I V E C O • G R O U P

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Shareholders (the "**EGM**") of Iveco Group N.V. (the "**Company**") is convened at 10:30 a.m. CEST on Friday, 16 October 2026 at the offices of Freshfields LLP at Strawinskylaan 10, 1077 XZ in Amsterdam, the Netherlands. The language of the meeting shall be English.

Capitalized but undefined terms used in this notice, have the meaning ascribed thereto in the explanatory notes to the agenda of the EGM.

The Board unanimously recommends that you vote in favour of all the resolutions listed below and believes that the passing of these resolutions would be in the best interest of the Company, taking into account the interests of its stakeholders and its shareholders.

AGENDA

1. OPENING AND ANNOUNCEMENTS

2. EXPLANATION AND DISCUSSION OF THE PUBLIC OFFER

3. PUBLIC OFFER RESOLUTIONS

a. Amendment of the Articles of Association
   - (i) Conditional amendment of the Articles of Association of the Company after Settlement (*voting item*)
   - (ii) Conditional conversion and amendment of the Articles of Association of the Company after Delisting (*voting item*)

b. Post-Offer restructuring resolutions
   - (i) Approval of the Post-Offer Demerger (*voting item*)
   - (ii) Approval of the Post-Offer Share Sale (*voting item*)
   - (iii) Dissolution of the Company, appointment of liquidator and custodian (*voting item*)

c. Composition of the Board
   - (i) Conditional appointment of O.E. Persson as Executive Director, with the title 'Chief Executive Officer' (*voting item*)
   - (ii) Conditional appointment of N. Chandrasekaran as Non-Executive Director, with the title 'Chairperson' (*voting item*)
   - (iii) Conditional appointment of G. Butschek as Non-Executive Director, with the title 'Independent Director B' (*voting item*)
   - (iv) Conditional appointment of C. Nichols as Non-Executive Director, with the title 'Independent Director B' (*voting item*)
   - (v) Conditional appointment of P.B. Balaji as Non-Executive Director, with the title 'Non-Independent Director A' (*voting item*)
   - (vi) Conditional appointment of G. Wagh as Non-Executive Director, with the title 'Non-Independent Director A' (*voting item*)
   - (vii) Conditional grant of full and final discharge to resigning Board members (*voting item*)

d. Termination of the Company's loyalty voting structure
   - (i) Amendment and termination of the Company's loyalty voting structure (*voting item*)
   - (ii) Approval of the repurchase of Special Voting Shares (*voting item*)

e. Cancellation of Shares
   - (i) Cancellation of Special Voting Treasury Shares (*voting item*)
   - (ii) Cancellation of Common Treasury Shares (*voting item*)

4. CLOSE OF MEETING

EGM DOCUMENTATION

The EGM documentation:

- this convocation notice including instructions on registration, representation and voting at the EGM;
- the agenda of the EGM and the explanatory notes to the agenda;
- the Offer Document;
- the Position Statement (together with the Opinion of the Independent Board Members);
- the proposed amendment of the Articles of Association and an explanation thereto as per Settlement;
- the proposed amendment of the Articles of Association as per Delisting;
- the Post-Offer Demerger Proposal, the explanatory notes to the Post-Offer Demerger Proposal and the Company's last three annual reports (including adopted annual accounts and auditor's reports);
- the curricula vitae of the persons nominated for appointment to the Board;
- the proposed amendments to the Special Voting Shares terms and conditions,

and other information relevant for the EGM are posted on the Company's website and available, free of charge, at the Company's principal office and business address at Via Puglia 35, 10156 Turin (Italy) as of today.

RECORD DATE AND REGISTRATION DATE

Under Dutch law and the Articles of Association, the persons entitled to attend and vote at the EGM are those who:

- hold the corresponding rights and are registered in one of the registers designated thereto by the Board (each an "**EGM Register**") as of 18 September 2026, after reflecting all debit and credit entries as of that date (the "**Record Date**"); and
- request registration by 5:00 p.m. CEST on 9 October 2026 (the "**Registration Date**"), in the manner specified below.

For shareholders holding Common Shares in securities accounts with intermediaries participating in the Monte Titoli system (or pledgees or usufructuaries on the Common Shares so held) ("**MT Shareholders**"), the administration of the relevant intermediary qualifies as the relevant EGM Register. Those of such MT Shareholders who wish to exercise their rights at the EGM shall request their intermediary (i) to issue a statement confirming their shareholding at the Record Date and (ii) to submit this statement to the Company's Agent (Computershare S.p.A.: contact details below) no later than 5:00 p.m. CEST on the Registration Date. In case MT Shareholders intend to attend in person or grant a power of attorney to a proxy other than the Company's Agent, they shall state this intention to their intermediary.

For shareholders either holding Common Shares electing to receive Special Voting Shares upon completion of the required holding period or holding Special Voting Shares and Common Shares registered in the loyalty register of the Company (maintained on behalf of the Company in the records of the Company's Agent) (the "**Loyalty Register**" and such shareholders, "**Loyalty Shareholders**"), the Loyalty Register qualifies as the relevant EGM Register. Those of such Loyalty Shareholders who are registered in the Loyalty Register at the Record Date will receive from the Company's Agent a notice with the instructions to follow in order to exercise their rights at the EGM, either directly or by proxy, at their addresses as they appear from the records maintained by the Company's Agent.

VOTING AND ATTENDANCE

Persons holding shares entitled to attend and exercise voting rights in the EGM, duly recorded and registered according to the provisions under the Record Date and Registration Date section of this notice, may:

- cast their vote in advance of the EGM via the web procedure which will be available on the Company's website up until 5:00 p.m. CEST on the Registration Date; or
- grant the Company's Agent a proxy according to the ad-hoc proxy form available on the Company's website (such form, duly completed and signed, to be received by the Company's Agent by 5:00 p.m. CEST on the Registration Date, either in hard copy or electronically).

As an alternative, to the extent they have duly and timely stated their intention to attend in person or grant a power of attorney to a proxy other than the Company's Agent, as above, persons holding shares entitled to attend and exercise voting rights in the EGM, duly recorded and registered according to the provisions under the Record Date and Registration Date section of this notice, will receive either through their intermediaries (in case of MT Shareholders) or from the Company's Agent (in case of Loyalty Shareholders) an attendance card issued by the Company's Agent in their name (the "**Attendance Card**"). This will serve as admission certificate to the EGM. The Attendance Card contains a proxy form section, which allows these persons to authorize third parties of their choice to attend and vote the corresponding shares on their behalf at the EGM. In order to be admitted to the EGM, the Attendance Card and a copy of the written power of attorney (if applicable) must be presented at the registration desk. Persons so entitled to attend the EGM will be required to show a valid identity document prior to admission.

Access registration to the venue where the EGM is held will not begin until 10:00 a.m. CEST on Friday, 16 October 2026. Shareholders are urged not to arrive earlier. Registration for admission to the EGM will be possible until commencement of the EGM at 10:30 a.m. CEST. After this time, registration for admission is no longer possible.

Issued Share Capital and Voting Rights

As of the date of this notice, the Company:

- has an issued share capital of € 3,454,589.70 consisting of 271,215,400 Common Shares and 74,243,570 Special Voting Shares, each with a nominal value of € 0.01 and carrying – in principle – the right to cast one vote;
- holds 4,868,597 Common Shares and 797,892 Special Voting Shares in treasury, with no voting rights.

Consequently, as of the date of this notice, the total number of voting rights amounts to 339,792,481.

Details of the Company's Agent

Computershare S.p.A.
Via Nizza 262/73, 10126 Torino (Italy)
ivecogroup@computershare.it

Iveco Group N.V., 4 September, 2026