



DOXEE S.P.A.

Registered office in Modena (MO), Viale Virgilio no. 48/b

Subscribed and fully paid-up share capital of Euro 1,913,570.19

Registered with the Registry of Companies of Modena under no. 02714390362

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CALL OF THE ORDINARY SHAREHOLDERS' MEETING

The Ordinary Shareholders' Meeting of Doxee S.p.A. (the "Company") is convened in first call on **April 27, 2023, at 12:00 p.m.**, at the Company's registered office in Modena (MO), Via Virgilio No. 48/b and, if necessary, in second call on April 28, 2023, at the same time and place, to discuss the following

AGENDA

- 1) Approval of the financial statements for the year ended 12/31/2022, review of the report on operations, the report of the board of statutory auditors and the report of the independent auditors. Presentation of the consolidated financial statements as of 12/31/2022. Pertinent and consequent resolutions.
- 2) Allocation of operating profit. Pertinent and consequent resolutions.

Share capital and voting rights

The subscribed and paid-up share capital is Euro 1,913,570.19, divided into 8,623,807 ordinary shares, no par value, each of which entitles the holder to one vote at the meeting. As of the date of this notice, the Company holds 8,750 treasury shares.

Attendance at the meeting and granting of proxy to the Designated Representative

Those with voting rights pursuant to law and the Articles of Association may participate in the Shareholders' Meetings. Each share gives the right to one vote. The validity of the establishment and resolutions of the Shareholders' Meeting is governed by the applicable laws and Articles of Association.

Entitlement to attend the Shareholders' Meeting and exercise voting rights shall be certified by a notice, in favor of the person entitled to vote, made by an intermediary, in accordance with its accounting records, on the basis of the evidence relating to the end of the accounting day of the seventh trading day preceding the date set for the Shareholders' Meeting on first call (i.e. **April 18, 2023** - record date). Credit and debit entries made to the accounts after April 18, 2023 will not count for the purpose of eligibility to participate and exercise voting rights at the Shareholders' Meeting. Therefore, those who are verified as the owners of the shares after that date will not have the right to attend or vote at the Shareholders' Meeting.

The intermediary's notice referred to above must be received by the Company by the end of the **third trading day** preceding the date set for the Shareholders' Meeting on first call (i.e. by **April 24, 2023**). However, the entitlement to attend and vote remains intact if the



communications are received by the Company after the above time limits, provided that they are received by the time the meeting proceedings for the individual call begin.

The Company has decided to apply the option - introduced by Article 106, paragraphs 2, 4 and 5 of Decree Law No. 18 of March 17, 2020, known as the '*Cura Italia*' Decree, converted by Law No. 27 of April 24, 2020, as amended, as extended by Article 3, paragraph 1, of Decree Law No. 228 of December 30, 2021 (known as *Milleproroghe 2022*), converted with amendments by Law No. 15 of February 25, 2022, and most recently, by Article 3, paragraph 10-*undecies* of Decree Law No. 198 of December 29, 2022, converted with amendments by Law No. 14 of February 24, 2023 - to require:

(a) that the attendance at the Shareholders' Meeting of the persons entitled to attend and vote shall take place **exclusively through the representative designated** by the Company pursuant to Article 135-*undecies* of Legislative Decree No. 58/98 (Consolidated Law on Finance), thus precluding the physical attendance of the said persons at the Shareholders' Meeting, and

(b) that, without prejudice to the provisions of point a), the attendance of the participants at the Shareholders' Meeting shall take place **exclusively through remote means of communication** that guarantee the identification of the participants, their participation and the exercise of their voting rights, pursuant to and for the purposes of Article 2370, paragraph of the Italian Civil Code, without, in any event, the need for the Chairman of the Shareholders' Meeting and the secretary taking the minutes to be in the same place.

Consequently, the Company has appointed Computershare S.p.A. - with offices in Rome, Via Monte Giberto 33 - 00138 Rome, Italy - to represent the shareholders pursuant to **Article 135-*undecies* of Legislative Decree No. 58/98** and the aforementioned Decree Law (the "**Designated Representative**"). Shareholders who wish to attend the Shareholders' Meeting should therefore grant the Designated Representative a proxy - with voting instructions - on all or some of the proposed resolutions on the items on the agenda, using the specific proxy form, prepared by the Designated Representative in agreement with the Company, available on the Company's website at www.doxee.com, "Investor Relations - Shareholders' Meeting" section, or on the website of Borsa Italiana at www.borsaitaliana.it.

The proxy form with the voting instructions must be submitted following the instructions on the form by the second trading day prior to the Shareholders' Meeting, i.e. by 12:00 a.m. on April 25, 2023, with reference to the first call, or by **12:00 a.m. on April 26, 2023**, with reference to the second call, and by the same deadline the proxy may be revoked in the same manner.

The proxy, so conferred, is effective only for those proposals in relation to which voting instructions have been given. It should be noted that the shares of the Company for which even partial proxies have been given are counted for the purpose of duly constituting the Shareholders' Meeting.

The Designated Representative may also be granted proxies or sub-delegations pursuant to Article **135-*novies* of the Consolidated Law on Finance** as an exception to Article 135-*undecies*, paragraph 4 of Legislative Decree No. 58/98 by following the instructions indicated in the form available on the Company's website at www.doxee.com, "Investor Relations - Shareholders' Meeting" section, or on the website of Borsa Italiana at www.borsaitaliana.it. Proxies may be given by 12:00 p.m. on April 26, 2023, with reference to the first call, or by **12:00 p.m. on April 27, 2023**, with reference to the second call. In the same manner, those



entitled may revoke, within the same period, the proxy/sub-delegation and voting instructions given.

The Designated Representative will be available for clarifications or information at +39 06-45417401 or at the e-mail address ufficiorm@computershare.it

There are no procedures for voting by mail or electronic means.

Participants (such as the Designated Representative, members of the corporate bodies of the Company, and the Secretary) may attend the Shareholders' Meeting exclusively by means of conference call and/or video conferencing, in the manner that will be individually communicated to them, in compliance with the applicable regulatory provisions but without, in any event, the need for the Chairman of the Shareholders' Meeting and the Secretary taking the minutes to be in the same place.

Proposals for resolutions by Shareholders on the items on the agenda

In connection with the fact that attendance at the Shareholders' Meeting is provided exclusively through the Designated Representative, shareholders entitled to vote may formulate proposals for resolutions and votes on the items on the agenda, which they must submit by **12:00 p.m. on April 18, 2023**, by certified e-mail addressed to the certified e-mail address doxee@pec.it. Each proposer must disclose his or her shareholding and indicate the details of the communication from the intermediary certifying entitlement to attend the Shareholders' Meeting.

The proposals - subject to verification of their relevance to the items on the agenda as well as their correctness and completeness with respect to the applicable regulations - will be posted on the Company's website by April 19, 2023, in order to enable those entitled to vote to express themselves in an informed manner, also taking into account these new proposals and, therefore, to enable the Designated Representative to gather any voting instructions on them as well.

Right to ask questions on the items on the agenda

In connection with the fact that attendance at the Shareholders' Meeting is provided exclusively through the Designated Representative, shareholders entitled to vote may ask questions on the items on the agenda by submitting them by **12:00 p.m. on April 18, 2023** by e-mail to the certified e-mail address doxee@pec.it. Applicants must send the Company - through their intermediary - notices certifying their entitlement to exercise the right. If they have requested their intermediary provide notice for attendance at the Shareholders' Meeting, it will be sufficient to include in the request the details of the notice or at least the name of the intermediary. Questions that are relevant to the items on the agenda will be answered by April 21, 2023, by sending a response by e-mail. The Company may provide unified answers to questions with the same content. The Company will not acknowledge questions received after the deadline indicated.

Documents pertaining to the Shareholders' Meeting

Documents relating to the Shareholders' Meeting prescribed by applicable law shall be filed at the registered office of the Company by the deadlines and in the manner prescribed by law,



and can be found on the Company's website www.doxee.com (section "Investor Relations - Shareholders' Meeting"), as well as on the website of Borsa Italiana www.borsaitaliana.it.

Notice of the meeting will be posted today on the Company's website www.doxee.com (section "Investor Relations - Shareholders' Meeting"), as well as on the website of Borsa Italiana www.borsaitaliana.it, and excerpts of it shall be published in *Il Sole 24 Ore*.

Modena, April 12, 2023

The Chairman of the Board of Directors
(Paolo Cavicchioli)

A handwritten signature in blue ink, appearing to read "Paolo Cavicchioli", followed by a vertical line.