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REGISTER NO. 18746 FILE NO. 12039

SHAREHOLDERS' MEETING MINUTES
OF THE COMPANY
F.I.L.A. - FABBRICA ITALIANA LAPIS ED AFFINI SOCIETA' PER AZIONI
OF SEPTEMBER 28, 2026

ITALIAN REPUBLIC

In the year two thousand and twenty-six, on October 5, at 9.20AM
October 5, 2026 - 9.20AM
In Milan, at the office at Via Giotto 9,
I, the undersigned Mr. Gianluca Gonzales, Notary in Carate Brianza, enrolled in the Register of Notaries of Milan, at the request of Dr. Giovanni Gorno Tempini, born in Brescia on February 18, 1962 and resident in Milan, at via Puccini 1, in his capacity as Chairperson of the Board of Directors and representing the Company

"F.I.L.A. - FABBRICA ITALIANA LAPIS ED AFFINI SOCIETA' PER AZIONI"

with registered office in Pero at the address Via XXV Aprile 5, with subscribed, paid-in capital of Euro 46,985,772.68, and approved capital of Euro 47,736,706.00, duration limited to December 31, 2100, tax code, VAT number and registration number with the Milan, Monza Brianza and Lodi Companies Register 08391050963, Economic & Administrative Index No. MI-2022589
proceed to prepare and sign, as per Article 2375 of the Civil Code, the minutes of the Shareholders' Meeting of the aforementioned company, held, pursuant to Article 10.7 of the By-Laws and in accordance with the applicable regulations, with the aid of audio-videoconferencing supports and in my constant presence, on September 28, 2026 in Pero, via XXV Aprile No. 5 at the registered office of the company, duly called in single call for September 28, 2026 at the aforementioned location, at 10AM, by means of a notice published on the company's website (www.filagroup.it) on August 25, 2026, in extract form in the newspaper "Milano Finanza" on August 26, 2026, and made available on the "eMarket SDIR" authorised storage mechanism (which can be consulted from the website www.emarketstorage.com) on August 28, 2026.
Therefore, I, as Notary, being requested to draw up by public deed the minutes of the aforesaid meeting, do hereby attest and acknowledge that on September 28, 2026, in Pero, at the Company's registered office at Via XXV Aprile 5, beginning at 10AM, the Shareholders' Meeting of the said company was held, having the following

AGENDA

1. Proposal to distribute an extraordinary dividend to be taken from available reserves; resolutions thereon;
2. Supplementation of the Board of Statutory Auditors in accordance with Article 2401 of the Civil Code: appointment of an Alternate Auditor.

I thus acknowledge that the proceedings of the Shareholders' Meeting were conducted as follows:
At 10.01AM, Mr. Giovanni Gorno Tempini, in attendance, takes up the chair of the session pursuant to Article 10.6 of the By-Laws in his aforementioned capacity as Chairperson of the Board of Directors.
The Chairperson, calling the session to order, welcomes the attendees, personally and on behalf of the corporate boards, and thanks everyone for taking part in the Meeting.
Following this, in accordance with the last sentence of the same Article 10.6 of the By-Laws, he designates me, the Notary Public, to the role of secretary.
He notes that:
- in compliance with Article 10.5 of the By-Laws and in line with the provisions of

REGISTERED
TAX AGENCY
TERRITORIAL OFFICE
of MONZA AND BRIANZA

October 6, 2026
at No. 36210
Series 1T
Paid € 245.00
of which:
I. Register € 200.00
I. Stamp € 45.00

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the call notice:
(i) the attendance of those entitled to vote participating in the Shareholders' Meeting solely through Monte Titoli S.p.A. - as the Company's Appointed Representative pursuant to Article 135-*undecies* of Legislative Decree No. 58 of February 24, 1998 (the "CFA" or "Consolidated Finance Act") - to which shareholders could grant proxies or sub-delegations pursuant to Article 135-*novies* of the CFA or proxies pursuant to Article 135-*undecies* of the CFA, all bearing voting instructions.
Therefore, access to the Meeting location to shareholders or delegates other than Monte Titoli S.p.A. is expressly excluded.
He also notes that "Monte Titoli S.p.A.," through its representative, has, to the extent necessary, disclosed that it does not, in any case, fall under any of the conditions of conflict of interest indicated in Article 135-*decies* of the CFA;
(ii) the Shareholders' Meeting was held in the presence, including remotely through mechanisms identifying participants and their attendance, of the permitted attendees (i.e. the members of the Company's management and supervisory bodies, in addition to the Company's Appointed Representative pursuant to Article 135-*undecies* of the CFA) and without the need in any case for the Chairperson and the secretary taking the minutes to be in the same location.
- in addition to the Chairperson Giovanni Gorno Tempini, Chief Executive Officer Massimo Candela and Executive Director Luca Pelosin are present in person for the Board of Directors;
- the following are in attendance via audio-conference, in the manner provided for in the By-Laws:
(i) for the Board of Directors, Director Gianna Luzzati and Director Carlo Paris;
(ii) for the Board of Statutory Auditors: Chairperson Gianfranco Consorti and Statutory Auditors Pietro Michele Villa and Sonia Ferrero,
all of whom, upon identification made by the Chairperson, declare that they have the necessary documents at their disposal and are able to adequately follow the proceedings of the Meeting;
- while Directors Donatella Sciuto and Annalisa Barbera are absent;
- a number of employees, collaborators and consultants of the Company are also present and/or attending by audio-conference in an auxiliary capacity to support the meeting's technical and organisational requirements, as permitted by the Chairperson;
- the Shareholders' Meeting was called in single call for September 28, 2026 in the above location, at 10AM, by notice published on the Company's website (www.filagroup.it) on August 25, 2026 and in excerpt form in the newspaper Milano Finanza of August 26, 2026, and made available via the authorised storage mechanism eMarket SDIR (available at the address www.emarketstorage.com) on August 28, 2026;
- the share capital amounts to Euro 46,985,772.68 and is divided into 51,058,297 shares, of which 42,976,441 ordinary shares and 8,081,856 special class B shares, all without par value; in particular, he notes that the special class B shares are all multi-vote shares, conferring three voting rights each;
- the Company holds 596,909 ordinary treasury shares whose voting rights are suspended pursuant to Article 2368, paragraph 3 of the Civil Code, as referred to in Article 2357-*ter*, paragraph 2, last paragraph of the Civil Code;
- in consideration of the foregoing, at today's date, 66,625,100 votes are therefore exercisable at the Shareholders' Meeting;
- the ordinary shares of the Company have been admitted for trading on the Euronext

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Milan, Euronext Milan STAR segment, a regulated market organised and managed by Borsa Italiana S.p.A.;
- the Company has not received requests to add items to the Agenda within the terms allotted by Article 126-*bis* of the CFA, nor any new motions on the items on the Agenda.
- no applications were received by the Company from shareholders prior to the Meeting pursuant to Article 127-*ter* of the Consolidated Finance Act;
- that voting may not take place through correspondence or electronic means.
The Chairperson thereafter states:
- that at 10.07AM there are 128 entitled participants at the Meeting, all by proxy or sub-proxy granted to "Monte Titoli S.p.A.", whose Appointed Representative Francesca Neodo, born in Abano Terme on June 14, 1995 is also connected by audio-conference, totalling 24,667,738 shares, of which 8,081,856 Class B Shares with multi-voting rights, (equal in total to 48.884% of the shares with voting rights and 61.285% of the total share capital with voting rights, excluding from the calculation of the resolution quorum the 596,909 treasury shares held by the Company as of the date of today's Meeting, pursuant to Article 2368, paragraph 3, of the Civil Code, as recalled by Article 2357, paragraph 2, final paragraph, of the Civil Code).
He also notes that:
- no proxy solicitations pursuant to Article 136 and subsequent of the CFA have been made with regard to today's Meeting;
- in accordance with the applicable provisions, a list of the names of the participants in the Shareholders' Meeting (all, as stated, with proxy or sub-proxy granted to the Appointed Representative "Monte Titoli S.p.A.") is appended at letter "A" to these minutes; this list will specify the shares for which notice has been given by the intermediary to the issuer pursuant to Article 83-*sexies* of the CFA and indicate the presence of the principal of the voter for each vote and the vote cast, with the relevant number of shares. Any pledgees or usufructuaries participating in the meeting will also be included in the above appendix.
The Chairperson therefore declares the Shareholders' Meeting validly constituted, in ordinary session and in single call, to deliberate on the matters on the Agenda.
The Chairperson states that the results of the voting will be published according to the legal terms.
Proceeding with the formalities, the Chairperson further announces:
- as recommended by Consob, analysts, qualified experts and journalists have been informed of the Shareholders' Meeting;
- to the best of the Company's knowledge, as an SME as per Article 1, paragraph 1, letter *quater-1*, of the CFA, based on the shareholders register and the communications received in accordance with Article 120 of the Consolidated Finance Act and other information available, the shareholders directly or indirectly holding more than 5% of the subscribed share capital with voting rights are as follows:
- Massimo Candela owns 123,073 ordinary shares directly and 11,628,214 ordinary shares and 8,081,856 special B shares indirectly through the subsidiary Pencil S.r.l.
The Chairperson reminds the shareholders that pursuant to Article 120 of the CFA, shareholders who directly or indirectly hold more than 5% of the Company's share capital but have failed to disclose this situation to the Company and Consob may not exercise the voting rights attached to the shares for which the disclosure has not been provided;
The Chairperson then announces that, to the best of the Company's knowledge, no material shareholder agreements have been entered into pursuant to Article 122 of

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the CFA as at the date of the Meeting.
The Chairperson also recalls attention to Article 122 of the CFA, and particularly the fourth paragraph, which provides that voting rights relating to listed shares for which the publication obligations have not been satisfied pursuant to the first paragraph of that same Article 122 of the CFA may not be exercised.
The Chairperson continues with the process of calling the meeting to order, noting that:
- it has been ascertained, by the appointees identified by the same Chairperson, that the persons entitled to vote herein represented have the right to participate, in addition to their identity and that of their representative, and that the proxies enrolled in the company records are in order;
- the minutes will also contain a summary of all that has been said and the statements made, in accordance with applicable law.
He states that the Company has discharged all the obligations – including of an informational nature – provided for by law in respect of the matters on the Agenda.
The Chairperson also states that electronic copies of the following documents have been made available to all interested parties on the Company's website www.filagroup.it, all of which are useful for better following the proceedings of the Meeting:
- the Shareholders' Meeting regulations;
- the call notice, including information on FILA's share capital, and the related extract published in the newspaper "Milano Finanza";
- the proxy (or sub-proxy) forms to the Appointed Representative;
- the privacy policy;
- the By-Laws;
- the explanatory reports of the Board of Directors on the proposals concerning matters on the Agenda, prepared in accordance with Article 125-*ter* of the CFA.

Of these documents, in view of the special manner the Meeting was held, no hard copies were distributed.
In addition, all the above documents were also made available to the public at the registered office of the Company, through Borsa Italiana S.p.A. and via the "eMarket SDIR" authorised storage mechanism at the address www.emarketstorage.com.
Since the publication obligations mentioned above have been fulfilled for all documentation relating to two items on the agenda and the said documentation is available to all participants, the Chairperson proposes that a full reading of all the documentation, for both items on the agenda, be omitted, and that only the draft resolutions and the most important aspects included in the Board of Directors' explanatory reports be read out.
No opposition is expressed.
The Chairperson announced that the individual votes will take place, through Monte Titoli S.p.A., as the Company's Appointed Representative, from whom he will ask, from time to time, the outcome of each vote, with the Chairperson also reserving the right to ask the same Appointed Representative general details for completeness of information and better reporting of the vote.
He also recalls that the Appointed Representative is allowed to cast differing votes, in view of the multiplicity of proxies given to him/her as a result of the aforementioned manner of conducting the Meeting.

Since the turnout of members cannot change during the course of the Meeting, the Chairperson announces that the capital present at the beginning of the Meeting will

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be the same as at the end of the Meeting, so he will not update this figure before each vote.
He notes that, pursuant to Regulation (EU) 2016/679 of the European Parliament and the Council (the "GDPR"), the details of the shareholders and other attendees of the Shareholders' Meeting are collated and processed by the Company exclusively for the execution of the Shareholders' Meeting and corporate requirements provided for in applicable legislation.
At this point, at 10.14AM, the Chairperson begins the discussion of the first item on the Agenda, namely:

1. Proposal to distribute an extraordinary dividend to be taken from available reserves; resolutions thereon;

The Chairperson outlines to the shareholders the proposed distribution of an extraordinary dividend, for stock exchange purposes, for a total amount of Euro 23,210,058.00, to be drawn from the "Retained Earnings" reserve.
In this regard, the Chairperson announces that:
- the financial statements for the year ended December 31, 2025 presented Shareholders' Equity of Euro 317,191 thousand and available reserves of Euro 261,789 thousand, and specifically, a "Retained earnings" reserve of Euro 93,811 thousand;
- the Board of Directors approved the Company's statement of financial position as of June 30, 2026, which indicates that at that date, the Company had available reserves totalling Euro 241,386 thousand and, specifically, a "Retained Earnings/Accumulated Losses" reserve of Euro 73,410 thousand; in this regard, the Chairperson reminds attendees that upon approval of the financial statements for the year ended December 31, 2025, the Shareholders' Meeting had, among other matters, approved: (i) to cover the loss of Euro 8,228,852.88 reported in the financial statements at December 31, 2025 by utilising the "Retained Earnings/Accumulated Losses" reserve; and (ii) the distribution of a dividend of Euro 0.24 per Fila share (ordinary and special) in circulation at the relevant ex-dividend date, to be paid from the same available "Retained Earnings" reserve; consequently, the value of the "Retained Earnings" reserve was reduced by the aforementioned amount;
- this Company's statement of financial position at June 30, 2026 also presents a positive balance of Euro 71,354 thousand;
- the Company is not in the situation referred to in Article 2433, paragraph 3 of the Civil Code.

The Chairperson refers the shareholders to the tables presented in the explanatory report of the Board of Directors, which breaks down the Company's shareholders' equity as reported, respectively, in the financial statements at December 31, 2025 and in Fila's statement of financial position at June 30, 2026; in addition, referring to the provisions of Article 2427, paragraph 7-bis, of the Civil Code, the relative possibility of use and availability is indicated for each item, as well as the total amount of reserves distributable to shareholders.
As can be seen from the tables above, the statement of financial position for the year ended December 31, 2025 presented shareholders' equity, including the loss for the year, amounting to Euro 317,191 thousand and available reserves totalling Euro 325,420 thousand (of which Euro 261,789 thousand were available for distribution to shareholders), while the statement of financial position at June 30, 2026 presented total shareholders' equity of Euro 373,629 thousand and available reserves totalling Euro 302,275 thousand (of which Euro 241,386 thousand were available for distribution to shareholders).

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Furthermore, as reported to the market, June 16, 2026 saw the conclusion of the placement via accelerated bookbuilding of ordinary shares of the Indian company DOMS Industries Limited ("DOMS"), which is listed on the BSE Limited and National Stock Exchange of India Limited. As part of this transaction, Fila - acting as the selling shareholder - placed 4,248,184 DOMS shares for a total consideration of approximately Euro 85.26 million.

In the light of the aforementioned extraordinary liquidity event, the Board of Directors, with a view to aligning the interests of Fila's shareholders with the achievement of the company objectives and the sharing of the related benefits, having examined the statement of financial position at June 30, 2026 (in particular with regard to the available reserves), deemed it appropriate to submit to the Shareholders the distribution, from the Retained Earnings reserve, of an extraordinary dividend of Euro 0.46 for each F.I.L.A. S.p.A. (ordinary and special) that will be in circulation on the ex-dividend date (net of treasury shares in portfolio on that date).

Therefore, considering the 51,058,297 F.I.L.A. S.p.A. shares outstanding as of today, less the 596,909 treasury shares held by Fila, the total maximum amount of the proposed dividend would be Euro 23,212,238.00.

In light of the statement of financial position outlined above, the Company has liquidity that allows it to make the distribution, where approved by the Shareholders' Meeting and without jeopardising its equity, financial and operating equilibrium.

The dividend will be paid on October 28, 2026, with ex-dividend date of October 26 and record date, pursuant to Article 83-terdecies of the CFA, of October 27, 2026.

The Chairperson invites me, the notary, to read out the draft resolution on this subject; accordingly, I address the meeting and read out the relevant draft resolution:

"The Ordinary Shareholders' Meeting of F.I.L.A. - Fabbrica Italiana Lapis ed Affini S.p.A.,

— noting that the financial statements at December 31, 2025, approved by the Shareholders' Meeting of April 29, 2026, report available and distributable reserves, which allow for the distribution of dividends as proposed;

— given the statement of financial position at June 30, 2026, which shows that the value of the above reserves has not changed significantly and that they still allow for the distribution of a special dividend in the proposed amount;

— having reviewed the Board of Directors' Explanatory Report;

resolves

1. to distribute to the shareholders, from the Retained Earnings reserve, an extraordinary dividend of Euro 0.46 for each F.I.L.A. S.p.A. share (ordinary and special) in circulation on the coupon date (net of treasury shares in portfolio on the record date indicated in point 2 of this resolution);

2. to stipulate that the ex-dividend date, the date of entitlement to the payment of the dividend (record date) and the payment date, shall be October 26, October 27 and October 28, 2026, respectively;

3. to grant the Board of Directors and, on its behalf, the Executive Directors, severally, all the broadest powers to concretely and fully implement the above resolutions in compliance with the applicable regulations".

The Chairperson then initiates voting by asking, for this purpose, the Appointed Representative to cast the votes; the Appointed Representative casts the relevant votes.

At the end of the counting of the votes cast by the Appointed Representative, the Chairperson declared the proposal read as approved, specifying the results as follows:

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Total of 24,667,738 shares represented at the Shareholders' Meeting, representing 40,831,450 votes
In favour 40,831,450 votes representing 100.00%
Against 0 votes representing 0%
Abstaining 0 votes representing 0%
Not voting 0 votes representing 0%
TOTAL 40,831,450 votes representing **100.00%**
The provisions of law referred to in Article 8 of the By-Laws have been observed.

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The Chairperson thereafter moves on to discussion of the second item on the Agenda:

"2. Supplementation of the Board of Statutory Auditors in accordance with Article 2401 of the Civil Code: appointment of an Alternate Auditor".

With regards to the first item on the Agenda, the Chairperson reminds the shareholders that they are required to resolve on the supplementation of the Board of Statutory Auditors pursuant to Article 2401 of the Civil Code and Article 17 of the By-Laws by appointing an Alternate Auditor.
He reminds those present, first of all, that on April 23, 2024, the Ordinary Shareholders' Meeting appointed the Board of Statutory Auditors and the Chairperson of the Board of Statutory Auditors for three financial years (i.e. until the approval of the Annual Accounts for the year 2026), in accordance with the procedures set forth in the By-Laws, in the persons of:
- Gianfranco Consorti (Chairperson of the Board of Statutory Auditors), chosen from the Minority Slate submitted by a grouping of shareholders consisting of asset management companies and other investors;
- Pietro Michele Villa, chosen from the Majority Slate submitted by shareholder Pencil S.p.A.;
- Sonia Ferrero, also from the Majority Slate.
Alternate Auditors were then appointed in the persons of:
Stefano Amoroso, Majority Slate, and Tina Marcella Amata, Minority Slate.
The gross annual remuneration payable to the members of the Board of Statutory Auditors for the entire three-year term of office was determined by the Shareholders' Meeting of April 23, 2024 as (i) Euro 44,000.00 for the Chairperson of the Board of Statutory Auditors and (ii) Euro 33,000.00 for each of the Statutory Auditors;
(ii) on December 23, 2025, Alternate Auditor Ms. Tina Marcella Amata tendered her resignation to the Company;
(iii) on April 29, 2026, the Shareholders' Meeting supplemented the Board of Statutory Auditors by appointing Ms. Marina Mottura as an Alternate Auditor;
(iii) on June 19, 2026, Alternate Auditor Mr. Stefano Amoroso passed away.
In this regard, the Chairperson invites those present to observe a minute of silence in memory of Mr. Stefano Amoroso, who worked with the company and its management for many years.
Retaking the floor, the Chairperson invites the shareholders to supplement the Board of Statutory Auditors by appointing an Alternate Auditor. In particular, the majority shareholder was invited to submit a proposal, considering that Mr. Stefano Amoroso was originally selected from the Majority Slate. This is however subject to the fact that where the majority shareholder fails to submit a proposal in a timely manner, the vacant Alternate Auditor position may be appointed by the minority shareholders.
The composition of the Board must in any case remain in line with the principle of gender balance prescribed by the legal and regulatory provisions and by the By-

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Laws. The mandate of the Alternate Auditor thus appointed will expire together with those currently in office, appointed by the Shareholders' Meeting of April 23, 2024 (i.e., at the Shareholders' Meeting to approve the financial statements for the year 2026).

The Shareholders' Meeting supplements the Board of Statutory Auditors by statutory majority and without application of the slate voting mechanism (which is required only for the appointment of the entire Board of Statutory Auditors).

The Chairperson reminds shareholders that no nominations were received from minority shareholders.

The Chairperson also notes that the majority shareholder Pencil S.r.l. had submitted the nomination as Alternate Auditor of Mr. Giovanni De Tollis, who meets all the requirements and for whom all the documents required for this purpose were submitted by the shareholder together with the nomination.

The Chairperson then asks the Appointed Representative to cast the votes; the Appointed Representative casts the relevant votes. Based on the tallies, the Chairperson declares the proposal read as approved, specifying the result as follows:

Appointment of Mr. Giovanni DeTollis as Alternate Auditor.

Total of 24,667,738 shares represented at the Shareholders' Meeting, representing 40,831,450 votes

In favour 40,741,450 votes representing 99.780%

Against 0 votes representing 0%

Abstaining 90,000 votes representing 0.220%

Not voting 0 votes representing 0%

TOTAL 40,831,450 votes representing **100.00%**

The provisions of law referred to in Article 8 of the By-Laws have been observed.

At this point, the Chairperson announces that Mr. Giovanni De Tollis has been appointed Alternate Auditor, and on behalf of the Board of Directors, the Board of Statutory Auditors and the shareholders, wishes the newly appointed Alternate Auditor well in his work.

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Since there is no further business before the session, and no-one wishes to speak, the Chairperson thanks everyone for attending and declares the ordinary session of the Shareholders' Meeting of FILA S.p.A. closed at 10.28AM on September 28, 2026.

The following are appended hereto: as Appendix A, in a single envelope, the attendance sheets with the list of names to whom proxies were granted, with the results of each voting; as Appendix B, also in a single envelope, the reports by the Board of Directors pursuant to Article 125-ter of the CFA.

I, the Notary, after reading, do hereby sign these minutes, prepared by me as secretary of the Meeting held on September 28, 2026, at 9.35AM.

Written using electronic instruments by a person in my confidence and completed by my hand, it consists of three sheets and occupies eight pages and part of an ninth.

Signed Gianluca Gonzales Notary
