

CAREL INDUSTRIES S.p.A

Registered office in Brugine (PD), – Via dell'Industria, 11

Fully subscribed share capital €10,000,000

Registration number with the Padua Register of Companies: 04359090281

Website www.carel.com

EXTRACT FROM THE NOTICE OF CALL OF ORDINARY SHAREHOLDERS' MEETING

The Shareholders of CAREL Industries S.p.A. (the "**Company**") are called to the ordinary meeting to be held at the building named CAREL 5, in Brugine (PD), Via Ardoneghe, 15, on April 21, 2023, at 10:30 a.m., in a single call, to discuss and resolve the following

Agenda

1. Approval of the Financial Statements at 31 December 2022 and presentation of the CAREL Group Consolidated Financial Statements at 31 December 2022. Allocation of the result for the financial year.
 - 1.1 Approval of the Financial Statements at 31 December 2022; related and consequent resolutions;
 - 1.2 Allocation of the result for the financial year; related and consequent resolutions.
2. Resolutions concerning the report on the remuneration policy and fees paid pursuant to Article 123-*ter* of Legislative Decree 58/1998 and article 84-*quater* of Consob Regulation no. 11971/1999.
 - 2.1 Binding vote on the remuneration policy for the 2023 financial year set forth in the first section of the report; related and consequent resolutions;
 - 2.2 Consultation on the second section of the report concerning remuneration paid in or relating to the 2022 financial year; related and consequent resolutions.

In accordance with the provisions of article 106, paragraph 4, of the Law Decree of 17 March 2020, no. 18, converted by Law no. 27/2020, as subsequently amended and extended, most recently as a result of Law no. 14/2023 (which converted, integrating it, the Law Decree n. 198/2022), the Shareholders will not be able to physically participate in the Shareholders' Meeting and their intervention can take place exclusively through the designated representative referred to in article 135-*undecies* of the Legislative Decree no. 58/98.

For information on the share capital at the date of the notice of call and detailed information and instructions on the rights that can be exercised by shareholders, including the right to attend and vote at the Shareholders' Meeting by proxy to the designated representative, the right to ask questions before the Shareholders' Meeting, additions to the agenda and the presentation of new proposals for resolutions on items already on the Meeting's agenda, as well as the availability of the full text of the resolution proposals, together with the explanatory reports, and the documents that will be submitted to the Shareholders' Meeting and the organisational aspects of the Shareholders' Meeting, reference should be made to the full text of the notice of call available on the Company's website at www.carel.com (ir/Shareholder's Meeting section) and at the authorized storage mechanism "eMarket STORAGE" at www.emarketstorage.com. The documents relating to the Shareholders' Meeting will be published, within the terms of the law, in the same way.



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Cap. Soc. € 10.000.000 i.v.
C.C.I.A.A. Padova Reg. Imp n. 04359090281
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N. Reg. Prod. Pile: IT09060P00000903
N. Reg. Prod. AEE: IT16030000009265



Any amendment, update or clarification of the information contained in the notice of call will be promptly made available on the Company's website (www.carel.com), *Investor Relations* – Shareholders' Meetings section and by the other means provided for by law.

Brugine (PD), 22 March 2023

For the Board of Directors
The Chairman
Luigi Rossi Luciani