

PHARMANUTRA S.p.A.

Ordinary and Extraordinary Shareholders' Meeting

April 16, 2025

Point 1.1 of the ordinary part

Financial statements of Pharmanutra S.p.A. as at 31 December 2024 and allocation of profit for the year: Approval of the Financial Statements for the year ended 31 December 2024, after examination of the report of the Independent Auditors and the report of the Board of Statutory Auditors. Presentation of the Consolidated Financial Statements as at 31 December 2024 of the Pharmanutra Group. Related and consequent resolutions;

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.908.211	99,987%	81,688%
Opposite	0	0,000%	0,000%
Abstainer	1.052	0,013%	0,011%
Total	7.909.263	100,000%	81,699%

PHARMANUTRA S.p.A.

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Point 1.2 of the ordinary part

Financial statements of Pharmanutra S.p.A. as at 31 December 2024 and allocation of profit for the year: Allocation of profit for the year. Related and consequent resolutions.

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.909.263	100,000%	81,699%
Opposite	0	0,000%	0,000%
Abstainer	0	0,000%	0,000%
Total	7.909.263	100,000%	81,699%

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Point 2.1 of the ordinary part

Report on the remuneration policy and compensation paid: Resolutions on the "second section" of the Report on the pursuant to art. 123-ter, paragraph 6, of Legislative Decree no. 58/1998.

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	6.789.934	85,848%	70,137%
Opposite	1.119.329	14,152%	11,562%
Abstainer	0	0,000%	0,000%
Total	7.909.263	100,000%	81,699%

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Point 3.1 of the ordinary part

Appointment of the Board of Statutory Auditors. Appointment of the Standing Auditors and Alternate Auditors;

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
List 1	6.530.790	82,571%	67,460%
List 2	1.378.431	17,428%	14,239%
Opposite	0	0,000%	0,000%
Abstainer	42	0,001%	0,000%
Total	7.909.263	100,000%	81,699%

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Point 3.2 of the ordinary part

Appointment of the Board of Statutory Auditors. Appointment of the Chairman of the Board of Statutory Auditors;

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.908.264	99,987%	81,689%
Opposite	0	0,000%	0,000%
Abstainer	999	0,013%	0,010%
Total	7.909.263	100,000%	81,699%

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Point 3.3 of the ordinary part

*Appointment of the Board of Statutory Auditors.
Determination of fees.*

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.908.264	99,987%	81,689%
Opposite	0	0,000%	0,000%
Abstainer	999	0,013%	0,010%
Total	7.909.263	100,000%	81,699%

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Point 4 of the ordinary part

Proposal for authorization to purchase and dispose of treasury ordinary shares pursuant to art. 2357 and 2357-ter of the Civil Code, as well as art. 132 of Legislative Decree 58/1998 and related implementing provisions, subject to revocation of the authorization granted by the Ordinary Shareholders' Meeting of 16 April 2024 for the part not carried out. Related and consequent resolutions.

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.802.967	98,656%	80,601%
Opposite	106.296	1,344%	1,098%
Abstainer	0	0,000%	0,000%
Total	7.909.263	100,000%	81,699%

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Point 5 of the ordinary part

Assignment of the assignment of certification of compliance of sustainability reporting and determination of the fee, pursuant to Legislative Decree 39/2010. Related and consequent resolutions.

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	7.909.263	100,000%	81,699%
Opposite	0	0,000%	0,000%
Abstainer	0	0,000%	0,000%
Total	7.909.263	100,000%	81,699%

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Point 1 of the extraordinary part

Amendment of Articles 9 ("Call"), 10 ("Attendance and voting"), 16 ("Resolutions") and 22 ("Composition, duration and meetings of the Board of Statutory Auditors") of the Articles of Association. Related and consequent resolutions.

	No. of shares	% shares represented in assembly	% of Share Capital
Quorum for the constituent assembly	7.909.263	100%	81,699%
Actions for which the RD has instructions for the Agenda to be voted on (deliberative quorum):	7.909.263	100,000%	81,699%
Actions for which the RD It does not have instructions:	0	0,000%	0,000%

	No. of shares	% of voters	% of Share Capital
Favorable	6.857.707	86,705%	70,837%
Opposite	1.051.556	13,295%	10,862%
Abstainer	0	0,000%	0,000%
Total	7.909.263	100,000%	81,699%