

<p>Informazione Regolamentata n. 0887-32-2026</p>	<p>Data/Ora Inizio Diffusione 23 Aprile 2026 23:40:41</p>	<p>Euronext Star Milan</p>
-----------------------------------------------------------	---------------------------------------------------------------	----------------------------

Societa' : ASCOPIAVE

Utenza - referente : ASCOPIAVEN01 - Rossetto Irene

Tipologia : 3.1

Data/Ora Ricezione : 23 Aprile 2026 23:40:41

Data/Ora Inizio Diffusione : 23 Aprile 2026 23:40:41

Oggetto : NOTICE OF CONVOCATION OF THE  
ORDINARY SHAREHOLDERS' MEETING

*Testo del comunicato*

Vedi allegato

**ASCOPIAVE S.p.A.**

Via Verizzo, 1030 Pieve di Soligo, Treviso, Italy

Share Capital: 234,411,575.00, fully paid up

Tax Code, VAT Number and Economic and Administrative Number for Treviso-Belluno: 03916270261

**NOTICE OF CONVOCAZIONE OF THE ORDINARY SHAREHOLDERS' MEETING**

The Ordinary Shareholders' Meeting of Ascopiave S.p.A. (hereinafter "**Ascopiave**" or "**the Company**") has been set for 3 June 2026, at 9 AM as its first call and on 4 June 2026 at 9 AM as the second, at the Studio Notarile Tassinari & Damascelli Notary Public, based in Bologna, Italy, namely in Via Galliera, 8, to discuss and resolve upon the following

**ITEMS ON THE ORDER OF BUSINESS**

1. The approval of the financial statements as of 31 December 2025 and the proposal for the allocation of the operating profit and the distribution of dividends:
  - 1.1 The approval of the annual financial statements as at 31 December 2025, together with the report by the Board of Directors on the performance of the Company, including the consolidated Sustainability Report, the report by the Members of the Board of Statutory Auditors, as well as the report by the relevant Independent Auditors, and the presentation of the consolidated financial statements as of 31 December 2025;
  - 1.2 The approval of the proposed allocation of the profit for the relevant financial year, as well as the distribution of the dividends, including any and all related and consequential resolutions.
2. The Report on the remuneration policy and on the remuneration paid:
  - 2.1 The approval of the first section of the report on remuneration policy and on remuneration paid, set up pursuant to Article 123-ter of the Italian Legislative Decree No. 58, issued on 24 February 1998 (*i.e.*, the remuneration policy for the 2026 budget year); the resolutions pursuant to Article 123-ter, paragraphs 3-bis and 3-ter, of the Italian Legislative Decree No. 58 issued on 24 February 1998, including any and all related and consequential resolutions;
  - 2.2 The advisory vote on the second section of the report on remuneration policy and on the remuneration paid, set up pursuant to Article 123-ter of the Italian Legislative Decree No. 58 issued on 24 February 1998 (*i.e.*, the report on the remuneration paid for the 2025 financial year); the resolutions issued pursuant to Article 123-ter, paragraph 6, of the Legislative Decree No. 58, issued on 24 February 1998.
3. Appointment of the Members of the Board of Directors, including any and all related and consequential resolutions:
  - 3.1 Appointment of the aforementioned Members;
  - 3.2 Appointment of the Chairperson of the Board of Directors;
  - 3.3 Setting up the relevant remuneration.
4. Appointment of the Members of the Board of Statutory Auditors:



- 4.1 Appointment of the single Members;
- 4.2 Appointment of the Chairperson of the Board of Statutory Auditors;
- 4.3 Setting up the relevant remuneration.

**It may be stated even now that the General Shareholders' meeting is going to achieve its quorum and to conduct business on 3 June 2026, its first convocation date.**

\* \* \*

## **1. HOW THE SHAREHOLDERS' ASSEMBLY SHALL BE CARRIED OUT**

The Company intends to use the option provided for in Article 12 of the Articles of Association to stipulate that participation in the Shareholders' Meeting shall take place, in accordance with Article 135-*undecies* Subsection 1 of the Italian Legislative Decree No. 58, issued on 24 February 1998 (hereinafter "**the Italian Consolidated Law on Finance**" or the "**TUF**"), with the participation limited solely to the representatives pursuant to Article 135-*undecies* of the TUF.

More precisely, it is provided that the participation in the Shareholders' Meeting by those entitled to do so may take place exclusively by granting a mandate (or sub-mandate) to the representative designated by the Company pursuant to Article 135-*undecies* of the TUF – identified as Monte Titoli S.p.A., with registered office in Milan (hereinafter, the "**Designated Representative**" or "**Monte Titoli**") – in accordance with the procedures set out below, namely in the section titled "*Representation within the Shareholders' Meeting*", thereby precluding the physical attendance by individual Shareholders. The Designated Representative may also be granted mandates or sub-mandates pursuant to Article 135-*novies* of the TUF, by way of derogation from Article 135-*undecies*, paragraph 4, of the aforementioned Italian Consolidated Law on Finance in accordance with the procedures set out below, namely in the aforementioned section titled "*Representation within the Shareholders' Meeting*".

It should be noted that, without prejudice to the foregoing regarding the possibility for those entitled to vote to participate exclusively through the Designated Representative, the directors, the statutory auditors, the secretary of the meeting and/or the notary, the Designated Representative himself, the representatives of the auditing firm, as well as other persons whose attendance at the Shareholders' Meeting is required, may participate in the meeting exclusively via telecommunication means that guarantee their identification, in accordance with the procedures individually communicated to them by the Company, without it being necessary in any case for the Chairman, the Secretary and/or the notary recording the minutes to be present in the same location.

In light of the manner the Meeting is to be held in, it shall be deemed to have been duly convened and held at the Studio Notarile Tassinari & Damascelli, a Notary Public based in Bologna, Italy, namely Titoli in Via Galliera, 8. Any and all changes shall be promptly notified in the same manner as the one provided for concerning the publication of the notice and/or in any event through the information channels provided for by the legislation in force at any given time.

## **2. INFORMATION ON THE SHARE CAPITAL OF THE COMPANY**

As of the date of the convocation note herein, the share capital of Ascopiave amounts to 234,411,575.00 Euros, subdivided into 234,411,575 ordinary shares, each having a nominal value of 1.00 Euro. Each ordinary share entitles the holder to 1 (one) vote at the Shareholders' Meeting. Should the right to increased voting rights come into effect, each share entitles the holder to 2 (two) votes.



Please also refer to the information published on the Company's website ([www.gruppoascopiave.it](http://www.gruppoascopiave.it), under the “Corporate Governance” and “Investor Relations” sections) for updates regarding the Company's shareholding structure and voting capital. As of the date of the notice of meeting herein, the Company holds 17,973,719 treasury shares (amounting to 7.668% of the share capital).

### **3. INTERVENING WITHIN THE SHAREHOLDER'S MEETING AND EXERCISING VOTING RIGHTS**

Sono Only those in respect of whom the Company has received a specific notification from an intermediary authorized to maintain accounts in accordance with the law – based on accounting records as at the close of business on the 7th (seventh) trading day (i.e. **25 May 2026**) preceding the date of the Shareholders' Meeting on first call (the so-called *record date*), pursuant to the provisions of Article 83-*sexies* of the Consolidated Law on Finance and Article 11 of Ascopiave's Articles of Association (hereinafter, the “**Articles of Association**”). The notification from the authorized intermediary referred to above must be received by the Company by the end of the 3rd (third) trading day preceding the date set for the Shareholders' Meeting in its first call (i.e. **29 May 2026**). The right to attend and vote, exclusively through the Designated Representative, remains unaffected if the notification is received by the Company after the aforementioned deadline, provided it is received before the start of the meeting.

Credit and debit entries made to accounts after the *record date* are not relevant for the purposes of entitlement to exercise voting rights at the Shareholders' Meeting. Therefore, those who become holders of the Company's shares only after that date will not be entitled to attend and vote at the Shareholders' Meeting and will not be able to issue a proxy (or sub-proxy) to the Designated Representative; in such cases, if the shares are registered in the account prior to the opening of the General Shareholders' Meeting, they shall be deemed not to have participated in the approval of the resolutions pursuant to Article 127-*bis*, paragraph 2, of the TUF.

It is worth reminding that the aforementioned notification to Ascopiave is made by the authorized intermediary at the request of the person entitled to the right. Shareholders are required to instruct the authorized intermediary holding their accounts to make the aforementioned notification to the Company. Any requests for advance notice by the authorized intermediary or financial costs incurred in fulfilling the latter's obligations are not attributable to the Company. It is also worth noting that it is not possible to vote within the Shareholders' Meeting electronically and/or by post

### **4. REPRESENTATION WITHIN THE SHAREHOLDERS' MEETING**

In compliance with the provisions of Article 12 of the Articles of Association, the Company has exercised its right to stipulate that participation in the General Shareholders' meeting is allowed exclusively through the Designated Representative(s) and, namely when appointing the latter free of charge as follows is concerned.

The mandate may, alternatively, be granted, in the manner described below, pursuant to:

- (i) Article 135-*novies* of the TUF, using the “standard mandate (or sub-mandate) form”; or pursuant to:
- (ii) Article 135-*undecies* of the TUF, using the “mandate form for the Designated Representative”. Should any clarifications about the granting of a mandate (and in particular regarding the completion of the proxy form and voting instructions and their submission), be needed, the persons entitled to attend the Shareholders' Meeting may contact Monte Titoli S.p.A. by email at: [RegisterServices@euronext.com](mailto:RegisterServices@euronext.com), or by calling the following phone number (+39) 02.33635810, during working hours (from 9 AM to 5 PM).



#### **4.1 THE MANDATE TO THE DESIGNATED REPRESENTATIVE PURSUANT TO ARTICLE 135-UNDECIES OF THE ITALIAN CONSOLIDATED LAW ON FINANCE OR “TUF”**

The mandate, accompanied by the relevant voting instructions, may be granted, at no cost to the grantor other than the transmission costs, to Monte Titoli, in its capacity as the Company’s Designated Representative pursuant to Article 135-*undecies* of the Consolidated Law on Finance (TUF), as well as to Article 12 and Article 11.3 of the Articles of Association of the Company.

The mandate submitted to the Designated Representative must be granted using the specific mandate form available on the Company’s website at [www.gruppoascopiave.it](http://www.gruppoascopiave.it), within the section dedicated to the Shareholders’ Meetings.

The mandate submitted to the Designated Representative must contain voting instructions on all or some of the proposals relating to the items on the agenda. The proxy to the Designated Representative shall be effective only for those proposals for which the proxy-grantor has provided voting instructions. The Company’s shares for which a mandate has been granted, even partially, are counted for the purposes of the quorum of the Shareholders’ Meeting. In relation to proposals for which no voting instructions have been provided, the Company’s shares are not to be counted for the purposes of calculating the majority and the share capital required for the approval of resolutions.

The mandate form submitted the Designated Representative, together with the relevant voting instructions, must be received by the Designated Representative by the end of the second trading day preceding the date of the Shareholders’ Meeting (i.e., by 23:59 on **1 June 2026**, if the Shareholders’ Meeting is held on first call, or by 23:59 on 2 June 2026 if said Meeting is held on its second call), together with a copy of the delegating party’s valid identity document and, in the case of a legal entity, a copy of an identity document of the *pro tempore* legal representative, or of another person with appropriate powers, together with documentation proving corporate powers (such as copy of the Chamber of Commerce registration deeds or similar documents). The mandate must then be sent to the Designated Representative through one of the following alternative methods:

- (i) submitting a digital copy (PDF) to the certified email address RD@pec.euronext.com (with the following subject line: “Mandate *for the June 2026 ASCOPLAVE General Shareholders’ Meeting*”) from a certified email account (or, failing that, from an email account containing the electronic document signed with a qualified or digital signature);
- (ii) sending the original document, by courier or registered post with return receipt, for the attention of the Register Services department, at Monte Titoli S.p.A., Piazza degli Affari 6, 20123 Milan (Ref. “Mandate *for the June 2026 ASCOPLAVE General Shareholders’ Meeting*”) **along with a digital copy (PDF)** sent by ordinary email to RD@pec.euronext.com (subject line “*ASCOPLAVE Shareholders’ Meeting Proxy June 2026*”).

The mandate submitted to the Designated Representative and the voting instructions may be revoked within the same deadline as above (i.e. by 23:59 on **1 June 2026**, if the General Meeting is held on first call, or by 23:59 on 2 June 2026 if the General Meeting is held on its second call) and using the same methods as the ones used for the submission thereof.

#### **4.2 ORDINARY MANDATE (OR SUB-MANDATE) PURSUANT TO ARTICLE 135-NOVIES OF THE ITALIAN CONSOLIDATED LAW ON FINANCE OR “TUF”**

Any and all persons entitled to attend and vote may also be represented at the Shareholders’ Meeting by a Designated Representative by means of a mandate (or sub-mandate) granted in accordance with Article 135-*novies*



of the Italian Consolidated Law on Finance (TUF) and Article 11.2 of the Articles of Association, at no cost to them other than the ones connected with the transmission.

The aforementioned mandate may be granted using the mandate and/or the sub-mandate form available on the Company's website at [www.gruppoascopiave.it](http://www.gruppoascopiave.it). any and all proxies and/or sub-proxies submitted to the Designated Representative must contain voting instructions on all or some of the proposals relating to the items on the order of business; the Designated Representative shall not cast any vote at the Shareholders' Meeting in relation to those proposals he or she has not received specific voting instructions for.

The mandate and/or sub-mandate shall be Tituli sent to the Designated Representative, together with a copy of the grantor's valid ID document and, in the case of legal personality, a copy of an identity document of the *pro tempore* legal representative, or of another person with appropriate powers, together with documentation proving corporate powers (copy of the Chamber of Commerce registration or similar deeds), by 6.00 pm on the day preceding the date of the General Shareholders Meeting at its first call (and in any event by the start of the proceedings of the Shareholders' Meeting), using one of the following alternative methods:

- (i) submitting a digital copy (PDF) to the certified email address [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (subject line "*Proxy for ASCOPLAVE General Meeting June 2026*") from a certified email account (or, failing that, from one's own email account containing the electronic document signed with a qualified or digital signature);
- (ii) sending the original document, by courier or registered post with return receipt, for the attention of the Register Services department, at Monte Titoli S.p.A., Piazza degli Affari 6, 20123 Milan, Italy (Ref. "*Proxy for the ASCOPLAVE General Meeting June 2026*") **and sending a digital copy (PDF)** by ordinary email to [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (with the following subject: "*Mandate for the ASCOPLAVE June 2026 General Shareholders' Meeting*"). The mandate (or sub-mandates) and/or the relevant voting instructions may be revoked within the same timeframe as detailed above, using the same methods as those used to grant them.

## **5. THE RIGHT THE SHAREHOLDERS HAVE TO ASK QUESTIONS ABOUT THE ITEMS OF THE ORDER OF BUSINESS**

Pursuant to Article 127-ter of the Italian Consolidated Law on Finance, those entitled to vote may submit questions on the items on the agenda prior to the Shareholders' Meeting. Such questions shall be received no later than 7 (seven) trading days before the date of the Shareholders' Meeting on first call (and, therefore, by **25 May 2026**). Those entitled to vote are entitled to submit questions provided that the Company has received, by the third day following the *record date*, a specific certificate issued by an authorized intermediary in accordance with current legislation, certifying the applicant's ownership of the shares.

Questions may be submitted: (i) by registered post with acknowledgement of receipt, to be sent to the registered office of Ascopiave at Via Verizzo, 1030, Pieve di Soligo, Treviso, Italy, or (ii) by certified email to the address "[ascopiave@pec.ascovert.it](mailto:ascopiave@pec.ascovert.it)".

Only the questions relevant to the items on the order of business shall be considered. The Company may provide standardized responses to questions having the same content.

Any and all questions received by the deadline indicated above will be answered by **1 June 2026**, after verifying their relevance and the legitimacy of the enquirer, by publication in the section of the Company's *website* at [www.gruppoascopiave.it](http://www.gruppoascopiave.it), in the area dedicated to the General Shareholders' Meetings. The Company may provide a single response to questions featuring the same content.



**6. AMENDING THE ORDER OF BUSINESS OF THE GENERAL SHAREHOLDERS' MEETING AND PROPOSING RESOLUTIONS ON ITEMS OF THE ORDERS OF BUSINESS BY THOSE SHAREHOLDERS HOLDING AT LEAST 2.5% OF THE SHARE CAPITAL**

In accordance with the provisions of Article 126-*bis* of the Italian Consolidated Law on Finance, those Shareholders who, individually or jointly, represent at least 2.5% (one fortieth) of the share capital may, within 10 (ten) days of the publication of this notice of meeting by **4 May 2026** (deadline extended to the next working day, as May 3, 2026 falls on a Sunday), the addition of items to the agenda, indicating in their request the additional topics proposed and/or the proposed resolutions, or submit proposed resolutions on matters already on the agenda. Pursuant to Article 126-*bis*, paragraph 3, of the aforementioned Italian Consolidated Law on Finance, adding items on the order of business the agenda is not allowed for the matters where the Shareholders' Meeting resolves, in accordance with the law in force, upon a proposal by the Board of Directors or on the basis of a draft or of a report prepared by the Board other than the one(s) referred to in Article 125-*ter*, paragraph 1, of the TUF.

The request shall be submitted in writing and sent (i) by registered post with acknowledgement of receipt, to be sent to the registered office of Ascopiave at Via Verizzo, 1030, Pieve di Soligo (TV), or (ii) by certified email to the address "[ascopiave@pec.ascocert.it](mailto:ascopiave@pec.ascocert.it)", together with the certificates issued by the authorized intermediary(ies) proving their ownership of at least 2.5% of the share capital.

Within the same deadline (i.e., by **4 May 2026**) and in the same manner, the applicant must submit to the Company's Board of Directors a report on the matters proposed for discussion and/or setting out the details and reasons for any additional proposals for resolutions submitted on matters already on the agenda. Notice of additions approved by the Board of Directors or of the submission of further proposals for resolutions on matters already on the agenda shall be given at least fifteen days prior to the date set for the General Shareholders' Meeting in first call (i.e. by **19 May 2026**), in the same manner as provided for by law for the notice of meeting. At the same time as the notice of the addition or submission is published, the report prepared by the requesting shareholders, accompanied by any assessments by the administrative body, shall be made available to the public in the same manner as the documentation relating to the aforementioned General Shareholders' Meeting.

**7. SUBMISSION OF NEW RESOLUTION PROPOSALS BY HOLDERS OF VOTING RIGHTS (PURSUANT TO ARTICLE 126-BIS, PARAGRAPH 1, PENULTIMATE SENTENCE, OF THE TUF)**

Since the participation in the Shareholders' Meeting is allowed exclusively through the Designated Representative, solely for the purposes of the Shareholders' Meeting herein, the personalities entitled to vote may individually submit to the Company proposals for resolutions about the items on the order of business – pursuant to Article 126-*bis*, paragraph 1, penultimate sentence, of the TUF – in good time and, in any event, within **19 May 2026**.

The aforementioned proposals, formulated clearly and comprehensively, must be submitted in writing, quoting as a reference "*Proposals for resolutions pursuant to Article 126-bis, paragraph 1, penultimate sentence, of the TUF*", together with information enabling the identification of the person submitting them, as well as information regarding share ownership (via a specific certification by the intermediary) and the related voting rights, and must be received by the Company by the aforementioned deadline (i.e. by **19 May 2026**) via certified email to the "[ascopiave@pec.ascocert.it](mailto:ascopiave@pec.ascocert.it)" e-mail address.

The proposed resolutions received by the Company will be published in the section of the *website*, at the address [www.gruppoascopiave.it](http://www.gruppoascopiave.it), in the area dedicated to the Shareholders' Meetings, by **25 May 2026**, so that holders of voting



rights may review them for the purpose of granting proxies, with the relevant voting instructions, to the Designated Representative. For the purposes of the foregoing, the Company reserves the right to verify the relevance of the proposals to the items on the agenda, their completeness, their compliance with applicable regulations, and the legitimacy of the proposers.

## 8. THE PROCEDURES AND DEADLINES FOR SUBMITTING THE ELECTION LISTS FOR THE BOARD OF DIRECTORS AND FOR THE BOARD OF STATUTORY AUDITORS

Pursuant to the current laws and the regulations, the election of members of the Board of Directors and the Board of Statutory Auditors shall take place on the basis of lists submitted by the Shareholders, in which candidates must be listed in numerical order. In such a regard, reference is made in full to the provisions of Articles 15 and 22 respectively of the Articles of Association, available on the [www.gruppoascopiave.it](http://www.gruppoascopiave.it) website, that should be consulted for further details.

Lists of candidates, signed by the shareholders submitting them or by the shareholder authorized to submit them, and accompanied by the necessary documentation, must be filed at the registered office at least twenty-five days before the date set for the General Shareholders' Meeting (*i.e.* 9 May 2026).

To file the lists, one of the following methods must be followed:

(i) by hand-delivering the relevant documentation to the offices of the Corporate Affairs Department of Ascopiave S.p.A., at Via Verizzo no. 1030 – 31053 Pieve di Soligo (TV), from Monday to Thursday between 9.00 AM and 5.30 PM and on Friday between 9.00 am and 4.30 pm;

(ii) by sending them to the [ascopiave@pec.ascocert.it](mailto:ascopiave@pec.ascocert.it) certified email address, together with the documentation required by current legislation, including regulations, and by the provisions set out in the aforementioned provisions of the Articles of Association.

The lists will be made available to the public at the registered office, disseminated and stored in the “eMarket Storage” system of Teleborsa S.r.l., and published on the Company’s website [www.gruppoascopiave.it](http://www.gruppoascopiave.it) at least twenty-one days prior to the Shareholders’ Meeting in the first call thereof (*i.e.* by **13 May 2026**).

Shareholders who, alone or together with other Shareholders, hold voting shares representing at least 2.5% of the share capital are entitled to submit lists (in accordance with Consob Resolution No. 123 of 28 January 2025).

Ownership of the number of shares required for the submission of lists shall be certified, at the time of filing the list or at the latest no later than 21 days prior to the date of the Shareholders’ Meeting on first call (*i.e.* by 13 May 2026), by the filing or receipt by the Company of the notification issued by the intermediary regarding the shares registered in the Shareholder’s name on the day the lists are filed with the Company.

Pursuant to Article 144-*sexies*, paragraph 5, of the regulations approved by Consob by Resolution No. 11971 dated 14 May 1999 (as subsequently amended and supplemented, the “**Issuers’ Regulations**”), if, within the period of twenty-five calendar days prior to the date set for the Shareholders’ Meeting, only one list has been submitted for the election of the Board of Statutory Auditors, or only lists submitted by shareholders who are connected to one another pursuant to Article 144-*quinquies* of the Issuers’ Regulations, further lists may be submitted up to the third day following that date, provided that, in this case, the certification of share ownership must in any event be produced by the deadline for the publication of the lists by Ascopiave, *i.e.* the twenty-first day prior to the Shareholders’ Meeting, which falls on 13 May 2026.

In such a case, the minimum threshold of 2.5% for the submission of lists, as indicated above, shall be reduced by half.

Pursuant to Article 144-*sexies* of the Issuers’ Regulations, shareholders other than the majority shareholder who intend to submit a list for the appointment of the Board of Statutory Auditors are required to file, at the same time as the list, a declaration certifying the absence of any links with said shareholder, as provided for in Article 144-*quinquies* of the Issuers’ Regulations.



It should be noted that Consob Recommendation No. DEM/9017893 of 26 February 2009 recommends that shareholders submitting a minority list for the appointment of the Board of Directors file, together with the list, a declaration certifying the absence of any links, even indirect, as provided for in Article 144 -*quinquies* of the Issuers' Regulations, with shareholders who hold, even jointly, a controlling or relative majority stake. Without prejudice to the foregoing, with regard to the Board of Directors, pursuant to Article 15 of the Articles of Association: (i) each list must include no fewer than 1 (one) candidate; candidates must be listed in sequential order; and the first candidate on each list must meet the independence requirements detailed within Article 148 of the TUF and the *Corporate Governance* Code for listed companies promoted by Borsa Italiana S.p.A.; each candidate may stand for election on only one list, failing which they shall be ineligible; (ii) each list must be accompanied by a list of the shareholders submitting the list, stating their name, company name or legal name, registered office, registration number in the Register of Companies or equivalent, and the percentage of share capital held, together with the *curriculum vitae* of each candidate (containing comprehensive information on their personal and professional background), statements in which the individual candidates accept their nomination and certify the absence of grounds for ineligibility, incompatibility and forfeiture of office, possession of the integrity and professional standards required by law, and, where applicable, confirmation of compliance with the independence requirements set out in Article 148 of the Consolidated Law on Finance (also known as the TUF, from its Italian acronym), as well as in the *Corporate Governance* Code.

Furthermore, when submitting lists for the election of members of the Board of Directors, please take into account the regulatory provisions regarding gender balance; in particular, you are invited to include in lists with at least three candidates a number of candidates of the under-represented gender sufficient to ensure that the composition of the Company's Board of Directors complies with current legal provisions on gender balance.

Please note that, pursuant to Article 15.3 of the Articles of Association, each shareholder may submit (or contribute to submitting) and vote for only one list, even if through a proxy or via a trust company. Furthermore, the following must submit (or contribute to submitting) and vote for only one list: (i) shareholders belonging to the same Group (meaning subsidiaries, parent companies and entities subject to the same control pursuant to Article 93 of the Consolidated Law on Finance), (ii) shareholders party to the same shareholders' agreement pursuant to Article 122 of the Consolidated Law on Finance concerning the Company's shares, or in any event to agreements or pacts relating to the Company's shares, (iii) shareholders who are otherwise connected to one another by virtue of significant relationships within the meaning of the applicable laws and regulations in force, it being understood in any case that, for the purposes of the election of the Company's Directors, collective investment undertakings (CIUs) shall not be considered connected to the entities forming part of the Group to which the intermediary managing them belongs. If a shareholder who is connected – in accordance with the criteria listed above – to the shareholder who submitted and voted for the Majority List (as defined in the Articles of Association) (a) submits a Minority List (as defined in the Articles of Association), such list shall not be taken into account for the purposes of electing a director pursuant to Article 15.12 of the Articles of Association; or (b) votes for a list other than the Majority List, such vote shall not be taken into account if it was decisive for the election of the minority director pursuant to the Articles of Association.

Please note that, pursuant to current laws and regulations and the *Corporate Governance* Code, there must be at least two directors who meet the independence requirements set out in Article 148 of the Consolidated Law on Finance (TUF) and in the *Corporate Governance* Code.

Please note that the applicable amendments to the TUF introduced by Legislative Decree 47/2026 will come into force on 29 April 2026, with the consequent renumbering of the relevant amended articles.

As regards the Board of Statutory Auditors, pursuant to Article 22 of the Articles of Association, each list must consist of two sections, one for the appointment of standing auditors and one for the appointment of alternate auditors, and must include at least 1 (one) candidate for the office of standing auditor and 1 (one) candidate for the office of alternate auditor; candidates are assigned sequential numbers. A shareholder may not submit or vote for more than one list, even through a third party or via trust companies. Shareholders belonging to the same group and shareholders who are party to a relevant shareholders' agreement pursuant to Article 122 of the Consolidated Law on Finance (TUF) concerning the Company's shares may not submit or vote for more than one list, even through a third party or via trust companies. A candidate may appear on only one list, on pain of ineligibility.



Please note that, together with the lists, the following must be filed with the Company: (i) information regarding the identity of the shareholders who have submitted the lists, indicating the total percentage of shares held; (ii) a declaration by the shareholders who have submitted the list and who are not, even jointly, holders of a controlling or relative majority stake, certifying the absence of any links with the latter, in accordance with current regulatory provisions; (iii) comprehensive information on the personal and professional characteristics of the candidates; (iv) declarations by which the individual candidates accept their nomination and certify that they meet the requirements laid down by law; (v) any other additional or different declarations, disclosures and/or documents required by law and applicable regulations.

Those lists that do not comply with the provisions detailed above shall be deemed not to have been submitted. Article 22 of the Articles of Association provides that the Board of Statutory Auditors shall consist of three standing auditors and two alternate auditors. Please therefore take these regulatory provisions on gender balance into account when submitting lists for the election of members of the Board of Statutory Auditors. For any further information, please refer to the directors' report, which will be made available on the [www.gruppoascopiave.it](http://www.gruppoascopiave.it), the Company's website, in full compliance with the law in force.

Reference should be made also to though the "Guidelines from the Board of Directors of Ascopiave S.p.A. to Shareholders on the future composition of the Board of Directors", available on the Company's website ([www.gruppoascopiave.it](http://www.gruppoascopiave.it), "Investor Relations" – "General Meetings") and via the authorized storage mechanism "eMarket Storage" ([www.emarketstorage.com](http://www.emarketstorage.com)) belonging to Teleborsa S.r.l.

## 9. RELEVANT DOCUMENTS

Documents relating to the items on the order of business shall be made available to the public in accordance with the law in force at the Company's registered office, in Via Verizzo, 1030, Pieve di Soligo, Treviso, Italy, on the Company's website, [www.gruppoascopiave.it](http://www.gruppoascopiave.it), namely within the area dedicated to the Shareholders' Meetings, as well as on the "eMarket Storage" ([www.emarketstorage.com](http://www.emarketstorage.com)) authorized storage mechanism.

The Shareholders can obtain a copy of the documentation, at their own expense, by submitting a request to the Company's Administration, by writing to the [ascopiave@pec.ascocert.it](mailto:ascopiave@pec.ascocert.it) certified e-mail address.

\* \* \*

The notice herein is available at the Company's registered office and published, in accordance with the provisions of Article 125-bis of the Italian Consolidated Law on Finance, as well as pursuant to Article 84 of the Issuers' Regulation and Article 10.2 of the Articles of Association, on the Company's website, [www.gruppoascopiave.it](http://www.gruppoascopiave.it) in the section dedicated to the Shareholders' Meetings, via the authorized distribution mechanism "eMarket Storage" at [www.emarketstorage.com](http://www.emarketstorage.com), as well as, in summary form, within the Italian "Il Giornale" daily newspaper on 24 April 2026.

Pieve di Soligo, 23 April 2026

On behalf of the Board of Directors  
The Chairman and CEO

*Mr. Nicola Ceconato*

Fine Comunicato n.0887-32-2026

Numero di Pagine: 11