

## SANLORENZO 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 **SANLORENZO S.p.A.** to be held at the Company's offices in La Spezia, Viale San Bartolomeo 362 on 24 April 2026, at 10:30 a.m., first call, and, if necessary, on second call on 27 April 2026 same place and time, as set forth in the notice of the shareholders' meeting published on the Company's website at [www.sanlorenzoyacht.com](http://www.sanlorenzoyacht.com) in the section "Corporate Governance/Shareholders' Meeting/Ordinary Shareholders' Meeting 24 April 2026" on 25 March 2026, and, in abridged form, in the Italian daily newspaper "Il Sole 24 Ore" on 25 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. (\*)

**SANLORENZO 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> _____ <b>ORDINARY SHARES ISIN IT0003549422</b> <i>e.g.: No. 3 ORDINARY shares IT0012345 (ISIN number)</i> <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> _____ <b>MULTIPLE-VOTE SHARES ISIN IT0005393860</b>	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 SANLORENZO to be held at the Company's offices in La Spezia, Viale San Bartolomeo 362 on 24 April 2026, at 10:30 a.m. on first call, and, if necessary, on second call on 27 April 2026 same place and time.

**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 for the year ended 31 December 2025. Related and consequent resolutions:**

1.1 approval of the financial statements, subject to the presentation of the report on operations for the year ended 31 December 2025, including the consolidated sustainability report for financial year 2025. Presentation of the consolidated financial statements of the Sanlorenzo Group as at 31 December 2025;			
<b>SECTION A</b> Vote for the proposal of the Board of Directors <i>Tick only one box:</i>	<b>In Favour</b>	<b>Against</b>	<b>Abstain</b>
<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 _____

1.2 proposal for the allocation of profit;			
<b>SECTION A</b> Vote for the proposal of the Board of Directors <i>Tick only one box:</i>	<b>In Favour</b>	<b>Against</b>	<b>Abstain</b>
<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 _____

**1.3 reduction of the restriction on the extraordinary reserve up to a maximum amount of €5,900,000 pursuant to Article 110, paragraph 8, of Italian Decree-Law no. 104 of 14 August 2020, converted into law with amendments by Italian Law no. 126 of 13 October 2020.**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p>	<p><i>Tick only one box:</i></p>	<p><b>In Favour</b></p>	<p><b>Against</b></p>	<p><b>Abstain</b></p>
<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>		<p><input type="checkbox"/> confirms the instructions</p>	<p><input type="checkbox"/> revokes the instructions</p>	<p>Modify the instructions:  <input type="checkbox"/> In favour _____  <input type="checkbox"/> Against _____  <input type="checkbox"/> Abstain _____</p>

**2 Report on the policy regarding remuneration and fees paid:**

**2.1 approval of the Remuneration Policy pursuant to Article 123-ter, paragraphs 3-bis and 3-ter, of Italian Legislative Decree no. 58 of 24 February 1998, as amended;**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p>	<p><i>Tick only one box:</i></p>	<p><b>In Favour</b></p>	<p><b>Against</b></p>	<p><b>Abstain</b></p>
<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>		<p><input type="checkbox"/> confirms the instructions</p>	<p><input type="checkbox"/> revokes the instructions</p>	<p>Modify the instructions:  <input type="checkbox"/> In favour _____  <input type="checkbox"/> Against _____  <input type="checkbox"/> Abstain _____</p>

**2.2 resolution on the “Second Section” of the Report on the policy regarding remuneration and fees paid, pursuant to Article 123-ter, paragraph 6, of Italian Legislative Decree no. 58 of 24 February 1998, as amended.**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p>	<p><i>Tick only one box:</i></p>	<p><b>In Favour</b></p>	<p><b>Against</b></p>	<p><b>Abstain</b></p>
<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>		<p><input type="checkbox"/> confirms the instructions</p>	<p><input type="checkbox"/> revokes the instructions</p>	<p>Modify the instructions:  <input type="checkbox"/> In favour _____  <input type="checkbox"/> Against _____  <input type="checkbox"/> Abstain _____</p>

**3 Resolutions pursuant to Article 114-bis of Italian Legislative Decree no. 58 of 24 February 1998, as amended, regarding the establishment of a compensation plan based on financial instruments called the “2026 Performance Shares Plan”. Related and consequent resolutions.**

<p><b>SECTION A</b> Vote for the proposal of the Board of Directors</p>	<p><i>Tick only one box:</i></p>	<p><b>In Favour</b></p>	<p><b>Against</b></p>	<p><b>Abstain</b></p>
<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>		<p><input type="checkbox"/> confirms the instructions</p>	<p><input type="checkbox"/> revokes the instructions</p>	<p>Modify the instructions:  <input type="checkbox"/> In favour _____  <input type="checkbox"/> Against _____  <input type="checkbox"/> Abstain _____</p>

**4 Resolutions pursuant to Article 114-bis of Italian Legislative Decree no. 58 of 24 February 1998, as amended, regarding the establishment of a compensation plan based on financial instruments called the "Second Simpson Marine Plan". Related and consequent resolutions.**

<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 Resolutions regarding the authorisation to purchase and dispose of treasury shares:**

**5.1 revocation of the authorisation to purchase treasury shares resolved by the Ordinary Shareholders' Meeting of 29 April 2025;**

<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 _____

**5.2 authorisation to purchase and dispose of treasury shares, pursuant to the combined provisions of Articles 2357 and 2357-ter of the Italian Civil Code, as well as Article 132 of Italian Legislative Decree no. 58 of 24 February 1998, as amended, and the related implementing provisions. Related and consequent resolutions.**

<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) \**

**DIRECTORS' LIABILITY ACTION**

*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:*

**In Favour**

**Against**

**Abstain**



\_\_\_\_\_  
*(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 Sanlorenzo April 2026 Shareholders' Meeting") 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 Sanlorenzo April 2026 Shareholders' Meeting"), **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 Sanlorenzo April 2026 Shareholders' Meeting")

**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.euronext.com/it/CorporateData/legale/privacy)

**SANLORENZO's privacy policy:**

Sanlorenzo S.p.A., with registered office in Ameglia, Via Armezzone 3, VAT cod no. 00142240464 (hereinafter, the "Controller"), in its capacity as Controller, will process Personal Data (as defined hereinafter) in compliance with the provisions of the applicable laws on protection of personal data (articles 13 and 14 of the Regulation (EU) No. 679/2016 – "GDPR" and Italian Legislative Decree no. 196 of June 30, 2003, as amended by Italian Legislative Decree no. 101 of 10 August 2018,) as well as with this information.

**Data Protection Officer (DPO)**

The Controller appointed a DPO who can be reached at the following email address [corporate.affairs@sanlorenzoyacht.com](mailto:corporate.affairs@sanlorenzoyacht.com).

**Object and Modalities of the Processing of Personal Data**

The Controller will process your identifier personal data (such as name, surname, residence) provided by you or the personal data concerning third parties (e.g., proxy holders) provided by you ("Personal Data") with respect to the right to attend the shareholders' meeting (hereinafter, the "Meeting") and to the further activities related to the latter, for example voting and intervening. Processing of Personal Data under this information means any operation or set of operations, which is performed on Personal Data or on sets of personal data, whether or not by automated means, such as collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination or otherwise making available, comparison or combination, restriction, erasure or destruction. The Processing of Personal Data will be carried out manually and/or with the use of computerized mechanisms and by means of information technology systems, in order to guarantee adequate security and confidentiality and to prevent access or unauthorized use of personal data.

**Purposes and legal basis for the processing**

The Controller will process the Personal Data in relation to the conduct of the Meeting, in particular with respect to the attendance to the latter, to the right to add items on the agenda and to ask questions before the Meeting. The legal basis for the processing is represented by the Controller's obligation deriving from the law to grant the exercise by you – also through the Appointed Representative – of the rights granted by the applicable law in relation to the attendance to the Meeting. The transmission and the processing of the Personal Data are necessary for the abovementioned purposes. The failure to transmit such Personal Data determines the impossibility to accept the request made from time to time.

**Recipients of Personal Data**

In compliance with the principle of data minimization, the Personal Data, for the purposes described above, may be disclosed to: a) employees and partners of the Controller which are entrusted with the data processing before, during and after the Meeting; b) third companies or other persons that carry out activities on behalf of the Controller and that operate, for example, in the field of: computer or electronic systems, assistance, consultancy, quality, printing and enveloping, financial and insurance services, credit recovery, revision and certification, massive document processing; c) Monte Titoli S.p.A., a company not belonging to the Controller's Group, appointed as processor for the purposes of ensuring protection of the shareholders' rights provided for by the applicable laws. For administrative and accounting purposes, without your consent being required, the Controller may communicate Personal Data to the companies belonging to the Controller's Group. These treatments are connected to the performance of organizational, administrative, financial and accounting activities, regardless of the nature of the data processed. Furthermore, the Personal Data may be made accessible to Institutions and/or Public Authorities (Courts, Borsa Italiana, Consob, etc.) to fulfil specific legal obligations / regulations.

**Transfer of Personal Data**

Your Personal Data will be processed within the European Union and stored on server cloud located within the European Union.

**Period for which the Personal Data will be stored**

The Personal Data provided will be stored pursuant to the proportionality and necessity principle until the purposes of the processing are pursued and, in any case, for a period not exceeding 10 years.

**Rights of data subjects**

Under the applicable laws, with reference to the Personal Data provided, it is possible to exercise the following rights: i. right to access to and obtain copy; ii. right to request rectification; iii. right to request erasure; iv. right to obtain the restriction of processing; v. right to object the processing; vi. right to receive the Personal Data in a structured, commonly used and machine-readable format and have the right to transmit those data to another controller. For the exercise of the above-mentioned rights please refer to [corporate.affairs@sanlorenzoyacht.com](mailto:corporate.affairs@sanlorenzoyacht.com).

Please note that it is possible to obtain additional information on Personal Data by the Data Protection Officer, as indicated above, indicating in the subject of the request "Shareholders' Meeting of Sanlorenzo S.p.A.". We remind you that the applicable laws provide for the right to lodge a complaint with the Italian Data Protection Authority, using the available contacts on the following website [www.garanteprivacy.it](http://www.garanteprivacy.it) or applying to the appropriate courts.