

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 27th OF APRIL 2023

Attendance to the meeting: no. 21 Shareholders
representing no. 10.773.567 ordinary shares corresponding to 75,774026% of the ordinary share capital

ORDINARY SHAREHOLDERS' MEETING

1. Review and approval of the financial statements of Neodecortech S.p.A. at 31 December 2022, including the Board of Directors' Report on Operations, the Board of Statutory Auditors' Report, the Independent Auditors' Report, and the Statement of the Financial Reporting Manager. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

2. Proposed allocation of profit for the year. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

3. Presentation of the consolidated financial statements of the Neodecortech Group at 31 December 2022, including the Board of Directors' Report on Operations, the Board of Statutory Auditors' Report, the Independent Auditors' Report, and the Statement of the Financial Reporting Manager;

Not subject to vote

4. Presentation of the Non-Financial Statement of the Neodecortech Group at 31 December 2022, prepared pursuant to Legislative Decree no. 254 of 30 December 2016.

Not subject to vote

5. Authorization on the purchase and disposal of treasury shares. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	3	8.833.061	81,988268	81,988268	62,125812
Against	18	1.940.506	18,011732	18,011732	13,648214
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

6. Changes in the fees to the members of the Board of Directors. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

7. Review of Section I of the Report on the Remuneration Policy for 2023 and Compensation Paid in 2022, prepared pursuant to Article 123-ter, paragraph 3, of Legislative Decree no. 58 of 24 February 1998. Resolutions pursuant to Article 123-ter, paragraphs 3-bis and 3-ter, of Legislative Decree no. 58 of 24 February 1998;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

8. Review of Section II of the Report on the Remuneration Policy for 2023 and Compensation Paid in 2022, prepared pursuant to Article 123-ter, paragraph 4, of Legislative Decree no. 58 of 24 February 1998. Resolutions pursuant to Article 123-ter, paragraph 6, of Legislative Decree no. 58 of 24 February 1998;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

9. Additional fees to the Independent Auditors. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	21	10.773.567	100,000000	100,000000	75,774026
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026

10. Appointment of the members of the Board of Statutory Auditors. Relevant and ensuing resolutions;

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
LIST 1	1	8.325.385	77,276031	77,276031	58,555160
LIST 2	20	2.448.182	22,723969	22,723969	17,218866
Against	0	0	0,000000	0,000000	0,000000
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
	21	10.773.567	100,000000	100,000000	75,774026

11. Appointment of the Chairman of the Board of Statutory Auditors. Relevant and ensuing resolutions;

Not subject to vote

12. Determination of the total fees for each year of the term of office of the members of the Board of Statutory Auditors. Relevant and ensuing resolutions.

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	1	8.325.385	77,276031	77,276031	58,555160
Against	15	1.645.432	15,272862	15,272862	11,572862
Abstentions	4	299.000	2,775311	2,775311	2,102965
Not Voting	1	503.750	4,675796	4,675796	3,543039
Total	21	10.773.567	100,000000	100,000000	75,774026

EXTRAORDINARY SHAREHOLDERS' MEETING

1. Amendment to Articles 13, 21 and 24 of the Bylaws. Relevant and ensuing resolutions.

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	1	8.325.385	77,276031	77,276031	58,555160
Against	16	2.149.182	19,948658	19,948658	15,115901
Abstentions	4	299.000	2,775311	2,775311	2,102965
Not Voting	0	0	0,000000	0,000000	0,000000
Total	21	10.773.567	100,000000	100,000000	75,774026