



Seco S.p.A

Registered office at Arezzo, via Achille Grandi no. 20

Share capital euro 1,296,944.48

Tax Code / VAT Code and registration number with the Companies Registry of Arezzo no. 00325250512  
no. R.E.A. 70645

## NOTICE OF CALL OF THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF SECO S.P.A.

All the Shareholders of Seco S.p.A. ("**Seco**" or the "**Company**") entitled to participate and to vote are hereby invited to attend the Ordinary and Extraordinary Shareholders' Meeting at the office of Notary Jacopo Sodi, at Via dei Della Robbia no. 38 in Florence, on **April 27<sup>th</sup> 2026**, in a single call, at **11:00 a.m.**, in single call. Pursuant to article 135-undecies.1 of the Legislative Decree No. 58/1998 ("**CFA**") and article 12 paragraph 4 of the By-laws, Seco has decided to avail itself of the faculty established therein, providing that **participation in the Shareholders' Meeting by those entitled to vote may take place exclusively by conferring a proxy** (or sub-delegation) **to the representative designated by the Company pursuant to article 135-undecies of the CFA without the physical participation of the same**. Accordingly, the Company has granted the aforesaid mandate to Monte Titoli S.p.A. - with registered office in Milan, Piazza degli Affari No. 6 (the "**Designated Representative**").

The Shareholders Meeting will be called to resolve on the following:

### AGENDA

#### Ordinary Section

1. Financial Statements for the fiscal year as of December 31<sup>st</sup>, 2025 and allocation of the operating results for the year.
  - 1.1. Approval of the financial statements of the Company as of December 31<sup>st</sup>, 2025, following review of the Directors' Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements of the SECO Group at December 31<sup>st</sup>, 2025, inclusive of the sustainability statement pursuant to Legislative Decree No. 125/2024. Resolutions thereon;
  - 1.2. Proposal regarding the operating results for the year; resolutions thereon.
2. Remuneration Policy and Report:
  - 2.1. Approval of the remuneration policy pursuant to Article 123-ter, paragraph 3-bis of Legislative Decree No. 58/1998;
  - 2.2. Motion of "Section II" of the Report, pursuant to Article 123-ter, paragraph 6 of Legislative Decree No. 58/1998.
3. Proposal to approve the "2026-2029 Plan for the Chief Executive Officer and Senior Executives of SECO S.p.A." Related and consequent resolutions pursuant to Article 114-bis of Legislative Decree No. 58/1998.
4. Proposal to approve the "2026-2029 Plan for Employees and Senior Management of SECO S.p.A." Related and consequent resolutions pursuant to Article 114-bis of Legislative Decree No. 58/1998.
5. Authorization to purchase and dispose of treasury shares pursuant to and for the purposes of Articles 2357, 2357-ter of the Civil Code, Article 132 of Legislative Decree No. 58/1998 and Article 144-bis of Consob Regulation No. 11971 of May 14, 1999, subject to revocation of the authorization resolution passed by the Shareholders' Meeting on April 28<sup>th</sup>, 2025. Resolutions thereon.

### Extraordinary Section

1. Proposal to increase the share capital free of charge, for a maximum nominal amount of Euro 4.756 (fourthousandsevenhundredandfifty-six), on a divisible basis, by allocating to share capital, pursuant to Article 2349 of the Italian Civil Code, a corresponding amount drawn from profits and/or profit reserves, with the issuance of up to no. 475,600 (fourhundredseventy-fivethousandsixhundred) ordinary shares, to be allocated to the Company's senior executives as beneficiaries of the "2026–2029 Plan for the Chief Executive Officer and Senior Executives of SECO S.p.A.". Consequent amendments to Article 6 of the By-laws. Related and consequent resolutions.
2. Proposal to increase the share capital free of charge, for a maximum nominal amount of Euro 16,872 (sixteenthousandeighthundredseventy-two), on a divisible basis, by allocating to share capital, pursuant to Article 2349 of the Italian Civil Code, a corresponding amount drawn from profits and/or profit reserves, with the issuance of up to no. 1,687,200 (onemillionsixhundredeighty-seventhousandtwohundred) ordinary shares, to be allocated to the employees and senior management of the Company or its subsidiaries as beneficiaries of the "2026–2029 Plan for Employees and Senior Management of SECO S.p.A.". Consequent amendments to Article 6 of the By-laws. Related and consequent resolutions.
3. Amendments to Articles 2, 6, 7 and 8 of the By-laws following the full conversion of the class of shares named "Management '20 Share". Related and consequent resolutions.

The information concerning the share capital and the increased voting rights, as well as information concerning manner and terms for:

- the right to attend and to vote at the Shareholders' Meeting that will be made exclusively by granting a proxy (or sub-proxy) and through the Designated Representative (it is specified that the record date is fixed on April 16<sup>th</sup>, 2026);
- the procedure for delegating powers to the Designated Representative;
- the exercise of the right to add the agenda, to submit further resolution proposals and to ask questions pertaining to items on the agenda;
- the exercise of the right to individually submit motions of resolutions before the Shareholders' Meeting;
- the availability of the full text of the resolution proposals together with the explanatory reports on the items on the agenda;

Is given in the full version of notice of call on the Company's website ([www.seco.com](http://www.seco.com), Section "Investor Relations > Corporate Governance"), as well as at the mechanism for the central storage of regulated information "eMarket STORAGE", available at the website: [www.emarketstorage.com](http://www.emarketstorage.com).

The document concerning the Shareholders' Meeting will be made available to the public at the terms and manner indicated in the full version of notice of call.

This excerpt is published on the newspaper "Il Giornale" on March 25<sup>th</sup>, 2026.

Arezzo, March 23<sup>th</sup> 2026

For the Board of Directors  
The Chairman  
Daniele Conti