



A multibrand company

**NEWLAT FOOD S.p.A.**

REGISTERED OFFICE IN REGGIO EMILIA – VIA J. F. KENNEDY, 16

SHARE CAPITAL €43,935,050.00 FULLY SUBSCRIBED AND PAID-IN

REGISTRATION IN THE REGGIO EMILIA COMPANY REGISTER NO. 277595 AND TAX ID AND VAT NUMBER 00183410653

COMPANY SUBJECT TO MANAGEMENT AND COORDINATION BY NEWLAT GROUP S.A.

PURSUANT TO ARTICLES 2497 ET SEQ. OF THE ITALIAN CIVIL CODE

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

The Ordinary Shareholders' Meeting of Newlat Food S.p.A. is convened at the registered office of the Company Newlat Group S.A., located in Paradiso (Switzerland), Via Geretta 8, on 28 April 2022, on first call, at 12:00 noon, and where necessary on second call on 5 May 2022, same place and time, to discuss and resolve on the following

**AGENDA**

1. Approval of the Financial Statements as at 31 December 2021, accompanied by the Directors' Report on Operations, the Report of the Board of Statutory Auditors and the Independent Auditors' Report. Related resolutions. Presentation of the consolidated financial statements as at 31 December 2021.
2. Allocation of the profit for the year. Related resolutions.
3. Report on the remuneration policy and on the remuneration paid pursuant to art. 123-ter of Italian Legislative Decree no. 58 of 24 February 1998:
  - 3.1 Binding resolution on the first section on remuneration policy pursuant to Article 123-ter, paragraph 3 of Italian Legislative Decree no. 58 of 24 February 1998.
  - 3.2 Non-binding resolution on the second section on remuneration paid pursuant to Article 123-ter, paragraph 4 of Italian Legislative Decree 58 of 24 February 1998.
4. Appointment of the Board of Directors for the financial years 2022-2024 and determination of the remuneration:
  - 4.1. Determination of the number of members of the Board of Directors.
  - 4.2. Determination of the term of office of the Board of Directors.
  - 4.3. Appointment of the Board of Directors
  - 4.4. Appointment of the Chair of the Board of Directors
  - 4.5. Determination of remuneration.
5. Appointment of the Board of Statutory Auditors for the financial years 2022-2024 and determination of the relative emoluments:
  - 5.1. Appointment of Standing Statutory Auditors, including the Chairman of the Board of Statutory Auditors, and Alternate Statutory Auditors.
  - 5.2. Determination of emoluments.





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**6. Authorisation to purchase and dispose of treasury shares, after revocation of the previous one.  
Related resolutions.**

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With regard to the right to ask questions about the items on the agenda pursuant to art. 127-ter of the TUF, please note that they must be submitted to the Company by 19 April 2022.

The full text of the convocation notice, the explanatory reports and the documents submitted to the Shareholders' Meeting shall be available within the terms of the law on the Company's website at [www.newlat.it](http://www.newlat.it) *Corporate Governance – Shareholders' Meeting* section.

Considering the COVID-19 epidemiological emergency and in compliance with the provisions contained in art. 106 of Decree-Law no. 18 of 17 March 2020, converted with amendments into Italian Law no. 27 of 24 April 2020 and as most recently extended by art. 3, paragraph 1 of Italian Decree-Law no. 228 of 30 December 2021, containing provisions related to such emergency, the Company has established that participation in the Shareholders' Meeting take place exclusively through the Designated Representative, to whom proxies may be conferred pursuant to articles 135-novies and 135-undecies of the TUF. All persons entitled or otherwise authorised to attend the Shareholders' Meeting may also attend by means of teleconference without the need for the chairman, the secretary or the notary to be in the same place. The Company reserves the right to supplement and/or modify the content of this notice should it become necessary as a result of the current COVID-19 emergency. Any changes, updates or clarifications of the information contained in the notice of call will be made promptly available through the Company's website at [www.newlat.it](http://www.newlat.it) *Corporate Governance – Shareholders' Meeting* section and in the other manners envisaged by law.

Reggio Emilia, 18 March 2022

For the Board of Directors

The Chairman

(Angelo Mastrolia)

