

TOD'S S.P.A.

SHARE CAPITAL: EURO 66,187,078 FULLY PAID-UP

REGISTERED OFFICE: SANT'ELPIDIO A MARE (FM) – VIA FILIPPO DELLA VALLE NO. 1

TAX CODE AND FERMO REGISTER OF COMPANIES NO. : 01113570442

NOTICE OF CALL FOR THE ORDINARY SHAREHOLDERS' MEETING

The Ordinary Shareholders' Meeting is hereby convened at the Company's registered office located in Sant'Elpidio a Mare (in the province of Fermo), at Via Filippo Della Valle no. 1, on first call on **19 April 2023** at **11:00 a.m.** and, if necessary, on second call on 20 April 2023 at the same time and place, in order to pass resolutions on the following

AGENDA

1. *Separate Financial Statements at December 31, 2022; Directors' Report on operations; Board of Statutory Auditors' Report and Independent Auditors' Report; allocation of results for the year; any related and consequent resolutions:*
 - 1.1 *approval of the financial statements at December 31, 2022 and of the Directors' Report on operations;*
 - 1.2 *allocation of the result for the year.*
2. *Authorisation for purchase and disposition of treasury shares pursuant to Articles 2357 et seq. of the Italian Civil Code, as well as to Article 132 of Legislative Decree no. 58 of February 24, 1998, subject to revoking the resolution passed by the Shareholders' Meeting held on April 27, 2022, for the amount not used; any related and consequent resolutions.*
3. *Report on remuneration policy and fees paid pursuant to Article 123-ter of Legislative Decree no. 58 of February 24, 1998: consultative vote on the second section; any related and consequent resolutions.*

ENTITLEMENT TO ATTEND, AND VOTE AT, THE SHAREHOLDERS' MEETING

The persons who will be entitled to attend and vote at the Shareholders' Meeting, exclusively through the representative, as better specify below, will be those for whom the authorized intermediaries have given - within the time limits prescribed by law and regulations – the required notice to the Company, attesting the entitlement to the right at the end of the day falling on **6 April 2023**, i.e. the **record date**, corresponding to the seventh trading day before the date set for the Shareholders' Meeting to be held on first call. Those persons who become shareholders after said date will not be entitled to attend and vote at the Shareholders' Meeting.

For any information regarding (i) the modalities to attend the meeting (allowed only through the representative appointed by the Company, Computershare S.p.A.), (ii) the right to ask questions on the matters listed on the agenda and (iii) the right to require the amendment of the list of matters to be discussed as well as to propose a further resolution, please make reference to the full version of the notice of call made available to the public in the Company's

website (www.todsgroup.com), as well as in the authorised storage system 1info (www.1info.it).

INFORMATION DOCUMENT

The Annual Financial Report at 31.12.2022 (including non-financial statement pursuant to Legislative Decree no. 254/16), the Board of Statutory Auditors' and the Independent Auditors' Reports, the Report on Corporate Governance and Ownership Structures, the Report on the remuneration policy and on the compensations paid shall be made available to the public by **29 March 2023** at the Company's registered office, in the Company's website (www.todsgroup.com) and in the authorised storage system 1Info (www.1info.it). With the same modalities, the Report on the items on the agenda prepared pursuant to Article 125-ter of Legislative Decree no. 58/1998, is made available today to the public.

Sant'Elpidio a Mare, 11th March 2023

For the Board of Directors
The Chairman
Diego Della Valle