

ALTEA GREEN POWER S.P.A.

Corso Re Umberto 8 – 10121 Turin

Subscribed and paid-up share capital: € 911,778.00

Tax code/VAT number/registration number in the Turin Company Register:

08013190015

REA number: TO – 939243

MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING OF ALTEA GREEN POWER S.P.A.

On 28 March 2025, at 2:30 p.m., via telecommunication, the Shareholders' Meeting of Altea Green Power S.p.A. (the "Company" or "AGP") met in ordinary session to discuss and resolve on the following

Agenda

1. Approval of the separate financial statements at 31 December 2024 and presentation of the consolidated financial statements at 31 December 2024. Allocation of profit for the year. Relevant and ensuing resolutions.
 - 1.1. Approval of the separate financial statements at 31 December 2024. Reports of the Board of Directors, the Board of Statutory Auditors, and the Independent Auditors. Relevant and ensuing resolutions;
 - 1.2. Allocation of profit for the year. Relevant and ensuing resolutions;
2. Resolutions regarding the report on the remuneration policy and on compensation paid pursuant to Article 123-*ter* of Legislative Decree 58/98 ("TUF") and Article 84-*quater* of the CONSOB Regulation adopted by Resolution no. 11971/1999 ("Issuer Regulation").
 - 2.1 Binding vote on the remuneration policy for 2025 outlined in section one of the report. Relevant and ensuing resolutions.
 - 2.2 Discussion on section two of the report on compensation paid in or related to 2024. Relevant and ensuing resolutions.
3. Appointment of a director pursuant to Article 2386, paragraph one of the Civil Code. Relevant and ensuing resolutions.

The Chairman of the Board of Directors, Giovanni Di Pascale, opens the Meeting and, in his capacity as Chairman, assumes the chairmanship of today's Meeting pursuant to Article 16 of the Bylaws. With the consent of the participants, he invites Pierluigi Galassi to act as Secretary of the Meeting (the "Secretary").

To begin, the Chairman notes that:

- in accordance with the provisions of Article 15 of the Bylaws and Articles 135–*undecies* and 135–*undecies*.1 of the TUF, the Company has exercised the option granted to companies with listed shares to specify in the notice of call that attendance at this Meeting will be conducted exclusively through a representative appointed pursuant to Article 135–*undecies* of the TUF, with no physical participation by shareholders. Shareholders may also grant proxies and/or sub-proxies pursuant to Article 135–*novies* of the TUF, as an exception to Article 135–*undecies*, paragraph 4, of the TUF;
- the Company has thus appointed Computershare S.p.A., with registered office in Milan, Via Lorenzo Mascheroni 19, and offices in Turin, Via Nizza 262/73, to represent the Company's shareholders pursuant to Articles 135–*undecies* and 135–*undecies*.1 of the TUF (the “Appointed Representative”);
- the Company has made available, in accordance with legal requirements and within the time limits of law, the form for granting proxies and voting instructions to the Appointed Representative;
- no provisions for voting by mail or electronic means have been made.

The Chairman therefore confirms that the Appointed Representative, Romeo Fabrizio, is participating in this Meeting via audio/video link, via telecommunication that ensures his identification and participation.

The Chairman reiterates that Computershare S.p.A., as the Appointed Representative, has stated that, in the event of unforeseen circumstances or amendments or supplements to the proposals submitted to the Meeting, although it has no vested interest in the proposals, as a precautionary measure, it will not cast a vote contrary to the vote specified in the instructions.

Pursuant to paragraph 3 of Article 135–*undecies* of the TUF, the shares for which proxy, including partial proxy, has been granted to the Appointed Representative will be counted towards establishing the Meeting's quorum. However, shares for which voting instructions have not been provided on the items on the agenda will not be included in calculating the majority and stake required to approve the relevant resolutions.

For proxies received pursuant to Article 135–*novies* of the TUF, it is noted that, for the relevant shares, the Appointed Representative will not cast a discretionary vote at the Meeting on proposals for which specific voting instructions have not been provided. As a result, the relevant shares will be counted for the quorum but not for the purpose of passing resolutions.

Regarding the voting procedure, considering the manner in which this Meeting is being held, the Chairman informs the participants that votes on individual items on the agenda, including abstentions and votes against, will be cast by the Appointed

Representative, who has already received proxies with voting instructions prior to this Meeting.

That said, the Chairman invites the Appointed Representative to acknowledge the proxies received.

The Appointed Representative declares that 10 proxies have been received pursuant to Article 135-*undecies*.1 of the TUF, representing a total of 12,298,030 shares, or 67.43% of the share capital represented at the Meeting.

The Chairman resumes the floor and, regarding his duties to assess the proper constitution of the Meeting and the legitimacy of the shareholders, notes that:

- in addition to the Appointed Representative, the following individuals are participating in this Meeting via audio/video link, via telecommunication that ensures their identification and participation, as permitted by the above provisions:

for the Board of Directors, including himself:

- Salvatore Guarino, connected by videoconference;
- Luca De Zen, connected by videoconference;
- Laura Guazzoni, connected by videoconference;
- Francesco Bavagnoli, connected by videoconference;
- Donatella De Lieto Vollaro, connected by videoconference;

while Anna Chiara Invernizzi is absent with a valid justification

- all members of the Board of Statutory Auditors are attending the meeting, namely:
 - Fabrizio Morra, Chairman of the Board of Statutory Auditors, connected by videoconference;
 - Chiara Grandi, standing auditor, connected by videoconference; and
 - Fabrizio Bava, standing auditor, connected by videoconference.
- Giancarlo Signorini (Chief Financial Officer) and Sara Zavarin (Company's legal department) also connected by videoconference.

Having stated the above, the Chairman notes that this meeting is held entirely via telecommunication and that the audio/video link established is clear for each participant and free of interference, a fact confirmed by the participants and the Secretary.

Therefore, the Chairman states the following:

- to be able to ascertain the identity and legitimacy of the participants and to regulate the meeting's conduct, and to ascertain and announce the voting results;
- to be able to engage with the minutes taker;
- that the participants are allowed to participate in the discussion, interacting appropriately with each other, with the Chairman, and with the Secretary, as well as to vote simultaneously on the items on the agenda. The Chairman requests and receives confirmation of these circumstances from the participants.

In this regard, the Chairman declares and certifies that he has successfully verified the identity and entitlement to attend this Meeting of the audio/video participants connected as indicated above.

At this point, the Chairman also notes that:

- the Meeting has been formally and duly convened in accordance with the law and the Bylaws for today at 2:30 p.m., in single call, through notice published on the Company website on 26 February 2025, as well as on the "SDIR" dissemination system and, as an excerpt, in the daily newspaper "Italia Oggi" on the same date;
- all documents related to the items on the agenda have been filed and made available to the public within the time limits and in the manner prescribed by current regulations;
- pursuant to the relevant provisions of law and the Bylaws, the legitimacy of the participants to attend and vote at the Meeting has been verified and, in particular, the compliance of the proxies sent to the Appointed Representative with the relevant provisions of law and the Bylaws has been ascertained;
- the Company has not received any requests for additions to the agenda of the Meeting or proposed resolutions on items already on the agenda, or individual proposed resolutions pursuant to Article 126-*bis* or Article 135-*undecies*.1, paragraph 2 of the TUF;
- pursuant to Regulation (EU) 679/2016 ("GDPR"), the data of the Meeting's participants are collected and processed by the Company solely to fulfill mandatory meeting and corporate obligations;
- the subscribed and paid-up share capital of the Company to date amounts to € 911,778.00, represented by 18,235,574 ordinary shares with no par value;
- the Company, at the date of this Meeting, does not hold any treasury shares;
- the Company's ordinary shares are listed on Euronext Milan, Euronext STAR Milan segment;

- to date, based on the results of the shareholders' register, the communications required by Article 120 of the TUF and other available information, the following persons hold, directly or indirectly, a stake of more than 5% of the Company's share capital represented by shares with voting rights: (i) Giovanni Di Pascale who indirectly holds through Dxor Investments S.r.l. and Dxor Investments 1 S.r.l. a total of 61.69% of the share capital. Specifically, Dxor Investments S.r.l. holds 52.20% of the share capital and Dxor Investments 1 S.r.l. holds 9.49% of the share capital;
- to the best of the Company's knowledge, there are no shareholders' agreements in place pursuant to Article 122 of the TUF;
- voting rights inherent in shares for which the disclosure requirements of Articles 120 and 122 of the TUF, concerning significant stakes and shareholders' agreements, respectively, have not been fulfilled, may not be exercised;
- regarding the items on the agenda, the requirements of current laws and regulations have been duly met;
- pursuant to Article 83-*sexies* of the TUF, shareholders in possession of the certification issued by the intermediary based on its accounting records, as of the end of the accounting day of the seventh trading day preceding the date set for the Meeting, are entitled to attend the Meeting. Credit and debit entries made on the accounts after such deadline are not relevant for the purposes of entitlement to exercise voting rights at the Meeting;
- pursuant to Article 83-*sexies*, paragraph 4, of the TUF, notices from authorized intermediaries on behalf of interested parties shall be received by the Company by the end of the third trading day before the date set for the Meeting in first call. This does not affect, however, the entitlement to attend and to exercise voting rights in the case where notices are received by the Company after such term, provided that this is made before the beginning of the Meeting in first call.

Therefore, the Chairman invites the Appointed Representative to identify, for those entitled to vote, any situations resulting in the exclusion or suspension of voting rights pursuant to the applicable provisions of the law and the Bylaws.

The Appointed Representative declares that, concerning the proxies received and the information available, he is unaware of any conflict of interest or situations that would lead to the exclusion or suspension of voting rights.

As no such statement is made, the Chairman declares that all Shareholders duly represented at the Meeting are entitled to vote.

The Chairman also announces that:

- regarding the agenda, all requirements, including informational ones, mandated by applicable laws and regulations have been duly fulfilled, and specifically, a copy of

the draft separate financial statements, accompanied by the reports of the independent auditors BDO Italia S.p.A. and the Board of Statutory Auditors, has been filed at the Company's registered office within the time limits of law and made available to the public on the Company website and through other applicable regulatory channels;

- participants who leave the audio–video link before the conclusion of the Meeting are requested to provide timely notification;
- the list of names of those attending this Meeting by proxy to the Appointed Representative, specifying the shares for which notification has been provided by the intermediary to the Company pursuant to Article 83–*sexies* of the TUF, as well as the names of the delegating shareholders and those entitled to vote as pledgees, takers–in, and beneficial holders, and the shareholders who, through proxy to the Appointed Representative, voted for, against, abstained, or did not issue voting instructions, with the corresponding number of shares held, is attached to these minutes as Annex A;
- therefore, this Meeting is validly constituted and authorized to discuss and resolve on the items on the agenda.

* * *

With regard to the first item on the agenda ("*1. Approval of the separate financial statements at 31 December 2024 and presentation of the consolidated financial statements at 31 December 2024. Allocation of profit for the year. Relevant and ensuing resolutions. 1.1. Approval of the separate financial statements at 31 December 2024. Reports of the Board of Directors, the Board of Statutory Auditors, and the Independent Auditors. Relevant and ensuing resolutions; 1.2. Allocation of profit for the year. Relevant and ensuing resolutions.*"), the Chairman, as mentioned at the opening, notes that all the documents prepared by the Board of Directors and related to the items on the agenda and, in particular, the draft separate financial statements, the consolidated financial statements and related annexes, including the Board of Directors' report on operations and the reports of the Board of Statutory Auditors and the Independent Auditors, have been filed, within the time limits of law, at the registered office and published on the Company website.

The Chairman then recalls that at its meeting on 20 February 2025, the Board of Directors approved, *inter alia*, the Company's draft financial statements at 31 December 2024, submitted for approval to today's Meeting, and the Company's consolidated financial statements at 31 December 2024, noting that the latter were not subject to approval by the Company's Shareholders' Meeting.

To streamline the Meeting's proceedings, the Chairman proposes to omit the full reading of the above documents, since they were previously made available to the shareholders, and refers to the contents of the Report on Operations and the above documents.

The Chairman then specifies that the year ended 31 December 2024 closed with a parent company profit of € 16,464,466.00.

The Chairman also announces that the Independent Auditors have issued an unqualified opinion on both the separate and consolidated financial statements, as detailed in their respective reports.

Lastly, regarding the allocation of profit for the year, the Chairman reiterates that, as emphasized in the draft separate financial statements, the Board of Directors proposed to allocate the profit for the year, amounting to € 16,464,466.00, entirely to retained earnings.

The Chairman then gives the floor to the Chairman of the Board of Statutory Auditors who, referring to the content of the Supervisory Body's report attached to the Company's separate financial statements, confirms that there are no objections to its approval, as it was prepared by the Company's governing body, and concurs with the proposed allocation of profit for the year.

Consequently, the Chairman submits the following proposed resolutions to the Meeting, as outlined in the Board of Directors' Explanatory Report.

1.1 Approval of the separate financial statements at 31 December 2024. Reports of the Board of Directors, the Board of Statutory Auditors, and the Independent Auditors. Relevant and ensuing resolutions.

"The Ordinary Shareholders' Meeting of Altea Green Power S.p.A.,

- after reviewing the draft separate financial statements at 31 December 2024 and the Report on Operations, as well as the consolidated financial statements at 31 December 2024;*
- after acknowledging the reports of the Board of Statutory Auditors and the Independent Auditors;*
- after acknowledging the explanations provided in the Board of Directors' Report,*

resolves

- 1. to approve the separate financial statements at 31 December 2024, accompanied by the Report on Operations, acknowledging the reports of the Board of Statutory Auditors and the Independent Auditors as well as related ancillary documents;*
- 2. to acknowledge the Group consolidated financial statements at 31 December 2024 and related ancillary documents;*
- 3. to empower the Chairman of the Board of Directors and Chief Executive Officer, with the power of sub-proxy, to handle all obligations and formalities related to communication, filing, and publication concerning the above resolution, pursuant to applicable regulations, making any necessary amendments, additions, or*

deletions, and carrying out all activities related to, consequent to, or arising from the implementation of this resolution."

1.2 Allocation of profit for the year. Relevant and ensuing resolutions.

"The Ordinary Shareholders' Meeting of Altea Green Power S.p.A.,

- after approving the separate financial statements at 31 December 2024; and*
- having regard to the proposal of the Board of Directors*

resolves

- 1. to fully allocate net profit for 2024, amounting to € 16,464,466.00, to Retained Earnings."*

The Chairman then clarifies that, regarding the proposals read out, two separate votes will be conducted: the first on the approval of the separate financial statements (agenda item 1.1) and the second on the allocation of profit for the year (agenda item 1.2).

The Chairman, noting that all individuals identified at the opening of the meeting are still connected, asks the Appointed Representative, for the purpose of calculating the majority and the stake required for the approval of the resolution, whether they have received voting instructions for all the shares for which a proxy has been granted, in relation to the proposals read out.

The Appointed Representative confirms holding the voting instructions for all shares for which proxy has been granted.

The vote is then taken on the proposed resolution, as read, with regard to item 1.1 on the agenda.

Acknowledging that there are no changes in attendances, at 2:53 p.m., the Chairman opens the vote and requests that the Appointed Representative share the voting results of the represented shareholders via screen sharing.

The Appointed Representative takes the floor and presents the following votes:

- voting: 10 shareholders, for 12,298,030 shares;
- for: 10 shareholders, for 12,298,030 shares;
- against: 0;
- abstained: 0;
- non-voters: 0.

After having taken note of it, the Chairman declares the proposed resolution on item 1.1 on the agenda of today's Meeting unanimously approved by the voters represented at the Meeting. The names of shareholders for and those against, along with the corresponding stake held (and eligible to attend), are detailed in the summary statement of voting on the items on the agenda, along with an attached list of participants and the voting results by individual shareholder.

* * *

The vote is then taken on the proposed resolution, as read, with regard to item 1.2 on the agenda.

Acknowledging that there are no changes in attendances, at 2:55 p.m., the Chairman opens the vote and requests that the Appointed Representative share the voting results of the represented shareholders via screen sharing.

The Appointed Representative takes the floor and presents the following votes:

- voting: 10 shareholders, for 12,298,030 shares;
- for: 10 shareholders, for 12,298,030 shares;
- against: 0;
- abstained: 0;
- non-voters: 0.

After having taken note of it, the Chairman declares the proposed resolution on item 1.2 on the agenda of today's Meeting unanimously approved by the voters represented at the Meeting. The names of shareholders for and those against, along with the corresponding stake held (and eligible to attend), are detailed in the summary statement of voting on the items on the agenda, along with an attached list of participants and the voting results by individual shareholder.

* * *

The discussion then moves on to the second item on the agenda ("**2. Resolutions regarding the report on the remuneration policy and on compensation paid pursuant to Article 123-ter of Legislative Decree 58/98 ("TUF") and Article 84-quater of the CONSOB Regulation adopted by Resolution no. 11971/1999 ("Issuer Regulation"). 2.1 Binding vote on the remuneration policy for 2025 outlined in section one of the report. Relevant and ensuing resolutions. 2.2 Discussion on section two of the report on compensation paid in or related to 2024. Relevant and ensuing resolutions.**"), the Chairman goes on to explain the following.

The report on the remuneration policy and on compensation paid, relating to the members of the Company's governing and supervisory bodies, general managers and key management personnel (the "Report") has been prepared pursuant to Article 123-ter of the TUF and in accordance with Article 84-quater of the Issuer Regulation and Annex 3A, Schedules 7-bis and 7-ter, of the Issuer Regulation, also taking into account the provisions of Article 5 of the Corporate Governance Code.

Section one clearly outlines the Company's policy on the remuneration of members of the governing and supervisory bodies, general managers, and key management personnel for 2025, along with the procedures used for adopting and implementing this policy. The remuneration policy outlined in this section, pursuant to Article 123-ter, paragraphs 3-bis and 3-ter, of the TUF, is subject to a binding vote of the Ordinary Shareholders' Meeting.

On the other hand, section two of the Report clearly provides by name for the members of the governing and supervisory bodies and general managers, and in aggregate form for key management personnel (i) a detailed breakdown of each item comprising the remuneration; and (ii) an analytical overview of compensation paid during the reporting year by the Company and its subsidiaries or affiliates.

Lastly, any equity interests held by the above parties in the Company and its subsidiaries are shown in the Report.

For exhaustive information on the matter in question, reference is made to the Report prepared by the Board of Directors pursuant to Articles 123-ter of the TUF and 84-quater of the Issuer Regulation, as well as Article 5 of the Corporate Governance Code, made publicly available at the registered office, on the Company website www.alteagreenpower.it, at Borsa Italiana S.p.A., and at the authorized storage mechanism "Info," in the manner and within the time limits of current law.

In light of the above, the Chairman points out – in regard to this second item on the agenda – two separate votes will be taken, based on the following two separate proposals.

At this point, the Chairman submits the following proposed resolution to the Meeting regarding section one of the Report:

"The Ordinary Shareholders' Meeting of Altea Green Power S.p.A.,

- after reviewing section one of the "Report on the Remuneration Policy and on Compensation Paid" provided for in Article 123-ter, paragraph 3, of Legislative Decree no. 58 of 24 February 1998, prepared by the Board of Directors at the proposal of the Appointments and Remuneration Committee, concerning the description of the Company's policy on the remuneration of members of the governing and supervisory bodies, general managers and key management personnel for 2025, as well as the procedures used for the adoption and implementation of this policy;*

- *considering that section one of the report on the remuneration policy and on compensation paid and the remuneration policy explained therein are in accordance with the provisions of law, including regulations, on the remuneration of members of governing and supervisory bodies, general managers and key management personnel;*
- *considering that the report on the remuneration policy and on compensation paid was made publicly available in the manner and timeframe required by applicable regulations;*
- *after acknowledging the explanations provided in the Board of Directors' Report,*

resolves

1. *to approve, pursuant to and in accordance with the provisions of Article 123-ter, paragraphs 3-bis and 3-ter, of the TUF, the remuneration policy outlined in section one of the "Report on the Remuneration Policy and on Compensation Paid", prepared by the Company's Board of Directors on 20 February 2025."*

The Chairman then explains the proposed resolution on the second section of the Report:

"The Ordinary Shareholders' Meeting of Altea Green Power S.p.A.,

- *after reviewing section two of the "Report on the Remuneration Policy and on Compensation Paid" envisaged by Article 123-ter, paragraph 4, of Leg. Decr. no. 58 of 24 February 1998, prepared by the Board of Directors on the proposal of the Appointments and Remuneration Committee, regarding the indication of compensation paid to members of the governing and supervisory bodies, general managers and key management personnel in or relating to 2024;*
- *considering that section two of the report on the remuneration policy and on compensation paid explained is in accordance with the provisions of law, including regulations, on the remuneration of members of governing and supervisory bodies, general managers and key management personnel; and*
- *considering that the report on the remuneration policy and on compensation paid was made publicly available in the manner and timeframe required by applicable regulations,*

resolves

1. *in favour, pursuant to and in accordance with Article 123-ter, paragraph 6, of the TUF, of section two of the "Report on the Remuneration Policy and on Compensation Paid", prepared by the Company's Board of Directors on 20 February 2025."*

The vote is then taken on the proposed resolution, as read, with regard to item 2.1 on the agenda.

Acknowledging that there are no changes in attendances, at 3:03 p.m., the Chairman opens the vote and requests that the Appointed Representative share the voting results of the represented shareholders via screen sharing.

The Appointed Representative takes the floor and presents the following votes:

- voting: 10 shareholders, for 12,298,030 shares;
- for: 6 shareholders, for 11,413,985 shares;
- against: 4 shareholders, for 884,045 shares
- abstained: 0;
- non-voters: 0.

After having taken note of it, the Chairman declares the proposed resolution on item 2.1 on the agenda of today's Meeting approved by a majority of the voters represented at the Meeting. The names of shareholders for and those against, along with the corresponding stake held (and eligible to attend), are detailed in the summary statement of voting on the items on the agenda, along with an attached list of participants and the voting results by individual shareholder.

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The vote is then taken on the proposed resolution, as read, with regard to item 2.2 on the agenda.

Acknowledging that there are no changes in attendances, at 3:05 p.m., the Chairman opens the vote and requests that the Appointed Representative share the voting results of the represented shareholders via screen sharing.

The Appointed Representative takes the floor and presents the following data:

- voting: 10 shareholders, for 12,298,030 shares;
- for: 6 shareholders, for 11,413,985 shares;
- against: 4 shareholders, for 884,045 shares
- abstained: 0;
- non-voters: 0.

After having taken note of it, the Chairman declares the proposed resolution on item 2.2 on the agenda of today's Meeting approved by a majority of the voters represented

at the Meeting. The names of shareholders for and those against, along with the corresponding stake held (and eligible to attend), are detailed in the summary statement of voting on the items on the agenda, along with an attached list of participants and the voting results by individual shareholder.

* * *

The Chairman then moves on to the third item on the agenda ("**3. Appointment of a director pursuant to Article 2386, paragraph one of the Civil Code. Relevant and ensuing resolutions.**") ,the Chairman recalls that the Board of Directors has invited the Meeting to proceed with the appointment of a director to supplement the Board of Directors by co-optation.

In this regard, the Chairman recalls that on 20 February 2025, Director Fabio Lenzini resigned his position effective 20 February 2025 itself. Following such resignation, the Board of Directors, on the same date, with the favourable opinion of the Appointments and Remuneration Committee, appointed by co-optation, pursuant to Article 2386 of the Civil Code, Salvatore Guarino as a new non-independent and non-executive member of the governing body, with a resolution approved by the Board of Statutory Auditors.

Mr. Guarino ceases to serve as a director with today's Meeting. The Board of Directors hence proposes that Mr. Guarino be confirmed as a director of the Company until expiration of the other directors currently in office, therefore, until the date of the Shareholders' Meeting convened to approve the separate financial statements for the year ending 31 December 2026.

Lastly, the Chairman reminds the meeting that the curriculum vitae and the statement in which Mr. Guarino has accepted the candidacy and certified, under his own responsibility, to the absence of any causes of ineligibility or incompatibility, as well as confirming the fulfillment of the requirements mandated by the Bylaws, law, and regulations for the position of member of the Board of Directors, were made available to the public in accordance with legal procedures and time limits.

At this point, the Chairman moves on to reading the proposed resolution on the third item of the agenda of today's Meeting:

"The Ordinary Shareholders' Meeting of Altea Green Power S.p.A.,

- *after acknowledging the departure from office today of Mr. Guarino, who was appointed by co-optation pursuant to Article 2386 of the Civil Code at the Board meeting on 20 February 2025, to replace director Fabio Lenzini;*
- *after acknowledging the Board's proposal to confirm Mr. Guarino as a member of the Board of Directors;*
- *after acknowledging the explanations provided in the Board of Directors' Report,*

resolves

1. *to appoint, pursuant to and in accordance with Article 2386, first paragraph, of the Civil Code, Salvatore Guarino as director of the Company;*
2. *to confirm that his compensation will be included in the total amount determined by the Shareholders' Meeting held on 17 July 2024;*
3. *to grant the Board of Directors and, on its behalf, the Chairman and Chief Executive Officer, with full authority of sub-proxy, within the limits of law, all appropriate powers, in compliance with the provisions of law, for the implementation of the resolution in question and for the fulfillment of the ensuing requirements of law and regulations."*

Acknowledging that there are no changes in attendances, at 3:10 p.m., the Chairman opens the vote and requests that the Appointed Representative share the voting results of the represented shareholders via screen sharing.

The Appointed Representative takes the floor and presents the following data:

- | | |
|---|---|
| - | voting: 10 shareholders, for 12,298,030 shares; |
| - | for: 10 shareholders, for 12,298,030 shares; |
| - | against: 0; |
| - | abstained: 0; |
| - | non-voters: 0. |

After having taken note of it, the Chairman declares the proposed resolution on item 3 on the agenda of today's Meeting unanimously approved by the voters represented at the Meeting. The names of shareholders for and those against, along with the corresponding stake held (and eligible to attend), are detailed in the summary statement of voting on the items on the agenda, along with an attached list of participants and the voting results by individual shareholder.

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There being no further business to be transacted and no one requesting to speak, the Chairman declares the Meeting closed at 3:11 p.m.

These minutes are prepared, read, approved and signed as follows.

The Chairman

Giovanni Di Pascale

The Secretary

Pierluigi Galassi