



**DANIELI & C. OFFICINE MECCANICHE S.p.A.**

Registered Office: Buttrio (UD), via Nazionale 41

Share Capital Euro 81.304.566 I.V.

Number of Registration in the Companies Register of Udine and Taxpayer's Id. Code:  
00167460302

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**ORDINARY AND EXTRAORDINARY SHAREHOLDERS'**  
**MEETING OF OCTOBER 28, 2020**  
**SINGLE CONVOCATION**

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**EXPLANATORY REPORT ON THE ITEMS OF THE AGENDA**

**Financial statements of the company and consolidated financial statements for the period ended June 30, 2020. Reports by the Board of Directors, Board of Statutory Auditors and Auditing Company. Resolutions pertaining thereto and resulting therefrom. Distribution of an ordinary dividend.**

Dear Shareholders,

for more detailed information, please refer to the "Board of Directors' Report on Operations" and to the additional documentation that in accordance with the law will be made available to the public at company headquarters on the authorized storage mechanism SDIR & STORAGE ([www.emarketstorage.com](http://www.emarketstorage.com)) and on the company's internet site [www.danieli.com](http://www.danieli.com) in the *Investors* section.

The shareholders will be called upon to deliberate on the following text:

"During the annual ordinary meeting, the Shareholders of Danieli & C. Officine Meccaniche S.p.A:

- having examined the financial statements for the company and the

consolidated financial statements for the Group, for the period ended June 30, 2020, as well as the Directors' Report on Operations;

- considering the report of the Board of Statutory Auditors;
- considering the reports of the Auditing Company

resolve

- to approve the annual report for the period ended June 30, 2020, together with the report on operations and the proposal to distribute an ordinary dividend as follows:

Dividend for the shareholders payable as of 25.11.2020 (coupon n. 42 detachment date: 23.11.2020; *record date*: 24.11.2020):

- to 37,918,320 ordinary shares (excluding own shares)		
Euro 0.1400 per share	Euro	5.308.565,00-
- to 36,479,670 savings shares (excluding own shares)		
Euro 0.1607 per share	<u>Euro</u>	<u>5.862.283,00-</u>
Total dividends	Euro	11.170.848,00-
- to extraordinary reserve	<u>Euro</u>	<u>- 14.011.736,00-</u>
Total loss of the year	<u>Euro</u>	<u>-2.840.888,00-</u>

The entire amount of the dividend will be taken from the extraordinary reserve.”

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This is an English courtesy translation of the original documentation prepared in Italian language. Please consider that only the original version in Italian language has legal value.

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September 24, 2020

On behalf of the Board of Directors:

The Chairman (signed)