# DATALOGIC S.P.A. REPORT ON THE REMUNERATION POLICY AND ON COMPENSATION PAID

Pursuant to Article 123-*ter*of Legislative Decree no. 58 of February 24, 1998

Datalogic S.p.A.

www.datalogic.com

Approved by the Board of Directors at its meeting on April 4, 2024

# TABLE OF CONTENTS

Letter	from the Chairman of the Control, Risks, Remuneration and Appointments Committee	3
FORE	WORD	4
SECTION	ON I	7
I.	RESULT OF VOTING 2023 ON SECTION I - REPORT ON THE REMUNERATION POLICY	7
II.	CORPORATE GOVERNANCE	7
III.	PROCEDURE FOR ADOPTING DATALOGIC'S REMUNERATION POLICY	8
IV.	DEVIATION FROM THE REMUNERATION POLICY	9
V.	REMUNERATION POLICIES - PURPOSES AND GENERAL PRINCIPLES	0
VI.	MARKET PRACTICE	2
VII.	REMUNERATION OF DIRECTORS	2
VIII	REMUNERATION OF THE BOARD OF STATUTORY AUDITORS1	4
IX.	REMUNERATION OF KEY MANAGEMENT PERSONNEL	4
Χ.	REMUNERATION OF EXECUTIVES	5
XI.	ANNUAL INCENTIVE PLANS (MANAGEMENT INCENTIVE PLAN AND SALES INCENTIVE PLAN)	5
XII.	MEDIUM- TO LONG-TERM INCENTIVE PLANS BASED ON FINANCIAL INSTRUMENTS 1	7
XIII	NON-MONETARY BENEFITS	9
XIV	OTHER FORMS OF DISCRETIONARY, OCCASIONAL, AND NON-RECURRING REMUNERATION2	0
XV.	COMPENSATION UPON TERMINATION OF OFFICE OR EMPLOYMENT AND NON-COMPET	Ε
AGI	REEMENTS	0
XVI	FURTHER CLARIFICATIONS21	1
	ON II	
	BLE 1: Compensation paid to the Board of Directors	
TAE	BLE 1: Compensation paid to the Board of Statutory Auditors	9
TAE	BLE 1: Compensation paid to Key management personnel Error! Bookmark not defined	l.
TAE	BLE 3A: Incentive plans based on financial instruments, other than stock options, for members of th	e
gov	erning body, general managers and other Key management personnel	1
TAE	BLE 3B: Monetary incentive plans for members of the governing body and Key managemen	ıt
per	sonnel	
	Error! Bookmark not defined.2	
CCLIE	NULE 7 TED ANNIEV 24 CONCOR ISSUED DECULATION	_

### Letter from the Chairman of the Control, Risks, Remuneration and Appointments Committee

Shareholders,

the remuneration policy of Datalogic S.p.A. ("**Datalogic**" or the "**Company**") reflects the Company's values, emphasising its commitment to people, inclusion, equal opportunities, alignment of interests between shareholders and Management, and the need to attract, motivate, and retain top professional talent for key strategic managerial positions, even amidst significant fluctuations in macroeconomic conditions and targets markets.

To ensure transparency for the market and stakeholders, this policy incorporates best market practices and reflects the valuable feedback we have received from diverse stakeholders over time.

The Datalogic Shareholders' Meeting will be called to resolve on Agenda Item 5: "Report on the Remuneration Policy and on Compensation Paid:

- approval of section one (2024 remuneration policy); relevant and ensuing resolutions;
- non-binding vote on section two (compensation for 2023); relevant and ensuing resolutions."

Specifically, the Board of Directors, pursuant to and in accordance with Article 123-ter of the TUF, submits:

- for your approval section one of this Report on the Remuneration Policy and on Compensation Paid (hereinafter also the "Report"), which sets out Datalogic's policy for 2024 on the remuneration of Directors, Key management personnel of the Company and the group it heads (hereinafter, the "Datalogic Group" or the "Group") and, without prejudice to the provisions of Article 2402 of the Italian Civil Code, the members of the supervisory bodies;
- to your advisory vote section two of this Report, which details for the members of the governing and supervisory bodies and for Key management personnel (i) each remuneration component, including payments provided in the event of termination of office or termination of employment; (ii) the compensation paid in the reporting year for any reason and in any form by the Company and its subsidiaries or affiliates; and (iii) the compensation to be paid in one or more subsequent years for the activities carried out in the reporting year.

#### **FORFWORD**

Remuneration - specifically of Directors with management proxies or holding special offices and of Key management personnel - serves as a critical tool to uphold the integrity of corporate governance mechanisms and enhance the effectiveness of strategies executed within the company. It aims to encourage and incentivise the creation of sustainable value for shareholders and, more broadly, for all stakeholders of the Datalogic Group, over a medium-to-long-term time horizon.

Hence, Datalogic's remuneration policy primarily aims to attract, retain, and motivate individuals possessing the essential personal and professional qualities needed to effectively run business activities. It seeks to foster alignment between Management's interests and the expectations of the Company's shareholders over the medium to long term.

### Purpose of the Remuneration Policy - Link with Strategies and the Sustainability Plan

#### **Datalogic's Remuneration Policy aims to:**

- attract, motivate, and retain high-profile professional and managerial individuals;
- incentivise the achievement of the strategic targets and sustainable growth of the company;
- align the overarching objective of creating sustainable shareholder value in the medium to long term with Management's interests, and to uphold the company's mission and values.

	Purposes	Operating procedures	Components
Fixed component	Enhances the skills, experiences, and contribution required by the role assigned.	Fixed remuneration is determined to align with the characteristics, responsibilities, and any delegated authority associated with the role. The company conducts annual monitoring of key market practices for comparables to ensure the consistency and competitiveness of the remuneration offered to its senior roles.	Chairman: compensation as Chairman and for the proxies given.  CEO: compensation as CEO and Gross Annual Pay as Manager.  KMP: gross annual pay established consistent with the role held and areas of responsibility.
Annual Incentive Plans	Promotes the achievement of annual targets set in the Budget.	The payment of variable annual remuneration, identified in the Management Incentive Plan (MIP) and Sales Incentive Plan (SIP), is directly tied to the achievement of performance targets, assigned to each beneficiary according to the plan outline consistent with the role held.	Chairman: tied to the level of achievement of the targets set in the MIP scheme: 95% Company Performance Factors + 5% Net Promoter Score.  CEO and KMP: tied to the level of achievement of the targets set in the MIP scheme: 65% Company Performance Factors + 30% Individual Performance Factors + 5% Net Promoter Score.
Long-Term Incentive Plans	The aim is to promote value creation for Shareholders and achieve results that align with the Company's strategy by fostering the retention and engagement of resources.	Incentive Plan 2022-2024, based on the Company's shares.	Chairman, CEO and KMP: 2022-2024 Plan, based on the Company's shares: 35% compounded annual growth rate (CAGR) of Adjusted Revenue 2022-2024 + 35% Adjusted EBITDA Margin 2024 + 25% Proportion of Adjusted Net Trade Working Capital before factoring on Adjusted Revenue + 5% percentage of female employees in management and clerical roles ("White Collars") in the Group at December 31, 2024.
Non-monetary benefits	To promote the retention of managerial resources.	Mainly insurance and welfare benefits in line with those outlined by the National Collective Labour Agreement and company	Supplementary pension plans; Supplementary healthcare; Insurance coverage; Mixed-use car;

supplementary agreements for Welfare plan. Managers (including KMP).

# Alignment with strategy

	Strategic drivers	Business expansion	Operational financial efficiency	and	Sustainable success
	Adjusted revenue	•			
	Adjusted EBITDA %	•	•		
Annual Incentive Plans	Proportion of Adjusted Net Trade Working Capital before factoring on Adjusted Revenue	•	•		
	Net Promoter Score				•
	Compounded annual growth rate (CAGR) of Adjusted Revenue 2022 - 2024	•			
	Adjusted EBITDA Margin 2024	•	•		
Long-Term Incentive Plans	Proportion of Adjusted Net Trade Working Capital before factoring on Adjusted Revenue	•	•		
	Percentage of female employees in management and clerical roles ("White Collars") in the Group at December 31, 2024				•
	Total Shareholder Return	•	•		

<- VALUE CREATION FOR STAKEHOLDERS AND SHAREHOLDERS ->

Pursuant to and in accordance with the combined provisions of Article 123-ter of the TUF and Article 84-quater of the Issuer Regulation ("Issuer Regulation"), the Report is divided into two separate sections:

- <u>SECTION I</u>: sets forth Datalogic's policy on the remuneration of the members of the Company's governing body, of the Datalogic Group's Key management personnel and, without prejudice to the provisions of Article 2402 of the Italian Civil Code, of the members of the supervisory bodies ("Policy" or "Remuneration Policy"), as well as the procedures used for the adoption and implementation of such Policy;
- SECTION II: individually for the members of the governing and supervisory bodies, and collectively for the Key management personnel, unless otherwise specified in Annex 3A, Schedule 7-bis of the Issuer Regulation (i) provides an adequate breakdown of each of the components that make up the remuneration (including payments provided in the event of termination of office or termination of employment) emphasising its consistency with the Policy approved in the prior year, and (ii) details the compensation paid with regard to the year ended December 31, 2023 for any reason and in any form, by the Company or its subsidiaries or affiliates (see Annex 1 and Annex 2 to the Report).

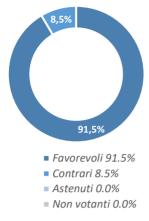
Annexed to the Report (see Annex 3) are, in addition, the equity interests held in the Company - and in companies controlled by the latter - by members of the governing and supervisory bodies, as well as by Key management personnel, pursuant to and in accordance with Article *84-quater*, paragraph 4 of the Issuer Regulation.

#### **SECTION I**

#### I. RESULT OF VOTING 2023 ON SECTION I - REPORT ON THE REMUNERATION POLICY

Datalogic conducts an annual evaluation of the voting results from the Company's Shareholders' Meeting to ensure ongoing enhancement of its remuneration policy.

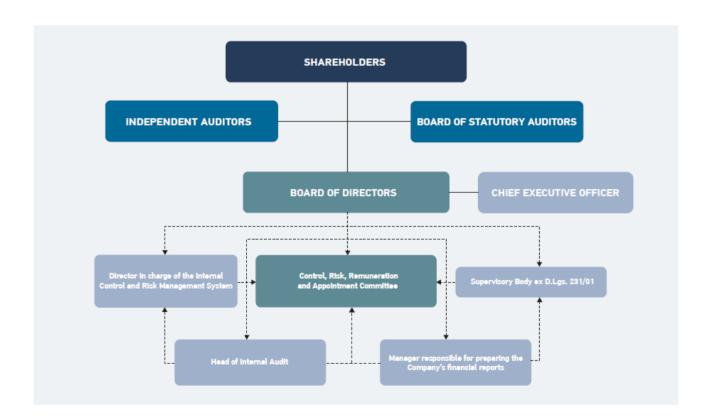
Datalogic has incorporated feedback into this Report to improve information presentation and enhance transparency around the Remuneration Policy's components.



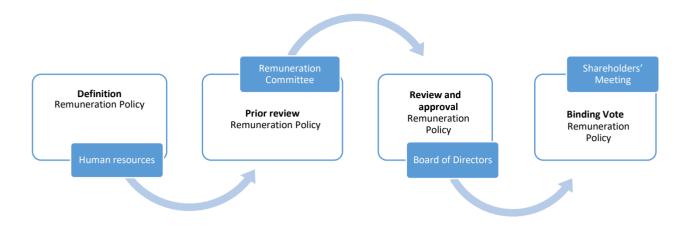
#### II. CORPORATE GOVERNANCE

Datalogic has adopted a corporate governance model inspired by the principles of fairness and transparency in management and information. These principles are also upheld through an ongoing process of verifying their actual implementation and effectiveness.

The corporate governance structure adopted by Datalogic is shown in the following chart:



#### III. PROCEDURE FOR ADOPTING DATALOGIC'S REMUNERATION POLICY



In accordance with the recommendations contained in the Corporate Governance Code ("Corporate Governance Code") to which Datalogic adheres, the Company's Board of Directors receives assistance in remuneration-related decisions from the internally established Control, Risks, Remuneration, and Appointments Committee ("Committee"). This committee supports the governing body:

- i. submitting, every year, to the Board of Directors a proposal for the adoption of a policy regarding the remuneration of Directors and Key management personnel;
- ii. regularly assessing (and making proposals to the Board of Directors in this regard) the adequacy, overall consistency and tangible application of the policy for the remuneration of Directors and Key management personnel, making use, in this latter regard, of the information provided by the Chief Executive Officer or other Managing Director, verifying, in particular, the actual achievement of performance targets;
- submitting proposals or expressing opinions to the Board of Directors on the remuneration of executive Directors and other Directors holding special offices, as well as the setting of performance targets related to the variable component of such remuneration, also monitoring the application of the decisions adopted by the Board;
- iv. with regard to any share-based compensation plans, submitting to the Board of Directors its recommendations on their use and the technical aspects related to their formulation and application. The Committee, therefore, makes proposals to the Board of Directors regarding the share-based remuneration plan deemed most appropriate, overseeing the actual implementation of the approved plans over time, and the establishment of the implementing regulations for such remuneration plans.

At the Report Date, the fact-finding, propositional and advisory activities regarding remuneration are carried out by the Committee, established by the Board of Directors on April 29, 2021, following the appointment of the Board of Directors for the three-year period 2021-2023 resolved by the Shareholders' Meeting on the same date.

Aligning with the provisions of the Corporate Governance Code, the Committee is composed of 3 independent directors, specifically:

- Angelo Manaresi (Chairman of the Committee and a non-executive and independent director with appropriate experience in accounting and finance);
- Chiara Giovannucci Orlandi (non-executive and independent director);

Vera Negri Zamagni (non-executive and independent director).

The Committee operates according to the regulation found on the Company website (<u>www.datalogic.com</u>) to which reference is made for further details.

This Policy was established through a clear and transparent corporate process involving the following parties:

- the Company's Human Resources Department and the Corporate Affairs Department by assisting the Committee and the Board of Directors in establishing the Policy;
- the Committee by instructing and proposing to the Board of Directors the adoption of the Policy;
- the Board of Statutory Auditors by expressing with specific regard to the Committee's proposals on the emoluments of Directors with management powers or vested with special offices - its opinion on compliance with the Policy;
- the Board of Directors by approving the Policy;
- the Shareholders' Meeting by casting its binding vote on the Policy.

For information sake, it should be noted that, according to the current regulations, including self-regulatory guidelines, the determination of the remuneration for the Head of the Internal Audit Department also involves the Chief Executive Officer.

The Board of Directors (including through the Chief Executive Officer), the Committee, assisted by the relevant corporate units, and the Board of Statutory Auditors oversee the application of the Policy.

The 2024 Policy - approved on March 27, 2024 by the Committee and by the Board of Directors on April 4, 2024 - is subject to a binding vote of the Shareholders' Meeting.

Considering the assessment of overall consistency and adequacy expressed by the Committee on the 2023 Policy, the 2024 Policy - detailed in this section of the Report - maintains substantial continuity with the policy outlined and implemented in 2023. However, there are some differences (as mentioned below), reflecting the natural evolution of the Group's salary policies. These adjustments align with the established objective of enhancing participation in incentive schemes by managers and employees acknowledged as "key value contributors" particularly those engaged in research and development.

#### IV. DEVIATION FROM THE REMUNERATION POLICY

Under Article 123-ter, paragraph 3-bis of the TUF, as amended by Legislative Decree No. 49 of May 10, 2019, and Article 84-quater of the Issuer Regulation, as amended by CONSOB Resolution No. 21623 of December 10, 2020, Datalogic reserves the right to temporarily deviate from its remuneration policy under exceptional circumstances. Exceptional circumstances are narrowly defined as situations where a deviation from the remuneration policy becomes necessary to safeguard the long-term interests and sustainability of the Company as a whole or to ensure its market resilience. Examples of such circumstances include: (i) the occurrence of extraordinary and unforeseeable events, either nationally or internationally, impacting the Group or the sectors/markets in which it operates, and significantly affecting the Group's results; (ii) substantial changes in the organisation of business activities, whether objective (such as extraordinary transactions, mergers, divestments, etc.) or subjective (such as changes in top management structure).

Should the prerequisites be fulfilled, the Board of Directors, upon the opinion of the Committee acting as the Committee for Related-Party Transactions of Lesser Significance or, for Related Party Transactions of Greater

Significance, of a specially established committee comprising at least three unrelated independent directors, in accordance with the provisions outlined in the Procedure for Related-Party Transactions available on the Company website (<a href="www.datalogic.com">www.datalogic.com</a>), may temporarily deviate from the Remuneration Policy under the circumstances described above. These deviations may relate to the amendment and/or replacement of the performance targets and quantitative parameters related to the annual incentive plans (Management Incentive Plan and Sales Incentive Plan) for the Chief Executive Officer, the Chairman and Key management personnel and/or the amounts payable upon achievement of the targets under these plans.

#### V. REMUNERATION POLICIES - PURPOSES AND GENERAL PRINCIPLES

Datalogic's proposed Remuneration Policy for 2024, designed for an annual duration, reaffirms its objective of attracting and retaining individuals possessing the requisite professional qualities to successfully manage and operate within the Group. This policy is guided by the principles outlined in the Company's code of ethics, emphasising professionalism, skills, merit, and the attainment of assigned targets.

Datalogic's Remuneration Policy is structured in alignment with the Group's governance model and is intended to foster a strong correlation between the interests of Management and all corporate stakeholders.

The Remuneration Policy is also defined based on the recommendations of the Corporate Governance Code and best market practices.

In pursuit of these objectives, Datalogic adopts a remuneration system characterised by a structure that aligns with best market practices. This system strikes a balance between fixed and variable components, both in the short and long term, to uphold equity and sustainability over time.

Datalogic's strategic plan encompasses a development strategy structured on two fronts: firstly, the Company endeavors to achieve growth through acquisitions, and secondly, it focuses on organic growth, prioritising innovation and investment in strategic market segments.

In line with a customer-centric strategy, Datalogic supports Customers as true partners, assisting them in navigating the new challenges presented by a constantly evolving market landscape across the four sectors in which the Group operates: Retail, Manufacturing, Transportation & Logistics and Healthcare. Understanding and aligning with Customer expectations are key drivers, embodied through customer experience enhancement initiatives, which Datalogic implements daily.

Research and development of innovative solutions remain Datalogic's competitive advantage, enabling the maintenance of a leadership position and the fulfilment of customer needs, while also prioritising the future and the needs of all stakeholders. As explained in the Non-Financial Statement, found on the Company website (<a href="www.datalogic.com">www.datalogic.com</a>), material sustainability topics prioritised for the Group and its stakeholders were updated in 2023 such as:

- 1. Research, development and innovation;
- 2. Product quality and safety;
- 3. Responsible supply chain;
- 4. Conduct of responsible business;
- 5. Customer centricity;

- 6. Sustainability of materials;
- 7. Worker health and safety;
- 8. Energy and emissions;
- 9. People well-being;
- 10. Waste and packaging.

The Remuneration Policy specifies that the remuneration for non-executive directors (including independent directors) is proportionate to the level of commitment required from each individual, considering their involvement in board committees as well. In line with market practices, this remuneration is not tied to the company's results.

Conversely, for directors with management powers or vested with special offices<sup>1</sup> and Key management personnel<sup>2</sup>, a substantial portion of the remuneration is tied to the achievement of specific performance targets<sup>3</sup>, including non-income targets, previously set and determined in accordance with the following guidelines:

- a) the fixed component and the variable component are appropriately balanced according to Datalogic's strategic targets;
- b) caps are set for variable components;
- c) the fixed component adequately remunerates the performance in cases where the variable component is not disbursed due to failure to achieve the performance targets set by the Board of Directors;
- d) performance targets are predefined, measurable, and directly correlated with the creation of shareholder value and the sustainability of corporate performance across both short- and medium- to long-term horizons:
- e) a substantial portion of the variable remuneration component is contingent upon the achievement of both short-term and medium-to-long-term performance targets. Consequently, it is deferred by an appropriate timeframe relative to the commencement of the reference period for these targets.

The Policy also encompasses tools and strategies applied across the entire corporate population, designed to attract, motivate, and retain individuals possessing the professional qualities essential for shaping the Group's growth strategy and reinforcing its long-term interests. It is grounded in principles of fairness, equal opportunity, meritocracy, and market competitiveness.

Indeed, several initiatives have been implemented to guarantee the company's population a Total Reward in line with market practices and capable of attracting, retaining, and motivating top talent, ensuring ongoing employee training, and safeguarding their health and safety, such as:

- Benefits and initiatives to support employees (reimbursements for daycare fees also to encourage female employment and eliminate gender disparities, health insurance coverage, life and accident policies, pension coverage);
- Welfare plan to offer access to multiple services for employees, such as family services (mortgage, ii. pension, education, utility facilities) and personal services (sports, entertainment, and shopping

<sup>&</sup>lt;sup>1</sup> At the Report Date, the directors with proxies are: the Chairman of the Company Romano Volta and the Chief Executive Officer Valentina Volta.

<sup>&</sup>lt;sup>2</sup> At the Report Date, Valentina Volta and Alessandro D'Aniello are Key management personnel of the Datalogic Group.

<sup>&</sup>lt;sup>3</sup> Namely, the income results and any other specific targets to which the disbursement of variable components is tied.

- vouchers) as a lever to increase trust and engagement;
- iii. Tailored training programs provided for various stages of career development, enabling employees to enhance and refresh their skills.

#### VI. MARKET PRACTICE

Datalogic consistently monitors market practices by participating in specific compensation surveys, facilitated by consultants with expertise in the field.

#### VII. REMUNERATION OF DIRECTORS

Pursuant to and in accordance with Article 2389, paragraph 3, item 2 of the Italian Civil Code, Article 20 of Datalogic's Bylaws specifies that the Shareholders' Meeting shall annually establish the maximum overall compensation allocated to all members of the Board of Directors, including Directors with management powers or holding special offices. The Company's Shareholders' Meeting of April 29, 2022 resolved to award a maximum overall compensation assignable to all members of the Board of Directors of €2,500,000.00. The Company's Shareholders' Meeting convened for April 30, 2024 will be called to resolve, among other things, on the maximum compensation that can be awarded to all members of the Board of Directors for the current portion of the year and for the portion of 2024 until the approval of the Company's financial statements at December 31, 2024.

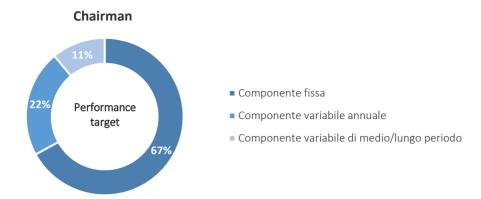
At the Report Date, the remuneration of the Company's directors is structured as follows:

- a) a fixed annual base compensation for each director in consideration of their office of €20,000.00;
- b) an additional fixed annual compensation for the Committee Chairman of €30,000.00 and an additional fixed annual compensation for the Committee members of €15,000.00;
- an additional fixed annual compensation for the Chairman of the Board of Directors of €600,000.00, c) including €100,000.00 for the office of Chairman and €500,000.00 for the powers delegated by the Board;
- an additional fixed annual compensation for the Chief Executive Officer of €700,000.00; d)
- a variable annual compensation governed by the Management Incentive Program (see below) for the Chief e) Executive Officer and the Chairman of €450,000.00 and €200,000.00, respectively;
- a variable long-term compensation for the Chief Executive Officer and the Chairman, governed by the f) medium- to long-term incentive plan (see below);
- non-monetary benefits (see below) for the Chief Executive Officer and the Chairman of the Board of g) Directors.

With specific regard to the Chairman of the Board of Directors, it is noted that, in the event of achieving the targets set at the target level:

- the annual variable compensation amounts to 32% of the fixed compensation, and, in any case, cannot exceed 48% of the fixed compensation;
- the long-term "annualised" variable compensation amounts to 17% of the fixed compensation, and, in any case, cannot exceed 20% of the fixed compensation.
  - Therefore, with regard to the so-called annual total compensation (i.e., annualising the variable long-term

compensation), the following proportion (i.e., weight) of the fixed and variable components will be at a target level:



With specific regard to the **Chief Executive Officer**, it is noted that, in the event of achieving the targets set at the target level:

- the variable annual compensation amounts to 51% of the fixed compensation, and, in any case, cannot exceed 68% of the fixed compensation;
- the variable long-term "annualised" compensation amounts to 12% of the fixed compensation, and, in any case, cannot exceed 14% of the fixed compensation.

Therefore, with regard to the so-called annual total compensation (i.e., annualising the variable long-term compensation), the following proportion (i.e., weight) of the fixed and variable components will be at a target level<sup>1</sup>:



<sup>&</sup>lt;sup>1</sup> The percentages also consider compensation other than compensation received as a Director of Datalogic S.p.A.

Without prejudice to the powers of the Shareholders' Meeting, which determines the compensation due to directors and members of the Board of Statutory Auditors, the Board of Directors, following the Shareholders' Meeting convened to approve the 2023 Financial Report, will be called, after obtaining the opinion of the Board of Statutory Auditors and upon the proposal of the Committee, to determine the compensation of directors holding special offices pursuant to Article 2389, paragraph 3, of the Italian Civil Code.

#### VIII. REMUNERATION OF THE BOARD OF STATUTORY AUDITORS

The remuneration of the Board of Statutory Auditors is determined by the Shareholders' Meeting at the time of appointment.

The remuneration of the Company's Board of Statutory Auditors is commensurate with the commitment required, the importance of the role held and the size and sector characteristics of the Company. On April 29, 2022, the Company's Shareholders' Meeting resolved to award the following compensation to the members of the Board of Statutory Auditors:

		Compensation		
DOADD OF STATISTORY ASSISTANCE	CHAIR	€25,000		
BOARD OF STATUTORY AUDITORS	STATUTORY AUDITORS	€20,000		

The Board of Statutory Auditors will remain in office until the date of the approval by the Shareholders' Meeting of the financial statements for the year ending December 31, 2024.

#### IX. REMUNERATION OF KEY MANAGEMENT PERSONNEL

The remuneration of Key management personnel is structured as follows:

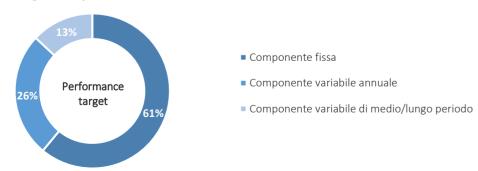
- a) a fixed pay as manager/executive of the Datalogic Group;
- b) an additional annual fixed emolument, if any, for the office and/or proxy and possible Termination Pay if the Key management personnel also serves as a director in Datalogic Group companies;
- c) a variable annual compensation governed by the Management Incentive Program (see below);
- d) a variable long-term compensation governed by the medium- to long-term incentive plan (see below);
- e) non-monetary benefits (see below).

It should be noted that in the event of achieving the targets set at the target level, compared to the fixed pay:

- the variable annual compensation averages approximately 43% and, in any case, cannot be approximately 57% higher than the same fixed compensation;
- the variable long-term "annualised" compensation averages approximately 22% and, in any case, cannot be approximately 27% higher than the same fixed compensation.

Therefore, with regard to the so-called annual total compensation (i.e., annualising the variable long-term compensation only), the following proportion on average (i.e., weight) of the fixed and variable components will





be at a target level:

#### X. REMUNERATION OF EXECUTIVES

Aligned with the best market practices adopted by listed companies both nationally and internationally, the Company views share-based compensation plans as effective incentives and retention tools. These plans incentivise employees to sustain high performance levels and contribute to the creation of shareholder value over the medium to long term.

#### XI. ANNUAL INCENTIVE PLANS (MANAGEMENT INCENTIVE PLAN AND SALES INCENTIVE PLAN)

For 2024, the Board of Directors confirmed the adoption of an annual incentive scheme tailored specifically for sales and/or sales support personnel, known as the "Sales Incentive Plan 2024" ("2024 SIP Plan" or "2024 SIP"). This plan, structured based on job descriptions and levels, entails a percentage ranging from 100% to 55% based on sales performance and up to 45% based on the achievement of individual targets.

For non-sales personnel, the Board of Directors - upon the proposal of the Committee and having heard the opinion of the Board of Statutory Auditors - confirmed the adoption of an annual incentive scheme for Datalogic Group Management known as the "2024 Management Incentive Plan" ("2024 MIP Plan" or "2024 MIP"). This plan ensures uniformity and equitable treatment across the various company sectors.

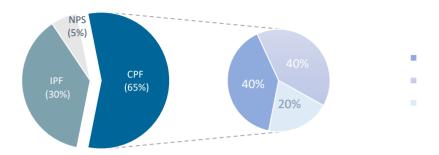
The 2024 MIP Plan is based on the achievement of corporate performance targets (referred to as corporate performance factors, CPF) - i.e. corporate targets), which are measurable based on the Group's results, as well as on the achievement of individual performance targets (individual performance factors, IPF) - i.e. individual targets), measurable and closely tied to the primary targets and ongoing projects of the respective department/sector. Lastly, the plan includes a measurement of customer satisfaction on a regional or global scale, tailored to the role covered (referred to as Net Promoter Score, NPS).

The weight of corporate performance targets (CPFs) versus individual performance goals (IPFs) varies depending on the hierarchical level of the participant in the MIP 2024 plan. Executive levels (including the CEO) and top management are assigned corporate performance targets (CPF 65% and NPS 5%) which carry significant weight over individual targets (IPF 30%). Other participants in the 2024 MIP plan are assigned corporate performance targets (CPF 45% and NPS 5%) and individual targets (IPF) with a 50% weight.

Corporate performance targets are measured on income and financial parameters such as adjusted sales (40%), adjusted EBITDA % (40%), and Trade Working Capital before factoring (remaining 20%):

Adjusted sales
Adjusted EBITDA %
TWC % before factoring

#### **Business Performance Indicators**



CPF, IPF, and NPS weights are for the 2024 MIP plan for Executives (including CEO) and Top Management

- if the minimum level (entry point) defined for any of the corporate targets is not met, no incentive will be awarded for the proportion of that target's contribution to the total 2024 MIP incentive payable at a target level;
- if the "target" level set for each of the corporate targets is achieved,
   100% of the incentive will be awarded for the share of the proportion of that target's contribution to the total 2024 MIP incentive payable at a target level;



- if the "target" level set for each of the corporate targets is exceeded, an increased incentive up to a maximum of 150% (versus 100% of the incentive itself) will be awarded for the share of the proportion of that target's contribution to the total 2024 MIP incentive payable at a target level.

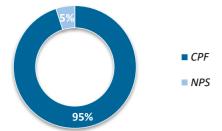
The performance of targets related to customer satisfaction, whose weight on the total bonus payable is 5%, is measured through the Net Promoter Score (NPS) indicator. An entry point and target related to the achievement of customer satisfaction targets (100% payout) are set.

Individual performance targets are based on the SMART method, ensuring they are **S**pecific, **M**easurable, **A**chievable, **R**ealistic and **T**ime-based. A maximum threshold (cap) related to the achievement of individual targets is set (100% cap).

The operation of the 2024 MIP is detailed in the respective Regulation.

The disbursement of the 2024 MIP incentive will occur subsequent to the approval of Datalogic's 2024 financial statements.

The recipients of the 2024 MIP Plan include, among others, as previously mentioned, the Chairman of the Board of Directors, the Chief Executive Officer, and Key management personnel of the Datalogic Group. For the Chairman of the Board of Directors, considering the nature of the delegated powers assigned, this Plan is based solely on the achievement of corporate performance targets (known as Company Performance Factors CPF and customer satisfaction target NPS) described above:



For the Chief Executive Officer, aside from the Company Performance Factors (CPF) constituting 65% of the total bonus payable at a target level, and the Net Promoter Score contributing 5% to the total bonus payable at a target level, there are also 3 individual targets aligned with the Company's strategy, accounting for 30% of the total bonus payable at a target level.



Individual targets refer to the achievement of the *Gross Operating Margin GOM result* (45% weight), the *revenue result of a specific strategic Product Group* (40% weight), and, in the ESG area, the definition, formalisation and approval by the Board of Directors of the Corporate Sustainability Plan and related long-term targets (15% weight).

If the minimum level (entry point) defined for any of these targets is not met, no incentive will be awarded for the proportion of that target's contribution to the total incentive payable at a target level. A maximum threshold (cap) related to the achievement of these individual targets is also set (100% cap).

#### XII. MEDIUM- TO LONG-TERM INCENTIVE PLANS BASED ON FINANCIAL INSTRUMENTS

With regard to the three-year period 2022-2024, the Shareholders' Meeting of April 29, 2022, upon the proposal of the Board of Directors formulated through the Committee and with the favourable opinion of the Board of Statutory Auditors - approved a new medium-to-long-term share-based incentive system ("2022-2024 Performance Shares Plan"). The Plan is deemed "of particular significance" as per Article 114-bis, third paragraph, of the TUF and Article 84-bis, second paragraph, of the Issuer Regulation, given its focus on executive directors and Key management personnel of the Company, among others.

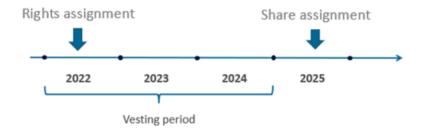
Aligned with the best market practices adopted by listed companies both nationally and internationally, the Company views share-based compensation plans as effective incentives and retention tools. These plans incentivise Management and employees, while contributing to the creation of shareholder value in the medium to long term.

The adoption of share-based compensation plans aligns with the recommendations of the Corporate Governance Code. Article 5 acknowledges such plans as suitable tools for aligning the interests of executive directors and Key management personnel of listed companies with those of the shareholders. This alignment enables them to prioritise value creation in the medium to long term.

Hence, the primary objective of the Plan is to enhance the Company's ability to attract and retain key resources

crucial for accomplishing the Group's strategic targets across its markets of operation.

The purpose of the Plan is to grant free rights (the "**Rights**") that allow, if certain performance targets are achieved, to receive one (1) share of the Company for each Right granted at no cost. In 2022, the Human Resources Department, in execution of the Plan, managed the granting of Rights to the beneficiaries (executive directors, Key management personnel, and employees in key positions). At the end of a three-year "vesting period" in 2025 (i.e., after the approval of Datalogic's financial statements for the year ending December 31, 2024), shares will be granted under the terms and conditions set forth in the regulation, subsequent to the assessment of the achievement of performance targets.



Each beneficiary is granted one (1) free share in the Company for each Right assigned, subject to the achievement of performance targets. The performance targets covered by the Plan are represented by: (i) "Compound Annual Growth Rate (CAGR) of Adjusted Revenue 2022 - 2024", with a weighted contribution of 35%, (ii) "Adjusted EBITDA Margin 2024", with a weighted contribution of 35%; (iii) the "Proportion of Adjusted Net Trade Working Capital before factoring on Adjusted Revenue", with a weighted contribution of 25%; and (iv) and the percentage of female employees in management and clerical roles ("White Collars") in the Group at December 31, 2024; as defined in the disclosure document published in the corporate governance section of Datalogic's website.

Following measurement of the Performance Targets, the number of Shares to be granted to each beneficiary may be adjusted according to the Total Shareholder Return (TSR), which will serve as a multiplier or demultiplier of the number of Shares subject to Granting by a percentage ±10% contingent upon the performance of Datalogic's TSR compared to the following two reference groups: companies listed in the "FTSE Italia Star" index, and Peers Panel.

The shares granted to each beneficiary in the event of the achievement of performance targets, under the terms and conditions set forth in the regulations of the 2022 - 2024 Performance Shares Plan, will be determined as follows:

- (1) Entry Point: represents the minimum level of achievement of each of the performance targets below which no share will be granted. Upon reaching the Entry Point level, 40% of the shares granted will be assigned.
- (2) Target: represents the Target level of each of the performance targets, upon achievement of which 100% of the shares granted will be assigned.
- (3) Max: represents the maximum level of achievement of each of the performance targets upon achievement of which 110% of the shares granted will be assigned. Achievement levels above this level will not lead to additional assignments.

The stated performance targets represent independent targets. If the Entry Point threshold is not exceeded for one condition, the Rights granted may still accrue in relation to the level of achievement of the other target(s).

Assessment of the achievement of performance targets will be made by the Company's Board of Directors following the approval of the 2024 financial statements.

In order to grants Rights, the beneficiaries were categorised into the following 3 groups, each corresponding to a minimum and maximum number of Rights to be granted per beneficiary:

- Executive Chairman, Chief Executive Officer, and Key management personnel;
- Other Executives and Key Managers; (ii)
- (iii) Managers in critical roles.

The Company holds no obligation to uphold, for a specified duration, the shares granted to the beneficiaries of the 2022 - 2024 Performance Shares Plan, as it believes that value creation over the medium to long term horizon can be ensured even without such a restriction.

The Plan includes claw-back clauses. Specifically, in instances where, within the 3-year period from the Grant Date, it is determined that the Performance Targets were set by the Board of Directors based on data proven to be manifestly misstated, or it is established that the Beneficiary engaged in (i) fraudulent or grossly negligent conduct detrimental to the Company, (ii) breach of loyalty obligations, or (iii) actions resulting in significant financial or asset loss to the Company, the Board of Directors reserves the right to:

- reclaim the Shares, deducting a number of Shares equivalent to the tax, social security, and welfare charges linked to the Granting of the Shares; and
- (ii) if the Shares have already been sold, the reclaim of the sale proceeds, after deduction of the amount corresponding to tax, social security, and welfare charges at the Granting of the Shares, possibly offset against the Beneficiary's wages and/or termination pay.

For further details on the "2022 - 2024 Performance Shares Plan" and the effects of the Beneficiary's termination of employment on the Rights granted under the Plan, see the disclosure document prepared pursuant to Article 114-bis of the TUF and Article 84-bis of the Issuer Regulation available on the Company website, as well as the explanatory report published on the Company website, corporate governance section relating to the 2022 Shareholders' Meeting.

#### XIII. **NON-MONETARY BENEFITS**

The Company, following a Total Reward approach and based on company policies and individual agreements, provides access to non-monetary benefits, primarily including supplementary health insurance policies and life insurance policies. These benefits are in addition to those provided by national collective bargaining agreements and supplementary company agreements applicable to employees with managerial qualifications (or equivalent qualifications in countries outside Italy). They are aligned with the practices of the relevant labour market and the legal requirements applicable to the employment relationship. These benefits include, but are not limited to, supplementary healthcare, advanced professional and/or managerial training programs, car allowance for mixed use or an annual contribution for mixed use of the car, and potential house renting services.

Also included is a D&O (Directors & Officers) Liability insurance policy, which covers third-party liability for Directors, the Board of Statutory Auditors, and Key management personnel in the performance of their duties.

#### XIV. OTHER FORMS OF DISCRETIONARY, OCCASIONAL, AND NON-RECURRING REMUNERATION

Occasionally, within the context of the pay policy and with the aim of attracting key figures from the market, motivating and retaining top talent, or due to the completion of special projects of particular importance to the Company or the Group, significant project commitments, or other exceptional situations, the Company may award executive directors, Key management personnel, or employees in key positions various sums of money. These may include one-time entry bonuses or long-term retention bonuses, in line with common market practices. These extraordinary components of remuneration, if awarded to executive directors, shall be subject to approval by the Board of Directors, upon the proposal of the Committee, which also serves as the Related-Parties Committee if required by applicable regulations, and after hearing the Board of Statutory Auditors. For Key management personnel, the disbursement will be at the sole discretion of the Chief Executive Officer.

#### XV. COMPENSATION UPON TERMINATION OF OFFICE OR EMPLOYMENT AND NON-COMPETE AGREEMENTS

Regarding the policy on treatments provided in the event of termination of office or employment (including Directors and Key management personnel), it should be noted that the Datalogic Group generally does not enter into agreements that pre-regulate the financial aspects related to any early termination initiated by either Datalogic or the individual.

Aside of the above, with specific regard to the Chief Executive Officer, it should be noted that removal from the office of Chief Executive Officer without just cause, occurring before the natural expiration of the term, will entitle the Chief Executive Officer, as provided in the agreement signed for the duration of the term (i.e., until the approval of the 2024 financial statements), to a non-reducible indemnity equal to 3 years of compensation for the office of Chief Executive Officer, except for greater damages. Additionally, in relation to the executive employment relationship, the Chief Executive Officer will be entitled to an indemnity for lack of notice and the so-called additional indemnity in the maximum amount provided for by the National Collective Labour Agreement for managers of industrial companies. Additionally, a Termination Pay equal to 10% of the total amounts paid for each of the offices is provided to the Chief Executive Officer. Under the terms of the above agreement, the Chief Executive Officer is also subject to a non-compete agreement for a term of 18 months from the date of termination of his term as a director of the company, with consideration equal to 50% of the Chief Executive Officer's compensation for the term of the agreement.

As of July 1, 2023, one Key management personnel terminated his employment relationship with each Datalogic Group Company. Therefore, the agreements in force with said Manager concerning financial (and nonfinancial) aspects resulting from the termination of the employee's employment, as shown in previous reports, were upheld.

Regarding a Key management personnel, it is confirmed that there are no indemnities in force in the event of termination of office or early termination of the open-ended employment relationship with Datalogic, beyond what is provided for in the relevant national agreements. Additionally, there are no non-compete agreements entered into.

If the employment relationship is terminated before the variable annual incentive payout (if any) (MIP), the incentive will not be paid, as stipulated in the plan regulation.

With regard to the medium-long term incentive plan (Performance Shares Plan), in the event of termination prior to the grant date or before the delivery of the shares following the vesting period, the beneficiary will permanently and fully lose the rights assigned, and the grant will be immediately cancelled and rendered ineffective. However, in the event of death or permanent disability, the right to receive a pro-rata amount of the number of shares due will be retained, based on the unquestionable assessment of the competent bodies regarding the achievement of the Performance Targets.

#### XVI. **FURTHER CLARIFICATIONS**

For information regarding insurance coverage, i.e., social security or pension coverage if any in place, other than mandatory coverage, see par. XIII of this Report.

Mention should also be made that (i) no independent experts were consulted in the preparation of the Policy and (ii) the Policy was formulated using data from other comparable companies in the Euronext STAR segment of the Stock Exchange, where Datalogic is listed.

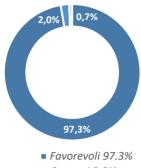
#### **SECTION II**

- Part Two -

# **RESULTS OF VOTING BY THE SHAHREHOLDERS' MEETING**

The Shareholders' Meeting of April 27, 2023 voted in favour of Section II of the Report on the Remuneration Policy and on Compensation Paid published in 2023. The chart below shows the advisory vote results.

Feedback from the Shareholders' Meeting was considered to identify potential areas for improvement in the 2024 Remuneration Policy.



- Contrari 2.0%
- Astenuti 0.7%
- Non votanti 0.0%

# ANNUAL CHANGE IN TOTAL COMPENSATION PAID AND CORPORATE PERFORMANCE

OFFICE	NAME	Δ 2023-2022	Δ 2022-2021	Δ 2021-2020	Δ 2020-2019
CHAIRMAN	Romano Volta	-2.5%	-13.0%	28.9%	1.6%
CEO	Valentina Volta	-3.0%	-4.9%	62.3%	-16.8%
EXECUTIVE DIRECTOR <sup>1</sup>	Pietro Todescato	Not comparable	-21.2%	23.1%	-2.9%
KMP		N/A	N/A	N/A	N/A
DIRECTORS		0.0%	0.0%	0.0%	0.0%
AVERAGE HEADCOUNT ITALY <sup>2</sup>		3.3%	3.5%	8.2%	1.1%
CORPORATE PERFORMANCE <sup>3</sup>		-34.8%	-5.8%	47.0%	-36.7%

<sup>&</sup>lt;sup>1</sup>Pietro Todescato is considered an executive director <u>until June 30, 2023</u> due to the termination of his employment relationship. The change in compensation does not accurately reflect the actual figure.

# PROPORTION BETWEEN FIXED AND VARIABLE COMPENSATION RECEIVED

OFFICE	NAME	fixed % / variable %
CHAIRMAN	Romano Volta	89%/11%
CEO	Valentina Volta	84%/16%
EXECUTIVE DIRECTOR <sup>4</sup>	Pietro Todescato	100%/0%

<sup>&</sup>lt;sup>4</sup> See previous note.

<sup>&</sup>lt;sup>2</sup> Average fixed and variable compensation at a target level of the Group's full-time employees in Italy who worked for the entire year, excluding employees who also serve as directors of the Company or KMP.

<sup>&</sup>lt;sup>3</sup> Growth of Adjusted EBITDA: *Earnings Before Interest, Taxes, Depreciation and Amortisation*, this indicator is defined as Profit/Loss for the period before depreciation and amortisation of tangible and intangible assets, nonrecurring costs/revenue, financial income and expense, and income tax *calculated before non-recurring costs*.

КМР	71%/29%
DIRECTORS	100%/0%

See Section I of this Report and the attached tables for an adequate presentation of each of the components that make up the remuneration of the Directors and Key management personnel of the Company and the Group. This section also provides an overview of the proportion between fixed and variable compensation.



КРІ	KPI and performance level MIP 2023: Chief Executive Officer and KMP										
Performance			Ac	hievement le	vel						
Туре	KPI MIP 2023		Minimum	Target	Maximum						
Corporate -	Adjusted sales	<b>♦</b>									
Income Financial 65%	Adjusted EBITDA %	<b>♦</b>									
65%	TWC % before factoring				•						
Customer Satisfaction 5%	Net Promoter Score			•							
Individual 30%	Individual targets		•								



#### - Part Two -

With regard to the year ended December 31, 2023, Annex 15 and Annex 26 to this Report give detailed information of the compensation (for any reason and in any form) paid by the Company (and its subsidiaries and affiliates) to the following individuals: (i) Members of the Company's Board of Directors; (ii) Members of the Company's Board of Statutory Auditors; and (iii) Key management personnel of the Company and the Group.

Annex 37 to this Report, on the other hand, contains information on the equity interests held by members of the governing and supervisory bodies, as well as by Key management personnel in the Company and its subsidiaries.

In light of the above, the Shareholders are requested to pass the following resolutions:

#### **FIRST VOTE**

"The Ordinary Shareholders' Meeting of Datalogic S.p.A.

#### resolves

to approve section one of the Report on the Company's Remuneration Policy and on Compensation Paid, prepared pursuant to Article 123-ter paragraph 3 of Legislative Decree No. 58 of February 24, 1998".

<sup>&</sup>lt;sup>5</sup> Table with detailed information on compensation paid to members of the governing and supervisory bodies, as well as to other Key management personnel, prepared on the basis of the format of Annex 3A - Schedule No. 7-bis of the Issuer Regulation.

<sup>&</sup>lt;sup>6</sup> Table with detailed information on monetary incentive plans for members of the governing body, as well as for other Key management personnel, prepared on the basis of the format of Annex 3A - Schedule No. 7-bis of the Issuer Regulation.

<sup>&</sup>lt;sup>7</sup> Table with detailed information on the equity interests held by members of the governing and supervisory bodies, as well as Key management personnel in the Company and its subsidiaries, prepared on the basis of the format of Annex 3A - Schedule No. 7-ter of the Issuer Regulation.

#### **SECOND VOTE**

"The Ordinary Shareholders' Meeting of Datalogic S.p.A.

#### resolves

to express a favourable opinion on section two of the Report on the Company's Remuneration Policy and on Compensation Paid, prepared pursuant to Article 123-ter paragraph 4 of Legislative Decree No. 58 of February 24, 1998".

\*\*\*

Calderara di Reno (BO), April 4, 2024

For the Board of Directors Chairman Romano Volta

\*\*\*

Annex 1: Table with detailed information on compensation paid to members of the governing and supervisory bodies and other Key management personnel, prepared in accordance with Table 1, of Schedule *7-bis* of Annex 3A of the Issuer Regulation.

Annex 2: Table with detailed information on monetary incentive plans for members of the governing body and other Key management personnel, prepared in accordance with Table 3B, of Schedule 7-bis of Annex 3A of the Issuer Regulation.

Annex 3: Table with information on the equity interests of members of the governing and supervisory bodies, as well as other Key management personnel, prepared in accordance with Schedule *7-ter* of Annex 3A of the Issuer Regulation.

TABLE 1: Compensation paid to the Board of Directors

(A)	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compens Bonuses and other incentives		Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Romano Volta	Chairman Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	600.000		67.000		7.237		674.237	103.069	
	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000						20.000		
(I) Compensation	in the reporting company			620.000		67.000		7.237		694.237	103.069	
(II) Compensation	from subsidiaries and affili	iates								_		
(III) Total (*)				620.000		67.000		7.237		694.237	103.069	
	subject to reversibility											
(A)	(B)	(C)	(D)	(1)	(2)	(3)	)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compens Bonuses and other incentives		Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Filippo Maria Volta	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000		incentives				20.000		
(I) Compensation	in the reporting company			20.000						20.000		
(II) Compensation	from subsidiaries and affili	iates										
(III) Total				20.000						20.000		
(A)	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compens Bonuses and other incentives	n-equity	Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Vera Negri Zamagni	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000		c				20.000		•
	"Sole" Committee (member)	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements		15.000					15.000		
	in the reporting company from subsidiaries and affili	iates		20.000	15.000					35.000		
(III) Total				20.000	15.000					35.000		

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compens Bonuses and other incentives	 Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Valentina Volta	Chief Executive Officer Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	700.000		158.527	8.225		866.752	103.069	
	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000					20.000		
	Chairman and CEO Datalogic Ip Tech S.r.l.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	30.000					30.000		
	Manager Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Not applicable	125.680			2.295		127.975		
(I) Compensation	in the reporting company			845.680		158.527	10.520		1.014.727	103.069	
(II) Compensation	n from subsidiaries and affili	iates		30.000					30.000		
(III) Total				875.680		158.527	10.520		1.044.727	103.069	

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compens Bonuses and other incentives	 Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Pietro Todescato	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000					20.000		
	Managing director of subsidiary	from 01/01/2023 to 30/06/2023	Approval of 2023 Financial Statements	15.000					15.000		
	Manager of subsidiary - USA	from 01/01/2023 to 30/06/2023	Not applicable	209.150		0	65.178		274.328	0	179.271
(I) Compensation	in the reporting company			20.000					20.000	0	
(II) Compensation	from subsidiaries and affil	iates		224.150		0	65.178		289.328		179.271
(III) Total				244.150		0	65.178		309.328	0	179.271

(A)	(B)	(C)	(D)	(1)	(2)	(3)	)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compen Bonuses and other incentives		Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Chiara	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000						20.000		
Giovannucci Orlandi	"Sole" Committee (member)	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements		15.000					15.000		
(I) Compensation i	n the reporting company			20.000	15.000					35.000		
(II) Compensation	from subsidiaries and affili	ates										
(III) Total				20.000	15.000					35.000		
(A)	(B)	(C)	(D)	(1)	(2)	(3	)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compen Bonuses and other incentives		Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Angelo Manaresi	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000						20.000		
	"Sole" Committee (Chairman)	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements		30.000					30.000		
(I) Compensation i	n the reporting company			20.000	30.000					50.000		
(II) Compensation	from subsidiaries and affili	ates										
(III) Total				20.000	30.000					50.000		
(A)	(B)	(C)	(D)	(1)	(2)	(3	)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees	Variable no compen Bonuses and other incentives	n-equity	Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Maria Grazia Filippini	Director Datalogic S.p.A.	from 01/01/2023 to 31/12/2023	Approval of 2023 Financial Statements	20.000						20.000		
• •	n the reporting company from subsidiaries and affili	ates		20.000						20.000		
(III) Total				20.000						20.000		

TABLE 1: Compensation paid to the Board of Statutory Auditors

(A)	(B)	(C)	(D)	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compen sation	Compensation for attendance in committees	Variable non-equity compensation  Bonuses and other incentives	Non- monetary benefits	Other compens ation	Total	Fair value of equity components	Termination of office or termination of employment
				(*)		profit sharing					indemnity
Diana Rizzo	Chair of the Board of Statutory Auditors	from 01/01/2023 to 12/31/2023	Approval of 2025 Financial Statements	26,000					26,000		
Roberto	Standing Auditor	from 01/01/2023	Approval of 2025								
Santagostino	Datalogic S.p.A.	to 12/31/2023	Financial	20,800					20,800		
		,,	Statements								
Elena Lancellotti	Standing Auditor Datalogic S.p.A.	from 01/01/2023 to 12/31/2023	Approval of 2025 Financial Statements	20,800					20,800		
(I) Compensation in t	the reporting company		Statements	67,600					67,600		
.,	, , , , , , , , , , , , , , , , , , , ,		,					,			
(II) Compensation fro	(II) Compensation from subsidiaries and affiliates										
(III) Total				67,600					67,600		

TABLE 1: Compensation paid to Key management personnel

SUMMARY TOTALS:

includes Welfare:

(A)	(B)	(C)	(D)	(1)	(2)		(3)	(4)	(5)	(6)	(7)	(8)
Name and surname	Office	Term of office	Expiration of office	Fixed compensation	Compensation for attendance in committees		e non-equity pensation Profit sharing	Non- monetary benefits	Other compensation	Total	Fair value of equity components	Termination of office or termination of employment indemnity
Key management personnel	Manager of Datalogic S.p.A.	from 01/01/2023 to 12/31/2023		354.016		151.000		7.250		512.267	77.302	
(I) Compensation in the	e reporting company			354.016		151.000		7.250		512.267	77.302	
(II) Compensation from	(II) Compensation from subsidiaries and affiliates											
(III) Total				354.016		151.000		7.250		512.267	77.302	

TABLE 3A: Equity-based incentive plans, other than stock options, for members of the governing body, general managers and other Key management personnel

			Financial ins assigned years non during th	in prior -vested	Financial instruments assigned during the year		Financial instruments vested during the year and non-granted	Financial instruments vested during the year and grantable		Financial instruments for the year			
A	В	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
Name and surname	Office	Plan	Number and type of financial instruments	Vesting period	Number and type of financial instruments	Fair value at the allocation date	Vesting period	Allocation date	Market price at allocation	Number and type financial instruments	Number and type financial instruments	Value at vesting date	Fair value
Romano Volta	Chairman Datalogic S.p.A.	PSP 2022- 2024			40.000	283.440 €	3 years	01/08/2022	7,49€				103.069€
Valentina Volta	Chief Executive Officer Datalogic S.p.A.	PSP 2022- 2024			40.000	283.440 €	3 years	01/08/2022	7,49 €				103.069€
Key management personnel	Manager of Datalogic S.p.A.	PSP 2022- 2024			30.000	212.580€	3 years	01/08/2022	7,49€				77.302 €
(I) Compensation in the r	eporting company				110.000	779.460 €				-	0	-	283.440 €
(II) Compensation from subsidiaries and affiliates													
(III) Total						779.460 €						€	283.440 €

TABLE 3B: Monetary incentive plans for members of the governing body and Key management personnel

А В		(1)		(2)			(4)		
		Plan	В	В					
Name and surname	Office		(A)	(B)	(C)	(A)	(B)	(C)	Other bonuses
warre and surname			Payable/Paid	Deferred	Deferment period	No longer payable	Payable/Paid	Still Deferred	Other bolluses
Romano Volta	Chairman Datalogic S.p.A.	MIP 2023	67.000						
Valentina Volta	Chief Executive Officer Datalogic S.p.A.	MIP 2023	158.527						
Key management personnel	Manager of Datalogic S.p.A.	MIP 2023	151.000						
(I) Compensation in the reporting company			376.527						
(II) Compensation from subsidiaries and affiliates			0						
(III) Total	376.527								

### SCHEDULE 7-TER - ANNEX 3A CONSOB ISSUER REGULATION

# DATALOGIC SHARES HELD BY MEMBERS OF THE GOVERNING AND SUPERVISORY BODIES

TABLE 1: Equity interests of members of governing and supervisory bodies and of general managers

Name and surname	Office	Investee	Number of shares held at the end of the prior		Number of shares sold	Number of shares held at the end of the
			year			current year
Romano Volta	Executive chairman	Datalogic S.p.A.	20,890	-	-	20,890
Valentina Volta	Chief Executive Officer	Datalogic S.p.A.	20,890	-	-	20,890

TABLE 2: Equity interests of other Key management personnel

Number of Key management personnel	Investee	Number of shares held at the end of the prior year	Number of shares purchased	Number of shares sold	Number of shares held at the end of the current year
11	Datalogic S.p.A.	12,337	-	-	12,337

<sup>&</sup>lt;sup>1</sup>Key management personnel with an employee relationship terminated on 30/06/2023.