

# SANLORENZO

## Sanlorenzo S.p.A.

Registered office in via Armezzone 3, Ameglia (SP) – Share capital: Euro 34,820,758 fully paid-in  
Company Register of Riviera di Liguria – Imperia La Spezia Savona and tax code: 00142240464

### ORDINARY SHAREHOLDERS' MEETING HELD ON 27 APRIL 2023

**Summary account of the votes on the items on the agenda  
pursuant to Article 125-*quater*, paragraph 2, of Italian Legislative Decree no. 58 of 24 February 1998**

#### Item no. 1 on the agenda

**1. Financial statements for the year ended 31 December 2022. Related and consequent resolutions:**

**1.1 approval of the financial statements and the report on operations for the year ended 31 December 2022. Presentation of the consolidated financial statements of the Sanlorenzo Group as at 31 December 2022. Presentation of the consolidated non-financial statement for financial year 2022;**

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

#### Voting result

|               | no. of voting rights | % of participating voting rights |
|---------------|----------------------|----------------------------------|
| Votes for     | 48,419,698           | 99.772%                          |
| Votes against | 0                    | 0.000%                           |
| Abstentions   | 110,680              | 0.228%                           |
| <b>Total</b>  | <b>48,530,378</b>    | <b>100.000%</b>                  |

**1.2 proposal for allocation of profit;**

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

**Voting result**

|               | <b>no. of voting rights</b> | <b>% of participating voting rights</b> |
|---------------|-----------------------------|---|
| Votes for     | 48,530,378                  | 100.000%                                |
| Votes against | 0                           | 0.000%                                  |
| Abstentions   | 0                           | 0.000%                                  |
| <b>Total</b>  | <b>48,530,378</b>           | <b>100.000%</b>                         |

**1.3 reduction of restriction on the extraordinary reserve up to a maximum amount of €7,320,000 pursuant to Article 110, paragraph 8, of Italian Decree-Law no. 104 of 14 August 2020, converted into law with amendments by Italian Law no. 126 of 13 October 2020.**

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

**Voting result**

|               | <b>no. of voting rights</b> | <b>% of participating voting rights</b> |
|---------------|-----------------------------|---|
| Votes for     | 48,530,378                  | 100.000%                                |
| Votes against | 0                           | 0.000%                                  |
| Abstentions   | 0                           | 0.000%                                  |
| <b>Total</b>  | <b>48,530,378</b>           | <b>100.000%</b>                         |

## Item no. 2 on the agenda

### 2. Report on the policy regarding remuneration and fees paid:

#### 2.1 approval of the Remuneration Policy pursuant to Article 123-ter, paragraphs 3-bis and 3-ter of Italian Legislative Decree no. 58 of 24 February 1998;

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

#### Voting result

|               | no. of voting rights | % of participating voting rights |
|---------------|----------------------|----------------------------------|
| Votes for     | 45,289,172           | 93.321%                          |
| Votes against | 3,241,203            | 6.679%                           |
| Abstentions   | 3                    | 0.000%                           |
| <b>Total</b>  | <b>48,530,378</b>    | <b>100.000%</b>                  |

#### 2.2 resolution on the “Second section” of the Report on the policy regarding remuneration and fees paid, pursuant to Article 123-ter, paragraph 6 of Italian Legislative Decree no. 58 of 24 February 1998.

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

#### Voting result

|               | no. voting rights | % participating voting rights |
|---------------|-------------------|-------------------------------|
| Votes for     | 44,646,093        | 91.996%                       |
| Votes against | 3,884,282         | 8.004%                        |
| Abstentions   | 3                 | 0.000%                        |
| <b>Total</b>  | <b>48,530,378</b> | <b>100.000%</b>               |

**Item no. 3 on the agenda**

**3. Resolutions following the resignation of two directors:**

**3.1 determination of the number of members of the Board of Directors: confirmation of the composition of the Board of Directors at 12 members, or reduction of the composition to 11 members, or reduction of the composition to 10 members;**

Shares present at the meeting at the opening of voting no. 27,861,250, equal to 80.013% of the no. 34,820,758 shares representing the share capital, corresponding to no. 48,530,378 voting rights, equal to 87.194% of the no. 55,657,886 total voting rights.

**Voting result**

|               | <b>no. of voting rights</b> | <b>% of participating voting rights</b> |
|---------------|-----------------------------|---|
| Votes for     | 48,510,815                  | 99.960%                                 |
| Votes against | 19,560                      | 0.040%                                  |
| Abstentions   | 3                           | 0.000%                                  |
| <b>Total</b>  | <b>48,530,378</b>           | <b>100.000%</b>                         |

**3.2 in the event of confirmation of the 12-member composition of the Board of Directors or determination of the 11-member composition:**

**3.2.1 appointment of two new directors or one new director;**

**3.2.2 determination of the related term of office;**

**3.2.3 determination of the related remuneration.**

The voting upon the second sub-item of the third item on the agenda was not necessary, following the approval of the resolution proposal of the shareholder Holding Happy Life S.r.l. referred to the first sub-item of the third item on the agenda.