



LU-VE S.p.A.
Registered office – via Vittorio Veneto 11, Varese
Share capital Euro 62,704,488.80, fully paid in
Tax code and Varese Register of Companies no. 01570130128
Varese Economic and Administrative Repertory no. 191975

EXTRACT OF NOTICE OF CALL TO THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

Persons entitled to vote at the Shareholders' Meeting of LU-VE S.p.A. are hereby called to the Ordinary and Extraordinary Shareholders' Meeting to be held in a single call at 10:00 on 28 April 2023 at the Studio Notarile Marchetti in Milan, via Agnello no. 18, to resolve upon the following

AGENDA

Ordinary session

1. **Annual Financial Report as at 31 December 2022:**
 - 1.1 presentation of the Financial Statements as at 31 December 2022, the Director's Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report. Related and subsequent resolutions;
 - 1.2 proposal for allocation of the net profit of the year and distribution of the dividend. Related and subsequent resolutions.
2. **Annual Report on remuneration policy and on remuneration paid:**
 - 2.1 approval of the "2023 Remuneration Policy" in Section I, pursuant to Article 123-ter, paragraph 3-bis of Italian Legislative Decree 58/98;
 - 2.2 advisory vote on "Remuneration paid in the 2022 financial year" reported in Section II, pursuant to Article 123-ter, paragraph 6 of Italian Legislative Decree 58/98.
3. **Appointment of the Board of Directors**
 - 3.1 determination of the number of members. Related and subsequent resolutions;
 - 3.2 determination of the duration of the mandate. Related and subsequent resolutions;
 - 3.3 appointment of the Directors. Related and subsequent resolutions;
 - 3.4 appointment of the Chairman of the Board of Directors. Related and subsequent resolutions;
 - 3.5 determination of remuneration; Related and subsequent resolutions.
4. **Appointment of the Board of Statutory Auditors for the 2023/2025 three-year period:**
 - 4.1 appointment of the Statutory Auditors and of the Chairman of the Board of Statutory Auditors. Related and subsequent resolutions;
 - 4.2 determination of remuneration; Related and subsequent resolutions.
5. **Proposed authorisation to purchase and dispose of treasury shares, subject to cancellation of the resolution adopted by the Shareholders' Meeting of 29 April 2022. Related and subsequent resolutions.**

Extraordinary session

1. **Proposal to amend Articles 6-bis, 15 and 18 of the By-Laws. Related and subsequent resolutions.**
2. **Introduction of the "Honorary Chairman" office. Related and subsequent resolutions.**

Pursuant to Article 106, paragraph 4 of Italian Legislative Decree no. 18 of 17 March 2020 (so-called "Cura Italia" Decree), converted with amendments by Law no. 27 of 24 April 2020, as subsequently amended and modified, attendance to the Shareholders' Meeting of those with the voting rights is allowed exclusively through the representative designated by the Company pursuant to Article 135-undecies of Legislative Decree no. 58/98, who will be granted a proxy, with the manners and at the conditions indicated below; the aforementioned representative may also be granted proxies or sub proxies pursuant to Article 135-novies of Legislative Decree no. 58/98, in derogation of Article 135-undecies, paragraph 4, of the same decree. The Company has designated Computershare S.p.A. – with registered office in Milan, via Mascheroni no. 19, 20145 – as designated shareholders' representative pursuant to Article 135-undecies, of Legislative Decree no. 58/98 ("Designated Representative").

The further information regarding the procedures and terms:

- for attending and voting at the Meeting (it should be noted in this regard that the *record date* is 19 April 2023);
- for attending the Meeting and granting proxy to the Designated Representative;
- for exercising the right to supplement the agenda or submit additional motions on items already on the agenda;
- for exercising the right to ask questions before the Meeting;

▪ for the appointment of the Board of Directors and the Board of Statutory Auditors by slate voting, are set forth in the Notice of Shareholders' Meeting, the full text of which was today made available to the public at the Company's administrative offices in Uboldo (VA), Via Caduti della Liberazione no. 53, and on the Company's website at www.luvegroup.com (section "*Investor Relations*" - "*Corporate Governance & Shareholders*" - "*For Shareholders*" - "*Shareholders' Meeting*" - "*Shareholders' Meeting April 28, 2023*"), to which full reference is made, as well as on the authorized eMarket Storage mechanism that can be consulted at the website address www.emarketstorage.com.

INFORMATIVE DOCUMENTATION

The 2022 Annual Financial Report (including the Financial Statements and the consolidated Financial Statements as at 31 December 2022, the Directors' Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report, as well as the Statement of the *Chief Executive Officer* and Financial Reporting Officer pursuant to Article 154-bis, Paragraph 5 of Legislative Decree No. 58/98) and the LU-VE Group Sustainability Report 2022 containing the consolidated non-financial statement pursuant to Legislative Decree No. 254/2016 (including the attestation required by Article 3, Paragraph 10 of Legislative Decree No. 254/2016, as well as Article 5 of Consob Regulation adopted by Resolution No. 20267 of January 2018) will be made available to the public on 30 March 2023 at the Company's administrative headquarters and on the Company's website (www.luvegroup.com), in the above section, as well as on the authorized eMarket Storage mechanism (www.emarketstorage.com).

In the same way:

(i) today is published the Explanatory Report of the Board of Directors on the items on the agenda of the ordinary session of the Shareholders' Meeting (including the resolution proposals relating to items 1.1, 1.2, 2.1, 2.2 and 5 on the agenda of the ordinary part of the Shareholders' Meeting), as well as the Explanatory Report of the Board of Directors on the items on the agenda of the extraordinary session of the Shareholders' Meeting (including the resolution proposals relating to items 1 and 2 on the agenda of the extraordinary part of the Shareholders' Meeting);

(ii) on 27 March 2023, the Annual Report on 2023 Remuneration Policy and Remuneration Paid in the 2022 financial Year will be published pursuant to Article 123-ter of Legislative Decree No. 58/98;

(iii) on 7 April 2023, the Report on Corporate Governance and Ownership Structure related to the 2022 financial year will be published;

(iv) no later than 7 April 2023, the lists of candidates for the appointment of the Board of Directors and the Board of Statutory Auditors will be published (including the resolutions proposal on items 3.1, 3.2, 3.3, 3.4, 3.5, 4.1 and 4.2 on the agenda of the ordinary session of the Shareholders' Meeting).

On 13 April 2023, the documents referred to in Article 77, Paragraph 2-bis of the Issuers' Regulations and Article 15, Paragraph 1, Letter a) of the Market Regulations adopted by Consob Resolution No. 20249 of 28 December 2017 will also be made available at the Company's administrative offices only.

Information regarding the Shareholders' Meeting and attendance to the same, also with reference to the provisions of Article 125-quater of Legislative Decree No. 58/98, is in any case published on the website of the Company in the same cited section.

The additional documentation required by current legislation, including regulations, in force, including the minutes of the Shareholders' Meeting, will be published in compliance with the terms and conditions of the legislation and regulations.

Uboldo, 17 March 2023

On behalf of the Board of Directors
The Chairman and Chief Executive Officer

Mr. Matteo Liberali