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Procedure for keeping, managing and updating the Registers of Persons Having Access to Material Information and Inside Information

Approved by the Board of Directors of Philogen S.p.A. on 16 December 2020 and amended on 23 September 2026

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Procedure for keeping, managing and updating the Registers of Persons who have access to Material Information and Inside Information

Foreword

In compliance with the provisions contained in the MAR and the related EU Implementing Regulation no. 2026/1291, Philogen S.p.A. (hereinafter "**Philogen**" or the "**Company**") establishes with this procedure (the "**Procedure**"):

(i) the "**RIP**" i.e. the register of persons who have access to Inside Information of the Company and/or its subsidiaries and with whom there is a professional collaboration relationship, including on the basis of an employment contract, or who in any case perform certain tasks through which they have access to Inside Information; and

(ii) the so-called "**RIL",** i.e. the register of persons who have access to Material Information concerning the Company and/or its subsidiaries and with whom there is a professional collaboration relationship, including on the basis of an employment contract, or who in any case perform certain tasks through which they have access to Material Information

(the RIP and the RIL are hereinafter jointly referred to as the "**Registers**").

With this Procedure, the Company also regulates the procedures for keeping, managing and updating the Registers.

The purpose of the establishment of the Registers is to develop greater attention on the importance of Material Information (as defined below) and Inside Information (as defined below), with the aim of making the recipients of Material Information and Inside Information more responsible, and to protect the integrity of the markets, while facilitating the supervisory activity of the Authority responsible for this purpose.

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Definitions

In addition to the other terms defined in this Procedure, the terms below have the following meanings:

"**Inside Information**" means the information identified as Inside Information pursuant to the "*Procedure for the Management and Disclosure of Material Information and Inside Information*" adopted by the Company and in force from time to time;

"**Material Information**" means the information identified as Material Information pursuant to the "*Procedure for the Management and Disclosure of Material Information and Inside Information*" adopted by the Company and in force from time to time;

"**MAR**" means EU Regulation No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on *Market Abuse Regulation (MAR)* as subsequently supplemented and amended;

"**Supervisor**" means the head of Philogen's corporate legal department;

"**Issuers' Regulation**" means the Regulation adopted by Consob resolution no. 11971 of 14 May 1999 concerning the regulation of issuers, as subsequently supplemented and amended;

"**Implementing Regulation (EU) 2026/1291**" means the European Commission Regulation of 12 June 2026 laying down implementing technical standards for the application of Regulation (EU) No 596/2014 of the European Parliament and of the Council as regards the format of insider lists;

"**TUF**" means Legislative Decree no. 58/1998, as subsequently supplemented and amended.

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Art. 1
Structure of the Registers

1.1 The Company establishes and manages, or entrusts the care of it to a person acting in its name or on its behalf,

(i) the RIL, the purpose of which is to monitor the circulation of Material Information within the Company as well as the persons who have access to it from time to time; and

(ii) the RIP, i.e. the register of persons who have access to Inside Information.

Should the Company decide to entrust the care of the Registers to a specifically appointed person, the Company remains fully responsible for compliance with art. 18 of MAR and always retains the right of access to the Registers.

The RIL shall remain complete and updated with the information required until the Material Information recorded therein:

(i) ceases to be such, in which case the Supervisor closes the Specific Section of the RIL dedicated to such information; or

(ii) is not qualified as Inside Information, in which case the Supervisor closes the Specific Section of the RIL dedicated to said information and opens the corresponding Specific Section of the RIP.

1.2 The Registers are kept in electronic format and consist of a computerized database, which ensures that:

- access to and retrieval of information is limited to clearly identified persons who require such access by virtue of their function or position;

- the information entered is accurate and up-to-date;

- previous versions of the Registers are accessible.

1.3 Registrations in the RIL are made by the Supervisor which registers the persons who have access to each item of Material Information in the Specific Section of the RIL.

1.4 Registrations in the RIP are carried out by the Supervisor who registers the persons with access to each item of Inside Information in the Specific Section of the RIP, drawn up and updated in accordance with Model 1 of Annex I of this Procedure.

Notwithstanding the preceding paragraph, persons who, by virtue of their function or position, have access to all Inside Information at any time may be indicated separately in the permanent access section of the RIP, drawn up and updated in accordance with Model 2 in Annex I of this Procedure. To the extent that the Company avails itself of the right to create the Permanent Section, the persons listed therein are not included in the Specific Section.

1.5 All those who have access to Material Information and Inside Information and with whom there is a professional collaboration relationship, including on the basis of an employment contract, and who in any case carry out certain tasks through which they have access to Material Information and Inside Information, such as consultants, accountants or credit rating agencies, shall be entered in the Registers (the "**Recipients**").

The following scheme identifies the parties required to communicate to the Supervisor in writing, as soon as possible, the data relating to the Recipients.

Specific Section	**Subjects required to report**
Recipients due to specific activities or positions carried out (including Statutory Auditors, non-executive directors, independent directors, strategic managers, as well as the administrative and control bodies of the subsidiaries and the independent auditors)	The subjects registered in the Permanent Section identify the Recipients and communicate their identity to the Supervisor for registration/modification/cancellation. Without prejudice to the above, the Function Managers identify the collaborators and consultants of the Company/Group to whom Inside Information is transmitted and communicate their identity to the Supervisor for registration/modification/cancellation. These information obligations are fulfilled by filling in **Form 1 of Annex I to this Procedure,** which the same Function Managers or persons registered in the Permanent Section must request to fill in from the Company/Group's collaborators and consultants.
Permanent Section	**Reporting party**
a) the Chairman of the Board of Directors; **b)** the Executive Directors; **c)** the *Chief Financial Officer*; **d)** the *investor relator*.	The Human Resources function identifies the Recipients and communicates their identity to the Supervisor of registration/modification/cancellation. These information obligations are fulfilled by filling in **Form 2 of Annex I to this Procedure.**

Art. 2

Content and updating of the Registry

2.1 The Specific Section and the Permanent Section of the RIP report, for each Recipient, the information contained in, respectively, Model 1 and Model 2 of Annex I to this Procedure.

2.2 The Company updates the Registers as soon as possible, indicating the date and time, in the event of:

- establishment of a new Specific Section resulting from the creation of new Material Information or Inside Information;
- change in the reasons for the registration of a Recipient already present in the Registers, including the case in which it is necessary to move the registration from one Section to another within one of the Registers or from the RIL to the RIP;
- registration of a new Recipient;
- removal of Recipients who no longer have access to Material Information or Inside Information.

2.3 Each update indicates the date and time when the event that required the update occurred.

2.4 The data relating to the subjects registered in the RIP are kept for at least five years following the lapse of the circumstances that led to the registration or updating of the Register.

2.5 When a third-party provider accesses Inside Information:

- only one natural person is registered in the Specific Section as a contact person;
- the third-party provider must maintain and establish in its register a Specific Section containing all internal persons who have access to Inside Information.

Art. 3

Responsible for keeping and keeping records

3.1 The person responsible for keeping and updating the Registers is the Supervisor. The Supervisor shall be responsible for maintaining and retaining the Registers and the criteria adopted for the management and search of the data contained therein.

3.2 The Supervisor:

- continuously monitors the correct management of the contents of the Registers;
- updates the Registers;
- provides for the sending of the communications referred to in Article 5 below.

- collaborates with the Supervisory Authorities in the event of requests for data and inspections and transmits, as soon as possible, the Registers to Consob, in the event of a request from the latter, in accordance with the procedures provided for by the regulations in force from time to time.

3.3 In carrying out his duties, the Supervisor may make use of collaborators, including external ones, who operate under his responsibility.

Art. 4

RIP holding criteria

4.1 The Registers are kept in electronic form by the Supervisor, with criteria and methods to easily ensure access, management, consultation, extraction and printing of the information and data contained therein. These criteria are inspired by the principles of traceability of information, confidentiality of data, and compliance with the laws and regulations applicable from time to time in force.

4.2 The Chairman of the Board of Directors, the Executive Directors and, depending on the transaction in question, Function Managers involved from time to time, shall communicate in writing to the Supervisor, as soon as possible, any entries and/or updates to be entered in the Registers with complete data, taking into account Philogen's organizational structures and related changes, including subjective ones, as well as the operational needs determined as a result of a particular operation or a specific event.

4.3 The Supervisor shall therefore maintain and update the RIP as soon as possible with respect to the communication of the change in its content, in compliance with the rules concerning the protection of processed personal data.

Art. 5

Information on registration in the Registers

5.1 The Company informs the Recipients in writing through tools that guarantee the verification of receipt and the effective understanding of the following obligations:

(a) the registration in the Registers and, at the same time, the legal obligations and penalties applicable in the event of violations;

(b) the updating or modifying of the data entered in the Registers;

(c) the deletion from the register or the closure of a Specific Section.

5.2 The information on registration and termination on the Registers is provided by means of communications in accordance with the models set out in Annex II sent by *e-mail* or other method deemed

more appropriate from time to time. The Supervisor shall also inform the persons registered in the Registers of any updates concerning them.

5.3 In the event of failure to communicate the acknowledgment by the Recipients, they will in any case be deemed to have been informed of the contents of this Procedure.

5.4 In the event that a person (i) comes into possession of Material Information or Inside Information in any way or (ii) ceases to possess Material Information or Inside Information and has not been notified of the entry in the Registers or its deletion – as the case may be – such Person is required to inform the Supervisor as soon as possible, who shall immediately update the relevant Register accordingly.

ANNEX I

MODEL 1

Template for the list of persons with access to Inside Information

Description of the specific inside information referred to in this section:

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

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

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

First Name(s) of the access holder (in the case of third-party service providers, the name(s) of the natural person acting as the contact person for the third-party service provider)	**Surname(s)** of the access holder (in the case of third-party service providers, the surname(s) of the natural person acting as the contact person for the third-party service provider)	**Work telephone numbers** (fixed and mobile direct work telephone line)	**Function and reason for access to inside information**	**Obtained** (date and time when the holder obtained access to a specific item of inside information)	**Terminated** (date and time when the holder ceased to have access to a specific item of inside information)	**National identification number** (if applicable) or otherwise **date of birth**
[text]	[text]	[numbers (without spaces)]	[Text describing the role, function and reason for listing, including the name and address of the company in the case of third-party service providers]]	[aaaa-mm-gg, hh:mm UTC]	[aaaa-mm-gg, hh:mm UTC]	[number and/or text or yyyy-mm-dd for date of birth]

MODEL 2

Template for the permanent access section of the list of persons with access to Inside Information

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

Date and time of 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 access holder (in the case of third-party service providers, the name(s) of the natural person acting as the contact person for the third-party service provider)	**Surname(s)** of the access holder (in the case of third-party service providers, the surname(s) of the natural person acting as the contact person for the third-party service provider)	**Work telephone numbers** (fixed and mobile direct work telephone line)	**Function and reason for access to inside information**	**Obtained** (date and time when the holder obtained access to all inside information at any time)	**Terminated** (date and time when the holder ceased to have access to all inside information at any time)	**National identification number** (if applicable) or otherwise **date of birth**
[text]	[text]	[numbers (without spaces)]	[Text describing the role, function and reason for inclusion in this section, including the name and address of the company in the case of third-party service providers]	[aaaa-mm-gg, hh:mm UTC]	[aaaa-mm-gg, hh:mm UTC]	[number and/or text or yyyy-mm-dd for date of birth]

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Annex II

RIL disclosure model

Subject: [Entry in/Deletion from] *Material Information List* of Philogen S.p.A.

Dear [●],

With regard to the provisions of the *"Procedure for the Management and Disclosure of Material Information and Inside Information*" (the "**Procedure**") adopted by Philogen S.p.A. (the "**Company**"), the text of which is available on the website www.philogen.com, we inform you that the Company has taken steps to register/delete you [in/from] the so-called "*RIL"* (the "**RIL")** – that is, the register of persons who, by virtue of their professional collaboration relationship or by virtue of the performance of certain duties, have access to potentially privileged material information concerning the Company and/or its subsidiaries (the "**Material Information**") – in accordance with the following provisions:
MATERIAL INFORMATION: [●]
REASON: [●]
ACTION: [Registration/Removal]
DATE AND TIME [OF REGISTRATION/REMOVAL]: [●] [●]

[***to be deleted in the notice of removal***: In consideration of the above, it is requested that you confirm, by *e-mail* sent to [●],that you acknowledge the legal and regulatory obligations deriving from such registration and the sanctions applicable in the event of insider dealing and unlawful disclosure of such information which, for completeness, is governed by the following provisions:
- Regulation (EU) No. 596/2014, for legal and regulatory obligations;
- Legislative Decree no. 58/1998, for the applicable sanctions;
and to supplement or change, where appropriate, the personal information at the end of this document.

The personal data necessary for registration in the RIL and any updates thereto will be processed in accordance with the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and the free movement of such data.

Please note that pursuant to the Procedure, all subjects registered in the RIL are required to:

(i) keep confidential the information and documents that can be qualified as Material Information that are acquired in the performance of their duties and/or functions;

(ii) use the information and documents that can be qualified as Material Information exclusively in the performance of their functions and in accordance with current company procedures;

(iii) not to disclose to third parties (except as provided for in the Procedure): a) Material Information; b) information and data relating to the financial statements intended to be incorporated into the separate or consolidated financial statements, the half-yearly report, or in any case, in reports relating to the Group's interim periods, prior to the approval of such documents by the Company's Board of Directors and the completion of the relevant public disclosure procedure; c) preliminary or forecast data, and information relating to circumstances, events or transactions potentially eligible to qualify as Material Information, prior to the completion of the public disclosure procedure;

(iv) manage information and documents that can be configured as Material Information in compliance with confidentiality obligations, with particular attention to the management of media on which such information can be traced, such as electronic devices, USB devices, electronic or paper communications;

(v) ensure that any paper media containing Material Information is not left unattended or otherwise available to persons not authorised to receive such Material Information;

(vi) refrain from and ensure that the employees and collaborators of the Company and the Group refrain from carrying out intrusion into the *privacy* of colleagues (so-called *shoulder surfing*);

(vii) refrain from consulting documents that contain Material Information in public places.

If the confidentiality obligations described are not met, the persons registered in the RIL are required to immediately inform the corporate legal department, at the same time providing all the elements necessary to allow an adequate assessment of the situation.

With best regards.

Philogen S.p.A.

Personal information

Tax ID (if applicable)	
Date of birth	
Work telephone numbers (direct and	

mobile)	
Email address	

For acknowledgment and acceptance:

NAME SURNAME

_____

Place, date

_____

RIP disclosure model

Subject: [Registration/Removal] from the Register of persons with access to inside information of Philogen S.p.A.

Dear [●],

With regard to the requirements of Article 18 of Regulation (EU) No. 596/2014 ("**MAR")** and the provisions of the "*Procedure for the Management and Disclosure of Material Information and Inside Information*" (the "**Procedure**") adopted by PHILOGEN S.p.A. (the "**Company**"), the text of which is available on the website www.philogen.com, we inform you that the Company has taken steps [to register/delete] you [in/from] the so-called *"RIP"* (the "**Register**") – that is, the register of persons who, by virtue of their professional collaboration relationship or by virtue of the performance of certain duties, have access to inside information of the Company and/or its subsidiaries (the "**Inside Information**") - in accordance with the following provisions:
INSIDE INFORMATION: [●]
REASON: [●]
ACTION: [Registration/Termination]
DATE AND TIME [OF REGISTRATION/REMOVAL]: [●] [●]

[***to be deleted in the notice of removal***: In consideration of the above, you are requested to confirm by *e-mail* sent to [●] that you acknowledge the legal and regulatory obligations deriving from such registration and the sanctions applicable in the event of insider dealing and unlawful disclosure of such information which, for completeness, is governed by the following provisions:
- Regulation (EU) No. 596/2014, for legal and regulatory obligations;
- Legislative Decree no. 58/1998, for the applicable sanctions.
and to supplement or change, where appropriate, the personal information at the end of this document.

The personal data necessary for registration in the Register and any updates thereto will be processed in accordance with the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and the free movement of such data.

Please note that pursuant to the Procedure, all subjects registered in the RIP are required to::
(i) keep confidential the information and documents that can be configured as Inside Information

and acquired in the performance of their duties and/or functions;

(ii) use the information and documents that can be configured as Inside Information exclusively in the performance of their functions and in accordance with the company procedures in force;

(iii) not to disclose to third parties (except as provided for in the Procedure): a) Inside Information; b) information and data relating to the financial statements intended to be incorporated into the separate or consolidated financial statements, the half-yearly report, or in any case in reports relating to the Group's interim periods, prior to the approval of such documents by the Company's Board of Directors and the completion of the relevant public disclosure procedure; c) preliminary or forecast data, and information relating to circumstances, events or transactions potentially eligible for being considered Inside Information, prior to the completion of the public disclosure procedure;

(iv) manage information and documents that can be configured as Inside Information in compliance with confidentiality obligations, with particular attention to the management of media on which such information can be traced, such as electronic devices, USB devices, electronic or paper communications;

(v) ensure that any paper media containing Inside Information is not left unattended or otherwise available to persons not authorized to receive such Material Information and Inside Information;

(vi) refrain from and ensure that the employees and collaborators of the Company and Group refrain from carrying out intrusion into the *privacy* of colleagues (so-called *shoulder surfing*);

(vii) refrain from consulting documents that contain Inside Information in public places.

If the confidentiality obligations described are not met, the persons in the Register are required to immediately inform the company's legal department, at the same time providing all the necessary elements to allow an adequate assessment of the situation.

With best regards.

Philogen S.p.A.

Personal information

Tax ID (if applicable)	
Date of birth	
Work telephone numbers (direct and	

mobile)	
Email address	

For acknowledgment and acceptance:

NAME SURNAME

_____

Place, date

_____