

Acea S.p.A.

Ordinary Shareholders' Meeting
held on 27 April 2022

A total of 392 Shareholders took part in the Shareholders' Meeting by proxy for 192,856,385 ordinary shares equivalent to 90.557827% of the ordinary share capital.

SUMMARY REPORT ON VOTING ON THE MATTERS ON THE AGENDA OF THE SHAREHOLDERS' MEETING

1. Separate Financial Statements at 31 December 2021; Board of Directors' Report on Operations and reports of the Board of Statutory Auditors and of the Independent Auditing Firm. Presentation of the Consolidated Financial Statements at 31 December 2021 and information on the consolidated non-financial disclosure under the terms of Italian Legislative Decree no. 254/2016 (2021 Sustainability Report). Resolutions on the approval of the Separate Financial Statements at 31 December 2021.

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	386	159,891,018	82.906780	99.805581	75.078578
Contrary	1	55,800	0.028933	0.034831	0.026202
Abstained	2	31,500	0.016333	0.019663	0.014791
Not Voting	3	224,164	0.116234	0.139925	0.105259
Total	392	160,202,482	83.068280	100.000000	75.224829

2. Resolutions on the allocation of the result for financial year 2021.

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	387	159,966,329	82.945830	99.852591	75.113941
Contrary	2	11,989	0.006217	0.007484	0.005630
Abstained	0	0	0.000000	0.000000	0.000000
Not Voting	3	224,164	0.116234	0.139925	0.105259
Total	392	160,202,482	83.068280	100.000000	75.224829

3. Report on the Remuneration policy and on the fees paid:

3.1 Resolution on the first Section, under the terms of art. 123-ter, paragraph 3 bis, of Italian Legislative Decree no. 58 of 24 February 1998.

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	99	145,551,953	75.471680	90.854992	68.345513
Contrary	288	14,424,459	7.479379	9.003892	6.773163
Abstained	2	1,906	0.000988	0.001190	0.000895
Not Voting	3	224,164	0.116234	0.139925	0.105259
Total	392	160,202,482	83.068280	100.000000	75.224829

3.2 Resolution on the second Section, under the terms of art. 123-ter, paragraph 6, of Italian Legislative Decree no. 58 of 24 February 1998.

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	301	154,846,425	80.291054	96.656695	72.709834
Contrary	61	4,434,435	2.299346	2.768019	2.082237
Abstained	27	697,458	0.361646	0.435360	0.327499
Not Voting	3	224,164	0.116234	0.139925	0.105259
Total	392	160,202,482	83.068280	100.000000	75.224829

4. Appointment of the Board of Statutory Auditors;

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
LIST 1	2	108,613,154	56.318153	67.797423	51.000495
LIST 2	6	32,897,192	17.057870	20.534758	15.447237
LIST 3	380	18,515,067	9.600443	11.557291	8.693952
Contrary	2	120,519	0.062492	0.075229	0.056591
Abstained	2	56,550	0.029322	0.035299	0.026554

Not Voting	0	0	0.000000	0.000000	0.000000
Total	392	160,202,482	83.068280	100.000000	75.224829

5. Appointment of the Chairperson of the Board of Statutory Auditors;

6. Determination of the fees of the Board of Statutory Auditors;

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	15	139,164,662	72.159738	86.867981	65.346290
Contrary	322	15,318,103	7.942751	9.561714	7.192783
Abstained	52	5,316,003	2.756457	3.318303	2.496187
Not Voting	3	403,714	0.209334	0.252002	0.189568
Total	392	160,202,482	83.068280	100.000000	75.224829

7. Appointment of a Director.

	NO. OF SHAREHOLDERS (THEMSELVES OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	288	151,162,734	78.380985	94.357298	70.980116
Contrary	52	1,161,982	0.602512	0.725321	0.545621
Abstained	47	7,378,602	3.825957	4.605798	3.464703
Not Voting	5	499,164	0.258827	0.311583	0.234388
Total	392	160,202,482	83.068280	100.000000	75.224829