



Datalogic S.p.A.

Registered office in Via Candini 2, 40012 Calderara di Reno (BO) - share capital Euro 30,392,175.32 fully paid up. Milan Register of Companies, tax code and VAT number 01835711209 - REA n° BO 39717

POLICY FOR THE MANAGEMENT OF DIALOGUES WITH THE GENERALITY OF SHAREHOLDERS

Approved by the Board of Directors of Datalogic S.p.A. on November 11, 2021.

INTRODUCTION

This "Policy for the Management of Dialogues with Shareholders" (the "**Policy**") governs the procedures by which Datalogic S.p.A. ("**Datalogic**" or the "**Company**") intends to govern dialogues between the Company and the Company's current and potential Shareholders, in order to implement Recommendation no. 3 of the Corporate Governance Code (the "**Corporate Governance Code**")¹.

The aim of the Policy is, hence, to promote the Company's transparency towards the financial community and the markets, through the establishment, maintenance and development of an active relationship of trust with investors.

1. DEFINITIONS

In addition to the terms defined in other articles of this Policy, the following terms shall have the meanings ascribed to each of them below.

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| Chief Executive Officer | The member of the Board of Directors to whom this title has been conferred and to whom specific powers have been delegated pursuant to article 2381 of the Italian Civil Code. |
| Shareholders | The holders of shares issued by Datalogic S.p.A. |
| Board of Directors | Datalogic's Board of Directors. |
| Dialogue | The dialogue between the Investors and the Company that envisages the direct involvement of one or more members of the Board of Directors on the matters referred to in Article 2. |
| Bilateral form | The manner of implementation of the Dialogue pursuant to which the Dialogue is conducted with the participation, from time to time, of only one Investor. |

¹ Recommendation No. 3 of the Corporate Governance Code provides that: *"The board of directors, on proposal of the Chairman expressed in agreement with the Chief Executive Officers, shall adopt and describe in the corporate governance report a policy for managing dialogues with the generality of shareholders, also taking into account the engagement policies adopted by institutional investors and active asset managers"*.

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| Collective form | The manner of implementation of the Dialogue pursuant to which the Dialogue takes place with the simultaneous participation of multiple Investors. |
| Investors | The Company's current and potential Shareholders, as well as any person having an interest in the holding of shares, of other financial instruments and of rights deriving from the shares, for their own account or for the account of third parties, such as, for example, active asset managers. |
| Investor Relator | The Investor Relations Manager of Datalogic S.p.A. |
| Law | Any legislative or regulatory provision, consolidated court precedent, communication, recommendation or orientation of the <i>Commissione nazionale per le società e la Borsa</i> (CONSOB) or of the European Securities and Markets Authority (ESMA), applicable, from time to time, in relation to the matters and activities covered by this Policy, including, by way of example, provisions, orientations, communications, recommendations or decisions on the prevention of market abuses (including, in particular, those on the disclosure of privileged information), the so-called selective disclosure and the confidentiality of certain information regarding the Company. |
| One-way | The manner of implementation of the Dialogue pursuant to which Investors set out their views on specific matters. |
| Website | Datalogic's website: www.datalogic.com . |
| Two-way | The manner of implementation of the Dialogue pursuant to which an effective exchange of information between the Investors and the Company takes place. |

2. SCOPE

2.1. The Policy applies with regard to the Dialogue between the Company and Investors in relation to the following matters:

- Financial statements and periodic financial results;
- corporate strategy;
- the internal control and risk management system;

- the corporate governance system;
 - operations announced or carried out by Datalogic and its subsidiaries of significant strategic, economic, patrimonial or financial importance;
 - the appointment and composition of corporate bodies and the related self-assessment;
 - Datalogic's remuneration policy; and
 - Matters of environmental and social sustainability.
- 2.2. The ordinary management of relations between the Company and Investors and other market operators with whom the Company interacts on an ongoing basis remains unaffected and does not fall within the scope of this Policy. In particular, fall outside of the scope of this Policy the competences and powers granted to the Investor Relator and its function (other than those indicated in Article 4 below), which, in accordance with market practice and on the basis of the functions assigned to them, have the task of interacting on an ongoing basis with investors, financial analysts, rating agencies and all other financial market operators. For an exemplification of the activities that qualify as ordinary interaction with said parties, please refer to the summarisation contained in Article 5 of this Policy.

3. CORPORATE BODIES INVOLVED

- 3.1. The Board of Directors is responsible for overseeing and monitoring the application of this Policy and shall be promptly informed of the development and significant contents of the Dialogue with the Investors.
- 3.2. Management of the Dialogue with Investors is the exclusive responsibility of the Chief Executive Officer. The Chief Executive Officer must also periodically check the correct application of this Policy and the adequacy of its provisions in the light of developments in market practice and actual experience of the Dialogue with Investors, as well as the applicable Law and the provisions of the Corporate Governance Code.
- 3.3. When interacting with investors, the Chief Executive Officer may delegate or involve the Chairman of the Board of Directors and/or one or more Directors, as well as executives or representatives of the corporate departments concerned from time to time in the terms indicated in the Procedure.
- 3.4. The Chairman of the Board of Directors shall report to the Board of Directors on the development and significant contents of the Investor Dialogue by the first available meeting.

4. REQUESTS FOR DIALOGUE BY INVESTORS WITH THE BOARD OF DIRECTORS

4.1. If an Investor, taking into account the information provided by the Company pursuant to Article 5 of the Policy, wishes to make a request for a Dialogue, it shall make a written request to Investor Relations at the email address indicated on the Website, in the "Investors" – "Contacts" Section, indicating in the request:

- the object – among the matters referred to in Article 2.1 above – which it intends to discuss with and an anticipation of its potential opinion or position on the matter;
- the reasons why it deems necessary to hold a direct Dialogue with one or more Directors and the other engagement opportunities in which it has previously taken part (*e.g.* with the Investor Relations department, participation in Shareholders' Meetings *etc.*);
- the Directors with whom it would like to interact and the reasons for their involvement;
- the manner in which it intends to carry out the Dialogue (One-Way, Two-Way, Bilateral or Collective Form);
- the individuals who, on behalf of the applicant, it would like to participate in the Dialogue, specifying their role in the organisation and their contact details;
- the approximate time frame of the Dialogue.

4.2. As soon as a Dialogue request is received, the Investor Relations department shall promptly inform the Chief Executive Officer and the head of Datalogic's corporate affairs department.

4.3. The Chief Executive Officer, with the support of the Investor Relator and the head of Datalogic's corporate affairs department, as well as any other relevant departments from time to time, may decide whether to:

- decline the Dialogue request, explaining the reasons for the refusal and informing the requesting party through the Investor Relator; or
- accept the Dialogue request and, in this case, he or she shall notify the requesting party – through the Investor Relator – also indicating the manner (*One-Way, Two-Way, Bilateral Form or Collective Form*), terms and conditions of the Dialogue.

4.4. In deciding whether to decline or accept a Dialogue request, and if so, the manner (*One-Way, Two-Way, Bilateral Form or Collective Form*) and

under what conditions, the Chief Executive Officer may consider various factors, even jointly, such as, by way of example:

- the previous activation of other forms of dialogue with Investors on the same matters;
- the previous disclosure by the Company of adequate information in relation to the matters that are the subject matter of the Dialogue request;
- the request to activate a Dialogue on inside or potentially inside information;
- the potential interest on the matter to be dealt with for a large number of Investors and/or for Investors of a certain relevance and/or with particular features and/or for the market, where appropriate taking into account also the number of requests received, even previously, on the same topic;
- the size and features of the Investors involved in the Dialogue and/or the size and nature of their investment;
- the outcome of previous votes of the shareholders' meetings;
- any previous experience of shareholder activism by the Investors involved in the Dialogue and/or the presence of any situations of conflict of interest, even if potential;
- the actual relevance of the Dialogue and its predictable usefulness, also with a view to creating value in the medium-long term;
- the Investors' predictable approach with respect to the Dialogue's subject matter, also taking into account the commitment policies adopted by the Investors;
- the potential exposure of the Company to possible forms of shareholder activism.

4.5. The interactions between the Company and the Investor shall be held through the Chief Executive Officer, who may delegate or involve in the Dialogue the Chairman of the Board of Directors and/or one or more other directors, as well as Datalogic Group's executives or representatives of the corporate departments from time to time involved with regards to the Dialogue's subject matter. Unless otherwise considered by the Chief Executive Officer, after hearing the Investor Relator and the head of Datalogic's corporate affairs department, during the interactions between the Investors and the Company, only the topics that have been previously anticipated and agreed upon by and between

the Company and the Investors may be discussed. During meetings with Investors, the Directors who may be called upon to take part in such meetings shall ensure compliance with the general principle of absence of mandate duties with respect to those who have presented them for nomination and/or voted for their appointment, and shall refrain from disclosing information of a confidential or inside nature, or in any case capable of harming the interests of the Company or of the Datalogic Group.

4.6. The Chief Executive Officer shall keep the Chairman of the Board of Directors periodically updated on the development and significant content of the Dialogue with Investors in order to enable the Chairman of the Board of Directors to comply with the disclosure requirements of Recommendation 3 of the Corporate Governance Code.

4.7. If an Investor requests information about the Company directly to one or more directors, the recipient of the request (and if the request is addressed to the Board of Directors, the Chairman of the Board of Directors) shall forward the request to the Investor Relator, without providing any information to the requesting person, except that the request will be dealt with in accordance with this Policy.

4.8. Dialogue with Investors may not take place within 30 calendar days prior to the presentation of an annual or interim financial report of the Datalogic Group.

5. **ADDITIONAL METHODS OF INTERACTION WITH SHAREHOLDERS AND THE FINANCIAL COMMUNITY**

5.1. Without prejudice to what is stated in the foregoing articles, Datalogic maintains constant interaction with its Shareholders, investors, financial analysts, rating agencies and all other financial market operators (collectively, the "**Investors and Market Operators**") in the forms and terms provided for by Law and by corporate practices.

5.2. In particular, Datalogic interacts with Investors and Market Participants in the following ways:

- the Website and, primarily, the "*Corporate Governance*" and "*Investor Relations*" sections. It represents the main channel for communicating information on the Company to Shareholders so that they are informed in real time and can deepen their knowledge of Datalogic and the Datalogic Group;
- publication of press releases, documents and other information

relating to Datalogic and the Datalogic Group. This documentation allows all Investors and the market in general to learn about and deepen their knowledge of the business activities and corporate affairs;

- the Annual Shareholders' Meeting, which represents the moment for the institutional meeting between the Company's management and shareholders. According to the terms and procedures established from time to time, the Company also provides answers to the questions made by shareholders, availing itself, if necessary, of the support of the Company's top management that participates in the meeting;
- the Investor Relations function, which aims to ensure continuous and transparent interaction between the Company and the market. Investors and Market Participants may request information by contacting the Investor Relations Department at the addresses indicated on the Website. The Investor Relations department shall endeavour to ensure that all appropriate requests made are promptly responded to, in accordance with the provisions of the Law and relevant regulations in force for listed companies; and
- meetings with the financial community, institutional investors and analysts. These meetings are generally scheduled on the occasion of the presentation of periodic and annual financial reports and are announced from time to time to the public with due advance. Participation in conferences organized by Borsa Italiana for the Euronext STAR Milan segment and in conferences/roadshows organized by brokers is also expected.

6. GENERAL PROVISIONS

6.1. All meetings and, in general, all activities related to this Policy shall be conducted in full compliance with the provisions of applicable Law, in particular with regard to transparency of information, equal treatment and market abuse, as well as with the corporate regulations and procedures adopted by Datalogic, and in particular the "*Procedure for the management of Inside Information*", published on the Website.

6.2. Investors are responsible for any use of information received by the Company which constitutes a breach of Law or which is detrimental to the interests of the Datalogic Group.

6.3. This Policy is published on the Company's website www.datalogic.com and comes into effect from the time of its approval.

6.4. Any proposals to amend or update this Policy shall be approved by the

Board of Directors on the proposal of the Chairman of the Board of Directors, after consulting the Chief Executive Officer.

This Policy is drafted in Italian and in English language; in the event of discrepancies, the prevailing and binding version is the Italian one.