



Zignago Vetro S.p.A.

Engagement Policy

1. Definitions

Chief Executive Officer	The member of the Board of Directors delegated specific powers pursuant to Article 2381 of the Civil Code
Directors	The members of the Board of Directors
Shareholders' Meeting	The Company's Shareholders' Meeting
Shareholders	The holders of ordinary shares issued by the Company
CFO	The Group Chief Financial Officer
Code	The applicable version of the Corporate Governance Code approved by the Corporate Governance Committee promoted by Borsa Italiana S.p.A.
Board of Statutory Auditors	The Company's Board of Statutory Auditors
Committees	The committees, with investigative and advisory functions, set up within the Board of Directors
Board of Directors	The Company's Board of Directors
Dialogue	Dialogue between the Board of Directors and Investors, to be carried out generally through the Chairperson and/or the Chief Executive Officer and/or the CFO and/or the Investor Relator, on issues falling within the Board's remit and relating to corporate governance, social and environmental sustainability, policies on the remuneration of Directors and Senior Executives and related party transactions
Group	The group of companies comprising the Company and the companies it directly or indirectly controls, as established by the applicable legislation
Inside Information	As defined by Article 7 of Regulation (EU) No. 596/2014 (" MAR ") - as also referred to by Article 180, letter b-ter), of the CFA: <i>"any information of a precise nature which has not been made public, relating directly or indirectly to one or more issuers of financial instruments or one or more financial instruments, which, if it were made public, could significantly affect the prices of such financial instruments"</i>
Investors	The shareholders of the Company, as well as other holders of

any financial instruments that the Company may issue

Investor Relator	The Head of the Company's Investor Relator function
Corporate Boards	The Company's Board of Directors and Board of Statutory Auditors
Policy	This policy governing the management of Dialogue
Chairperson	The Chairperson of the Board of Directors
SHRD II	Directive (EU) 2017/828 of the European Parliament and of the Council of May 17, 2017 amending Directive 2007/36/EC of the European Parliament and of the Council of July 11, 2007 on the exercise of certain rights for shareholders in listed companies
Company	Zignago Vetro S.p.A.
CFA	Legislative Decree. No. 58 of February 24, 1998, as subsequently amended and integrated

2. INTRODUCTION

2.1 Scope of application

On the basis of the provisions of SHRD II - which introduced new measures to encourage long-term shareholder engagement - and in the interest of the Company and Shareholders, also in light of the recommendations contained in the Code, with this Policy the Board of Directors intends to promote Dialogue with Investors and other parties relevant to the Company in the most appropriate forms, also taking into account the best practices on the subject.

The Policy summarises how the Company intends to approach the management of Dialogue between the Board of Directors and Investors in accordance with Recommendation No. 3 of the Code, which is as follows: *“The Board of Directors, upon the proposal of the Chairperson in agreement with the Chief Executive Officer, shall adopt and describe in the Corporate Governance Report a policy for the management of dialogue with shareholders as a whole, also taking into account the engagement policies adopted by institutional investors and asset managers.”*

The objective of the Policy is therefore to promote transparency in the Company’s dealings with the financial community and the markets, through the creation, maintenance and development of an active trust relationship with Investors.

Also in line with Recommendation 3 of the Code, the Chairperson shall inform the Board of Directors, by the first useful meeting, of the development and significant content of Dialogue undertaken with Investors.

2.2 Scope

The Policy is applied:

- on a subjective level: relations between the Company and the Investors; and
- on an objective level: issues pertaining to the Dialogue, i.e. relating to matters falling within the competence of the Board of Directors and/or its Committees, with reference to corporate governance (including the corporate governance system, appointment, size, professionalism, independence, diversity and composition of the Board of Directors and its committees, succession plan for the Chief Executive Officer and key Executives), social and environmental sustainability, policies on the remuneration of Directors and Senior Executives and related party transactions.

On the other hand, the various competences and attributions entrusted to the Company departments responsible for the ordinary management of relations between the Company and Investors as part of the organisational structure of the Company itself, and in particular those attributed to the Investor Relator - who, in accordance with market practice, interacts on an ongoing basis with Investors, financial analysts and rating agencies - remain unaffected and therefore do not fall within the scope of this Policy.

3. CONDUCTING DIALOGUE BETWEEN THE COMPANY AND INVESTORS

3.1 Introduction

The Company is responsible for maintaining ongoing, constructive and transparent dialogue with all Investors, in compliance with the principle of equal treatment and symmetry of information and in accordance with best practice and the laws and regulations in force, with particular reference to the handling of Inside Information.

In this regard, the Board of Directors promotes the Company's Dialogue with Investors, determines, where appropriate, the general principles and/or guidelines relating to the Dialogue, supervises the Dialogue and is informed of its most significant content, delegating management of the Dialogue, for the aspects covered by the Policy itself, to the Chairperson, the Chief Executive Officer, the CFO and/or the Investor Relator.

On the basis of the topics under discussion and/or the requests received from Investors, the Chairperson and the Chief Executive Officer, assisted by the CFO and/or the Investor Relator, will coordinate the Dialogue, possibly with the participation of other members of the Board of Directors on the basis of their expertise in the field.

The Chairperson, the Chief Executive Officer, the CFO and/or the Investor Relator on the one hand and the Board of Directors on the other conduct and supervise respectively the various activities involved in managing Dialogue with Investors. They operate at all times in compliance with the provisions on market abuse and taking into account the other legal and regulatory provisions in force, the policies, guidelines and operating procedures that may be applicable, the corporate governance rules defined by the Company, and in compliance with the following general principles:

- transparency, correctness, timeliness and symmetry in the dissemination to investors of the information required by the applicable legal and regulatory provisions;
- regular publication of information of an ongoing, periodic or extraordinary nature to inform Investors of major developments concerning the Company; and
- mechanisms for communicating information to Investors that are designed to improve the flow of disclosure to Investors.

3.2 Dialogue content, management and time-frames

As indicated in paragraph 2.2 above, the topics discussed in Dialogue with Investors concern certain matters falling within the competence of the Board of Directors, also through its Committees, and, in particular, issues relating to:

- corporate governance, e.g. aspects relating to the corporate governance system, the appointment and composition of the Board of Directors, also in terms of size, professionalism, good standing, independence and diversity, and to the composition, duties and functions of the Board committees etc.;
- the policies regarding the remuneration of Directors and Senior Executives and implementation of said policies;
- related parties; and
- social and environmental sustainability and the pursuit of sustainable success.

Depending on the subject under discussion, the Dialogue may take place - on a case-by-case

basis and subject to the Company's assessment - in the so-called one-way mode, i.e. where the Investors alone present their views on specific issues, or in the so-called two-way mode, i.e. where there is an exchange of information between the Investors and the Company, either bilaterally (i.e. in the presence of a single Investor) or collectively (i.e. in the presence of several Investors).

In determining how the Dialogue may be conducted (one-way, two-way, bilateral, or collective), the Company may take into account several factors, including but not limited to:

- previous forms of Dialogue on the same topics;
- the potential interest in dealing with the subject matter of the Dialogue individually or with several Investors, also in light of the number of requests received on the subject;
- the size and characteristics of the Investors interested in the Dialogue;
- the existence of any voting policies and/or voting recommendations unfavourable to Board proposals regarding the subject of the Dialogue;
- the existence of any conflicts of interest, even potentially, between Investors and the Company; and
- the actual relevance of the Dialogue and its foreseeable usefulness, also with a view to creating value in the medium to long term.

Dialogue with Investors may take place throughout the year, except for during "black-out periods", it being understood that, even during "black-out periods", initiatives for Dialogue with Investors regarding voting issues for their participation in the Shareholders' Meetings or other Dialogue initiatives that are deemed necessary or even only appropriate for the Company may be admitted.

3.3 Initiation, preparation and management of Dialogue

Interaction between the Investors and the Board of Directors may occur in a variety of ways and may be initiated:

- upon written request by the Investor, addressed to the Investor Relator using the references and contact details (e.g. e-mail address) indicated on the Company's website in the "Investors" section, under the heading "Contacts". This written request must indicate: (i) the subject(s) to be discussed in the Dialogue; (ii) the reasons why direct Dialogue with a member of the Board of Directors other than the Chairperson and/or Chief Executive Officer may be necessary; (iii) the way in which the Dialogue would be conducted (one-way, two-way, bilateral or collective); (iv) the representatives of the Investor who intend to participate in the Dialogue, specifying the role they play within their organisation, and their contact details;
- at the Company's initiative, through the Chairperson and/or the Chief Executive Officer and/or the CFO and/or the Investor Relator, including at the request of the Board of Directors, through the organisation of collective or bilateral meetings with Investors in which, in addition to the CFO and/or the Investor Relator, one or more members of the Board of Directors may also participate and, where appropriate, with the support of senior managers and/or the competent corporate functions.

3.4 Other channels for managing Dialogue with Investors

Interaction between the Company, Investors and the market is also carried out through channels and forms of communication not governed by this Policy, and more specifically, the Shareholders' Meeting and any bilateral and/or collective meetings organised as part of the ordinary management of Dialogue by the competent corporate functions within the framework of the activities entrusted to the Chief Executive Officer. This of course comes in addition to communication with the financial community, which includes the publication of the annual report and consolidated financial statements, quarterly and half-yearly financial information and the related announcements to the market.

4. CONTACTS

The organisation of Dialogue between the Board of Directors and the Investors is managed by the Investor Relator.

5. APPROVAL AND ENTRY INTO FORCE

The Policy was approved by the Board of Directors on July 29, 2021 and will enter into force as of September 1, 2021.