



# A multibrand company

# REPORT ON THE REMUNERATION POLICY AND THE COMPENSATION PAID

in accordance with article 123-ter of the TUF

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# REPORT ON THE REMUNERATION POLICY AND THE COMPENSATION PAID

#### **SECTION I**

The Company is administered by a Board of Directors with no fewer than 3 (three) members and no more than 15 (fifteen) as decided by the Shareholders' Meeting at the time of appointment. Directors are elected on the basis of slates of candidates.

#### At the end of 2021:

• The Board of Directors, which will remain in office until approval of the financial statements for the year ending 31 December 2021, is composed as follows:

Mr. Angelo Mastrolia Executive Chairman
Mr. Giuseppe Mastrolia Chief Executive Officer
Mr. Stefano Cometto Chief Executive Officer
Ms. Benedetta Mastrolia Non-executive director

Ms. Valentina Montanari Independent non-executive director Ms. Maria Cristina Zoppo Independent non-executive director

Mr. Eric Sandrin Independent non-executive director

 The Board of Statutory Auditors, which will remain in office until approval of the financial statements for the year ending 31 December 2021, is composed of the following Statutory Auditors:

Mr. Massimo Carlomagno Chairman

Ms. Ester Sammartino Standing auditor

Mr. Antonio Mucci Standing auditor

- The Manager with strategic responsibilities of the Company is Mr. Rocco Sergi.
- a) The bodies or subjects involved in the preparation and approval of the remuneration policy, specifying their respective roles, as well as the bodies or subjects responsible for the correct implementation of this policy.

The Remuneration Policy is defined each year by the Board of Directors, on the proposal of the Appointments and Remuneration Committee and after consulting the Board of Statutory Auditors, which then submits it to the ordinary Shareholders' Meeting for approval.

The Appointments and Remuneration Committee and the Board of Directors are responsible for the correct implementation of the Remuneration Policy.



b) Possible intervention of a remuneration or other competent committee, describing its composition, its powers and its operating procedures.

The Board of Directors set up an internal Appointments and Remuneration Committee, composed of:

Maria Cristina Zoppo Independent non-executive director Valentina Montanari Independent non-executive director Eric Sandrin Independent non-executive director

The Appointments and Remuneration Committee assists the Board of Directors by carrying out investigative functions of a propositional and advisory nature with respect to the assessments and decisions concerning the policy for the remuneration of directors and managers with strategic responsibilities. Specifically, it:

- a) Makes proposals to the Board of Directors with respect to the adoption of a policy for the remuneration of directors and executives with strategic responsibilities in order to achieve the sustainable success of the Company, taking into account the need to hire, retain and motivate people with the competence and professionalism required by the role held in the Company.
- b) Periodically assesses the adequacy, overall consistency and practical application of the policy for the remuneration of directors and managers with strategic responsibilities adopted by the Company, making use of the information provided by the Chairman of the Board of Directors, if necessary making proposals to the Board of Directors.
- c) Examines the Annual Report on Remuneration prior to it being made publicly available for the annual shareholders' meeting to approve the financial statements.
- d) Submits proposals or expresses opinions to the Board of Directors on the remuneration of executive directors and other directors holding particular positions, and on the setting of performance targets related to the variable component of such remuneration.
- e) Monitors the implementation of the decisions taken by the Board by verifying, in particular, that the performance targets referred to in point d) above have been met.
- f) Makes proposals to the Board of Directors regarding the adoption of remuneration policies and/or incentive systems also applicable to directors, managers and employees within the group.



c) Remuneration and working conditions of Company employees

In determining the Remuneration Policy, account was taken of the remuneration and working conditions of the Company's employees, and specifically of the criterion for defining the economic package, based on:

- (i) Professional specialisation.
- (ii) The organisational role held.
- (iii) Responsibilities.

This economic package also aims to determine the remuneration of members of corporate bodies and Executives with strategic responsibilities in a harmonious manner, consistent with the working conditions of employees, avoiding generating situations of unjustified imbalance.

d) Names of any independent experts involved in preparing the remuneration policy.

There were no independent experts involved in determining the Remuneration Policy.

e) Purposes pursued by the remuneration policy, the underlying principles and any changes in the remuneration policy with respect to the previous financial year.

The Remuneration Policy aims to attract people with diverse professional skills and experiences who can guarantee useful contributions to the growth and control of the Company's business.

The Remuneration Policy contains guidelines regarding incentive mechanisms for Directors and Executives aimed at linking part of the remuneration to the achievement of three-year economic-management objectives, functional to the medium-long term strategic plan.

These guidelines formed the basis for the preparation of the monetary incentive plan approved by the Board of Directors on 6 September 2019. This incentive plan, whose beneficiaries are Mr. Angelo Mastrolia, Mr. Giuseppe Mastrolia, Mr. Stefano Cometto, Ms. Benedetta Mastrolia and Mr. Rocco Sergi, aims to:

- Reward the Company's performance, as well as strengthen the alignment between the interests of management and those of shareholders.
- Develop retention policies aimed at retaining key company resources and encouraging them to remain in the Company.
- Develop policies that attract talented managers and professionals.

The 2021 Remuneration Policy complies with the principles set out in Article 5 of the Corporate Governance Code. Specifically, it defines:



- 1. A balance between the fixed and the variable component that is appropriate and consistent with the Company's strategic objectives and risk management policy, taking into account the characteristics of the business and the sector it operates in, in any case making the variable part a significant part of the overall remuneration.
- 2. Maximum limits to the disbursement of variable components.
- 3. Performance objectives that the payment of variable components are linked to that are predetermined, measurable and for the most part based on a long-term horizon, consistent with the Company's strategic objectives and aimed at promoting its sustainable success, including non-financial parameters.
- 4. An adequate deferral period with respect to the time of maturity for the payment of a significant part of the variable component, consistent with the characteristics of the business and the related risk.
- 5. Contractual arrangements that allow the Company to claw back all or part of the variable components of remuneration paid (or to withhold amounts subject to deferral) determined on the basis of data that subsequently proved to be manifestly incorrect and other circumstances that may be identified by the Company.
- 6. Clear and pre-determined rules for the possible payment of severance pay, defining the upper limit of the total amount payable by linking it to a certain amount or a certain number of years of remuneration. This indemnity shall not be paid if the termination is due to the achievement of objectively inadequate results.

On 18 March 2022 the Board of Directors resolved to include among the beneficiaries of the monetary incentive plan – already approved by the Board of Directors on 6 September 2019 – the Executive Mr. Fabrizio Carrara, who joined the company on 1 September 2021, as Head of the Internal Audit function.

At the Board meeting held on 19 March 2021, qualitative performance objectives were also identified – at the proposal of the Appointments and Remuneration Committee – linked to corporate sustainability in environmental and social matters, which were confirmed during the Board meeting held on 18 March 2022, as will be further detailed in the following paragraphs.

This Policy is consistent with that of the previous year, also in consideration of the favourable vote (98.31% of the voting capital) expressed by the Shareholders' Meeting, with the exception of the introduction of qualitative performance objectives linked to corporate sustainability in environmental and social matters.



f) Description of the policies on fixed and variable components of remuneration, with particular regard to the indication of the relative weight in the overall remuneration and distinguishing between short-and medium-to-long-term variable components.

The remuneration of Directors and Executives consists of the components described below.

#### Fixed component

- For the Chairman, Chief Executive Officers and non-executive Directors, the
  fixed component of remuneration consists of remuneration determined by the
  Board of Directors after consulting with the Board of Statutory Auditors, also
  taking into account the commitment required of each of them and participation
  in one or more committees, in any case within the limits of the total amount
  approved by the Ordinary Shareholders' Meeting.
- For the Executives Messrs Rocco Sergi and Fabrizio Carrara, the fixed component consists of the fixed annual gross remuneration envisaged in their individual signed contracts, in accordance with the applicable collective agreements.

### Variable component

For the Chairman, Chief Executive Officers, non-executive Directors and the Executives with strategic responsibilities, there is a variable component related to performance objectives achieved during the three-year period of reference. The performance objectives, which relate to economic, equity and strategic parameters, are detailed in point h) below.

#### Remuneration of the Manager of the Internal Audit function.

On a proposal from the Remuneration and Appointments Committee, the Board of Directors also assigned a variable component of long-term remuneration to the head of Internal Audit, in line with company policies. This variable component will be paid upon the achievement of three-year objectives relating to the responsibilities of this function, according to the methods detailed in letter h) below.

g) Policy with regard to non-monetary benefits.

With regard to non-monetary benefits, the Policy is based on maintaining average market standards. These benefits consist of (i) a life/injury insurance policy benefiting the Executives, (ii) an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives, and (iii) the assignment of a company car and mobile phone for Directors other than independent Directors and Executives with strategic responsibilities.



h) With reference to variable components, a description of the performance targets, on the basis of which short- and medium-to-long-term variable components are assigned, distinguishing between the term, and information on the link between the change in results and the change in remuneration.

The Chairman, CEOs, non-executive directors other than independent directors and Executives with strategic responsibilities receive a variable component worth up to a maximum of 50% of their annual fixed remuneration and linked to the achievement of the three-year quantitative objectives detailed in the 2020-2022 business plan, approved by the Board of Directors on 22 July 2019. Specifically:

**a.** Group turnover for 2020 – 2021 – 2022:

1. <95% of the target no bonus

2. 95-100% of the target 50% of the bonus

3. 100-105% of the target 100% of the bonus

4. >105% 110% of the bonus

**b.** Group EBITDA (as defined above) for 2020 – 2021 – 2022:

1. <95% of the target no bonus

2. 95-100% of the target 50% of the bonus

3. 100-105% of the target 100% of the bonus

4. >105% 110% of the bonus

c. Consolidated NFP/ EBITDA ratio (as defined above) excluding financial debt related to any equity investments and net of any disposals:

1. <95% of the target no bonus

2. 95-100% of the target 50% of the bonus

3. 100-105% of the target 100% of the bonus

4. >105% 110% of the bonus

The bonus for the achievement of each of the above objectives shall be paid as follows:

- 50% in the year following the achievement of the target (e.g. target reached in 2020, the first 50% of the bonus shall be paid in 2021);
- 50% at the end of the three-year period (e.g. target reached in 2020, the remaining 50% of the bonus shall be paid in 2023).

In the event of an interrupted mandate:

- due to death or permanent disability, the bonuses earned will be paid to the



beneficiaries immediately after the event;

- in other cases of early termination of the mandate, bonuses not yet paid shall not be paid.

Specifically, for the Chairman of the Board of Directors and the Chief Executive Officers, additional performance targets may be defined each year.

Performance targets for the payment of the variable remuneration component are identified by the Board of Directors, taking into account the specific business of the Company.

Recalling what was mentioned under letter e), on the proposal of the Remuneration and Appointments Committee the Company also identified qualitative performance targets related to environmental and social sustainability, which the Company aims to achieve in the years 2021-2023.

In fact, the Company's primary goal is (i) to promote the implementation of an energy transition process through concrete solutions that allow preserving the environment through decarbonisation, as well as (ii) to continue reusing production waste to generate methane energy or allocate it to livestock production.

The following table shows the impact of each objective – financial and non-financial – on the variable component:

Financial performance goals	a. Turnover (20%)
70%	b. EBITDA (25%)
	c. Consolidated NFP/ EBITDA ratio excluding financial
	debt related to any equity investments and net of any
	disposals (25%)
Non-financial performance	a. Reduction of CO2 emissions (15%)
goals	b. Reuse of production waste (15%)
30%	

i) The criteria used to assess the reaching of performance objectives for the allocation of shares, options, other financial instruments or other variable components of remuneration.

For the criteria for assessing performance objectives, refer to point h).

Once again, with the support of the Appointments and Remuneration Committee, the Board of Directors evaluates the achievement of the defined objectives.

j) Information to highlight the contribution of the remuneration policy, and in particular the policy on variable components of remuneration, to the business strategy, the pursuit of long-term interests and corporate sustainability.

The use of EBITDA, turnover increases and the reduction of net financial



indebtedness are adequate and proven quantitative performance indicators.

Likewise, the Company considers indicators related to carbon dioxide emissions and reuse of waste to be adequate and proven qualitative performance metrics.

k) Vesting period, any deferred payment systems, with an indication of the deferral periods and the criteria used to determine these periods and, if applicable, ex-post adjustment mechanisms for the variable component.

# Not applicable

- l) Information on any provisions for holding securities in the portfolio after their acquisition, indicating the retention periods and the criteria used to determine these periods.
  - There are no clauses requiring holding securities because there are no incentive plans linked to securities.
- m) Policy relating to the remuneration envisaged in the event of termination of office or the employment relationship, specifying which circumstances determine the onset of the right and the possible connection between such remuneration and the Company's performance.
  - There are no compensation policies in the event of termination of office or the employment relationship.
- n) Information on the presence of any insurance, social security or pension arrangements other than those required by law.
  - As already indicated in letter g) above, the Company has taken out a life/accident insurance policy benefiting Executives, as well as an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- o) Remuneration policies concerning: (i) independent directors, (ii) participation in committees and (iii) the performance of special duties (chairman, vice-chairman, etc.).
  - The right to the remuneration accrues upon appointment. Each of the independent Directors is only paid the fixed component equal to Euro 24,000.00 gross per year, on a monthly basis, in addition to reimbursement of expenses incurred during the performance of their duties.

This remuneration also includes remuneration for participation in the individual internal Committees of the Company.

- For the offices of Chair of the Board of Directors and Chief Executive Officer, payment will consist of a fixed component of Euro 120,000.00 and Euro 36,000.00, respectively, as well as the variable component as specified in letter h) above.
- p) Whether the remuneration policy has been defined using the remuneration policies of other companies as a reference and, if so, the criteria used to choose those companies.
  - The Company's remuneration policy was defined without using remuneration



policies adopted by other companies as a reference.

q) Exceptions for exceptional circumstances.

There are no exceptions to the Remuneration Policy in exceptional circumstances.



#### **SECTION II**

#### PART I

#### 1.1 Remuneration items

Below is an adequate representation of each item that makes up the remuneration of those who hold the position of member of the Board of Directors, the Board of Statutory Auditors or Executive with strategic responsibilities.

#### **Board of Directors**

#### a) Chairman of the Board of Directors:

- Fixed annual component of Euro 120,000.00, approved by the Board of Directors on 3 October 2019 for the entire duration of the mandate.
- Variable component approved by the Board of Directors on 6 September 2019 (see Table 1).
- Non-monetary benefits: the Company has provided a company mobile phone.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

#### b) Chief Executive Officers:

- Fixed annual component of Euro 36,000.00, approved by the Board of Directors on 3 October 2019 for the entire duration of the mandate.
- Variable component approved by the Board of Directors on 6 September 2019 (see Table 1).
- Non-monetary benefits: the Company has provided a company mobile phone, and the Company has also provided the Chief Executive Officer Mr. Stefano Cometto with a company car.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

#### c) Non-executive directors:

- Fixed annual component of Euro 36,000.00, approved by the Board of Directors on 3 October 2019 for the entire duration of the mandate.
- Variable component approved by the Board of Directors on 6 September 2019 (see Table 1).



- Non-monetary benefits: the Company has provided a mobile phone.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

# d) Independent Directors:

- Fixed component of Euro 24,000.00, approved by the Board of Directors on 8 July 2019.
- No variable component.
- No non-monetary benefits.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

# **Board of Statutory Auditors**

#### a) Chairman of the Board of Statutory Auditors

- Fixed annual component of Euro 7,000.00, approved by the Board of Directors on 8 July 2019 for the entire duration of the mandate.
- There is no variable component.
- There are no non-monetary benefits.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

#### b) Standing Auditors

- Fixed annual component of Euro 4,000.00, approved by the Shareholders' Meeting on 8 July 2019 for the entire duration of the mandate.
- There is no variable component.
- There are no non-monetary benefits.
- The Company has taken out an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

#### Executives with strategic responsibilities

- the fixed component consists of the fixed annual gross remuneration



envisaged in their individual signed contracts, in accordance with the applicable collective agreements.

- Variable component approved by the Board of Directors on 6 September 2019 (see Table 1).
- Non-monetary benefits: the Company has provided a company mobile phone and a company car.
- The Company has taken out a life/accident insurance policy benefiting Executives, as well as an insurance policy for pecuniary damages caused to the Company by Directors, Statutory Auditors and Executives.
- There is no provision for an end-of-service indemnity.

#### 1.2 Agreements providing for compensation in the event of early termination of the relationship

There are no agreements that envisage remuneration in the event of early termination of the relationship.

# 1.3 Exceptions applied to the policy

No exceptions to the Policy were applied during 2021.

1.4 Application of ex-post adjustment mechanisms (clawbacks and/or penalties)

No ex-post adjustment mechanisms for the variable component were applied during the year 2021.

1.5 Change in remuneration and comparison information

The comparison between the annual variable component is shown below:

(i) the total remuneration of each of the parties for whom the information referred to in this section of the Report is provided by name

Board of Dire	ctors	
	2021	2020
Angelo Mastrolia	12%	702%
Giuseppe Mastrolia	17%	13%
Stefano Cometto	4%	19%
Benedetta Mastrolia	9%	633%
Valentina Montanari	0%	500%
Maria Cristina Zoppo(*)	400%	-
Emanuela Paola Banfi (**)	-	340%



Eric Sandrin	0%	500%
Board of Statutory	Auditors	
	2021	2020
Massimo Carlomagno	0%	(29)%
Ester Sammartino	300%	(16)%
Antonio Mucci	0%	0%

<sup>(\*)</sup> Date of assumption of office 25 September 2020

## (ii) of the Company's results (annual % change)

	2021	2020
Value of production	(39.44) %	3.20%
Operating profit/(loss)	(47.87) %	34.20%
Shareholders' equity	(4.52) %	12.20%

<sup>(\*)</sup> Data from the Newlat Food S.p.A. separate financial statements The change takes into account the Milk&Dairy business unit, which was leased to the subsidiary Centrale del Latte d'Italia S.p.A. as of 1 January 2021.

(iii) The average annual gross remuneration, based on full-time staffers, of employees other than those whose remuneration is represented by name in this section of the Report.

	2021	2020
Change	(27.34)%	3.20%

<sup>(\*)</sup> Data from the Newlat Food S.p.A. separate financial statements The change takes into account the Milk&Dairy business unit, which was leased to the subsidiary Centrale del Latte d'Italia S.p.A. as of 1 January 2021.

The average annual gross remuneration was calculated by dividing the total remuneration (used to calculate contributions) by the number of employees averaged over the months of actual work

#### 1.6 Vote cast by the shareholders on this section II of the previous year

The Shareholders' Meeting held on 28 April 2021 approved Section II of the Remuneration Report for the 2020 financial year with a favourable vote of 94.07% of the voting capital. The designated corporate bodies did not receive any information on the reasons for the unfavourable vote of about 5% of the voting capital, and therefore decided to draw up this Policy in substantial continuity with 2020, introducing issues

<sup>(\*\*)</sup> Date of termination of office 25 September 2020



related to corporate sustainability in environmental and social matters that are assumed to be acceptable to the Shareholders.

#### **PART II**

Table 1) is annexed as envisaged in schedule no. 7-bis of the Issuers' Regulation.

#### **PART III**

Pursuant to the fourth paragraph of article 84-quater of the Issuers' Regulation, attached to this Report are the Company shares held by Directors and Statutory Auditors, as well as by spouses who are not legally separated and minor children, directly or through subsidiaries, trust companies or third parties resulting from the shareholders' register, communications received or other information acquired by the Directors and Statutory Auditors themselves (annexed Table 2) as envisaged in Schedule 7-ter of the Issuers' Regulation).

Reggio Emilia, 18 March 2022

Chairman of the Board of Directors Angelo Mastrolia



# Table 1)

# REMUNERATION PAID TO BOARD MEMBERS

		Period for			Remuneration	Variable n remun						
Name and Surname	Position	which the office was held	Expiry of office	Fixed remunerati on	for committee participation	Variable Remuneration	Profit-sharing	Non- monetary benefits	Other fees	Total	Equity compensa tion fair value	End-of- service indemnity
Angelo Mastrolia	Chairman	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21									
(I) Remuneration from	(I) Remuneration from Newlat Food S.p.A.			120,000.00		10,880.001				130,880.00		
(II) Remuneration from subsidiaries			60,000.00		30,000.002				90,000.00			
(III) Total	III) Total			180,000.00		40,880.00				220,880.00		

Giuseppe Mastrolia	Chief Executive Officer	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21						
(I) Remuneration from Newlat Food S.p.A.			36,000.00	12,875.00 <sup>1</sup>		103,046.20	151,921.20		
(II) Remuneration from subsidiaries			30,000.00	15,000.00 <sup>2</sup>			45,000.00		
(III) Total			66,000.00	27,875.00		103,046.20	196,921.20		



Stefano Cometto	Chief Executive Officer	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21							
(I) Remuneration fro	om Newlat Food S	.p.A.		36,000.00	10,700.001		2,320.08	81,523.81	130,543.89	
(II) Remuneration fr	om subsidiaries			12,000.00	6,000.002				18,000.00	
(III) Total				48,000.00	16,700.00		2,320.08	81,523.81	148,543.89	
						l				
Benedetta Mastrolia	Non-Executive Director	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21							
(I) Remuneration fro	om Newlat Food S.	.p.A.		36,000.00	3,264.001				39,264.00	
(II) Remuneration fr	om subsidiaries			12,000.00	6,000.002				18,000.00	
(III) Total				48,000.00	9,264.00				57,264.00	
Valentina Montanari	Independent non- executive director	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21							
(I) Remuneration from Newlat Food S.p.A.			24,000.00					24,000.00		
(II) Remuneration from subsidiaries										
TII) Total				24,000.00					24,000.00	



Maria Cristina Zoppo	Independent non- executive director	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21					
(I) Remuneration from Newlat Food S.p.A.			24,000.00			24,000.00		
(II) Remuneration from subsidiaries								
(III) Total			24,000.00			24,000.00		

Eric Sandrin	Independent non- executive director	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21					
(I) Remuneration from Newlat Food S.p.A.			24,000.00			24,000.00		
(II) Remuneration from subsidiaries								
(III) Total			24,000.00			24,000.00		

<sup>&</sup>lt;sup>1</sup> Variable component calculated and accrued following the achievement of the Company's 2020 financial targets, all as detailed in Section I - letter h). 50% of this amount was disbursed in 2021, and the remaining 50% at the end of the three-year period, i.e. in 2023, in accordance with said Section I, letter h).

<sup>&</sup>lt;sup>2</sup> Variable component calculated and accrued following the achievement of the 2020 financial targets of the subsidiary Centrale del Latte d'Italia S.p.A. ("CLI"), all as detailed in the relevant report pursuant to art. 123-ter TUF, drawn up by CLI.



# REMUNERATION PAID TO STATUTORY AUDITORS

		Period for		Fixed remuneration	Remuneration	Variable n remun	on-equity eration					End-of- service indemnity
Name and Surname	Position	which the office was held	Expiry of office		for committee participation	Variable Remuneration	Profit-sharing	Non- monetary benefits	Other fees	Total	Equity compensati on fair value	
Massimo Carlomagno	Chairman	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21									
(I) Remuneration from	(I) Remuneration from Newlat Food S.p.A.			7,000.00					1,500.00	8,500.00		
(II) Remuneration from subsidiaries								3,000.00	3,000.00			
(III) Total			7,000.00					4,000.00	11,500.00			

Ester Sammartino	Standing Auditor	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21						
(I) Remuneration from Newlat Food S.p.A.			4,000.00			1,500.00	5,500.00		
(II) Remuneration from subsidiaries			8,000.00			2,000.00	10,000.00		
(III) Total			12,000.00			3,500.00	15,500.00		



Antonio Mucci	Standing Auditor	01-Jan-21 31/12/2021	Approval of the financial statements at 31-Dec-21					
(I) Remuneration from Newlat Food S.p.A.			4,000.00			4,000.00		
(II) Remuneration from subsidiaries								
(III) Total			4,000.00			4,000.00		



# COMPENSATION PAID TO EXECUTIVES WITH STRATEGIC RESPONSIBILITIES

Name and Surname	Position	Period for which the office was held		Fixed remunerati on	Remuneration for committee participation	Variable non-equity remuneration						
			Expiry of office			Variable Remuneration	Profit-sharing	Non- monetary benefits	Other fees	Total	Equity compensa tion fair value	End-of- service indemnity
Rocco Sergi	Officer in charge	9-Aug-2019	Until revocation									
(I) Remuneration from Newlat Food S.p.A.				130,000.00		11,785.003		2,320.08		144,105.08		
(II) Remuneration from subsidiaries												
(III) Total				130,000.00		11,785.00		2,320.08		144,105.08		

<sup>&</sup>lt;sup>3</sup> Variable component calculated and accrued following the achievement of the Company's 2020 financial targets, all as detailed in Section I - letter h). 50% of this amount was disbursed in 2021, and the remaining 50% at the end of the three-year period, i.e. in 2023, in accordance with said Section I, letter h).



# Table 2)

# SHARES HELD BY MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF STATUTORY AUDITORS

Name and Surname	Position	Investee company	Shares held at 31/12/2020	Acquired in 2021	Sold in 2021	Shares held at 31-Dec- 21	
Angelo Mastrolia	Chairman of the BoD	Newlat Food S.p.A.	27,084,374 (*)	-	-	27,084,374	

<sup>(\*)</sup> indirect shareholding held through Newlat Group S.A.

No other member of the Board of Directors or Board of Statutory Auditors holds shares in Newlat Food S.p.A.