

28 April 2023

RE: NOTICE IN RELATION TO THE DEMATERIALIZATION OF THE COMPANY'S SHARES

(1) Introduction

Reference is made to the circular of Ferretti S.p.A. (the “**Company**”) dated April 26, 2023 (the “**Circular**”) in relation to, among other things, the approval of application for listing of the ordinary shares of the Company on Euronext Milan and the related matters. Unless otherwise defined, capitalized terms used herein shall denote the same meanings as those defined in the Circular.

As disclosed in the Circular, upon effecting the Dematerialization which is legally required under the Italian Consolidated Financial Act, the Shares will be centralized and registered in a book-entry form in the accounts of the Italian Intermediaries through which Shareholders will hold the dematerialized Shares. Any physical share certificate will no longer become evidence of title for transfer after the Dual Listing. Monte Titoli will hold the Central Register that records the entries of the Italian Intermediaries.

(2) Actions to be taken by Shareholders

(i) Certificated Shareholders

Where a Certificated Shareholder wishes to retain and exercise your rights as a Shareholder and/or intend to have your Shares capable of being traded in the future, you must take action to dematerialize your Shares by the Record Date (i.e. **May 31, 2023, Wednesday**).

The following sets out the options and corresponding actions to be taken by the Certificated Shareholders:

Option	Actions to be taken	Remarks
Option 1- To trade Shares on the Stock Exchange	- Open a stock account with a broker or a custodian who maintains a CCASS participant account and deposit the share certificates held by the Certificated Shareholder to the stock account for such Shares to be dematerialized	- Fees in relation to the opening of a stock account with a CCASS participant will be borne by the Certificated Shareholder
Option 2- To trade Shares on the Euronext Milan	- Open a stock account with an Italian Intermediary and send the share certificates, along with an election form setting out details of the Italian Intermediary Account, to Computershare Hong Kong and confirm the Certificated Shareholder's instruction to move the Shares to such account on the date of the Dual Listing	- Fees in relation to the opening of a stock account with a CCASS participant will be borne by the Certificated Shareholder
Option 3- Where none of the above options are	- Elect to deposit your Shares with Computershare Hong Kong (via a CCASS participant appointed to act as	- Fees arising from the engagement of Computershare Hong

<p>preferred but the Certificated Shareholder wishes to retain rights as a Shareholder</p>	<p>custodian for Computershare Hong Kong), who will provide nominee service for such Certificated Shareholders</p>	<p>Kong will be borne by the Company</p>
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If a Certificated Shareholder does not make arrangements to move your Shares to (i) a CCASS participant; (ii) an Italian Intermediary; or (iii) elect to have Computershare Hong Kong hold such Shares as nominee for your behalf prior to the Dual Listing, such Certificated Shareholder will be deemed as a ‘non-electing’ Shareholder and will have your positions held by Computershare Hong Kong as your agent, who will be engaged by the Company. This is a different service to the nominee facility referenced above. **As a result, by becoming a ‘non-electing’ Shareholder, the following corporate and economic rights of such Certificated Shareholder will be suspended until any of the aforesaid action is taken:**

- a) the Certificated Shareholders will cease to be able to immediately exercise your Shareholder rights in respect of the Shares held by you, including the right to attend, vote and speak at Shareholders’ meetings;
- b) any dividends attributable to you will be accrued and temporarily retained by the Company and will be segregated from an accounting perspective and released to the Certificated Shareholders following the completion of the dematerialization process, through which their existing Share certificate(s) are returned and when they have nominated an Italian Intermediary or a CCASS participant, which may include the nominee service provided by Computershare Hong Kong, to receive such dividends (subject to the statute of limitations of five years prescribed under Italian law for the claiming of dividends);
- c) Pursuant to Article 2949 of the Civil Code, other monetary rights arising from corporate interests is time-barred after five years from the record date on which such right has arisen;
- d) You will not be able to transfer your Shares until your shares are dematerialized and deposited with a CCASS Participant or an Italian Intermediary; and
- e) corporate communications will continue to be sent to your last known address (although participation may be limited).

(ii) Shareholders who currently have their Shares deposited in their designated CCASS participant’s account

No action is required to be taken by such Shareholder in respect of the Dematerialization and he/she/it will continue to be able to trade their Shares on the Stock Exchange after the Dual Listing. Such Shareholder will not be responsible for any additional fees in respect of the Dual Listing save for those already agreed with their brokers upon the opening of their securities account. All Shareholders’ rights including the right to trade,



vote and entitlement to dividends shall remain the same. However, if such Shareholder would like to trade his/her/its Shares on the Euronext Milan, such Shareholder will be required to withdraw the Shares from their designated CCASS participant's account and deposit the Shares with an Italian Intermediary. **All fees and charges arising from the opening of a securities account with an Italian Intermediary shall be borne by such Shareholder.**

(3) Way forward

Further arrangements in relation to the nominee service to be provided by Computershare Hong Kong under Option 3 will be announced in due course.

Should you have any questions, please contact Ms. Margherita Sacerdoti at investorrelations@ferrettigroup.com.

Ferretti S.p.A.

