

SARAS S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 28th April 2023

Summary Report of the votes on the items on the agenda pursuant to art.125-quater, comma 2 del D.Lgs. 58/98

1.1 Ordinary part on the agenda.

Financial Statements as at 31 December 2022: Approval of the financial statements as at 31 December 2022, presentation of the consolidated financial statements as at 31 December 2022 and the consolidated non-financial statement pursuant to Legislative Decree No. 254 of 30 December 2016 - Sustainability Report;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	557,637,946	95.665%	58.637%
Against	704,621	0.121%	0.074%
Abstentions	15,122,378	2.594%	1.590%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

1.2 Ordinary part on the agenda.

Financial Statements as at 31 December 2022: Resolutions concerning the result for the year [and the distribution of the dividend].

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	573,464,805	98.381%	60.301%
Against	0	0.000%	0.000%
Abstentions	140	0.000%	0.000%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

2.1 Ordinary part on the agenda.

Appointment of the Board of Directors: determination of the number of Board members;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	572,329,420	98.186%	60.182%
Against	1,135,385	0.195%	0.119%
Abstentions	140	0.000%	0.000%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

2.2 Ordinary part on the agenda.

Appointment of the Board of Directors: determination of term of office;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	571,927,554	98.117%	60.140%
Against	1,537,251	0.264%	0.162%
Abstentions	140	0.000%	0.000%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

2.3 Ordinary part on the agenda.

Appointment of the Board of Directors: appointment of the Board members;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
List 1	380,712,668	65.313%	40.033%
List 2	201,601,500	34.586%	21.199%
Against	522,466	0.090%	0.055%
Abstentions	140	0.000%	0.000%
Not voting	67,307	0.012%	0.007%
Total	582,904,081	100.000%	61.294%

2.4 Ordinary part on the agenda.

Appointment of the Board of Directors: determination of the related remuneration;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	573,464,805	98.381%	60.301%
Against	0	0.000%	0.000%
Abstentions	140	0.000%	0.000%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

2.5 Ordinary part on the agenda.

Appointment of the Board of Directors: possible derogation from the non-competition clause as per Article 2390 of the Italian Civil Code.

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	381,502,441	65.449%	40.116%
Against	190,450,711	32.673%	20.026%
Abstentions	1,511,793	0.259%	0.159%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

3 Ordinary part on the agenda.

Appointment of the statutory audit for the financial years 31 December 2024 - 31 December 2032 and determination of the remuneration.

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	571,826,556	98.100%	60.129%
Against	1,438,249	0.247%	0.151%
Abstentions	200,140	0.034%	0.021%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

4.1 Ordinary part on the agenda.

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: 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;

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	383,715,673	65.828%	40.349%
Against	182,457,132	31.301%	19.186%
Abstentions	7,292,140	1.251%	0.767%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

4.2 Ordinary part on the agenda.

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: 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.

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	381,948,083	65.525%	40.163%
Against	190,208,869	32.631%	20.001%
Abstentions	1,307,993	0.224%	0.138%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

5 Ordinary part on the agenda.

Amendment of Art. 2 of the Regulations of the Shareholders' Meetings. Related and consequent resolutions.

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	570,932,040	97.946%	60.035%
Against	2,532,765	0.435%	0.266%
Abstentions	140	0.000%	0.000%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%

1 Extraordinary part on the agenda.

Amendment of Art. 12 of the Articles of Association. Related and consequent resolutions

	Number of shares	% shares represented at the Shareholders' meeting	% of Share Capital
Quorum constituting the Shareholder's Meeting	582,904,081	100%	61.294%
Shares for which the DR had instructions for the Agenda to be voted on (deliberative quorum):	582,904,081	100.000%	61.294%
Actions for which the DR had no instructions:	0	0.000%	0.000%

	shares n.	% voting participants	% of Share Capital
In favour	570,852,762	97.933%	60.027%
Against	2,532,765	0.435%	0.266%
Abstentions	79,418	0.014%	0.008%
Not voting	9,439,136	1.619%	0.993%
Total	582,904,081	100.000%	61.294%