

**ESPRINET S.p.A.**

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

Share capital € 7,860,651.00, fully paid-up

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](http://www.esprinet.com)

**Notice of Call of Extraordinary Shareholders' Meeting**

The Extraordinary Shareholders' Meeting of Esprinet S.p.A. ("**Company**" or "**Esprinet**") will be held at Studio Notarile Marchetti, Milan, Via Agnello no. 18, at 12:00 p.m. on 6 September 2024, in single call, to discuss the following

**Agenda**

1. Proposal to amend Articles 8, 10, 12, 16 and 19 of the Articles of Association; inherent and consequent resolutions.

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As permitted by Article 106, paragraph 4, of Italian Decree-Law No. 18 of 17 March 2020, converted into law with amendments by Italian Law No. 27 of 24 April 2020 ("**Decreto Legge n. 18**"), the term of which was most recently extended by Italian Law No. 21 of 5 March 2024, ("**Legge Capitali**"), the Company has chosen to make use of the option to require that shareholders' participation in the Shareholders' Meeting shall take place **solely through the designated representative ("Designated Representative")** pursuant to Article 135-*undecies* of Italian Legislative Decree No. 58/98 (Consolidated Law on Finance, "**TUF**"). In derogation of Art. 135-*undecies*, paragraph 4, the Designated Representative may also be granted proxies and/or sub-proxies pursuant to Art. 135-*novies* of the TUF.

The persons entitled to attend the Shareholders' Meeting, who are not the same as those entitled to vote, (the Chair, the Chief Executive Officer, the Chair of the Board of Statutory Auditors, the other members of the corporate bodies, the secretary, the Designated Representative, the independent auditors and/or the employees and/or associates authorised by the Chair), may also participate by means of telecommunication that allow for their identification, without the need, in any case, for the Chair of the Shareholders' Meeting and the person responsible for taking the minutes (secretary or notary) to be in the same location, in compliance with the applicable regulations for this eventuality. The instructions and the methods for participation in the shareholders' meeting will be communicated to participants on an individual basis.

For information on the Share Capital, entitlement to attend the meeting, on the amendment to the agenda and presentation of new resolution proposals, voting by proxy, right to ask questions about the items on the agenda, appointment of members of the Board of Directors and of Board of Statutory Auditors, of refer to the whole text of the call published on the Company's internet site [www.esprinet.com](http://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 Company's headquarters and in the "*Investors - Shareholders' Meeting*" section of its website <https://www.esprinet.com>, as well as on the storage mechanism *eMarket Storage* at <https://www.emarketstorage.com>.

Vimercate, 6 August 2024

On behalf of the Board of Directors  
The Chairman  
Maurizio Rota