

## NOTICE OF CALL OF ORDINARY SHAREHOLDERS' MEETING

The Shareholders of EMAK S.p.A. (hereinafter the "**Company**") are convened to an **Ordinary Meeting** on **April 21, 2026, at 10:00 AM, in a single call**, with the methods described below, in order to discuss and resolve on the following

### Agenda

- 1) Presentation of the Financial Statements and Consolidated Financial Statements as of December 31, 2025; Reports of the Board of Directors, the Board of Statutory Auditors, and the Auditing Firm:
  - 1.1) Approval of the Management Report and the Financial Statements;
  - 1.2) Proposal for the allocation of the profit for the year and dividend; related and consequent resolutions.
- 2) Presentation of the Report on the remuneration policy and the compensation paid:
  - 2.1) Approval with binding resolution of the first section of the Report pursuant to paragraphs 3-bis and 3-ter of Article 123-ter, Legislative Decree No. 58/98;
  - 2.2) Approval with non-binding resolution of the second section of the Report pursuant to paragraph 6 of Article 123-ter, Legislative Decree No. 58/98.
- 3) Proposal for authorization to purchase and dispose of treasury shares; related and consequent resolutions.

### METHODS OF CONDUCTING THE MEETING

- The Company has decided to make use of the faculties provided for by art. 7 of the Articles of Association. It should therefore be noted that:
  - **attendance at the Shareholders' Meeting by those entitled to vote is allowed exclusively through the Designated Representative pursuant to Article 135-undecies, Legislative Decree no. 58/98 ("TUF"), without the physical participation of shareholders or their proxies other than the Designated Representative;**
  - the Appointed Representative may also be granted proxies or sub-proxies pursuant to Article 135-novies, TUF, also by way of derogation from Art. 135-undecies, paragraph 4, of the same legislative decree;
  - the Directors, the Statutory Auditors, the Appointed Representative, the secretary of the meeting, the representatives of the Independent Auditors as well as other persons entitled under the law other than those entitled to vote may attend the Shareholders' Meeting **exclusively by means of telecommunications** that guarantee their identification and in the manner individually communicated to them, without it being necessary in any case that the Chairman of the Shareholders' Meeting and the person in charge of the minutes are physically in the same place.

### LEGITIMATION FOR PARTICIPATION AND REPRESENTATION IN THE ASSEMBLY

- In accordance with article 83-sexies of the Consolidated Finance Act (TUF), the **legitimacy to participate and vote** in the Assembly - exclusively through the Designated Representative - is certified by a communication to the Company, made by the intermediary, on behalf of the person entitled to vote, based on the account evidence referred to in article 83-quater, paragraph 3, TUF, relating to the end of the accounting day of the seventh open market day preceding the date set for the Assembly (coinciding with **April 10, 2026**, known as the "**record date**"). Credit and debit recordings made on the accounts after the record date do not count for the purpose of legitimization: therefore, those who become holders of the shares only after such date will not have the right to participate and vote (by proxy) in the Assembly. The intermediary's communication must reach the Company, in accordance with applicable regulations, before the start of the assembly proceedings.
- **There are no procedures for voting by correspondence or by electronic means.**

### METHODS FOR GRANTING PROXY TO THE DESIGNATED REPRESENTATIVE

- The Company has **designated as Designated Representative**, pursuant to Article 135-undecies of the TUF and Art. 7 of the Articles of Association, "**Monte Titoli S.p.A.**", with registered office in Milan. The proxy can be granted to the Designated Representative without charges for the principal (except for any shipping costs), with voting instructions on all or some of the proposed resolutions regarding the agenda

items, through a specific form available, along with instructions for its completion and submission, on the Company's website ([www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci"). The **proxy** with voting instructions must arrive, along with a copy of a currently valid identification document of the principal, or, if the principal is a legal entity, of the current legal representative or another subject with suitable powers, along with suitable documentation to prove their status and powers, to the aforementioned Designated Representative, by the end of the second open market day before the Assembly (i.e., **Friday, April 17, 2026**) using the following alternative methods: (i) transmission of an electronically reproduced copy (PDF) to the certified email address [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (subject "Proxy Assembly EMak 2026") from their own certified email box (or, in its absence, from their own ordinary email box; in this case, the proxy with voting instructions must be signed with a qualified or digital signature); (ii) transmission of the original, via courier or registered mail, to the attention of the Register Services area, at Monte Titoli S.p.A., Piazza degli Affari n. 6, Milan (Ref. "Proxy Assembly EMak 2026"), anticipating a copy reproduced electronically (PDF) by ordinary email to the box [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (subject "Proxy Assembly EMak 2026"). Within the same timeframe and in the same manner, the proxy and voting instructions can be revoked. The proxy is effective only for the proposals for which voting instructions have been given.

In accordance with the referenced Decree, **proxies or sub-proxies** may also be granted to the aforementioned **Designated Representative pursuant to article 135-novies of the Consolidated Finance Act (TUF), notwithstanding article 135-undecies, paragraph 4, TUF**. Those who do not wish to use the method of participation provided by article 135-undecies, TUF, may alternatively participate by granting a proxy or sub-proxy to the same Designated Representative under article 135-novies, TUF, containing voting instructions on all or some of the proposals on the agenda. They have the option to use the proxy/sub-proxy form available on the Company's website ([www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci"). The transmission of proxies/sub-proxies must follow the methods indicated above and detailed in the proxy form. The proxy must be received by 6:00 PM on the day before the assembly (and in any case before the start of the assembly proceedings). Within the specified term and by the same methods, the proxy and voting instructions can always be revoked.

For any clarifications relating to the granting of proxy to the designated Representative, it is possible to contact Monte Titoli S.p.A. via e-mail to the address [RegisterServices@euronext.com](mailto:RegisterServices@euronext.com) or to the following telephone numbers (+39) 02.33635810 on open office days, from 9:00 to 17:00.

Any changes and / or additions to the information contained in this notice of call will be promptly made available on the Company's website and with the other methods envisaged by current legislation.

#### **OTHER RIGHTS OF SHAREHOLDERS**

- Shareholders who, alone or together, represent at least one fortieth of the share capital may request, within ten days from the publication of this notice (i.e., by **Monday, March 30, 2026**), the **addition of items to the agenda** or submit **proposed resolutions on matters already included in the agenda**, specifying in the request information related to their identity, proving their legitimacy (by certification attesting the ownership of the said share of participation), and outlining the subject of their motions. Within the above-mentioned period, requests must be sent to the Company's address by registered mail with acknowledgment of receipt, or via electronic communication to the certified email address "[emak@legalmail.it](mailto:emak@legalmail.it)"; within the same period, a report explaining the rationale for the proposed resolutions on the new matters they propose to discuss or the rationale for additional proposed resolutions on matters already on the agenda must also be submitted, pursuant to article 126-bis of the TUF, by the same Shareholders and using the same methods. It is reminded that the addition of items to the agenda is not permitted for topics on which the assembly decides by law, on a proposal from the administrative body, or based on a project or report prepared by them, other than those referred to in article 125-ter, paragraph 1, of the TUF.

Any additions to the agenda or the submission of further proposed resolutions on matters already included in the agenda will be announced in the same manner as prescribed by law for the publication of the notice of meeting, at least fifteen days before the date set for the Assembly (i.e., by Friday, April 3, 2026). Additional proposed resolutions on matters already on the agenda, as well as reports prepared by those

requesting additions (accompanied by any evaluations by the Board of Directors), will be made available to the public, in the manner provided for in article 125-ter, paragraph 1, of the Consolidated Finance Act (TUF), simultaneously with the publication of the notice of the addition or presentation.

Given that participation in the Assembly is allowed exclusively through the Designated Representative, those entitled to vote can **individually submit proposed resolutions on the agenda items** - as permitted by current regulations - by Monday, April 6, 2026. The proposals must be sent - together with certification attesting to the ownership of the share, a copy of an identification document of the proposer, or an identification document and documentation attesting the powers and status of the legal representative pro tempore or another subject with suitable powers of the proposing legal entity - by registered mail with acknowledgment of receipt to the address of the Company's headquarters, or via electronic communication to the certified email address "emak@legalmail.it". Individual proposed resolutions - after verifying their relevance to the agenda items, as well as their correctness and completeness in relation to applicable regulations - will be published by Wednesday, April 16, 2025, on the Company's website, in order to allow those entitled to vote to formulate their voting instructions also considering these new proposals and to enable the Designated Representative to receive possible voting instructions on the same. The legitimacy to formulate the proposals must be certified by the communication provided for by article 83-sexies of the TUF, made by the intermediary for the purposes of participating in the Assembly and exercising the right to vote. Proposals for which the proponent's legitimacy is not attested will be considered as not submitted, resulting in their removal from the Company's website.

- Those entitled to vote, proving their legitimacy (by means of certification attesting their ownership of shares), may raise **questions on the items on the agenda** before the meeting, submitting the questions in writing, by the seventh open market day before the Meeting (that is, **Friday, April 10, 2026**), by registered mail with acknowledgement of receipt to the Company's registered office address, or by electronic mail to the certified electronic mail address, "**emak@legalmail.it**"; after having verified their origin and the legitimacy of the inquirer, a response will be provided no later than Thursday, April 16, 2026, with the Company having the right to provide a single response to a number of questions of the same content. **The responses will be published on the Company's website [www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci**.

It should be noted that entitlement to vote may be certified also subsequent to the sending of questions, provided by the third day after the record date.

## **DOCUMENTATION**

- The **documents to be submitted to the Meeting**, including the Directors' Report, the financial statements, the consolidated financial statements, the non-financial statement, reports on corporate governance and on remuneration, as well as the full texts of the resolution proposals and the reports illustrating items on the agenda and anything else prescribed, shall be made available to the public within the terms of law at the registered office, on the Company's website [www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci", as well as through the "eMarket STORAGE" authorised storage mechanism consultable on the [www.emarketstorage.com](http://www.emarketstorage.com) website.
- **The articles of association and the shareholders' meeting regulations** are obtainable at the registered office and on the Company's website [www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci".

## **SHARE CAPITAL AND VOTING RIGHTS**

- The nominal **share capital** of euro 42,623,057.10 is subdivided into 163,934,835 shares each of a nominal value of 0.26 euro, and each giving the right to one vote. At the date of this notice of call, the company holds 1,097,233 treasury shares for which, according to the law, the voting right is suspended.

This notice of call is published, pursuant to art. 125-bis, Consolidated Law on Finance, as well as art. 7 of the articles of association, on the Company's website [www.emakgroup.it](http://www.emakgroup.it), "Investor Relations > Corporate governance > Assemblea dei soci" and, in extracted form, in the Il Sole 24 Ore newspaper. It is also made

available to the public through the “eMarket Storage” authorized storage mechanism (consultable on the [www.emarketstorage.com](http://www.emarketstorage.com) website) and in the other ways established by applicable provisions.

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For the exercise of shareholder rights, the Company recommends the use of the forms of distance communication indicated in this notice

The “Investor Relations” office in the company is available for any information regarding the Meeting and the exercise of corporate rights at the contact details: telephone 0522/956332, e-mail: [andrea.lafata@emak.it](mailto:andrea.lafata@emak.it)”.

Bagnolo in Piano (RE), **20 March 2026**

On behalf of the Board of Directors  
The Chairman – Massimo Livatino