

## PHARMANUTRA S.p.A.

PROXY FORM TO THE DESIGNATED REPRESENTATIVE PURSUANT TO ART. 135-NOVIES OF LEGISLATIVE DECREE 58/1998 AND TO COMPANY'S BYLAWS.

Pursuant to the Company Bylaws and to Article 135-undecies.1 of Legislative Decree no. 58/1998 ("TUF"), the participation in the Shareholders' Meeting of those who have the right to vote, is allowed exclusively through the Designated Representative. In compliance with the provisions of the art. 135-undecies.1 of the Legislative Decree. n. 58/1998, the aforementioned Designated Representative may also be granted proxies and/or sub-proxy pursuant to Article 135-novies, as an exception to Article 135-undecies, paragraph 4, of the TUF, by signing this proxy form.

**Declaration of the Designated Representative:** Monte Titoli declares that it has no own interest in the proposed resolutions being voted upon. However, in view of the contractual relations existing between Monte Titoli and the Company with regard, in particular, to the provision of technical assistance in shareholders' meeting and additional services, in order to avoid any subsequent disputes about the supposed existence of circumstances able to create a conflict of interest under Article 135-decies, paragraph 2, f) of Legislative Decree no. 58/1998, Monte Titoli expressly declares that, if unknown circumstances should occur or in the event of amendment or additions to the proposals put forward to the Shareholders' Meeting, it does not intend to cast a different vote from that indicated in the instructions.

**Please note: This form may be subject to change following any Integration of the agenda of the shareholders' meeting and presentation of new proposed resolutions pursuant to Article 126-bis Legislative Decree 58/1998, or individual proposed resolutions, in accordance with the terms and procedures indicated in the Notice of Call.**

With reference to the Ordinary General Meeting of **PHARMANUTRA S.p.A.** to be held exclusively by means of telecommunication on 27 April 2026, at 15:00 p.m., single call, as set forth in the notice of the shareholders' meeting published on the Company's website at [www.pharmanutragroup.com](http://www.pharmanutragroup.com) in the section "Governance / Shareholders' Meetings" on 17 March 2026, and, in abridged form, in the Italian daily newspaper "Il Sole 24 Ore" on 18 March 2026 and having regard to the Reports on the items on the Agenda made available by the Company with this

### PROXY FORM (Part 1 of 2)

Complete with the information requested at the bottom of the form

**I, the undersigned** (party signing the proxy)

(Name and Surname) (\*)

Born in (*)	On (*)	Tax identification code or other identification if foreign (*)
Resident in (*)	Address (*)	
Phone No. (**)	Email (**)	
Valid ID document (type) (*) (to be enclosed as a copy)	Issued by (*)	No. (*)

(\*) Mandatory. (\*\*) It is recommended to fill.  
MONTE TITOLI S.p.A.

**PHARMANUTRA S.p.A.**

PROXY FORM TO THE DESIGNATED REPRESENTATIVE PURSUANT TO ART. 135-NOVIES OF LEGISLATIVE DECREE 58/1998

in quality of (tick the box that interests you) (\*)

- shareholder with the right to vote** *OR IF DIFFERENT FROM THE SHARE HOLDER*
- legal representative or subject with subject with power of sub-delegation (copy of the documentation of the powers of representation to be enclosed)
- pledge  bearer  usufructuary  custodian  manager  other (specify) .....

(complete only if the shareholder is different from the proxy signatory)	Name Surname / Denomination (*)		
	Born in (*)	On (*)	Tax identification code or other identification if foreign (*)
	Registered office / Resident in (*)		

**Related to**

<b>No. (*)</b> _____ shares _____ <small>e.g.: No. 3 ORDINARY shares IT0012345 (ISIN number)</small> <small>(to be filled in with information regarding any further communications relating to deposits)</small>	Registered in the securities account (1) n. _____ at the custodian _____ ABI _____ CAB _____ referred to the communication (pursuant to art. 83-sexies Legislative Decree n. 58/1998) (2) No. _____ Supplied by the intermediary: _____
<b>No. (*)</b> _____ shares _____	Registered in the securities account (1) n. _____ at the custodian _____ ABI _____ CAB _____ referred to the communication (pursuant to art. 83-sexies Legislative Decree n. 58/1998) (2) No. _____ Supplied by the intermediary: _____
<b>No. (*)</b> _____ shares _____	Registered in the securities account (1) n. _____ at the custodian _____ ABI _____ CAB _____ referred to the communication (pursuant to art. 83-sexies Legislative Decree n. 58/1998) (2) No. _____ Supplied by the intermediary: _____

**DELEGATES/SUBDELEGATES MONTE TITOLI S.P.A. to participate and vote in the Shareholders' Meeting indicated above as per the instructions provided below.**

**DECLARES**

- the vote shall be exercised by the delegate/sub-delegate in accordance with specific voting instructions given by the undersigned delegator;
- to have requested from the custodian the communication for participation in the Meeting as indicated above;
- that there are no reasons for incompatibility or suspension of the exercise of voting rights;
- (in the case of sub-delegation) to be in possession of the originals of the proxy forms conferred on him/her and to keep them for one year available for possible verification.

**AUTHORIZES** Monte Titoli and the Company to the processing of their personal data for the purposes, under the conditions and terms indicated in the following paragraphs.

\_\_\_\_\_ \_\_\_\_\_  
*(Place and Date) \** *(Signature) \**

**VOTING INSTRUCTIONS (Part 2 of 2)**

intended for the Designated Representative only - Tick the relevant boxes

The undersigned signatory of the proxy (Personal details)(3)

(indicate the holder of the right to vote only if different - name and surname / denomination)

Hereby appoints Monte Titoli to vote in accordance with the voting instructions given below at Ordinary General Meeting of PHARMANUTRA to be held exclusively by means of telecommunication on 27 April 2026, at 15:00 p.m. on single call.

**RESOLUTIONS SUBJECT TO VOTING**

Please note that **Shareholders can make additions to the Agenda and new proposals within the legal deadlines**: Shareholders are invited to **check updates of this form** on the Issuer's website, in accordance with the provided resolutions.

1 Financial Statements of Pharmanutra S.p.A. as at 31 December 2025 and allocation of the net profit for the year:			
1.1 Approval of the Financial Statements as at 31 December 2025, following the examination of the report of the Independent Auditors and of the report of the Board of Statutory Auditors. Presentation of the Consolidated Financial Statements as at 31 December 2025 of the Pharmanutra Group. Resolutions related and consequent thereto;			
<b>SECTION A</b> Vote for the proposal of the Board of Directors	Tick only one box:	<input type="checkbox"/> In Favour	<input type="checkbox"/> Against
		<input type="checkbox"/> Abstain	
<b>SECTION B and C</b> If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory		<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions
		Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____	
1.2 Allocation of the net profit for the year. Resolutions related and consequent thereto.			
<b>SECTION A</b> Vote for the proposal of the Board of Directors	Tick only one box:	<input type="checkbox"/> In Favour	<input type="checkbox"/> Against
		<input type="checkbox"/> Abstain	
<b>SECTION B and C</b> If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory		<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions
		Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____	
2 Report on the remuneration policy and compensation paid:			
2.1 Approval of the remuneration policy pursuant to Article 123-ter, paragraph 3-ter, of Legislative Decree No. 58/1998;			
<b>SECTION A</b> Vote for the proposal of the Board of Directors	Tick only one box:	<input type="checkbox"/> In Favour	<input type="checkbox"/> Against
		<input type="checkbox"/> Abstain	
<b>SECTION B and C</b> If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory		<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions
		Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____	

2.2 Resolutions on the "second section" of the Report pursuant to Article 123-ter, paragraph 6, of Legislative Decree No. 58/1998.			
<b>SECTION A</b> Vote for the proposal of the Board of Directors <i>Tick only one box:</i>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Abstain</div>
<b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

3 Appointment of the Board of Directors:			
3.1 Determination of the number of members of the Board of Directors;			
<b>SECTION A</b> Proposer: _____ <i>Tick only one box:</i>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Abstain</div>
<b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

3.2 Determination of the term of office of the Board of Directors;			
<b>SECTION A</b> Proposer: _____ <i>Tick only one box:</i>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Abstain</div>
<b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

3.3 Appointment of the members of the Board of Directors;			
<i>Shareholders are invited to check the lists of candidates on the Issuer's website within the legal deadlines.</i>			
<b>SECTION A</b> Indicate the number of the chosen list or against / abstained with reference to all the lists	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">List no. _____</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Abstain</div>
<b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

3.4 Determination of the remuneration of the members of the Board of Directors.			
<b>SECTION A</b> Proposer: _____ <i>Tick only one box:</i>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100px; margin: 0 auto;">Abstain</div>
<b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	Modify the instructions: <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

**4 Proposal to authorize the purchase and disposal of treasury shares pursuant to Articles 2357 and 2357-ter of the Italian Civil Code and Article 132 of Legislative Decree No. 58/1998 and related implementing provisions, after revoking the authorization granted by the Ordinary Shareholders' Meeting of 16 April 2025 for the unused portion. Resolutions related and consequent thereto.**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p> <p style="text-align: right;"><i>Tick only one box:</i></p>	<div style="border: 1px solid black; padding: 5px; width: 100%;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Abstain</div>
<p><b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i></p>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	<p>Modify the instructions:</p> <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

**5 Engagement of the statutory audit for the period 2028-2036 and determination of the fee pursuant to Legislative Decree No. 39/2010; resolutions related and consequent thereto.**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p> <p style="text-align: right;"><i>Tick only one box:</i></p>	<div style="border: 1px solid black; padding: 5px; width: 100%;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Abstain</div>
<p><b>SECTION B and C</b> <i>If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory</i></p>	<input type="checkbox"/> confirms the instructions	<input type="checkbox"/> revokes the instructions	<p>Modify the instructions:</p> <input type="checkbox"/> In favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstain _____

\_\_\_\_\_ \_\_\_\_\_

*(Place and Date) \** *(Signature) \**

<p><b>DIRECTORS' LIABILITY ACTION</b> <i>In case of vote on a directors' liability action pursuant to art. 2393, paragraph 2, of the civil code, proposed by the shareholders on the occasion of the approval of the financial statements, the undersigned appoints the Designated Representative to vote as follows:</i></p>	<div style="border: 1px solid black; padding: 5px; width: 100%;">In Favour</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Against</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Abstain</div>
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\_\_\_\_\_ \_\_\_\_\_

*(Place and Date) \** *(Signature) \**

**INSTRUCTIONS FOR THE FILLING AND SUBMISSION**

**The person entitled to do so must request the depositary intermediary to issue the communication for participation in the shareholders' meeting referred to the Art. 83-sexies, Legislative Decree 58/1998)**

- (1) Indicate the number of the securities custody account and the denomination of the depositary intermediary. The information can be obtained from the account statement provided by the intermediary.
- (2) Indicate the Communication reference for the Meeting issued by the depositary intermediary upon request from the person entitled to vote.
- (3) Specify the name and surname/denomination of the holder of voting rights (and the signatory of the Proxy Form and voting instructions, if different).

The proxy with the relating voting instructions shall be received together with:

- a copy of an identification document with current validity of the proxy grantor or
- in case the proxy grantor is a legal person, a copy of an identification document with current validity of the interim legal representative or other person empowered with suitable powers, together with adequate documentation to state its role and powers,

*(in the event of a sub-proxy, the following must be sent to the Designated Representative as an annex to the sub-proxy form: i) the documentation indicated in the preceding paragraph, referring to both the holder of the voting right and his/her proxy; ii) a copy of the proxy issued by the holder of the voting right to his/her proxy)*

by one of the following alternative methods:

- i) transmission of an electronically reproduced copy (PDF) to the certified email address [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (subject line Proxy for PHARMANUTRA Shareholders' Meeting April 2026) from one's own certified email address (or, failing that, from one's own ordinary email address, in which case the proxy with voting instructions must be signed with a qualified or digital electronic signature);
- ii) transmission of the original, by courier or registered mail with return receipt, to the following address: Register Services, c/o Monte Titoli S.p.A., Piazza degli Affari n. 6, 20123 Milan (Ref. Proxy for PHARMANUTRA Shareholders' Meeting April 2026), **sending a copy reproduced electronically (PDF)** in advance by ordinary e-mail [RD@pec.euronext.com](mailto:RD@pec.euronext.com) (subject line: Proxy for PHARMANUTRA Shareholders' Meeting April 2026)

**The proxy must be received no later than 6:00 p.m. on the day before the date of the meeting (and in any case before the opening of the meeting). The proxy pursuant to art. 135-novies, Legislative Decree no. 58/1998 and the related voting instructions may always be revoked within the aforesaid deadline.**

N.B. For any additional clarification regarding the issue of proxies (and in particular regarding how to complete and send the proxy form and voting instructions), authorized to participate in the general meeting can contact Monte Titoli S.p.A. by email to the following address [RegisterServices@euronext.com](mailto:RegisterServices@euronext.com) or by phone at (+39) 02.33635810 during open office hours from 9:00 a.m. to 5:00 p.m. (UTC+1).

Monte Titoli's privacy policy is available at the link: [Corporate Data and Legal Info | euronext.com](https://www.garanteproperty.it/euronext.com)

**PHARMANUTRA's privacy policy:**

In reference to the Ordinary Shareholders' Meeting of PHARMANUTRA S.p.A. convened exclusively by means of telecommunication for 27 April 2026 at 3:00 p.m., in a single call, in the manner and within the terms indicated in the notice of call published on the Company's website [www.pharmanutragroup.com](http://www.pharmanutragroup.com) in the section "Governance / Shareholders' Meetings" on 17 March 2026 and, in excerpt, in the newspaper "Sole24Ore" on 18 March 2026, it is necessary for us to process the data of the PARTICIPANTS IN THE SHAREHOLDERS' MEETING in compliance with Articles 13 and 14 of EU Regulation 2016/679 and the applicable legislation.

For this purpose, we provide the following information regarding the processing and protection of your personal data:

**DATA CONTROLLER**

The Data Controller is Pharmanutra S.p.A., Via Campodavola 1 – 56122 Pisa – VAT No. 01679440501, which can also be contacted by calling +39 050 7846500 or via e-mail at [privacy@pharmanutra.it](mailto:privacy@pharmanutra.it). The Company is required to provide this information notice regarding the use of personal data.

**DATA PROTECTION OFFICER (DPO)**

The Controller has appointed a Data Protection Officer (DPO), who may be contacted for any information or request at [privacy@pharmanutra.it](mailto:privacy@pharmanutra.it).

**PURPOSES OF PROCESSING AND PROVISION OF DATA**

The provision of all personal data requested in the form "PHARMANUTRA S.p.A. – PROXY FORM FOR THE APPOINTMENT OF THE DESIGNATED REPRESENTATIVE pursuant to Article 135-novies of Legislative Decree 58/1998 ("TUF") AND THE COMPANY BYLAWS" is necessary in order to correctly register the participant at the Shareholders' Meeting, including through a proxy, pursuant to Article 106, paragraph 4, of Decree-Law 17 March 2020, No. 18, converted with amendments by Law 24 April 2020, No. 27, as most recently extended by Article 3, paragraph 14-sexies of Law 21 February 2025, No. 15, containing urgent provisions regarding regulatory deadlines. Under the aforementioned legislation, participation in the Meeting by those entitled to vote is permitted exclusively through the Designated Representative pursuant to Article 135-undecies of Legislative Decree 58/1998 ("TUF"). In accordance with the same Decree, proxies and/or sub-proxies may also be granted to the Designated Representative pursuant to Article 135-novies of Legislative Decree 58/1998 ("TUF"), by way of derogation from Article 135-undecies, paragraph 4, TUF.

The data are also necessary for verifying the proper constitution of the Shareholders' Meeting and for fulfilling the mandatory corporate and meeting-related formalities. Providing the requested data for these purposes is mandatory in order to comply with legal and bylaw requirements.

**RECIPIENTS**

The data will be communicated to recipients in connection with compliance with legal obligations arising from EU legislation; to persons authorized to process data within the corporate secretariat; and to the Company's administrative and control bodies.

**RETENTION PERIOD**

The identification data you provide will be retained together with the documents produced during the Shareholders' Meeting to document what is recorded in the minutes. Personal data will be stored in a form that permits the identification of the data subjects for no longer than is necessary to achieve the purposes for which they are processed.

**RIGHTS OF THE DATA SUBJECT**

You may request from the Data Controller access to your personal data in order to obtain confirmation of their existence, to know their content and origin, verify their accuracy or request their completion or updating, rectification, or—where possible—erasure, or restriction of processing. You may always request a complete description of the processing and of your rights by writing to the contacts provided by the Data Controller and indicated at the beginning of this notice.

**RIGHT TO LODGE A COMPLAINT**

If you believe that the processing of your personal data violates EU Regulation 2016/679 (GDPR), you have the right to lodge a complaint with the Italian Data Protection Authority, using the contact details available at <https://www.garanteproperty.it/>.

