



Technogym S.p.A.

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 7th MAY 2024

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 2023, 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 2023 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. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	212,852,706	99.5096%
Votes Against	247,647	0.1158%
Abstentions	630,383	0.2947%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

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. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	213,383,089	99.7575%
Votes Against	247,647	0.1158%
Abstentions	100,000	0.0468%

Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

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. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	155,009,265	72.4675%
Votes Against	58,621,471	27.4058%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

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. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	160,789,148	75.1696%
Votes Against	52,841,588	24.7037%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

Item 4 of the agenda

4. Appointment of the Board of Directors:

4.1 Resolution as to the number of members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	213,789,042	99.9473%
Votes Against	12,694	0.0059%
Abstentions	100,000	0.0468%
Non-voters	0	0.0000%
Total Voting Rights	213,789,042	100.0000%

4.2 Resolution as to the duration of the office of the Board of Directors.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	213,704,401	99.9077%
Votes Against	97,335	0.0455%
Abstentions	100,000	0.0468%
Non-voters	0	0.0000%
Total Voting Rights	213,901,736	100.0000%

4.3 Appointment of the members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
List 1 (1)	151,740,950	70.9396%
List 2 (2)	61,841,347	28.9111%
Votes Against	0	0.0000%
Abstentions	319,439	0.1493%
Non-voters	0	0.0000%
Total Voting Rights	213,901,736	100.0000%

(1) List submitted by TGH S.r.l.

(2) List submitted jointly by Institutional Investors

List of candidates elected as members of the Board of Directors

		List
Nerio Alessandri	Chairman(**)	1

Pierluigi Alessandri		1
Erica Alessandri		1
Carlo Capelli		1
Maurizio Cereda		1
Chiara Dorigotti (*)		1
Vincenzo Giannelli (*)		1
Maria Cecilia La Manna (*)		1
Melissa Ferretti Peretti (*)		1
Francesco Umile Chiappetta (*)		2

(*) Directors who have declared their independence according to article 147-ter, paragraph 4, and article 148, paragraph 3, of TUF, and according to the Corporate Governance Code of the listed companies.

(**)Appointed as Chairman at the outcome of the votes referred to point 4.4.

4.4 Appointment of the Chairperson of the Board of Directors.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	173,244,292	80.9925%
Votes Against	40,386,444	18.8808%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

4.5 Resolution as to the remuneration due to the members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	164,022,297	76.6811%
Votes Against	49,608,439	23.1922%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

Item 5 of the agenda

5. Assignment of the mandate for the statutory audit of the accounts for the financial years 2025- 2033. Pertinent and ensuing resolutions.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	211,030,047	98.6575%
Votes Against	2,600,689	1.2158%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

Item 6 of the agenda

6. Proposal for the approval of a plan for the bonus issue of rights to receive ordinary shares of the Company, named "2024-2026 Performance Shares Plan".

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	162,061,094	75.7643%
Votes Against	51,569,642	24.1090%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

Item 7 of the agenda

7. Proposal for authorisation to purchase and dispose of treasury shares, upon revocation of the authorisation issued by the Shareholders' Meeting of May 5th, 2023 for the non-executed portion. Ensuing resolutions.

Shares present at the meeting when the vote was opened no. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	202,419,937	94.6322%
Votes Against	6,590,581	3.0811%
Abstentions	4,720,218	2.2067%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%

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 "2024-2026 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. 145,901,736 equal to 72.4698% of the no. 201,327,500 shares representing the share capital, corresponding to no. 213,901,736 voting rights equal to 79.4015 % of the n. 269,392,697 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	164,171,317	76.7508%
Votes Against	49,459,419	23.1225%
Abstentions	100,000	0.0468%
Non-voters	171,000	0.0799%
Total Voting Rights	213,901,736	100.0000%