



Shareholders' Meeting

28 April 2026

Reports and proposals by the Directors
on the items 3 and 4 of the of the agenda

MARR S.p.A.

Via Spagna, 20 – 47921 Rimini (Italy)

Share Capital € 33,262,560 fully paid-up

Tax Code and registration number in the Register of Enterprises of the Chamber of Commerce of Romagna – Forlì – Cesena and Rimini 01836980365

Company subject to the management and coordination of Cremonini S.p.A. – Castelvetro (MO)

3. APPOINTMENT OF THE BOARD OF DIRECTORS.

- 3.1 Determination of the number of the members.
- 3.2 Determination of the term of office.
- 3.3 Appointment of the members of the Board of Directors.
- 3.4 Appointment of the Chairman of the Board of Directors.
- 3.5 Determination of the remuneration of the Board of Directors.

Dear Shareholders,

with the approval of the financial statements for the year ending 31 December 2025, the term of office of the Board of Directors appointed, for three financial years, by the Shareholders' Meeting of April 28, 2023 comes to end.

The Shareholders' Meeting, in compliance with the applicable by Laws and regulatory provisions, is therefore called upon to:

- determinate the number of members of the Board of Directors, considering that Article 13, paragraph 1, of the Company's By-laws provides that the Board of Directors shall be made up of 5 to 11 members;
- establish the term of office of the new Board of Directors for not more than three financial periods;
- appoint the members of the Board of Directors;
- appoint the Chairman of the Board of Directors;
- determinate the remuneration due to the Board of Directors.

In view of the above, the Board of Directors invites Shareholders to formulate proposals on the items mentioned above and to submit lists of candidates in compliance with the laws and regulatory dispositions in force at that time and corporate by Laws provisions.

Rimini, March 13, 2026

For the Board of Directors
The Chairman
Andrea Foschi

4. APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS.

4.1 Appointment of the Board of Statutory Auditors and Chairman.

4.2 Determination of the remuneration of the Board of Statutory Auditors.

Dear Shareholders,

with the approval of the financial statements for the year ending 31 December 2025, the term of office of the Board of Statutory Auditors appointed for three financial years by the Shareholders' Meeting of April 28, 2023 comes to end.

The Shareholders' Meeting, in compliance with applicable By Laws and regulatory provisions, is therefore called upon to:

- appoint the members of the Board of Statutory Auditors, three regular Auditors and two alternate Auditors, by voting from lists and elect the Chairman from amongst them;
- determine the remuneration of the members of the Board of Statutory Auditors.

In view of the above, the Board of Directors invites Shareholders to formulate proposals on the items mentioned above and to submit lists of candidates in compliance with the laws and regulatory dispositions in force at that time and corporate by Laws provisions.

It should be recalled that for each candidate must be deposited, among other things, a declaration containing the list of management and auditing positions held in other companies, to be made known to the Shareholders' Meeting, ensuring that it is updated as of the date of the Meeting, in fulfilment of that dictated by article 2400 of the Italian Civil Code.

Rimini, March 13, 2026

For the Board of Directors
The Chairman
Andrea Foschi