

## INCREASED VOTING RIGHTS

### OPERATING PROCEDURES FOR THE REGISTRATION IN THE LIST OF SHAREHOLDERS INTENDING TO BENEFIT FROM INCREASED VOTING RIGHTS

The Extraordinary Shareholders' Meeting of DiaSorin S.p.A (the "**Company**") held on April 28, 2016 approved the introduction of increased voting rights in the company Bylaws pursuant to Article 127-*quinquies* of Legislative Decree no. 58/1998 ("**TUF**"), by including articles 9-*bis*, 9-*ter* and 9-*quater* in the Bylaws.

The new Article 9-*bis* of the Bylaws provides the assignment of two votes for each share belonging to the same shareholder for an uninterrupted period of no less than 24 (twenty-four) months starting from the date of registration in a specific list established by the Company pursuant to Article 127-*quinquies* of the TUF (the "**Special List**") and governed by Article 9-*quater* of the Bylaws.

This document describes the operating procedures for the registration in the Special List in relation to shareholders intending to benefit from increased voting rights, in compliance with the provisions of law, regulations and the Bylaws currently in force.

More specifically, in addition to Article 127-*quinquies* of the TUF and the new Articles 9-*bis*, 9-*ter* and 9-*quater* of the company Bylaws, reference is made to the extent required for provisions referred to in the Regulation adopted jointly by the Bank of Italy and Consob on 13 August 2018, providing the "*Rules governing central counterparties, central securities depositories and central depository services*" (the "**Joint Regulation**").

The shareholder who requests to apply for the registration in the Special List shall make a request to the intermediary who keeps account of the shares (the "**Intermediary**"), pursuant to the regulation in force, by means of a specific form available on the Company's website at [www.diasorin.com](http://www.diasorin.com) in the Section [Governance/Ownership structure/Loyalty shares](#).

The Intermediary shall send the request form to the Company with a specific communication as established pursuant to Article 23-*bis*, paragraph 1 and 2, of the Regulation certifying share ownership and containing the clause "until revocation" and the information required pursuant to Article 21, paragraph 2, of the Joint Regulation, by certified e-mail to be sent to the following addresses: [registerservices@pec.euronext.com](mailto:registerservices@pec.euronext.com) and [affarisocietari.pec@legal.diasorin.it](mailto:affarisocietari.pec@legal.diasorin.it).

The above request, in the case of subjects other than natural persons, shall specify if the subject is directly or indirectly controlled by third parties and the data identifying any parent company pursuant to Article 93 of the TUF.

The Company ensures the prompt registration in the Special List and in any case within the terms required under Article 9-*quater* of the company Bylaws as set forth in Article 83-*sexies*, paragraph 2 of the TUF (*record date*), reporting back to the Intermediary on said registration by certified e-mail sent to the address that the Intermediary will communicate to the Company.

Requests received by the Company in any way other than that specified above (including requests received directly from shareholders) shall not be considered.

Following the registration, the shareholder registered in the Special List agrees that the Intermediary shall report and the shareholder shall be required to disclose to the Company - by the third trading day of the calendar month following the month of occurrence and, in any case, by the trading day prior the record date - all circumstances and events that, under the current provisions and the Bylaws,

invalidate the conditions for increased voting rights or affect the ownership of the same. The communication shall be sent by certified e-mail to the following addresses: [registerservices@pec.euronext.com](mailto:registerservices@pec.euronext.com) and [affarisocietari.pec@legal.diasorin.it](mailto:affarisocietari.pec@legal.diasorin.it).

Specifically, unless otherwise communicated to the Company in compliance with legal obligations, in order to comply with Article 127-*quinquies*, paragraph 3 of the TUF, companies or entities that are registered in the Special List (the “**Participants**”) and own shareholdings exceeding the threshold pursuant to Article 120, paragraph 2 of the TUF shall be required to communicate, in accordance with aforementioned terms and conditions, the transfer of any kind, free or upon payment, of the direct or indirect controlling shares (which concerns the case in Article 2359, paragraph 1, of the Civil Code) in the Participants themselves.

**Twenty-four (24) months after the registration in the Special List and as long as the relevant conditions continue to be met, each share for which registration has been made will accrue increased voting rights, unless waived by the shareholder (as below specified).**

The Intermediary shall submit to the Company, upon request, with a specific declaration certifying that the criteria for increased voting right continue to be met and containing the information required under current laws, by certified e-mail sent to the following addresses: [registerservices@pec.euronext.com](mailto:registerservices@pec.euronext.com) and [affarisocietari.pec@legal.diasorin.it](mailto:affarisocietari.pec@legal.diasorin.it).

Increased voting rights will be effective starting from the fifth trading day of the calendar month following an uninterrupted period of ownership of the shares equal to 24 (twenty-four) months, as long as the communication of the Intermediary is received by the Company within the third trading day of the calendar month following an uninterrupted period of ownership of the shares equal to 24 (twenty-four) months. In order to attend the Shareholders’ Meeting, increased voting rights already accrued after 24 (twenty-four) months shall be effective at the record date, provided that the Company has received the Intermediary’s communication.

The Company communicates on its website shareholders registered in List that have shareholdings exceeding the threshold as referred to in Article 120, paragraph 2 of the TUF and related regulations; the Company also specifies the related shareholdings and the registration date, together with all other information required by law and regulations in force.

Please note that the shareholder may irrevocably, partly or entirely, waive the increased voting right for the shares held, notifying the Intermediary, which shall then duly make the communication to the Company in the manners described above. The withdrawal communication shall reach the Company by the third trading day of the calendar month following the period in which the shareholder has made use of waiver option and by the trading day prior the record date.

For all aspects not governed by this document, reference is made to current provisions of law, regulations and the Bylaws currently in force.

For any technical or operational questions, e-mails can be sent to [affarisocietari@diasorin.it](mailto:affarisocietari@diasorin.it).

The text of the company Bylaws as approved by the Extraordinary Shareholders’ Meeting on April 28, 2016 is available on the company’s website at [www.diasoringroup.com](http://www.diasoringroup.com) in the Section [Governance/ Shareholders meetings /2016](#).