

REPLY S.p.A.
ORDINARY SHAREHOLDERS' MEETING
APRIL 23. 2024

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. 2023; Board of Directors' Operating Report; Reports from the Board of Auditors and the Auditing Company.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,530,239	99.902%	85.170%
Against	270	0.001%	0.001%
Abstentions	43,430	0.097%	0.083%
Total	44,573,939	100.000%	85.254%

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: 30,165,692 equal to 80,632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80,632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,542,474	99.929%	85.193%
Abstentions	31,465	0.071%	0.060%
Total	44,573,939	100.000%	85.254%

2.a. Proposal of determination of the number of members of the Board of Directors and their term of office.

- Shares represented at the meeting: 30.165.692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30.165.692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,358,686	99.517%	84.842%
Against	183,788	0.412%	0.352%
Abstentions	31,465	0.071%	0.060%
Total	44,573,939	100.000%	85.254%

2.b. Proposal of appointment of the Board of Directors.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,157,092 equal to 80.609% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Lista 1	33,439,389	74.247%	63.957%
Lista 2	11,575,494	25.701%	22.140%
Against	14.763	0.033%	0.028%
Abstentions	2	0.000%	0.000%
Non Voting	8,600	0.019%	0.016%
Total	45,038,248	100.000%	86.142%

2.c. Proposal of appointment of the Chairman of the Board of Directors.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	37,936,679	85.110%	72.559%
Against	6,598,034	14.802%	12.620%
Abstentions	39,226	0.088%	0.075%
Total	44,573,939	100.000%	85.254%

2.d. Proposal of determination of the annual remuneration for the members of the Board of Directors not provided with special assignments for each year of office.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,411,942	99.637%	84.944%
Against	130,532	0.293%	0.250%
Abstentions	31,465	0.071%	0.060%
Total	44,573,939	100.000%	85.254%

3.a. Proposal of appointment of the Board of Statutory Auditors and its Chairman.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,102,975 equal to 80.465% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Lista 1	33,368,146	74.088%	63.821%
Lista 2	11,582,420	25.717%	22.153%
Against	12,500	0.028%	0.024%
Abstentions	12,465	0.028%	0.024%
Non Voting	62,717	0.139%	0.120%
Total	45,038,248	100.000%	86.142%

3.b. Proposal of determination of the remuneration for the members of the Board of Statutory Auditors for each year of office.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,369,046	99.540%	84.862%
Against	173,428	0.389%	0.332%
Abstentions	31,465	0.071%	0.060%
Total	44,573,939	100.000%	85.254%

4. 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 20 April 2023. to the extent not used.

- Shares represented at the meeting: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	44,004,362	98.722%	84.164%
Against	538,112	1.207%	1.029%
Abstentions	31,465	0.071%	0.060%
Total	44,573,939	100.000%	85.254%

5.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: 30,165,692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30,165,692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	32,012,365	71.819%	61.228%
Against	11,229,447	25.193%	21.478%
Abstentions	1,332,127	2.989%	2.548%
Total	44,573,939	100.000%	85.254%

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

- Shares represented at the meeting: 30.165.692 equal to 80.632% of corporate capital;
- Shares for which the right to vote was expressed: 30.165.692 equal to 80.632% of corporate capital;

Votes expressed at the meeting	Votes represented at the meeting	% votes represented at the meeting	% total voting rights
Favour	33,955,665	76.178%	64.945%
Against	9,286,147	20.833%	17.761%
Abstentions	1,332,127	2.989%	2.548%
Total	44,573,939	100.000%	85.254%