016, Pero (MI), to discuss and consider the following

AGENDA

1. Financial statements and consolidated financial statements; allocation of profit for the year and distribution of dividends:
 - 1.1 Approval of the separate financial statements for the year ended December 31, 2021, along with the Board of Directors' Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report; presentation of the consolidated financial statements for the year ended December 31, 2021; resolutions thereon;
 - 1.2 Allocation of net income for the year and distribution of dividends; resolutions thereon;
2. Remuneration Policy and Report:
 - 2.1 approval of the first section of the Remuneration Policy and Report (i.e. remuneration policy for the year 2022) as per Article 123-ter, paragraphs 3-bis and 3-ter, of Legislative Decree No. 58 of February 24, 1998;
 - 2.2 consultative vote on the second section of the Remuneration Policy and Report (i.e. remuneration report for the year 2021) as per Article 123-ter, paragraph 6, of Legislative Decree No. 58 of February 24, 1998.
3. Authorisation to purchase and dispose of treasury shares, subject to revocation of the previous authorisation granted by the Shareholders' Meeting of April 27, 2021 for any portion not executed; resolutions thereon.
4. Incentive plan for the period 2022-2026 concerning ordinary shares of F.I.L.A., called "*2022-2026 Performance Shares Plan*" reserved to employees and/or Senior Directors of F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A. and/or other Group companies; resolutions thereon.

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PROCEDURES FOR THE SHAREHOLDERS' MEETING PURSUANT TO THE *CURA ITALIA* DECREE-LAW

The Company has decided to utilise the option under Article 106, paragraph 4, of Decree-Law No. 18 of March 17, 2020 on "*Measures to strengthen the National Health Service and economic support for families, workers and businesses related to the COVID-19 epidemiological emergency*", converted into law with amendments by Law No. 27 of April 24, 2020 (the "***Cura Italia* DL**"), whose application was most recently extended by Decree-Law No. 228 of December 30, 2021 converted into law with amendments by Law No. 15 of February 25, 2022. In particular, as per Article 106, paragraph 4 of the "Italy Healthcare Decree Law", participation at the Shareholders' Meeting by persons so entitled is exclusively by granting proxy (or sub-delegation) to the representative designated by the Company pursuant to Articles 135-*novies* and 135-*undecies* of Legislative Decree No. 58 of February 24, 1998 (the "**CFA**") - Società per Amministrazioni Fiduciarie Spafid S.p.A., with registered

office in Milan, via Filodrammatici No. 10 (the "**Appointed Representative**" or "**Spafid**") - according to the methods indicated in the full version of the call notice available on the Company's website at the address www.filagroup.it "Governance" - "Corporate documents" - "Shareholders' meetings" section and at the authorised storage mechanism "eMarketStorage", at the address www.emarketstorage.com.

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The information regarding:

- the share capital;
- the right to attend the Shareholders' Meeting exclusively through the Appointed Representative- Spafid (record date **April 14, 2022**);
- the granting of proxies/sub-delegations to the Appointed Representative - Spafid - and the exercise of the vote through the latter;
- the right to submit questions before the Shareholders' Meeting (by **April 14, 2022**);
- supplementation of the Agenda and submission of proposals on matters already on the Agenda by shareholders holding at least 2.5% of the share capital as per Article 126-bis, paragraph 1, first section of the CFA (by **April 7, 2022**);
- presentation of proposals by the holders of voting rights pursuant to Article 126-bis, paragraph 1, penultimate section of the CFA (by **April 11, 2022**);
- the remuneration policy for 2022 and report on 2021;
- the availability of the entire text of the proposals to be voted upon, together with the illustrative reports and the documents which will be put to the Shareholders' Meeting;
- the organisational aspects of the Shareholders' Meeting;

are reported in the full version of the call notice, the text of which is published in the section of the Company's *website* at the address www.filagroup.it "Governance" - "Corporate documents" - "Shareholders' meetings" section and at the authorised dissemination mechanism "eMarketSDIR", at the address www.emarketstorage.com, to which reference is made.

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The Shareholders' Meeting documentation - including the illustrative reports on the matters on the Agenda and the relative proposals will be published on the authorised storage mechanism "eMarketStorage" at the address www.emarketstorage.com and on the Company's website at the address www.filagroup.it, "Governance" - "Corporate documents" - "Shareholders' meetings" section, within the terms set out by law.

Pero, March 28, 2022

For the Board of Directors
The Chairperson
(*Giovanni Gorno Tempini*)