REGULATIONS OF THE BOARD OF DIRECTORS OF BIESSE GOVERNING THE PROCEDURES FOR CONDUCTING SHAREHOLDERS' MEETINGS

Article 1. General Provisions

1. These regulations (the "**Meeting Procedures Regulations**") govern, pursuant to Article 125-bis.1 of Legislative Decree No. 58 of 24 February 1998 (the "**TUF**"), the conditions and procedures for the conduct of the Shareholders' Meetings of Biesse S.p.A. ("**Biesse**" or the "**Company**")

2. The procedures for conducting Shareholders' Meetings shall be established and applied so as to ensure efficiency, transparency, equal treatment of Biesse shareholders, security of communications, and the orderly exercise of the rights provided by law and by the Articles of Association.

3. These Meeting Procedures Regulations are approved by the Board of Directors with the favorable vote of the majority of the independent directors then in office and are published on the Company's website.

Article 2. Resolutions of the Board of Directors

1. Where the Articles of Association do not provide, pursuant to Article 125-*bis*.1, paragraph 1, of the TUF, for the exclusive manner in which the Shareholders' Meeting may be held, the Board of Directors shall determine, from time to time, the procedures for conducting the Shareholders' Meeting, taking into account criteria of efficiency and transparency, the nature of the items on the agenda, the expected level of shareholder participation, and the need to facilitate the informed exercise of shareholders' rights.

2. The Board of Directors may provide, with the favorable vote of the majority of the independent directors then in office, that the Shareholders' Meeting be held exclusively by means of telecommunications, or that attendance at the Shareholders' Meeting and the exercise of voting rights take place exclusively through the designated representative pursuant to Article 135-*undecies* of the TUF, to whom proxies or sub-proxies may be granted pursuant to Article 135-*novies* of the TUF, derogating from Article 135-*undecies*, paragraph 4, of the TUF.

3. The Board of Directors may also provide, to the extent permitted by the Articles of Association and applicable regulations, for voting by mail or by electronic means pursuant to Article 2370, paragraph 4, of the Italian Civil Code, including in combination with a meeting held at a physical venue, participation through telecommunication means, or the use of the designated representative.

4. Any resolution of the Board of Directors establishing exclusive arrangements for the conduct of the Shareholders' Meeting or remote voting mechanisms shall set out in detail the reasons therefor, with reference to criteria of efficiency and transparency, and shall

indicate the operational safeguards adopted to ensure the orderly and transparent exercise of shareholders' rights, as well as any technical measures entrusted to specialized third-party providers of meeting management services.

Article 3. Notice of Meeting

1. The notice convening the Shareholders' Meeting shall clearly and accurately describe the procedures applicable to attendance, the granting of proxies, the possible use of the designated representative (including on an exclusive basis), any voting by mail or electronic voting arrangements, and the exercise of shareholders' rights. Where participation through telecommunication means is allowed, the notice shall also specify the access procedures, any credentials required, and the technical support channels available.

2. The notice convening the Shareholders' Meeting shall refer to: (i) these Meeting Procedures Regulations; and (ii) the resolution of the Board of Directors concerning the arrangements for holding the Shareholders' Meeting, as determined from time to time.

Article 4. Shareholders' Meeting held exclusively by means of telecommunications

1. Where the Board of Directors, in accordance with Article 2 of these Meeting Procedures Regulations, resolves that the Shareholders' Meeting be held exclusively by means of telecommunications, the Chairperson of the Meeting, the Secretary, the members of the corporate bodies, the designated representative (including where acting exclusively), and all other authorized persons may participate in accordance with the technical instructions provided by the Company in the notice of meeting.

2. The selected platform shall enable the identification of participants and verification of their entitlement to attend, ensure real-time two-way communication allowing participants to speak and vote, and provide for the orderly management of interventions, traceability of operations, preservation of evidence relevant for the minutes, and, where applicable, electronic voting.

3. The Company shall communicate to entitled persons, in the manner and within the time limits specified in the notice of meeting, the technical requirements for access to the platform and participation in the Shareholders' Meeting, including any individual credentials or authentication tools required. Individual credentials are personal and non-transferable. The Company shall provide technical assistance for access and participation.

4. The voting system shall provide confirmation of receipt and recording of votes cast through the platform and shall ensure their integrity, traceability and confidentiality until the commencement of the vote count, as well as the preservation of the evidence required for the minutes.

5. In the event of interruption, malfunction or irregular access affecting the telecommunication systems, the Chairperson of the Meeting shall adopt the measures necessary to preserve the orderly conduct of the proceedings. If the malfunction is widespread and prevents or materially restricts identification, connection, participation or voting, the

Chairperson shall suspend the proceedings and adopt, in compliance with applicable regulations, the measures necessary to allow their continuation, including the postponement of the meeting. Any operations and votes validly carried out prior to the malfunction shall remain valid where verifiable. Connection difficulties attributable to individual participants shall not in themselves result in the interruption of the Shareholders' Meeting.

Article 5. Shareholders' Meeting with attendance and voting exclusively through the designated representative

1. Where the Board of Directors, pursuant to Article 2 of these Meeting Procedures Regulations, resolves that attendance at the Shareholders' Meeting and the exercise of voting rights shall take place exclusively through the designated representative, shareholders shall participate and vote by granting a proxy or sub-proxy, together with voting instructions, to the exclusive designated representative identified in the notice of meeting.

2. The proxy granted to the designated representative shall be free of charge for the shareholder, except for any transmission costs, shall be conferred through the forms and channels indicated by the Company, and shall be effective only with respect to the proposals for which voting instructions have been given. The proxy and voting instructions may always be revoked, using the same procedures, within the deadline specified in the notice of meeting and in compliance with Article 135-*undecies*, paragraph 1, of the TUF.

3. The Company shall appoint as designated representative, and, where appropriate, as provider of meeting management services, a specialized operator with adequate organizational, technological and confidentiality safeguard.

4. The designated representative shall disclose any interests that it may have, on its own behalf or on behalf of third parties, in relation to the proposed resolutions on the agenda and shall maintain confidentiality regarding the content of the proxies and voting instructions received until the commencement of the vote count, without prejudice to disclosures to employees and assistants who are subject to the same confidentiality obligations.

5. Where attendance at the Shareholders' Meeting and the exercise of voting rights take place exclusively through the designated representative, the right to ask questions may be exercised only prior to the meeting pursuant to Article 127-*ter*, paragraph 3-*bis*, of the TUF. The notice of meeting shall indicate the deadline, not earlier than the date referred to in Article 83-*sexies*, paragraph 2, of the TUF, by which questions must be received by the Company. Replies shall be provided at least three days before the Shareholders' Meeting.

6. Replies to questions received may be provided in consolidated form where the questions are substantially similar and shall be published, together with the text of the questions, in a dedicated section of the Company's website, subject to applicable regulations and limitations arising from confidential information and personal data protection requirements.

7. Persons entitled to attend through the designated representative may submit voting statements using the same procedures and within the same deadline established for the submission of questions. Notice of any voting statements received shall be given during the Shareholders' Meeting.

Article 6. Partecipation in the Shareholders' Meeting discussion

1. Where the Shareholders' Meeting is held at a physical venue or allows participation through telecommunication means, participation in the discussion shall be subject to an individual shareholding threshold equal to 0.5 per thousand of the Company's share capital, determined on the basis of the shares held at the end of the day referred to in Article 83-*sexies*, paragraph 2, of the TUF. The application of such threshold shall be disclosed in the notice of meeting. The threshold shall not apply where attendance and voting take place exclusively through the designated representative.

2. Even where the threshold referred to above applies, shareholders shall retain the rights granted under Articles 126-*bis* and 127-*ter* of the TUF, including the right to request additions to the agenda or submit proposed resolutions and the right to ask questions prior to the Shareholders' Meeting, within the time limits and according to the procedures established by law.

Article 7. Request to hold the Shareholder's Meeting at a physical venue

1. Where the Articles of Association or the resolution of the Board of Directors referred to in Article 2 provide that the Shareholders' Meeting shall be held exclusively by means of telecommunications or through the Company's designated representative, shareholders representing, individually or jointly, one twentieth of the voting share capital with respect to the items on the agenda, or such lower percentage as may be provided by the Articles of Association, may in any event request that the Shareholders' Meeting be held at a physical venue, without exclusive reliance on the designated representative or telecommunication means, without prejudice to Article 125-*bis*.1, paragraph 4, of the TUF.

2. Such request must be received by the Company within five days of publication of the notice convening the Shareholders' Meeting, in accordance with the procedures specified in the notice and subject to the requirements necessary to identify the requesting shareholders and verify ownership of the requisite shareholding.

3. The Company shall disclose the exercise of the right referred to in this Article within three days by supplementing the notice of meeting pursuant to Article 125-*bis* of the TUF, without prejudice to the provisions of these Meeting Procedures Regulations concerning participation in the discussion.

Article 8. Coordination with the Shareholders' Meeting rules, the Articles of

Associations and transitional provisions

1. These Meeting Procedures Regulations shall be read in conjunction with the Company's Articles of Association and the Rules of Procedure for Shareholders' Meetings. In the event of any inconsistency, mandatory provisions of law shall prevail.

2. To the extent not expressly governed by these Meeting Procedures Regulations, the applicable laws and regulations shall apply.

3. The provisions of these Meeting Procedures Regulations shall apply to Shareholders' Meetings held after 30 September 2026.

4. The Board of Directors may update these Meeting Procedures Regulations in order to align them with the laws and regulations in force from time to time. Any material amendments or updates shall be approved with the favorable vote of the majority of the independent directors then in office, pursuant to Article 125-*bis*.1, paragraph 3, of the TUF. Automatic adaptation of these Meeting Procedures Regulations to subsequently enacted mandatory provisions shall remain unaffected and shall take effect without the need for a specific resolution, provided that the published text is duly updated.