

**ITALIAN EXHIBITION GROUP S.p.A.**

Registered Office - Rimini, Via Emilia 155

Share Capital Euro 52,214,897

Rimini Chamber of Commerce: n. 00139440408

Website: [www.iegexpo.it](http://www.iegexpo.it)

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

The Shareholders are hereby convened to the Ordinary Shareholders' Meeting on April 29, 2025, at 09:00 AM, in a single call, at Via Emilia 155, Rimini, to discuss and resolve on the following

**Agenda**

1. Financial Statements as of December 31, 2024, accompanied by the Board of Directors' Management Report, the Board of Statutory Auditors' Report, and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions.
2. Allocation of the 2024 financial results for Italian Exhibition Group S.p.A. and proposal for the distribution of dividends. Related and consequent resolutions.
3. Report on the remuneration policy and compensation paid:
  - 3.1 Approval of the first section of the report in accordance with Article 123-ter, paragraphs 3-bis and 3-ter of Legislative Decree No. 58 of February 24, 1998;
  - 3.2 Resolutions related to the second section of the report as per Article 123-ter, paragraph 6 of Legislative Decree No. 58 of February 24, 1998.
4. Appointment of a director following resignation and subsequent co-option in accordance to Article 2386 of the Italian Civil Code and the current Articles of Association. Related and consequent resolutions.
5. Integration of the Board of Statutory Auditors through the appointment of an Alternate Auditor. Related and consequent resolutions.
6. Authorization for the purchase and disposal of treasury shares pursuant to Articles 2357 et seq. of the Civil Code, as well as Article 132 of Legislative Decree No. 58 of February 24, 1998, and Article 144-bis of the Consob Regulation adopted with Resolution No. 11971/1999 and subsequent amendments, with the revocation of the authorization granted by the previous Shareholders' Meeting for any unexecuted portion. Related and consequent resolutions.

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## REPRESENTATION AT THE MEETING

### ORDINARY PROXY

Pursuant to Article 135-novies of the TUF and Article 11 of the Articles of Association, shareholders entitled to vote may be represented at the Meeting through a proxy granted in writing or via an electronically signed document in accordance with current regulations. For this purpose, shareholders may use the proxy form available on the Company's website ([www.iegexpo.it](http://www.iegexpo.it) – section “Corporate Governance / Shareholders’ Meetings/ 2025”).

The proxy may be sent to the Company:

- By registered mail, to the following address:

Italian Exhibition Group S.p.A.

Via Emilia 155, 47921, Rimini

Ref: “Proxy for the Meeting April 29, 2025”

At least two market days prior to the date set for the Meeting (by April 25, 2025);

or

- By email to [iegexpo@pec.it](mailto:iegexpo@pec.it) (subject: “Proxy for the Meeting April 29, 2025”), by the opening of the Meeting.

In the same manner, entitled parties may revoke the proxies granted by the same deadline.

The representative may, instead of the original, deliver or transmit a copy, even on electronic media, of the proxy, certifying under their responsibility that the proxy conforms to the original and confirming the identity of the delegator.

### PROXY TO THE DESIGNATED REPRESENTATIVE

Pursuant to Article 135-undecies of the TUF and Article 11.4 of the Articles of Association, the Company has designated Computershare S.p.A. – with registered office in Milan and offices in Turin, Via Nizza 262/73, 10126 – as the entity to which shareholders entitled to vote may grant, by the end of the second market day before the date set for the Meeting (i.e., by **April 25, 2025**), a proxy with voting instructions on all or some of the items on the agenda (the “**Designated Representative**”). Proxies may only be granted to Computershare S.p.A. in its capacity as the Company’s Designated Representative.

The proxy to the Designated Representative may be granted using the specific form available on the Company’s website ([www.iegexpo.it](http://www.iegexpo.it) – section “Corporate Governance / Shareholders’ Meetings/ 2025”).

The proxy must be transmitted in accordance with the instructions on the form.

In the same manner and by the same deadline (by the end of the second market day before the Meeting, i.e., by **April 25, 2025**), entitled parties may revoke the proxies and voting instructions granted.

Please note that shares for which a proxy, even partial, has been granted will be counted for the valid constitution of the Meeting. For proposals where no voting instructions have been given, such shares will not be counted for the purposes of calculating the majority or the required capital percentage to approve resolutions.

Granting the proxy to the Designated Representative does not entail any costs for the delegator (except for any postal charges).

#### **RIGHT TO ASK QUESTIONS BEFORE THE MEETING**

Pursuant to Article 127-ter of the TUF, shareholders entitled to vote may submit questions on the items on the agenda by the seventh market day preceding the date set for the Meeting (i.e., by **April 16, 2025**), by sending their questions to the Company:

- By registered mail, to the following address:  
Italian Exhibition Group S.p.A.  
Via Emilia 155, 47921, Rimini  
Ref: "Questions for the Meeting April 29, 2025"

or

- By email to [iegexpo@pec.it](mailto:iegexpo@pec.it) (subject: "Questions for the Meeting April 29, 2025").

Interested parties must provide information to allow their identification and prove their entitlement to vote. Questions must be received by the Company by the seventh market day preceding the Meeting (i.e., by **April 16, 2025**). To facilitate the organization of responses, it is requested that questions include the page number of the relevant report of the Directors or other documents made available for the Meeting. It is also noted that the entitlement to vote may be confirmed after the submission of questions, provided it is done by the third day following the record date (i.e., by **April 19, 2025**).

The Company reserves the right to provide a single response to questions with the same content.

Questions received by the specified deadline, after verifying their relevance and the legitimacy of the requester, will be answered at least two days before the Meeting, i.e., by **April 27, 2025**, through publication on the Company's website at <https://www.iegexpo.it> in the section "Corporate Governance / Shareholders' Meetings/ 2025."

Rimini, March 28, 2025

**ITALIAN EXHIBITION GROUP S.P.A.**

Il Presidente del Consiglio di Amministrazione

*Maurizio Renzo Ermeti*