

*Genenta Science S.p.A.*

*Registered office: Milan, via Dell'Annunciata n. 31*

*Subscribed and paid-up share capital of Euro 909,102*

*Tax code and registration number with the Milan Monza - Brianza Lodi Companies' Register: 08738490963*

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF JUNE 29-30, 2026

### INFORMATION FOR ATTENDANCE

Please note that the **Ordinary and Extraordinary Shareholders' Meeting of Genenta Science S.p.A.** has been convened, in accordance with Article 9.5 of the Bylaws, exclusively by teleconference, on June 29, 2026 at 5:00 p.m., on first call, and, if necessary, on June 30, 2026, at 5:30 p.m. and with the same manner, on second call, to resolve on the following

### AGENDA

#### Ordinary session

1. Approval of the financial statements for the fiscal year ended December 31, 2025; inherent and consequent resolutions.
2. Appointment of the Board of Directors; inherent and consequent resolutions.
  - 2.1 Determination of the number of Board Members;
  - 2.2 Determination of term of office;
  - 2.3 Appointment of the Board members;
  - 2.4 Appointment of the Chairman of the Board of Directors;
  - 2.5 Determination of the related compensation.
3. Authorization to purchase and dispose of treasury shares pursuant to Articles 2357 and 2357-ter of the Italian Civil Code; inherent and consequent resolutions.

#### Extraordinary session

1. Amendment to Article 1 of the Company's by-laws to change the corporate name from Genenta Science S.p.A. to Saentra Forge S.p.A.; inherent and consequent resolutions.
2. Grant to the Board of Directors of a delegation pursuant to Article 2443 and Article 2420-ter of the Italian Civil Code to increase the share capital against payment and/or to issue convertible bonds, in one or more tranches and on a divisible basis, up to a maximum amount of Euro 300,000,000, including any share premium, through the issuance of up to no. 120,000,000 new ordinary shares with no par value and with regular dividend entitlement, also with exclusion of pre-emptive rights or on a gratuitous basis, also pursuant to Article 2441, paragraphs 4 and/or 5 and/or 8, of the Italian Civil Code, for a period of five years from the date of the resolution; consequent amendment to Article 6 of the Company's by-laws;

inherent and consequent resolutions.

3. Reverse stock split; consequent amendment to Article 6 of the Company's by-laws; inherent and consequent resolutions.

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## **I. Entitlement to Participate in the Shareholders' Meeting and Exercise of Voting Rights**

The Shareholders' Meeting may be attended by those Shareholders whose entitlement to attend the Meeting and exercise their voting rights is attested by a communication made by the intermediary to the Company, in accordance with its accounting records at the end of the seventh market day prior to the date set for the Meeting on first call, i.e. **June 18, 2026** (the **Record Date**), in favour of the person entitled to vote, in accordance with the provisions of Article 9.2 of the Bylaws.

Holders of *American Depositary Shares (ADS)*, each representing one common share of the Company, who are registered in the appropriate register maintained by The Bank of New York Mellon (the **Depositary**) as of the *record date* of **May 26, 2026** (the "**Record Date ADS**") may provide instructions to the Depositary on the exercise of voting rights with respect to the common shares underlying the ADSs they hold, subject to the terms and conditions set forth in the *Deposit Agreement* entered into on 17 December 2021 between the Company and the Depositary.

The ordinary shares deriving from the conversion (so-called *surrender*) of *American Depositary Shares* pursuant to Section 2.5 of the *Deposit Agreement* entered into on 17 December 2021 between the Company and the Depositary, where such conversion takes place after the Record Date ADS, do not grant enhanced voting rights in relation to the next shareholders' meeting, unless, by the Record Date ADS, the holder has already: (i) completed the registration in the Special Register in accordance with the procedures set forth in the Enhanced Voting Rights Regulation adopted by the Company; and (ii) allowed the Company, including through the parties appointed for its operational management, to verify the required continuous ownership and the absence of duplications in the exercise of voting rights.

## **II. Arrangements for Attendance to the Shareholders' Meeting**

Shareholders have the right to attend and exercise their voting rights at the Shareholders' Meeting, either in person by teleconference, or through a representative appointed pursuant to Article 2372 of the Italian Civil Code and Article 9.10 of the Bylaws, to whom a written proxy must be given.

Without prejudice to the rights of shareholders as provided by law, in order to facilitate attendance to the Shareholders' Meeting, Shareholders are requested to inform the Company in advance of their intention to attend by teleconference in person (or, if a legal entity, through a legal representative or other proxy) or to delegate a representative pursuant to Article 2372 of the Italian Civil Code and Article 9.10 of the Bylaws.

To this end, the persons who are holders of shares in the Company on the Record Date, or the representative appointed for this purpose, must notify the Company, by **June 24, 2026**, at the e-mail address [genentascience@legalmail.it](mailto:genentascience@legalmail.it), of their intention to attend the Shareholders' Meeting and send a copy of the

following documents: (i) in the case of natural persons, identity document of the shareholder and of the representative (if appointed), copy of the proxy received from the latter; (ii) in the case of legal entities, identity document of the legal representative or of the person with the necessary powers, documentation attesting the position and powers of representation (such as updated Chamber of Commerce extract, etc.), as well as, where applicable, any proxy signed by the person with the powers and identity document of the proxy holder; in any case, the e-mail address at which to receive the link to access the teleconference.

The Company will notify the Shareholders who have expressed their intention to attend the Meeting and the Depository who will be attending the Meeting on behalf of the ADS holders of the computer connection (link) of the teleconference to access the Meeting no later than **June 26, 2026**, by means of an email sent to the email addresses previously communicated.

### **III. Appointment of the Board of Directors**

The candidates for election to the Board of Directors and the Board of Statutory Auditors shall be elected on the basis of slates submitted by the Shareholders, in which the candidates shall be listed in the order in which they will be elected according to the vote required. The slates must be filed at the Company's registered office by **June 4, 2026**. Each candidate may only be included in one slate and will be automatically ineligible if included in more than one slate. Only Shareholders who, individually or together with other Shareholders participating in the presentation of the slate, represent **at least 6% of voting rights are entitled to submit slates** to the Shareholders' Meeting and such entitlement must be proven by presenting specific certification to this effect.

Please refer to Articles 10 and 11 of the Bylaws for detailed information.

### **IV. Documents Relating to the Shareholders' Meeting**

In addition to the notice of the Ordinary and Extraordinary Shareholders' Meeting and this information notice, the following documentation will be made available, where required, within the terms of the law, at the Company's registered office in Milan, via dell'Annunciata n. 31, as well as on the Company's website ([www.genenta.com](http://www.genenta.com)):

- the draft financial statements for the fiscal year ended December 31, 2025;
- the illustrative reports of the Board of Directors on the items on the agenda;
- the slates submitted by shareholders for the appointment of the Board of Directors, as well as any resolution proposals submitted by them to the Shareholders' Meeting.

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Milan, May 30, 2026

The Chairman of the Board of Directors

**Pierluigi Paracchi**