

ORDINARY SHAREHOLDERS' MEETING

HELD ON 19 APRIL 2023

Summary account of the votes on the items on the Agenda of the Shareholders' Meeting

Ordinary Part

1. Financial Statements at 31 December 2022; proposal on the allocation of the year's result and dividend distribution

1.1. Company Financial Statements at 31 December 2022, Consolidated Financial Statements at 31 December 2022, Directors' Report, Report by the Board of Statutory Auditors and Independent Auditors' Report; related and consequent resolutions

1.2. Proposal on the allocation of the year's result and dividend distribution; related and consequent resolutions

1.1 Company Financial Statements at 31 December 2022, Consolidated Financial Statements at 31 December 2022, Directors' Report, Report by the Board of Statutory Auditors and Independent Auditors' Report; related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	407,632,400	99.919872
Votes Against	0	0.000000
Abstentions	326,888	0.080128
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

1.2 Proposal on the allocation of the year's result and dividend distribution; related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	407,219,943	99.818770
Votes Against	739,345	0.181230
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

2. Report on the 2023 Remuneration Policy and fees paid

2.1 Approval of the 2023 Remuneration Policy pursuant to Article 123-ter, paragraph 3-ter, of Legislative Decree no. 58/1998

2.2 Resolutions on the "Second Section" of the Report, pursuant to Article 123-ter, paragraph 6, of Legislative Decree no. 58/1998

2.1 Approval of the 2023 Remuneration Policy pursuant to Article 123-ter, paragraph 3-ter, of Legislative Decree no. 58/1998

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	370,340,606	90.778815
Votes Against	37,618,682	9.221185
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

2.2 Resolutions on the "Second Section" of the Report, pursuant to Article 123-ter, paragraph 6, of Legislative Decree no. 58/1998

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	367,927,756	90.187371
Votes Against	40,031,532	9.812629
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

3. Measures pursuant to Article 2386 of the Civil Code; related and consequent resolutions.

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	407,470,931	99.880293
Votes Against	488,357	0.119707
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

4. Incentive plans, pursuant to Article 114-bis of Legislative Decree No. 58/1998

4.1 Adoption of the "Maire Tecnimont Group's Long-Term Incentive Plan 2023-2025"; related and consequent resolutions

4.2 Adoption of the "Maire Tecnimont Group's Employees Share Ownership Plan 2023-2025", related and consequent resolutions

4.1 Adoption of the "Maire Tecnimont Group's Long-Term Incentive Plan 2023-2025"; related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	370,711,851	90.869815
Votes Against	37,247,437	9.130185
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

4.2 Adoption of the "Maire Tecnimont Group's Employees Share Ownership Plan 2023-2025", related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	406,882,395	99.736029
Votes Against	1,076,893	0.263971
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

5. Authorization to purchase and dispose of treasury shares, subject to revocation of the authorization granted by the Shareholders' Meeting of 8 April 2022 for the part not executed; related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	407,002,101	99.765372
Votes Against	957,187	0.234628
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

6. Amendment of the economic terms of the appointment for the independent audit of the accounts conferred, in accordance with Italian Legislative Decree 39/2010, to the company PricewaterhouseCoopers S.p.A. for the period 2016-2024, with reference to the financial years closed from 31 December 2022 to 31 December 2024 included; related and consequent resolutions

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	407,475,987	99.881532
Votes Against	483,301	0.118468
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%

Extraordinary part

1. **Amendments to Articles 1 (*Company Name*), 4 (*Duration*), 10 (*Attending and voting in shareholders' meetings*), 14 (*Procedure for appointing of the Board of Directors*), 16 (*Convocation and Meetings of the Board of Directors*) and 21 (*Procedure to appoint the Board of Statutory Auditors*), of the Articles of Association; related and consequent resolutions.**

Shares present at the Shareholders' Meeting when the voting was opened no. 239,601,986 equal to 72.907032% of the no. 328,640,432 shares representing the share capital, corresponding to 407,959,288 voting rights, equal to 80.834841 % of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	359,949,233	88.231655
Votes Against	48,010,055	11.768345
Abstentions	0	0.000000
No votes	0	0.000000
Total voting rights	407,959,288	100.000000%