

Acea S.p.A.

Extraordinary and Ordinary Shareholders' Meeting
held on 18 April 2023

A total of 302 Shareholders took part in the Shareholders' Meeting by proxy for 192,209,809 ordinary shares equivalent to 90.254220% of the ordinary share capital.

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

Extraordinary session

1. Amendment to Art. 15 of the Articles of Association. Pertaining and consequent resolutions.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	301	159,524,406	82.994935	99.980258	74.906431
Contrary	0	0	0.000000	0.000000	0.000000
Abstained	0	0	0.000000	0.000000	0.000000
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

Ordinary session:

2. Separate Financial Statements at 31 December 2022; 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 2022 and information on the consolidated non-financial disclosure under the terms of Italian Legislative Decree no. 254/2016 (2022 Sustainability Report). Resolutions on the approval of the Separate Financial Statements at 31 December 2022.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	299	159,437,758	82.949855	99.925952	74.865745
Contrary	1	55,800	0.029031	0.034972	0.026202
Abstained	1	30,848	0.016049	0.019334	0.014485
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

3. Resolutions on the allocation of the result for financial year 2022.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	301	159,524,406	82.994935	99.980258	74.906431
Contrary	0	0	0.000000	0.000000	0.000000
Abstained	0	0	0.000000	0.000000	0.000000
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

4. Report on the Remuneration Policy and on the Fees Paid: 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 (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	36	146,189,866	76.057443	91.622974	68.645052
Contrary	263	13,321,481	6.930698	8.349099	6.255247
Abstained	2	13,059	0.006794	0.008185	0.006132
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

5. Report on the Remuneration Policy and on the Fees Paid: Resolution on the Second Section, under the terms of Art. 123-ter, section 6, of Italian Legislative Decree no. 58 of 24 February 1998.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	22	145,677,635	75.790947	91.301938	68.404528
Contrary	277	13,833,712	7.197194	8.670135	6.495771
Abstained	2	13,059	0.006794	0.008185	0.006132
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

6. Determining the number of members of the Board of Directors.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	297	156,180,682	81.255313	97.884614	73.336349
Contrary	3	15,224	0.007921	0.009541	0.007149
Abstained	2	3,360,000	1.748090	2.105845	1.577725
Not Voting	0	0	0.000000	0.000000	0.000000
Total	302	159,555,906	83.011323	100.000000	74.921222

7. Appointment of the members of the Board of Directors.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
LIST 1	3	108,629,150	56.515924	68.082187	51.008006
LIST 2	1	17,037,192	8.863851	10.677882	8.000000
LIST 3	7	19,672,002	10.234650	12.329222	9.237204
LIST 4	290	14,161,762	7.367866	8.875737	6.649810
Contrary	0	0	0.000000	0.000000	0.000000
Abstained	1	55,800	0.029031	0.034972	0.026202
Not Voting	0	0	0.000000	0.000000	0.000000
Total	302	159,555,906	83.011323	100.000000	74.921222

8. Appointment of the Chair of the Board of Directors.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	291	155,160,448	80.724521	97.245193	72.857287
Contrary	2	548,958	0.285604	0.344054	0.257769
Abstained	8	3,815,000	1.984810	2.391011	1.791375
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222

9. Determining the fees for the members of the Board of Directors.

	NO. OF SHAREHOLDERS (BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ADMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
Favourable	11	142,730,397	74.257603	89.454788	67.020620
Contrary	253	12,172,989	6.333178	7.629294	5.715960
Abstained	37	4,621,020	2.404154	2.896176	2.169851
Not Voting	1	31,500	0.016388	0.019742	0.014791
Total	302	159,555,906	83.011323	100.000000	74.921222