

ESPRINET S.p.A.

Headquarters in Vimercate (MB), Via Energy Park no. 20

Share Capital Euro 7,860,651.00 fully paid in

Listed on the Register of Companies of Milan, Monza Brianza, Lodi under no.
05091320159

Tax Code 05091320159 - VAT number 02999990969 - Economic

Administrative Index MB-1158694

Website : www.esprinet.com

Notice of call of Ordinary Shareholders' Meeting

The Ordinary and Extraordinary Shareholders' Meeting of Esprinet S.p.A. ("**Company**" or "**Esprinet**") will be held at Studio Notarile Marchetti, Milan, Via Agnello no. 18, at 14:00 (CET) on 20 April 2023, in single call, to discuss the following:

Agenda

1. Financial Statements as at 31 December 2022
 - 1.1 Approval of the Financial Statements as at 31 December 2022, Directors' Report on Operations, Statutory Auditors' Report and Independent Auditors' Report. Presentation of the Consolidated Financial Statements as at 31 December 2022 and the Consolidated non-Financial Statements pursuant to Legislative Decree No. 254 of 30/12/2016 - Sustainability Report.
 - 1.2 Allocation of the result for the year.
 - 1.3 Dividend distribution.
2. Report on the remuneration policy and compensation paid
 - 2.1 Non-binding resolution on the second section pursuant to art. 123-ter, paragraph 6 of the TUF.
3. Proposal to authorise the purchase and disposal of treasury shares, within the maximum number permitted and with a term of 18 months; contextual revocation, for any unused portion, of the authorisation resolved by the Shareholders' Meeting of 14 April 2022.

It should be noted that the date and/or location and/or format of the Shareholders' Meeting and/or the voting procedures on and/or the conduct of the Meeting indicated in this Notice of Call remain subject to compliance with current regulations or measures issued by the competent Authorities. The procedures for conducting the Meeting may be integrated and/or modified. Any changes will be promptly communicated through the same methods provided for the publication of the Notice and/or through the information channels provided for by the legislation in force from time to time.

The Company decided to make use of the option - pursuant to art. 106 of Decree Law no. 18 of 17 March 2020, converted with amendments by Law no. 27 of 24 April

2020, whose effectiveness was last extended by Decree Law no. 198, converted with amendments by Law no. 14 of 24 February 2023 - to provide that shareholders' participation in the Shareholders' Meeting shall be solely **through the Designated Representative («Designated Representative »)**, referred to art. 135-undecies of Legislative Decree no. 58/98 ("TUF", Consolidated Law on Finance) identified on the law firm Trevisan & Associati, based in Milan, Viale Majno n. 45, represented by Avv. Dario Trevisan or any of his substitutes in case of impediment. Notwithstanding art. 135-undecies, paragraph 4, to the Designated Representative may also be given powers of attorney and/or sub-powers of attorney pursuant to article 135-novies of the TUF.

The participation in the Shareholders' Meeting of the parties, other than those entitled to vote (the Chairman, the Chief Executive Officer, the Chairman of the Board of Statutory Auditors, the other members of the corporate bodies, the Secretary, the Designated Representative, the independent auditors and/or employees and/or authorised collaborators appointed by the Chairman), may also take place by means of telecommunications that ensure their identification, without it being necessary, in any case, for the Chairman of the Shareholders' Meeting and the person in charge of recording the minutes (secretary or notary) to be in the same place, in compliance with the applicable legal provision for this eventuality. The instructions and methods for participating in the Shareholders' Meeting will be communicated to them on an individual basis.

For information on the share capital, the right to participate, the right to supplement the Agenda and to submit new resolution proposals, representation at the Shareholders' Meeting and the right to ask questions before the Shareholders' Meeting, please refer to the full text of the Notice of Call published on the Company's website <https://www.esprinet.com>.

DOCUMENTATION

The documentation relating to the Shareholders' Meeting, together with the resolution proposals, will be made available to the public within the terms of the law in the manner provided for by the regulations in force, with the right of the Shareholders and those who have the right to vote to obtain copies. This documentation will be available at the headquarters, in the "*Investors – Shareholders' Meeting*" section of the Company's website <https://www.esprinet.com>, as well as on the storage mechanism *eMarket Storage* at www.emarketstorage.com/.

Vimercate, 21 March 2023

On behalf of the Board of Directors

The Chairman

Maurizio Rota