

Growens S.p.A.

RULES FOR THE KEEPING AND UPDATING OF THE REGISTER OF PERSONS WHO HAVE ACCESS TO INSIDE INFORMATION

1. INTRODUCTION

- 1.1 In compliance with the applicable laws and regulations in force, including Implementing Regulation (EU) 2026/1291, which lays down implementing technical standards with regard to the format of the lists of persons having access to inside information and which repealed Implementing Regulation (EU) 2022/1210, Growens S.p.A. (the “**Company**”) has established the Register of persons who have access to Inside Information (as defined below) (the “**Register**”) and approved these rules (the “**Rules**”), which govern the procedures for keeping and updating the Register.
- 1.2 These Rules are connected to the Company’s “*Procedure for the management and disclosure of inside information*”.

2. DEFINITIONS

- 2.1 Capitalised terms and expressions have the meaning set out below:
- a) “**Inside Information**” means information qualifying as “inside information” pursuant to the applicable laws and regulations in force;
 - b) “**Person in Charge**”: the person entrusted with keeping and updating the Register, as indicated in Article 4 of these Rules.

3. REGISTER

- 3.1 In accordance with the provisions of the applicable laws and regulations in force, the Company draws up and keeps up to date the Register in electronic format, taking care to ensure at all times:
- a) the confidentiality of the information contained therein, by ensuring that access to the Register is restricted to the persons identified in Article 6 below;
 - b) the accuracy of the information contained in the Register;
 - c) access to, and retrieval of, previous versions of the Register.
- 3.2 The Register is divided into separate sections, one for each piece of inside information. A new section of the Register is added each time a new piece of inside information is identified. Each section of the Register contains only the details of the persons having access to the inside information covered by that specific section.
- 3.3 In addition to the foregoing, the Company also draws up, where appropriate, a supplementary section of the Register (the “**Permanent Section**”) relating to the persons who at all times have access to all

Inside Information. The details of any persons entered in the Permanent Section must not be included in the other sections of the Register referred to in paragraph 3.2 above.

3.4 The Register contains at least the following information:

- a) the identity of all persons having access to Inside Information; where the person is a legal person, entity or association of professionals, the identity of at least one contact person who is able to identify the persons who have access to Inside Information must also be indicated;
- b) the reason why the person has been entered in the Register;
- c) the date and time at which the person obtained access to Inside Information;
- d) the date on which the Register was drawn up.

Without prejudice to the foregoing, the content of the Register must comply with the templates attached to these Rules *as* Annex 1 and Annex 2 (the latter only in the event that the Permanent Section is established).

3.5 The Register is retained for a period of at least five years after the Register has been drawn up or updated.

3.6 Since the Company is an issuer whose financial instruments are admitted to trading on an SME growth market (Euronext Growth Milan), pursuant to Article 18, paragraph 6, first subparagraph, of Regulation (EU) No. 596/2014 the Company has the option to draw up and keep up to date a list limited to those persons who, due to the nature of their function or position, have regular access to Inside Information. Should the Company decide to avail itself of such option, the said list is drawn up and updated in accordance with the template set out in Annex 3, which complies with Annex II to Implementing Regulation (EU) 2026/1291. In the absence of such a choice, the sections referred to in paragraphs 3.2 and 3.3 above and the templates set out in Annex 1 and Annex 2 continue to apply.

4. PERSON IN CHARGE OF THE REGISTER

4.1 The Person in Charge of the Register is the Head of the Legal Department of the Company, who is responsible, among other things, with reference to the Register and, where established pursuant to Article 3.6, to the list of regular accesses referred to in Annex 3, for:

- a) promptly entering in the Register the persons in possession of Inside Information;
- b) promptly updating the Register, adding the date of the update, whenever:
 - (i) there is a change in the reason for the inclusion of a person entered in the Register;
 - (ii) there is a new person who has access to Inside Information and who must therefore be added to the Register;
 - (iii) a person entered in the Register no longer has access to Inside Information.

Each update specifies the date and time at which the change that made the update necessary occurred.

- c) promptly informing the persons having access to Inside Information of their entry in the Register, ensuring that they acknowledge in writing the legal and regulatory duties arising from the possession of Inside Information and the sanctions applicable in the event of insider dealing and unlawful disclosure of Inside Information. The notice is given by means of a letter delivered and countersigned for receipt or, alternatively, by means of an e-mail message with return receipt;
- d) retaining, for a period of not less than five years, all requests received and all communications made to the persons entered in the Register;
- e) collecting and processing the data contained in the Register in compliance with Legislative Decree No. 196/2003, as amended and supplemented by Regulation (EU) No. 2016/679;
- f) transmitting the Register to CONSOB, as soon as possible, upon its request.

5. ENTRY, UPDATING AND REMOVAL

- 5.1 All the information necessary for completing the Register in accordance with the provisions of the applicable laws and regulations in force and with the templates set out in Annex 1 and Annex 2 (the latter only in the event that the Permanent Section is established) or, where the Company avails itself of the option referred to in Article 3.6, with the template set out in Annex 3, to these Rules, must be communicated to the Person in Charge.

6. ACCESS TO THE REGISTER

- 6.1 Without prejudice to the powers of the competent authorities, access to the Register is restricted to:
- a) the Person in Charge and the members of the Legal Department of the Company;
 - b) the Chairman of the Board of Directors, for the purpose of supervising the correct application of these Rules, making use, where appropriate, of the competent corporate functions.
 - c) the Head of Administration of the Company.

7. ESTABLISHMENT OF THE REGISTER IN SUBSIDIARIES

- 7.1 Where expressly required by the applicable laws and regulations, the subsidiaries of the Growens Group establish their own Register in a manner similar to that described in these Rules, taking into account their own specific features. To this end, they may delegate to the Company the establishment, management and keeping of such Register. In such case, they undertake to provide the Company promptly with all the information enabling the timely fulfilment of the related obligations.

8. AMENDMENTS AND SUPPLEMENTS

- 8.1 These Rules may be amended and/or supplemented by the Board of Directors of the Company, as well as by the Chairman of the Board of Directors following changes in laws or regulations affecting their preparation.

Any other provision issued by the competent Authorities supplements and may amend these Rules to the extent that these Rules may be in conflict or incompatible with such provisions.

Annex 1

Template for the insider list referred to in Article 1, paragraph 1, and Article 2, paragraph 2, first subparagraph

Description of the specific piece of inside information to which this section refers:

Date and time of creation of this section (i.e. when this specific piece of inside information was identified): [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date and time of the last update of this section: [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date of transmission to the competent authority: [yyyy-mm-dd]

First name(s) of the insider (for third-party service providers, the first name or names of the natural person acting as contact person for the third-party service provider)	Surname(s) of the insider (for third-party service providers, the surname or surnames of the natural person acting as contact person for the third-party service provider)	Professional telephone numbers (direct professional landline and mobile telephone lines)	Function and reason for access to inside information	Obtained (date and time at which the insider obtained access to a specific piece of inside information)	Ceased (date and time at which the insider ceased to have access to a specific piece of inside information)	National identification number (if applicable) or else date of birth
[text]	[text]	[numbers (no spaces)]	[Text describing the role, function and reason for being on the list, including the name and address of the company in the case of third-party service providers]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd, hh:mm UTC]	[number and/or text or yyyy-mm-dd for the date of birth]

Annex 2

Permanent Register

Template for the permanent access section referred to in Article 1, paragraph 2, and Article 2, paragraph 2, second subparagraph

Date and time of creation of the permanent access section: [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date and time of the last update of the permanent access section: [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date of transmission to the competent authority: [yyyy-mm-dd]

First name(s) of the insider (for third-party service providers, the first name or names of the natural person acting as contact person for the third-party service provider)	Surname(s) of the insider (for third-party service providers, the surname or surnames of the natural person acting as contact person for the third-party service provider)	Professional telephone numbers (direct professional landline and mobile telephone lines)	Function and reason for access to inside information	Obtained (date and time at which the insider obtained access to all inside information at any time)	Ceased (date and time at which the insider ceased to have access to all inside information at any time)	National identification number (if applicable) or else date of birth
[text]	[text]	[numbers (no spaces)]	[Text describing the role, function and reason for being in this section, including the name and address of the company in the case of third-party service providers]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd, hh:mm UTC]	[number and/or text or yyyy-mm-dd for the date of birth]

Annex 3

Template for the list of persons having access to inside information referred to in Article 2, paragraph 1

Date and time of creation of the list of persons having access to inside information: [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date and time of the last update of the list of persons having access to inside information: [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]

Date of transmission to the competent authority: [yyyy-mm-dd]

First name(s) of the insider (for third-party service providers, the first name or names of the natural person acting as contact person for the third-party service provider)	Surname(s) of the insider (for third-party service providers, the surname or surnames of the natural person acting as contact person for the third-party service provider)	Professional telephone numbers (direct professional landline and mobile telephone lines)	Function and reason for access to inside information	Obtained (date and time at which the insider obtained regular access to inside information)	Ceased (date and time at which the insider ceased to have regular access to inside information)	National identification number (if applicable) or else date of birth
[text]	[text]	[numbers (no spaces)]	[Text describing the role, function and reason for being on the list, including the name and address of the company in the case of third-party service providers]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd, hh:mm UTC]	[number and/or text or yyyy-mm-dd for the date of birth]