



Shareholder Engagement Policy

Approved by the Board of Directors of DiaSorin S.p.A. on 16 December 2021

Foreword

This Shareholder Engagement Policy (the "**Policy**") was adopted by the Board of Directors of DiaSorin S.p.A. ("**DiaSorin**" or the "**Company**" or the "**Issuer**") on 16 December 2021, at the proposal of its Chairman, formulated in agreement with the Chief Executive Officer, in compliance with Principle IV and Recommendation No. 3 of the Corporate Governance Code approved by the Corporate Governance Committee (the "**Corporate Governance Code**"), which the Company has adopted.

This Policy is an integral part of the Company's internal regulations and, for everything that is not expressly regulated herein, the laws, regulations and bylaws in force from time to time and applicable, to which reference is expressly made, shall apply.

The Policy is made available, in Italian and English, on the Company's *website* at www.diasoringroup.com.

Article 1

Purpose and scope of the Policy

- 1.1 As an issuer of financial instruments traded on regulated markets and multilateral trading systems, engagement with the Company's shareholders ("**Shareholders**") has become of fundamental importance to DiaSorin over the years and it is the primary objective of the DiaSorin Group to ensure that the investor community has full access to the business information necessary to evaluate its company. To this end, the Company carefully and constantly maintains relations with (i) Shareholders, (ii) institutional investors, asset managers and/or associations representing them ("**Institutional Investors**"), (iii) financial analysts, (iv) proxy advisors, (v) Italian and international economic press (collectively, the "**Stakeholders**").
 - 1.2 In this context, the Board of Directors of the Company, in the exercise of its function of guiding and monitoring the engagement, has adopted this Policy in order to ensure that the dialogue with Stakeholders is based on principles of fairness, transparency and parity of information and, in any case, complies with the provisions of EU Regulation no. 596/2014 (the so-called MAR) and the related implementing provisions on market abuse, as well as DiaSorin's "Procedure for the Internal Management of Material and Inside Information and Public Disclosure of Inside Information" (the "**Material and Inside Information Procedure**").
- The Board of Directors of the Company also ensures verification of the correct and effective implementation of this Policy.
- 1.3 The Policy also takes into account best practices and *engagement* policies adopted by Institutional Investors and Asset Managers, in compliance with Recommendation no. 3 of the Corporate Governance Code.

Article 2

Organisational structures dedicated to engagement

- 2.1 From the moment of listing on regulated markets, DiaSorin's managing bodies work actively to ensure a continuous engagement with shareholders. To this end, the Issuer has set up specific internal company structures dedicated to relations with all Shareholders, Institutional Investors and other Stakeholders.
- 2.2 In particular, DiaSorin has set up a dedicated *Investor Relations* department, which can be contacted by *email* or by telephone at the contacts indicated on the Company's *website* in the "Investors" - "Keep in touch" section, which maintains constant contact with Stakeholders both through specific institutional meetings and through ongoing relations during the year that see the spontaneous creation of opportunities for communication and meetings.

The Investor Relations Department acts as the first point of contact for all requests for engagement by Stakeholders with the Company and, in particular: (i) receives, directly or through external PR companies, all requests for engagement from Stakeholders with the Company, including requests addressed to the Board, specific Board Committees or individual Board members; (ii) processes requests from Stakeholders, according to the rules defined in this Policy and also taking into account the information already provided by the Company. In the event that a specific Board Committee or an individual member of the Board of Directors receives a request from a Stakeholder, such request is forwarded to the Investor Relations Department.

In exercising its functions under this Policy, the Investor Relations Department acts under the supervision of the Responsible Director as defined in paragraph 4.2 below and also provides support and reports to the same. The Responsible Director may also supervise the Investor Relations Department through intermediate organisational structures and, in particular, through the Chief Financial Officer to whom the Investor Relations Department reports.

- 2.3 The information provided to Stakeholders by the Investor Relations Department referred to in paragraph 2.2 above, or by any duly authorised company representative, complies with the criteria of truthfulness, transparency, completeness and parity of information. This information is provided in a timely manner and in accordance with the provisions of the Material and Inside Information Procedure aimed at (i) ensuring compliance with the legal and regulatory provisions in force on the subject and (ii) guaranteeing compliance with utmost confidentiality and privacy of inside and material information, as well as (iii) guaranteeing greater transparency towards the market and adequate preventive measures against market abuse.

Article 3

Engagement tools and procedures

- 3.1 The information activity in relations with Stakeholders is ensured, first and foremost, through the provision of corporate information and documentation, in a timely and

continuous manner, on the Issuer's *website* (www.diasoringroup.com, in particular the "Governance", "Investors" and "Media" sections); in particular, the *website* provides access to documents, regulated information and information of most interest, including that relating to the equity story, strategy and the most important strategic agreements concluded by the Group in recent years.

- 3.2 In order to ensure that Stakeholders are constantly updated, the Company publishes specific press releases (available in the "Investors/Financial Corner/Press Releases" section and in the "Notices to Shareholders" section on its *website*), in a timely and ongoing manner. For the transmission and storage of regulated information, the Issuer uses the eMarket SDIR dissemination system and the eMarket STORAGE storage mechanism, respectively, both managed by Spafid Connect S.p.A., with registered office in Milan, Foro Buonaparte 10.
- 3.3 The Shareholders' Meeting represents a privileged moment for establishing a fruitful engagement between Shareholders and the Company (in particular the Directors). To this end, the regular participation of members of the Board of Directors in the proceedings of the shareholders' meeting is encouraged and the collection of proxies from Shareholders for the exercise of voting rights is facilitated.

In choosing the place, date and time for Shareholders' Meetings, as well as in drawing up the agenda and preparing the information prior to the meeting, the Directors bear in mind the objective of facilitating, as far as possible and taking into account current legislation, Shareholder attendance and voting at such Shareholders' Meetings.

In particular, in order to ensure adequate information to its Shareholders, the Board of Directors of DiaSorin:

- makes the documents pertaining to each Shareholders' Meeting available to the public within the legal deadlines at the Company's registered office, on the Company's *website* (www.diasoringroup.com "Governance/Corporate Bodies/Shareholders' Meeting" Section) and according to the other procedures and timings required by applicable legislation, including the report on each item on the agenda, providing the information necessary to Shareholders in order for them to be able to express an informed opinion on the items on the agenda.
- clearly defines and illustrates the procedures and all useful information for attending and voting at the Shareholders' Meeting in the notice of call of the same, making available a specific proxy form, with the related instructions for its compilation and transmission, on the Company's *website* (at www.diasoringroup.com, "Governance/Corporate Bodies/Shareholders' Meeting" Section);
- clearly defines and illustrates the procedures and any useful information for exercising the right to ask questions on the items on the agenda prior to the Shareholders' Meeting, pursuant to Article 127-ter of the Consolidated Finance Act, in the notice of call of the same;
- clearly defines and illustrates the procedures and any useful information for exercising the right of Shareholders who, also jointly, represent at least one fortieth of

the share capital, to request the integration of the list of items to be discussed or to submit resolution proposals on the items on the agenda, pursuant to Article 126-ter of the Consolidated Finance Act, in the notice of call of the Shareholders' Meeting.

The Company undertakes to provide the fullest and most complete response to questions raised by Shareholders; the answers are usually provided by the Chairman of the Board of Directors or the Chief Executive Officer, availing themselves, where necessary, of the support of the company's top management attending the meeting.

In order to ensure the proper development of the meeting proceedings, the Chairman of the Board of Directors manages the Meeting based on the attendance rules summarised by the same at the opening of each meeting.

3.4 For any information relating to the Company, Stakeholders may contact the Investor Relations Department, by e-mail or by telephone at the contacts indicated on the Company's *website* in the "Investors" - "Keep in touch" section.

3.5 In line with international best practices, the Investor Relations Department also organises specific institutional (including virtual) meetings and other communication and meeting opportunities. In particular, engagement also takes place through:

- the organisation of roadshows in all the main financial centres, during which the Company is available to discuss issues concerning the Group's operational performance and strategic choices;
- meetings with the financial community (so-called "Investor Days");
- organisation of one-to-one meetings with Stakeholders;
- conferences;
- forums;
- scientific and commercial events;
- social channels.

Article 4

Involvement of Board members in engagement with Stakeholders

4.1 Should a Stakeholder require further clarification on matters of particular importance, the latter may submit a request for clarification to the Investor Relations Department which, under the supervision of the Chief Financial Officer, where deemed necessary or appropriate pursuant to paragraph 4.2 below, organises a specific meeting involving other persons competent on the matters to be discussed (or other form of engagement).

The Investor Relations Department, in coordination with the Corporate Legal Affairs Department, - after a preliminary assessment - promptly informs the Responsible Director (as defined in paragraph 4.2 below) of any request made pursuant to this article.

4.2 Unless otherwise decided by the Board of Directors for specific reasons of expediency, the Chief Executive Officer is the only person within the Board of Directors identified by the

Company to conduct and manage engagement with Stakeholders and to provide the latter with any clarification during the meetings requested pursuant to this Article (the "**Responsible Director**"). In carrying out these activities, the Chief Executive Officer may be supported by the Chief Financial Officer and the Investor Relations Department. In particular, the Responsible Director, with the assistance of the Chief Financial Officer and the Investor Relations Department where deemed appropriate:

- (i) decides whether or not to follow up on the engagement request, taking into account various factors and circumstances, such as, for example, the information already made available, scheduling of other meetings to discuss the topics in question, appropriateness of preparing detailed information, previous discussion of the same topic with the same person, potential interest on the topic by other shareholders, and the result of previous votes by shareholders;
- (ii) manages the engagement, identifying its timing and methods, as well as the most appropriate procedures to be followed;
- (iii) where deemed appropriate, may delegate or involve other persons in the engagement, such as managers, on the basis of their responsibilities within the company on the matters covered by the engagement, and/or other directors.

4.3 When attending meetings with Stakeholders pursuant to this article, each director acts in compliance with the general principle of absence of mandate vis-à-vis the Shareholders who appointed them and refrains from disclosing any information of a confidential or even potentially inside nature concerning the Company.

Article 5

Monitoring and updating the Policy

5.1 The Chief Executive Officer, with the support of the Chief Financial Officer and the Investor Relations Department, submits to the Board of Directors, in agreement with its Chairman, any proposals for amendments or supplements to the Shareholder Engagement Policy.

Should it be necessary to update and/or supplement individual provisions of the Policy in question, as a result of amendments to applicable laws or regulations, or specific requests from supervisory authorities, as well as in cases of proven urgency, this Policy may be amended and/or supplemented by the Chief Executive Officer, with subsequent examination of the amendments and/or supplements by the Board of Directors at the first subsequent meeting for possible ratification. Should the update concern purely formal aspects, it is sufficient to give notice of the same at the first possible board meeting.

5.2 The Responsible Director, if appropriate together with the Chairman of the Board of Directors, provides a timely report to the Board of Directors in the case of particularly significant events concerning Stakeholder engagement and, in any case, a periodical annual report on the progress and the main developments and requests concerning Shareholder engagement, unless different needs, assessed by the Responsible Director, make an event-based report appropriate.

5.3 The Report on Corporate Governance and Ownership Structures drawn up pursuant to Article 123-bis of the Consolidated Finance Act provides adequate information on this Policy, its implementation and adequacy.