



PRESS RELEASE

In accordance with Consob Resolution 11971/99 and subsequent amendments and supplements

SHAREHOLDERS' MEETING OF ZIGNAGO VETRO S.P.A.

- **2024 Annual Accounts and distribution of a dividend of Euro 0.45 per share with pay-out on 14 May 2025 approved**
- **New Board of Directors for the 2025-2027 three-year period appointed**
- **New Board of Statutory Auditors for the 2025-2027 three-year period appointed**
- **2025-2027 Performance Shares Plan approved**
- **Share buy-back plan authorised**

Fossalta di Portogruaro, 7 May 2025 - The Shareholders' Meeting of Zignago Vetro S.p.A., a Euronext STAR Milan market company, held today at the Company's registered office under the chairpersonship of Mr. Nicolò Marzotto:

Approval of the 2024 Statutory Financial Statements and of the dividend

- approved the annual financial statements for the year ended 31 December 2024 as proposed by the Board of Directors on 14 March 2025 and previously announced in a press release to the market on the same date;
- approved the distribution of a dividend totalling Euro 39.7 million, as Euro 0.45 for each of the 88,265,288 outstanding ordinary shares, corresponding to a pay-out of approx. 76.6% of the consolidated profit: coupon No. 19, with an ex-dividend date of 12 May, a record date of 13 May and with payment date of 14 May 2025.

Appointment of the Board of Directors

With regard to the Board of Directors' mandate, the Shareholders' Meeting established the number of Directors of the new board as 12, who will remain in office for the 2025-27 three year period and therefore until the approval of the 2027 Annual Accounts. On the basis of the slates presented by the majority shareholder Zignago Holding Spa – holder of 64.039% of the subscribed and paid-in share capital - and an investment management fund group - whose overall holding is 3.369% of the subscribed and paid-in share capital - the Shareholders' Meeting appointed the following Directors:

1. Nicolò Marzotto (Chairperson)
2. Alessia Antonelli (**)
3. Biagio Costantini

4. Giacomo Marzotto
5. Luca Marzotto
6. Stefano Marzotto
7. Gaia Melloni (*)
8. Franco Moschetti (**)
9. Barbara Ravera (*)
10. Angelica Ruggeri (*)
11. Emanuele Sacchetti
12. Chiara Venezia (*)

The Directors marked with an asterisk declared their independence in accordance with the regulations in force and the Corporate Governance Code.

The Directors indicated with two asterisks declared their independence in accordance with law and as per the CFA.

In particular, Ms. Barbara Ravera was indicated on the slate presented by the minority shareholders.

Appointment of the Board of Statutory Auditors

With the approval of 2024 Annual Accounts, the mandate of the Board of Statutory Auditors concludes. For the 2025-2027 three-year period, the Shareholders' Meeting, on the basis of the slates presented by the majority shareholder Zignago Holding SpA and by some minority shareholders, as indicated above, three Statutory Auditors were appointed (Ms. Anna Maria Allievi - Chairperson, Mr. Carlo Pesce and Ms. Andrea Manetti) and two Alternate Auditors (Ms. Cecilia Andreoli and Ms. Laura Faresin), who will remain in office until the approval of the 2027 Annual Accounts. In particular, Ms. Anna Maria Allievi and Ms. Cecilia Andreoli were indicated on the slate presented by the minority shareholders.

Approval of the 2025-2027 Performance Share Plan

- to approve, as per and for the purposes of Article 114-bis, paragraph 1, of Legislative Decree No. 58 of February 24, 1998, as amended and supplemented, the long-term incentive plan called the "2025-2027 Performance Shares Plan" reserved for the Chief Executive Officer and Senior Executives of Zignago Vetro S.p.A. (the "Beneficiaries").

The Plan provides for the granting to Beneficiaries of Rights (personal, nominative, non-transferable and non-negotiable) to receive shares held in portfolio by the Company, free of charge, at the end of a three-year Vesting Period, subject to and on the basis of the level of achievement of the Performance Targets in accordance with the provisions of the Plan and its Regulation.

The Shares allocated have full rights and, therefore, the attached rights devolve to each Beneficiary from the point at which they become holders of the Shares.

The Rights will vest after the Vesting Period ending 31 December 2027, and the relative Shares will vest in 2028. 20% of the allocated shares will then be subject to a two-year

Holding Period, during which they may not be subject to Transfer according to a sliding scale mechanism.

A maximum of 202,500 Shares will be allocated under the Plan, assuming that all Beneficiaries achieve the highest levels of performance.

The Performance Targets consist of the following parameters:

- three targets related to the Zignago Vetro Group's economic-financial performance (i.e. Revenues, EBITDA and return on investment) in the medium to long term with a combined weighting of 75%;
- three targets related to ESG issues with a total weighting of 25% (understood as maintenance or improvement of current rating).

The Company considers, in line with best market practice adopted by listed companies in Italy, with particular regard to the STAR segment, that share-based remuneration plans are an effective instrument to incentivise and create loyalty, also over the medium to long term, among individuals who play a key role in achieving the objectives of the Company and more generally of the Group, recognising their efforts dedicated to the growth of the Company and the Group over recent years, as well as aligning the interests of key managers with those of shareholders.

Specifically, the Plan is designed to (i) strengthen the involvement of the individuals who play a key role in the achievement of the Company's results, and (ii) align the interests of the Beneficiaries with those of the shareholders, with a view to the concrete pursuit of sustainable success for the Company.

- to grant the Board of Directors, with the faculty to sub-delegate, the widest powers necessary or useful to execute the “2025-2027 Performance Shares Plan”, including, merely by means of non-exhaustive example, the power to:
 - 1) approve the Regulation, amend and/or supplement it;
 - 2) grant Rights to the Chief Executive Officer and Senior Executives, following their identification;
 - 3) define Performance Targets;
 - 4) verify achievement of Performance Targets;
 - 5) including through delegation to the Chief Executive Officer, with the power to sub-delegate to the company and Group company structures, carry out all the tasks related to the execution of the Plan;
 - 6) perform any act, fulfilment, formality, communication which is necessary or appropriate for the management and/or implementation of the Plan.

Purchase of treasury shares

- the revocation for the outstanding period, which will conclude on 29 October 2025, and for the part not yet exercised, of the previous motion to acquire treasury shares of the Shareholders' Meeting of 29 April 2024, and simultaneously, as per the means set out in the relative regulation, the conferment of a new authorisation. The buyback, also in view of the Group's equity structure, may, among other purposes, serve the shareholder value creation objectives or remuneration plans for employees, executive directors and collaborators of Zignago Vetro SpA and its subsidiaries. The authorisation has the following features:

- a) validity for a period of 18 months from the Shareholders' Meeting (expiry: 7 November 2026);
- b) maximum number of shares which may be acquired not in excess of one-tenth of the nominal share capital;
- c) price of each share acquired must not be 20% above or below the price of the ordinary share recorded on the regulated market session before each transaction.

The company at today's date holds 1,054,708 treasury shares.

Other Motions

The Shareholders' Meeting approved the Remuneration Report in accordance with Article 123-ter, paragraph 6 of Legislative Decree 58/98, as amended.

First meeting of the newly-elected Board of Directors

The Board of Directors, which met following the Shareholders' Meeting, approved:

- the confirmation of Mr. Biagio Costantini as the Chief Executive Officer;
- the appointment of Franco Moschetti as Vice Chairperson;
- the independence of six of the twelve directors in accordance with the CFA and the Self-Governance Code: Ms. Alessia Antonelli, Ms. Gaia Melloni, Mr. Franco Moschetti, Ms. Barbara Ravera, Ms. Angelica Ruggeri and Ms. Chiara Venezia and noted that the Board of Statutory Auditors carried out appropriate assessments with regards to the independence of its members;
- the appointment of the Control, Risks and Sustainability Committee, comprised of non-executive directors, the majority of whom independent, Ms. Alessia Antonelli - Chairperson, Ms. Gaia Melloni and Mr. Luca Marzotto;
- the appointment of the Appointments and Remuneration Committee, comprised of non-executive directors, the majority of whom independent, Mr. Franco Moschetti – Chairman, Ms. Chiara Venezia and Mr. Stefano Marzotto;
- the appointment of the Related Party Transactions Committee, comprising the non-executive and all independent Directors Ms. Alessia Antonelli - Chairperson, Ms. Angelica Ruggeri and Ms. Barbara Ravera;
- the appointment of Ms. Barbara Ravera, non-executive director, as Lead Independent Director;
- the appointment of Mr. Biagio Costantini, as Director in charge of the Internal Control and Risk Management System;
- the appointment of Ms. Barbara Ravera and Ms. Anna Maria Allievi as members of the Whistleblowing Management Committee;
- the confirmation of the Supervisory Board, comprised of Mr. Alessandro Bentsik – Chairman, Mr. Massimiliano Agnetti and Ms. Nicola Campana.

Based on the information available to the Company, the members of the Corporate Boards holding Zignago Vetro Spa shares are:

- Biagio Costantini	54,375	shares;
- Giacomo Marzotto	492,500	shares;
- Marzotto Luca Marzotto	212,248	shares;
- Nicolò Marzotto	537,000	shares;
- Stefano Marzotto	1,728,267	shares;
- Emanuele Sacchetti	8,000	shares;

The **Zignago Vetro Group** companies produce high quality glass containers for the Food and Beverage, Cosmetics and Perfumery industries and Speciality Glass bottles for wines and spirits, for the domestic and international markets.

All of the documentation relating to the Shareholders' Meeting, including the profiles of the members of the corporate boards, is available on the website: www.zignagovetro.com.

The minutes of the Meeting will be made available to the public at the Registered Office of the company and on the authorised storage mechanism Info at www.linfo.it within thirty days from the Shareholders' Meeting and will be available on the website www.zignagovetro.com.

Within five days of the Meeting, a summary report of the voting will be made available on the same website in accordance with law.

For further information:

Giovanni Puri Purini

Investor Relations

Zignago Vetro S.p.A.

0421-246111

investorrelations@zignagovetro.com