

REPLY S.p.A.
ORDINARY SHAREHOLDERS' MEETING
APRIL 20, 2023

Concise report of voting on the agenda business

Pursuant to Art. 125 – quater of Legislative Decree no. 58 of February 24, 1998

1.a. Proposal to examine and approve the financial statements at December 31, 2022; Board of Directors' Operating Report; Reports from the Board of Auditors and the Auditing Company.

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,036,466	99.967%	84.226%
Against	0	0.000%	0.000%
Abstentions	14,367	0.033%	0.027%
TOTAL	44,050,833	100.000%	84.253%

1.b. Proposal to allocate results for the year, proposal to distribute a dividend to Shareholders and assign a share of profits to directors responsible for particular operating duties pursuant to Art. 22 of the Company By-laws; related and consequent resolutions.

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,048,157	99.994%	84.248%
Against	270	0.001%	0.001%
Abstentions	2,406	0.005%	0.005%
TOTAL	44,050,833	100.000%	84.253%

2. Proposal regarding the purchase and sale of own shares, pursuant to Articles 2357 and 2357 ter of the Civil Code and Article 132 of the Legislative Decree n. 58/1998 and in accordance with Article 144-bis of the Consob Regulation, adopted by resolution 11971, after revocation of the resolution passed by the General Meeting of 22 April 2022, to the extent not used.

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	37,792,789	85.794%	72.284%
Against	6,143,057	13.945%	11.749%
Abstentions	114,987	0.261%	0.220%
TOTAL	44,050,833	100.000%	84.253%

3. Proposal of redetermination of remunerations of the non-executive directors'; related and consequent resolutions

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	43,992,531	99.868%	84.142%
Against	54,282	0.123%	0.104%
Abstentions	4,020	0.009%	0.008%
TOTAL	44,050,833	100.000%	84.253%

4.a. Compensation Report - Resolutions relating to the First Section pursuant to Article 123-ter. paragraph 3-bis of the TUF

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	34,685,120	78.739%	66.340%
Against	8,301,716	18.846%	15.878%
Abstentions	1,063,997	2.415%	2.035%
TOTAL	44,050,833	100.000%	84.253%

4.b. Compensation Report - Resolutions relating to the Second Section pursuant to Article 123-ter. paragraph 6 of the TUF.

- Shares represented at the meeting: 29,178,277 equal to 77.993% of corporate capital;
- Shares for which the right to vote was expressed: 29,178,277 equal to 77.993% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	35,563,698	80.733%	68.020%
Against	7,979,399	18.114%	15.262%
Abstentions	507,736	1.153%	0.971%
TOTAL	44,050,833	100.000%	84.253%