



SARAS S.p.A.

Registered Office in Sarroch (CA), SS. 195 Sulcitana, Km 19
Share Capital €54,629,666.67 fully paid-up
Registration number in the Companies Register and Tax Code 00136440922
Company belonging to the Group VAT, VAT no. 03868280920

ORDINARY SHAREHOLDERS' MEETING HELD ON 27 APRIL 2022, AT 10:00 A.M.

SUMMARY REPORT OF THE VOTES ON THE ITEMS ON THE AGENDA

First item on the agenda

1) Financial Statement at 31 December 2021:

1.1 approval of the financial statements at 31 December 2021, presentation of the consolidated financial statements at 31 December 2021 and the consolidated non-financial statement pursuant to Legislative Decree No. 254 of 30 December 2016 - Sustainability Report

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	526,840,314	97.296%
Against	2,039,905	0.377%
Abstentions	12,602,081	2.327%
Total Shares	541,482,300	100.000%

1.2 Resolutions on the results of the financial year

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	541,482,300	98.715%
Against	0	0.000%
Abstentions	0	0.000%
Total Shares	541,482,300	100.000%



Second item on the agenda

2) Appointment of the Board of Directors:

2.1 determination of the number of Board members

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	541,400,251	99.985%
Against	82,049	0.015%
Abstentions	0	0.000%
Total Shares	541,482,300	100.000%

2.2 determination of term of office

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	540,707,034	99.857%
Against	775,266	0.143%
Abstentions	0	0.000%
Total Shares	541,482,300	100.000%

2.3 appointment of the Board members

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
List 1*	453,024,655	83.664%
Against	8,809,431	1.627%
Abstentions	79,648,214	14.709%
Total Shares	541,482,300	100.000%

* List presented by the companies Massimo Moratti Sapa di Massimo Moratti holding 20.011% of the Company's share capital, Stella Holding SpA, holding 10.005% of the Company's share capital and Angel Capital Management SpA, holding 10.005% of the Company's share capital, holding jointly 40.021% of the Company's share capital



The Shareholders' Meeting resolved to set the number of members of the Board of Directors at 12 (twelve) which will remain in office for one year until the date of the meeting called to approve the financial statements as at 31 December 2022,

The new Board of Directors is composed of the following members:

	Name
1	Massimo Moratti
2	Angelo Moratti
3	Angelomario Moratti
4	Gabriele Moratti
5	Giovanni Emanuele Moratti
6	Dario Scaffardi
7	Adriana Cerretelli*
8	Laura Fianza*
9	Isabelle Harvie -Watt**
10	Francesca Stefania Luchi*
11	Giovanni Mancini*
12	Patrizia Radice

*) Candidate satisfying the requirements of independence pursuant to Art. 147-ter, paragraph 4 of Legislative Decree 58/1998 as well as the other requirements of the Code of Corporate Governance published in January 2020 by the Corporate Governance Committee promoted, among others, by Borsa Italiana S.p.A.,

2.4 determination of the related remuneration

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	541,482,300	100.000%
Against	0	0.000%
Abstentions	0	0.000%
Total Shares	541,482,300	100.000%

2.5 possible derogation from the non-competition clause as per Article 2390 of the Italian Civil Code

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	440,936,237	81.431%
Against	98,894,323	18.264%
Abstentions	1,651,740	0.305%
Total Shares	541,482,300	100.000%



Third item on the agenda

3) Report on the remuneration policy and compensation paid pursuant to Article 123-ter, paragraphs 3-bis and 6 of Legislative Decree No, 58 of 24 February 1998:

3.1 binding resolution on the first section concerning the remuneration policy prepared pursuant to Article 123-ter, paragraph 3, of Legislative Decree No, 58 of 24 February 1998;

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	443,544,539	81.913%
Against	97,937,761	18.087%
Abstentions	0	0.000%
Total Shares	541,482,300	100.000%

3.2 non-binding resolution on the second section concerning fees paid, prepared pursuant to Article 123-ter, paragraph 4, of Legislative Decree No, 58 of 24 February 1998

Shares present in the Shareholders' Meeting at the opening of the vote: n. 541,482,300 shares representing 56.938% of the share capital, which is equal to n. 951,000,000 ordinary shares.

The vote result is the following:

Vote result

	Number of shares	%
In favour	450,285,270	83.158%
Against	89,427,339	16.515%
Abstentions	1,769,691	0.327%
Total Shares	541,482,300	100.000%