

NEXI S.p.A.

Ordinary and Extraordinary Shareholders meeting - 30 aprile 2025

Summary account of the votes on the items of agenda pursuant to article 125-quarter, paragraph 2, of Legislative Decree No. 58 of February 24, 1998

Item 1 - Ordinary part. of the Agenda

Approval of the Financial Statements as of December 31, 2024, together with the Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the external Statutory Auditor. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions including the completion of the formation of the legal reserve, through partial utilisation of the equity item 'Other Reserves'

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	912,711,658	99.717%	74.193%
AGAINST	750,314	0.082%	0.061%
ABSTAIN	1,637,405	0.179%	0.133%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 2 - Ordinary part. of the Agenda

Proposed distribution of available reserves. Related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	909,005,796	99.312%	73.891%
AGAINST	5,903,345	0.645%	0.480%
ABSTAIN	190,236	0.021%	0.016%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 3 - Ordinary part. of the Agenda

Report on remuneration policy and compensation paid:

3.1 Section I: report on the remuneration policy for the financial year 2025 (binding resolution):

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	746,363,684	81.543%	60.671%
AGAINST	168,545,457	18.414%	13.701%
ABSTAIN	190,236	0.021%	0.015%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

3.2 Section II: report on remuneration granted in the financial year 2024 (non-binding resolution).

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	726,541,350	79.377%	59.059%
AGAINST	187,522,899	20.488%	15.244%
ABSTAIN	1,035,128	0.113%	0.084%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 4 - Ordinary part. of the Agenda

Proposed authorisation to purchase and dispose of treasury shares. Related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	902,868,690	98.642%	73.393%
AGAINST	12,042,896	1.316%	0.979%
ABSTAIN	187,791	0.020%	0.015%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 5 - Ordinary part. of the Agenda

Appointment of the Board of Directors:

5.1 determination of the number of the Board of Directors' members;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	959,086,698	99.964%	77.962%
AGAINST	746	0.000%	0.000%
ABSTAIN	190,240	0.020%	0.016%
NOT VOTING	151,200	0.016%	0.012%
Total of shares	959,428,884	100.000%	77.990%

5.2 determination of the term of office of the Board of Directors;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	958,756,494	99.930%	77.936%
AGAINST	330,950	0.034%	0.027%
ABSTAIN	190,240	0.020%	0.015%
NOT VOTING	151,200	0.016%	0.012%
Total of shares	959,428,884	100.000%	77.990%

5.3 appointment of the members of the Board of Directors;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
Lista 1	222,758,953	23.218%	18.107%
Lista 2	734,962,535	76.604%	59.744%
AGAINST	1,140,937	0.119%	0.093%
ABSTAIN	415,259	0.043%	0.034%
NOT VOTING	151,200	0.016%	0.012%

Total of shares	959,428,884	100.000%	77.990%
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5.4 appointment of the President of the Board of Directors;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	946,804,934	98.684%	76.964%
AGAINST	1,799,552	0.188%	0.146%
ABSTAIN	3,255,198	0.339%	0.265%
NOT VOTING	7,569,200	0.789%	0.615%
Total of shares	959,428,884	100.000%	77.990%

5.5 determination of the remuneration of the members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	956,763,165	99.722%	77.774%
AGAINST	1,171,687	0.122%	0.095%
ABSTAIN	1,294,832	0.135%	0.105%
NOT VOTING	199,200	0.021%	0.016%
Total of shares	959,428,884	100.000%	77.990%

Item 6 - Ordinary part. of the Agenda

Appointment of the Board of Statutory Auditors:

6.1 appointment of the members of the Board of Statutory Auditors;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
Lista 1	222,100,931	23.149%	18.054%
Lista 2	734,306,335	76.536%	59.690%
AGAINST	1,033,222	0.108%	0.084%

ABSTAIN	1,599,261	0.167%	0.130%
NOT VOTING	389,135	0.040%	0.032%
Total of shares	959,428,884	100.000%	77.990%

Item 6 - Ordinary part. of the Agenda

Appointment of the members of the Board of Statutory Auditors

6.1.1 Proposal pursuant to Article 135-undecies.1 of the Consolidated Law on Finance (TUF) published on April 15, 2025;

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	701,972,791	73.166%	57.062%
AGAINST	0	0.000%	0.000%
ABSTAIN	4	0.000%	0.000%
NOT VOTING	257,456,089	26.834%	20.928%
Total of shares	959,428,884	100.000%	77.990%

Item 6 - Ordinary part. of the Agenda

Appointment of the Board of Statutory Auditors:

6.3 Determination of the remuneration of the members of the Board of Statutory Auditors

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	959,087,444	99.964%	77.962%
AGAINST	0	0.000%	0.000%
ABSTAIN	190,240	0.020%	0.016%
NOT VOTING	151,200	0.016%	0.012%
Total of shares	959,428,884	100.000%	77.990%

Item 7 - Ordinary part. of the Agenda

Approval of an employee incentive plan called "Piano LTI". Related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	788,200,802	86.114%	64.071%
AGAINST	126,708,339	13.843%	10.300%
ABSTAIN	190,236	0.021%	0.016%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 8 - Ordinary part. of the Agenda

Extension of the mandate granted to the auditing firm and the relevant remuneration. Related and consequent resolutions

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	914,389,937	99.901%	74.329%
AGAINST	519,204	0.057%	0.042%
ABSTAIN	190,236	0.021%	0.016%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 1 - Extraordinary part. of the Agenda

Cancellation of treasury shares with no reduction of share capital; consequent amendment to clause 6 of the Articles of Association. Related and consequent resolutions

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	908,050,992	99.208%	73.814%
AGAINST	6,856,130	0.749%	0.557%
ABSTAIN	192,255	0.021%	0.016%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%

Item 2 - Extraordinary part. of the Agenda

Issue of a maximum of 32,248,030 ordinary shares with no par value, having the same characteristics as the outstanding ordinary shares, to service the 'LTI Plan', pursuant to Article 2349 of the Italian Civil Code. Related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 959,428,884 equal to 77.990% of the no. 1,230,192,275 shares representing the share capital.

The voting result was the following:

	Shares	% over the participant capital	% over the share capital
IN FAVOUR	817,138,161	89.275%	66.424%
AGAINST	97,768,961	10.682%	7.947%
ABSTAIN	192,255	0.021%	0.016%
NOT VOTING	199,200	0.022%	0.016%
Total of shares	915,298,577	100.000%	74.403%