



A multibrand company

NEWLAT FOOD S.p.A.

REGISTERED OFFICE IN REGGIO EMILIA – VIA J.F. KENNEDY N. 16

SHARE CAPITAL € 40,780,482.00 FULLY PAID-IN

COMPANIES' REGISTER OF REGGIO EMILIA RE N. 277595 AND TAX CODE 00183410653

COMPANY SUBJECT TO THE MANAGEMENT AND COORDINATION ACTIVITY BY NEWLAT GROUP S.A.

PURSUANT TO ARTICLES 2497 SS. OF THE ITALIAN CIVIL LAW

EXTRACT OF NOTICE OF THE ORDINARY SHAREHOLDERS' MEETING

The Ordinary Shareholders' Meeting of Newlat Food S.p.A. is convened at the Newlat Group S.A. headquarters, located in Lugano (Switzerland), Via Bagutti n. 14, on first call for April 29th, 2020, at 10.00 am and, if necessary, on second call for May 12th, 2020, same place and time, to discuss and resolve on the following

AGENDA

- 1. Approval of the Financial Statements for the year ended 31 December 2019, together with the Board of Directors Report, the Board of Statutory Auditors Report and the External Auditors Report. Related resolutions. Presentation of the consolidated financial statements for the year ended December 31, 2019.**
- 2. Allocation of the annual Net Income. Related resolutions.**
- 3. Report on the remuneration policy and on the remuneration paid pursuant to art. 123-ter, paragraphs 3-bis and 6 of Legislative Decree February 24, 1998, n. 58:**
 - 3.1 Binding resolution on the first section on the remuneration policy prepared pursuant to art. 123-ter, paragraph 3, of Legislative Decree February 24, 1998, n. 58;**
 - 3.2 Non-binding resolution on the second section on remuneration paid prepared pursuant to art. 123-ter, paragraph 4, of Legislative Decree February 24, 1998, n. 58.**
- 4. Authorization for the purchase and disposal of own shares. Related and consequent resolutions.**

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As permitted by art. 106 of Legislative Decree no. 18 of March 17th, 2020 ("Cura Italia Decree"), in order to minimize the risks associated with the ongoing health emergency, the participation in the Shareholders' Meeting of those who have the right to vote is allowed only through the Designated Representative pursuant to art. 135-undecies of the Legislative Decree n. 58/98 ("TUF"). Pursuant to the Cura Italia Decree, the aforementioned Designated Representative may also be granted proxies or sub-proxies pursuant to art. 135- novies of the TUF, in derogation of art. 135-undecies, paragraph 4, of the TUF.

The Directors, Statutory Auditors, the secretary of the meeting, the representative of the auditing firm as well as the Designated Representative pursuant to article 135-undecies of the TUF, will be able to attend the





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Shareholders' Meeting through the use of remote connection systems that allow identification, in compliance with current and applicable provisions.

Information relating to the right to attend and vote at the Shareholders' Meeting (record date April 20th, 2020), the right to ask questions before the meeting (within April 22th, 2020), the right to supplement the agenda and to present new resolution proposals on the agenda of the Shareholders' Meeting (within April 6th, 2020), exercising the proxy vote exclusively through the Shareholders' Representative appointed by Newlat Food S.p.A., the availability of the full text of the resolution proposals together with the explanatory reports and documents that will be submitted to the Shareholders' Meeting, the organizational aspects of the Shareholders' Meeting, are reported in the notice of full call, the text of which is published on the Company's website, at address www.newlat.it, Section "Corporate governance - Shareholders' Meeting", to which reference is made, as well as to the storage mechanism "eMarket STORAGE", which can be consulted at www.emarketstorage.com, together with the documentation relating to the Shareholders' Meeting, made available within the terms and in the manner prescribed by current legislation.

For the exercise of shareholder rights, due to the Covid-19 emergency, the Company recommends the use of remote communication means indicated in the notice of meeting. Finally, the Company reserves the right to integrate and/or modify the content of the notice of meeting if it becomes necessary consequently to the evolution of the current Covid-19 emergency.

Reggio Emilia, March 27th 2020

The Chairman of the Board of Directors

(Angelo Mastrolia)

