



Technogym S.p.A.

REGISTERED OFFICE IN CESENA, VIA CALCINARO, 2861
SHARE CAPITAL EURO 10,066,375.00 FULLY SUBSCRIBED AND PAID IN
REGISTRATION WITH THE FORLÌ-CESENA COMPANIES' REGISTRY NO. 315187, TAX CODE 06250230965

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 5th MAY 2023

Summary account of the votes on the items of the agenda
pursuant Article 125-*quater*, paragraph 2, of the Legislative Decree 58/1998

ORDINARY PART

Item 1 of the agenda

1. Approval of the Financial Statements as at 31 December 2022, accompanied by the Board of Directors' Report on operations, the Board of Statutory Auditors' Report and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as at 31 December 2022 and the consolidated non-financial statement drafted pursuant to Italian Legislative Decree 254/2016.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	215,430,983	99.636%
Votes Against	222,647	0.103%
Abstentions	564,111	0.261%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

Item 2 of the agenda

2. Allocation of the profit for the year and proposal for dividend distribution. Ensuing resolutions.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	215,995,094	99.897%
Votes Against	222,647	0.103%
Abstentions	0	0.000%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

Item 3 of the agenda

3. Report on the remuneration policy and compensations paid:

3.1 approval of the first section of the report, pursuant to Art. 123-ter, paragraphs 3-bis and 3-ter of Italian Legislative Decree No. 58 of 24 February 1998;

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	152,407,363	70.488%
Votes Against	62,492,088	28.902%
Abstentions	1,318,290	0.610%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

3.2 resolutions concerning the second section of the report, pursuant to Art. 123-ter, paragraph 6 of Italian Legislative Decree No. 58 of 24 February 1998.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	160,515,946	74.238%
Votes Against	55,701,795	25.762%
Abstentions	0	0.000%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

Item 4 of the agenda

4. Integration, at the justified proposal of the Board of Statutory Auditors, of the fees of the independent auditors PricewaterhouseCoopers S.p.A. for the assignment of statutory audit of the accounts for the period 2022-2024. Pertinent and ensuing resolutions.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	214,371,614	99.146%
Votes Against	1,664,932	0.770%
Abstentions	3,000	0.002%
No votes	178,195	0.082%
Total Voting Rights	216,217,741	100%

Item 5 of the agenda

5. Proposal for the approval of a plan for the bonus issue of rights to receive ordinary shares of the Company, named "2023-2025 Performance Shares Plan"

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	159,620,936	73.824%
Votes Against	56,596,805	26.176%
Abstentions	0	0.000%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

Item 6 of the agenda

6. Proposal for authorisation to purchase and dispose of treasury shares, upon revocation of the authorisation issued by the Shareholders' Meeting of 4 May 2022 for the non-executed portion. Ensuing resolutions.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	176,965,259	81.846%
Votes Against	39,252,482	18.154%
Abstentions	0	0.000%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%

EXTRAORDINARY PART

Item 1 of the agenda

1. Proposal for granting the power to the Board of Directors, pursuant to Art. 2443 of the Italian Civil Code, for a period of five years from the resolution date, for a free and divisible increase of the share capital, also in multiple tranches, pursuant to Art. 2349 of the Italian Civil Code, through the issue of a maximum number of 700,000 ordinary shares, for a maximum amount of Euro 35,000, with an issuing value equal to the accounting par value of the shares at the execution date, to be fully allocated to the capital and assigned to the employees of Technogym S.p.A. and of its subsidiaries who are the beneficiaries of the plan for a free assignment of the rights to receive ordinary shares of the Company, called "2023-2025 Performance Shares Plan". Ensuing amendments to Art. 6 of the Articles of Association in force.

Shares present at the meeting when the vote was opened no. 148,217,741 equal to 73.620% of the no. 201,327,500 shares representing the share capital, corresponding to no. 216,217,741 voting rights equal to 80.261% of the no. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	159,773,350	73.895%
Votes Against	56,444,391	26.105%
Abstentions	0	0.000%
No votes	0	0.000%
Total Voting Rights	216,217,741	100%