



CALL OF THE SHAREHOLDERS' MEETING OF TATATU S.P.A.

Notice of call

The Shareholders' Meeting of Tatatu S.p.A. (the “**Company**”) is convened, in ordinary session, on 28 April 2023, at 3:00 p.m., at the registered office of the Company, located in Rome, Via Barberini No. 29, 00187, to discuss and resolve on the following:

Agenda

- 1 Approval of the Financial Statements as at 31 December 2022, Report of the Board of Directors on the Company's operations, Report of the Board of Statutory Auditors and Report of the Independent Auditor; introduction of the Consolidated Financial Statements as at 31 December 2022; relevant and consequent resolutions.
- 2 Allocation of the Company's 2022 annual result;
- 3 Appointment of the members of the Board of Directors for the financial year 2023 and determination of remuneration;
 - 3.1 Appointment of the Board of Director's members
 - 3.2 Determination of the remuneration to be granted to the members of the Board of Directors;
- 4 Appointment of the Board of Statutory Auditors for the three-year period 2023 - 2025 and determination of the relevant remuneration; relevant and consequent resolutions.
 - 4.1 Appointment of members of the Board of Auditors
 - 4.2 Determination of the remuneration of the members of the Board of Auditors;
- 5 Appointment of the external auditors for the three-year period 2023 - 2025; relevant and consequent resolutions.

Share Capital

The Company's subscribed and paid-in share capital amounts to Euro 8,155,902.32 and consists of no. 815,590,232 ordinary shares, with no indication of par value.

Participation in the Assembly

In accordance with the applicable laws and the bylaws, shareholders for whom the Company has received, by the end of the third trading day preceding the only date set for the call of the shareholders' meeting (i.e., 28 April 2023), the appropriate notice issued by the authorized intermediary, based on its accounting records, certifying their title to attend the meeting. However, without prejudice to the above, any attendee is entitled to attend and vote in the context of the shareholders' meeting if the relevant notice is received by the Company subsequently to the above deadline, provided that it is received before the beginning of the relevant meeting proceedings. Pursuant to Article 83-*sexies* of the Legislative Decree no. 58/98, the intermediary's communication shall be made by this latter on the basis of the evidence relating to the end of the business day of the seventh open market day preceding the date set for the shareholders' meeting (19 April 2023 - record date). Credit or debit entries made to the accounts after this deadline are not relevant for the purpose of eligibility to exercise voting rights in the context of the shareholders' meeting.



Granting of proxy to the appointed representative

Pursuant to Article 106 of Decree Law No. 18 of 17 March 2020 (the so-called “Cura Italia” Decree), as subsequently amended and supplemented, the Shareholders’ Meeting will be held exclusively by telecommunication means and **attendance at the Shareholders’ Meeting by those entitled to vote is permitted exclusively through the designated representative.**

Consequently, the Company has appointed Computershare S.p.A. - with registered office in Milan, via Mascheroni no. 19, 20145 - to represent the shareholders pursuant to Article 135-*undecies* of the Legislative Decree no. 58/98 and the aforementioned Decree Law (the “**Designated Representative**”). Shareholders who wish to attend the Shareholders’ Meeting shall therefore grant the Designated Representative with a proxy - with voting instructions - on all or some on the items on the agenda using the specific proxy form, prepared by the Designated Representative in agreement with the Company, available on the Company's website at <https://corporate.tatatu.com/en/shareholders-meeting/>.

The proxy form with voting instructions shall be submitted in accordance with the instructions provided under the form no later than the second trading day prior to the date of the meeting (i.e. no later than 26 April 2023) and the proxy may be revoked by the same deadline.

The proxy thus conferred shall be effective only for those proposals in respect of which voting instructions have been given.

It should also be noted that the Appointed Representative may also be granted with proxies or sub-delegations pursuant to Article 135-*novies* of the Legislative Decree no. 58/98, as an exception to Article 135-*undecies*, paragraph 4, of the Legislative Decree No. 58/98 in the manner and within the deadline indicated on the aforementioned Company website.

The Designated Representative will be available for clarification or information at 06-45417401 or at ufficiorm@computershare.it.

The Directors and Statutory Auditors, as well as the other persons entitled to attend the meeting according to the applicable laws, other than those who have the right to vote, may attend the Shareholders’ Meeting through telecommunication means suitable to guarantee their identification. The instructions for the participation in the Shareholders’ Meeting through telecommunication means will be made available by the Company to Computershare S.p.A., to the Directors and Statutory Auditors, as well as to the other persons entitled to attend, other than those entitled to vote.

Documentation

The documentation relating to the items on the agenda, as provided for by the regulations in force, will be made available to the public at the Company's registered office (Via Barberini No. 29 - 00187 Rome), and will also be available on the Company's website at the following address <https://corporate.tatatu.com/en/shareholders-meeting/>, within the terms provided for by law. This notice is published on the Company’s website.

Rome, 13 April 2023

The Chairman of the Board of Directors

Andrea Iervolino