

## **Information pursuant to article 84-bis, paragraph 5, of the regulation adopted by Consob with resolution no. 11971 of 14 May 1999, as amended and supplemented**

The present information has been prepared in order to illustrate the resolutions adopted in order to implement the performance shares plan named "Piano di Performance Shares 2022-2024" – approved, pursuant to article 114-bis of Legislative Decree no. 58 of 24 February 1998 (the "**Consolidated Financial Act**"), by the Board of Directors on 29 March 2022 and by the Shareholders' Meeting of Landi Renzo S.p.A. (the "**Company**") on 29 April 2022 (the "**Plan**" or the "**Performance Shares Plan 2022- 2024**").

On the same Shareholders' Meeting, the Board of Directors was granted - with the power to sub-delegate - with all necessary or appropriate powers to fully and completely implement the Performance Shares Plan 2022-2024, including, *inter alia*, all the powers needed to prepare and adopt the regulation to implement the Plan, to identify the Beneficiaries (as defined below) and to determine the number of Units (*i.e.*, the right to be assigned with the Company's shares) to be assigned to each of them, to proceed with the assignment in favour of the Beneficiaries, with the power to delegate to the Chairman of the Board of Directors their powers, tasks and responsibilities in connection with the implementation and application of the Plan.

The regulation containing the implementation rules, as well as the principles and operating rules of the Plan (the "**Plan's Regulations**"), have been approved by the Board of Directors on 22 December 2022.

In particular, pursuant to the information document drafted in accordance with Article 84-bis of the regulation adopted by Consob with resolution no. 11971 of 14 May 1999, as amended and supplemented (the "**Issuers' Regulations**"), the 2022-2024 Performance Shares Plan provides:

- subject to fulfilment of the entry gate condition and conditional upon achievement of the performance objectives, at the terms and conditions set out in the Plan Rules, for the assignment of rights to receive for no consideration an aggregate of up to 2,100,000 ordinary shares of the Company (in the amount of one share assigned for each right allocated), to be assigned to the Beneficiaries (as defined below);
- that the value of the initial assignment of rights to receive shares does not exceed an amount equal to 2.5 times the gross fixed annual remuneration for the Chief Executive Officer and General Manager (including the fixed compensation received as executive and General Manager and the fixed emolument received as Chief Executive Officer) and 2.5 times the gross fixed annual salary for executives with strategic responsibilities.

### **1. Plan's addressees**

The Plan is addressed to the beneficiaries who, according to the Board of Directors, hold key roles and for whom their retention is justified with a view to value creation (the "**Beneficiaries**").

The Board of Directors – having heard the opinion of the Nomination and Remuneration Committee – according to the level of contribution to the business, autonomy and complexity of the position held, on 22 December 2022 identified no. 9 Beneficiaries of the Plan, among which:

- (a) the Chief Executive Officer and General Manager, Dr. Cristiano Musi;
- (b) the three executives with strategic responsibilities; and
- (c) five senior executives.

Provided that the beneficiaries include persons referred to in article 84-bis, second paragraph, of the Issuers' Regulations, the Plan is eligible to be qualified as "of particular relevance" (*di particolare rilevanza*) pursuant to article 114-bis, third paragraph, of the Consolidated Financial Act and article 84-bis, second paragraph, of the Issuers' Regulations.

### **2. Reasons for the adoption of the Plan**

Please refer to the information document drafted in accordance with article 84-*bis* and Schedule 7 of Annex 3A of the Issuers' Regulations, as well as to the remuneration report drafted pursuant to articles 123-*bis* of the Consolidated Financial Act and 84-*quater* of the Issuers' Regulations.

Both documents are available on the Company's website at the following address <http://www.landirenzogroup.com/it/>, Investors.

### **3. Approval procedure and timing for the assignment of financial instruments**

Please refer to the information document drafted in accordance with article 84-*bis* of the Issuers' Regulations, available on the Company's website at the following address <http://www.landirenzogroup.com/it/>, Investors.

### **4. Characteristics of the assigned instruments**

Please refer to the information document prepared in accordance with article 84-*bis* of the Issuers' Regulations, available on the Company's website at the following address <http://www.landirenzogroup.com/it/>, Investors section.

Table no.1 provided for in Annex 3A, Schedule 7 of the Issuers' Regulations, is attached hereto.

\* \* \*

Caviago, 4 April 2023

The Chairman of the Board of Directors

Stefano Landi

## COMPENSATION PLANS BASED ON FINANCIAL INSTRUMENTS

### Table no.1 Schedule 7 of Annex 3A of the Issuer's Regulation

Name and surname	Office held	BOX No.1						
		Financial Instruments other than stock options						
		<u>Sezione 2</u>						
		Newly assigned instruments based on the decision of the body responsible for implementing the shareholders' meeting resolution						
		Date of the shareholders' resolution	Type of financial instruments	Number of financial instruments assigned	Assignment date	Possible purchase price of the instruments <sup>1</sup>	Market price at the time of assignment	Vesting Period
<b>Cristiano Musi</b>	CEO and General Manager	29 April 2022	Units - the right to potentially be assigned with the share (to the extent of one share for each right)	562,500	22 December 2022	N/A	0.57 Euro	3 years
	Executives with strategic responsibilities	29 April 2022	Units - the right to potentially be assigned with the share (to the extent of one share for each right)	1,025,000	22 December 2022	N/A	0.57 Euro	3 year
	Senior executives	29 April 2022	Units - the right to potentially be assigned with the share (to the extent of one share for each right)	375,521	22 December 2022	N/A	0.57 Euro	3 year

<sup>1</sup> Not applicable as the Plan provides for the assignment of the right to receive Landi Renzo ordinary shares on a gratuitous basis, to the extent of one share for each right