



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 2025

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 2024, 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 2024.

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	223,973,083	99.537%
Votes Against	413,321	0.184%
Abstentions	574,334	0.255%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

Item 2 of the agenda

2. Allocation of the profit for the year, distribution of a portion of the retained earnings reserve and proposal for dividend distribution. Ensuing resolutions.

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	223,692,801	99.413%
Votes Against	1,181,895	0.525%
Abstentions	86,042	0.038%

Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

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. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	160,837,738	71.479%
Votes Against	63,367,858	28.162%
Abstentions	755,142	0.335%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

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. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	164,982,575	73.321%
Votes Against	58,902,560	26.177%
Abstentions	1,075,603	0.478%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

Item 4 of the agenda

4. Appointment of the Board of of Statutory Auditors for three financial years:

4.1 Appointment of the members of the Board of Statutory Auditors;

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
List 1 ⁽¹⁾	154,797,920	68.795%
List 2 ⁽²⁾	67,627,615	30.055%
Votes Against	0	0.000%
Abstentions	2,268,742	1.008%
Non-voters	320,461	0.142%
Total Voting Rights	225,014,738	100.000%

⁽¹⁾ List submitted by TGH S.r.l.

⁽²⁾ List submitted jointly by Institutional Investors (the list of which can be consulted at <https://corporate.technogym.com/en/governance/shareholders-meetings>)

List of candidates elected as members of the Board of Statutory Auditors

		List
Francesca Di Donato	Chairperson	2
Pier Paolo Caruso	Standing Auditor	1
Fabio Oneglia	Standing Auditor	1
Laura Acquadro	Alternate Auditor	1
Stefano Sarubbi	Alternate Auditor	2

4.3 Determination of the remuneration of the effective members of the Board of Statutory Auditors.

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	222,461,437	98.865%
Votes Against	320,461	0.143%
Abstentions	2,232,840	0.992%
Non-voters	0	0.000%
Total Voting Rights	225,014,738	100.000%

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 "2025-2027 Performance Shares Plan".

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	166,866,877	74.158%
Votes Against	57,338,719	25.482%
Abstentions	755,142	0.336%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

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 May 7th, 2024 for the non-executed portion. Ensuing resolutions.

Shares present at the meeting when the vote was opened no. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	216,333,898	96.142%
Votes Against	8,540,798	3.796%
Abstentions	86,042	0.038%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%

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 "2025-2027 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. 157,014,738 equal to 77.990% of the no. 201,327,500 shares representing the share capital, corresponding to no. 225,014,738 voting rights equal to 83.541% of the n. 269,345,043 total voting rights.

The voting result was the following:

Vote result

	No. Voting Rights	% of participating voting rights
Votes for	166,545,580	74.015%
Votes Against	57,660,016	25.625%
Abstentions	755,142	0.336%
Non-voters	54,000	0.024%
Total Voting Rights	225,014,738	100.000%