

Biesse S.p.A.

Via della Meccanica, 16
61122 Pesaro (PU) Italy

T +39 0721 439 100

F +39 0721 439 150

www.biesse.com

Notice of call of the Ordinary and Extraordinary Shareholders' Meeting

Shareholders are hereby summoned to the Ordinary and Extraordinary Shareholders' Meeting, which will be held by means of telecommunications pursuant to Article 106, paragraph 2, of Decree-Law No. 18 of 17 March 2020 (the so-called "Cura Italia" Decree) as last amended and extended by Decree-Law No.198 of 29 December 2022, converted by Law February 24, 2023 No.14, and will be held at the registered office of **Biesse S.p.A.** Pesaro, Via Meccanica 16 on **April 26, 2023** at 9:30 a.m. in first call and in second call on **April 27, 2023**, same place and time to discuss and resolve on the following

Agenda

Ordinary Part

1. Approval of the Financial Statements as of 31 December 2022; Directors' report on operations; reports of the Board of Statutory Auditors and of the Independent Auditors on the Financial Statements as of 31 December 2022; related and consequent resolutions. Presentation of the Consolidated Financial Statements as of 31 December 2022. Submission of the non-financial statement pursuant to Legislative Decree 254/2016 ("DNF") - Sustainability Report as of December 31, 2022;
2. Resolution regarding the allocation of Biesse S.p.A.'s profit for the year 2022;
3. Report on the Remuneration Policy and Remuneration paid. Consultative vote on the Second Section of the Report pursuant to art. 123-ter, paragraphs 4 and 6 of Legislative Decree no. 58/1998;

Extraordinary Part

4. Amendments to the Articles of Association: amendment of Article 2 regarding the corporate purpose;
5. Amendments to the Articles of Association: amendment of Article 11 relating to the company's ability to make use of the Appointed Representative referred to in Article 135-undecies of Legislative Decree 58/1998;
6. Amendments to the Company Bylaws: amendment to Article 15-bis relating to the procedures for the remote holding of Shareholders' Meetings;
7. Amendments to the Articles of Incorporation: amendments to Articles 16 and 19-bis and introduction of Articles 15-bis and 16-bis relating to the arrangements for holding meetings in remote mode of the Board of Directors and Board of Statutory Auditors.

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Pursuant to art. 83-sexies of Legislative Decree no. 58/98, the legitimacy to attend the Meeting and exercise the voting right is certified by a communication sent to the Company by the intermediary, in compliance with its accounting records, in favour of the person who has the right to vote; this communication is made by the intermediary on the basis of the evidence relating to the end of the accounting day of the seventh trading day prior to the date set for the Meeting on first call (i.e. by **Monday 17 April 2023**). Those who hold shares only after that date are not entitled to attend and vote at the Meeting.

Pursuant to Law Decree no. 18 of March 17, 2020, known as "Cura Italia" ("Decree"), as subsequently extended and supplemented by Decree-Law No.198 of 29 December 2022, converted by Law February 24, 2023 No.14, the intervention at the Shareholders' Meeting of shareholders and persons entitled pursuant to art. 83-sexies of the Consolidated Law on Finance may take place exclusively through the representative appointed pursuant to art. 135-undecies of Legislative Decree no. 58 of 24 February 1998 ("Consolidated Law on Finance"), who may also be granted proxies and/or sub-delegations pursuant to art. 135-novies of the Consolidated Law on Finance, as an exception to art. 135-undecies, paragraph 4, of the Consolidated Law on Finance. The Company appointed Computershare S.p.A. - with registered office in Milan, via Mascheroni 19, 20145 - as Appointed Representative.

Information on the amount of the share capital, the granting of the proxy to the Designated Representative, the right to ask questions, integrate the agenda and submit new resolution proposals, as well as the availability of the documentation relating to the items on the agenda, can be found in the full text of the notice of call published on the Company's website at www.biessegroup.com (Investor Relations/Investor Services/ Shareholders' Meeting 26/04/2023 section) and available at the authorised storage mechanism Info at www.info.it.

It should be noted that the Annual Financial Report as at 31 December 2022 and the documentation required by art. 154-ter, paragraph 1, of Legislative Decree 24 February 1998, no. 58 ("TUF"), as well as the Report on Corporate Governance and Ownership Structures, the Report on Remuneration Policy and Remuneration Paid and the Statement on Non-Financial Information, are available to the public as from 31 March 2023 - in the manner provided for by the regulations in force - at the registered office, on the company's website, www.biessegroup.com (Investor Relations/Investor Services section) as well as on the authorised storage mechanism www.info.it.

Pesaro, 1 March 2023
For the Board of Directors
The Chairman