



UNIEURO S.P.A.  
REGISTERED OFFICE IN FORLÌ, PALAZZO HERCOLANI, VIA PIERO MARONCELLI 10  
SHARE CAPITAL EURO 4,139,724.20 FULLY PAID UP  
REGISTRATION NUMBER AT THE FORLÌ-CESENA COMPANY REGISTER No. 00876320409

**ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING  
HELD ON JUNE 21<sup>TH</sup>, 2022**

**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. Financial Statements as at 28 February 2022, accompanied by the Management Report of the Board of Directors and including the Report of the Board of Statutory Auditors and the Report of the external Auditing Firm. Presentation of the Consolidated Financial Statements as at 28 February 2022 and the non-financial consolidated statement drawn up pursuant to Legislative Decree 254/2016.**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>n° share</b>	<b>%</b>
<b>Votes for</b>	<b>9,767,155</b>	<b>98.133%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>3,000</b>	<b>0.030%</b>
<b>Non voters</b>	<b>182,850</b>	<b>1.837%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

## Item 2 of the agenda

### 2. Allocation of profits from the business year and proposal for the distribution of a dividend. Related and consequential resolutions.

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
Votes for	9,767,155	98.133%
Votes Against	0	0.000%
Abstentions	3,000	0.030%
Non voters	182,850	1.837%
Total Shares	9,953,005	100.000%

## Item 3 of the agenda

### 3. Report concerning the policy for remuneration and recompense paid:

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

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
Votes for	7,971,516	80.092%
Votes Against	379,729	3.815%
Abstentions	1,418,910	14.256%
Non voters	182,850	1.837%
Total Shares	9,953,005	100.000%

**3.2 resolutions on the second section of the report pursuant to article 123-ter paragraph 6 of Legislative Decree of 24 February 1998 No. 58**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

**Vote result**

	n° share	%
<b>Votes for</b>	<b>7,971,516</b>	<b>80.092%</b>
<b>Votes Against</b>	<b>379,729</b>	<b>3.815%</b>
<b>Abstentions</b>	<b>1,418,910</b>	<b>14.256%</b>
<b>Non voters</b>	<b>182,850</b>	<b>1.837%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

**Item 4 of the agenda**

**4. Appointment of the Board of Directors:**

**4.1 determination of number of members of the Board of Directors**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

**Vote result**

	n° share	%
<b>Votes for</b>	<b>8,256,606</b>	<b>82.956%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>1,636,549</b>	<b>16.443%</b>
<b>Non voters</b>	<b>59,850</b>	<b>0.601%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### 4.2 determination of term of office of the Board of Directors

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

##### Vote result

	n° share	%
<b>Votes for</b>	<b>8,256,606</b>	<b>82.956%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>1,636,549</b>	<b>16.443%</b>
<b>Non voters</b>	<b>59.850</b>	<b>0.601%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### 4.3 appointment of members of the Board of Directors

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

##### Vote result

	n° share	%
<b>Slate no. 1 (*)</b>	<b>5,325,110</b>	<b>53.503%</b>
<b>Slate no. 2 (**)</b>	<b>2,832,256</b>	<b>28.456%</b>
<b>Votes against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>1,795,639</b>	<b>18.041%</b>
<b>Non voters</b>	<b>0</b>	<b>0.000%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

\*Slate "BoD slate" presented by the outgoing Board of Directors of Unieuro

\*\* Slate "Funds' slate" presented by several institutional investors

For the financial years 2022/23, 2023/24 and 2024/25, the following Board members have been appointed:

	Independent (*)	SLATE
Stefano Meloni (*)	✓	1
Alessandra Bucci (*)	✓	2
Pietro Caliceti (*)	✓	2
Laura Cavatorta (*)	✓	2
Benedetto Levi		1
Paola Elisabetta Galbiati (*)	✓	1
Giuseppe Nisticò		1
Giancarlo Nicosanti Monterastelli		1
Daniele Pelli (*)	✓	2
Maria Bruna Olivieri		1
Alessandra Stabilini (*)	✓	1

(\*) Candidate who have declared the possession of the independence requisites envisaged by art. 147-ter par. 4 and 148 par. 3 of Legislative Decree no. 58 of 24 February 1998 (TUF), as well as by art. 2 of the Corporate Governance Code for Listed Companies which the Company adheres to

#### 4.4 appointment of Chairman of the Board of Directors;

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	<b>8,133,606</b>	<b>81.720%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>1,636,549</b>	<b>16.443%</b>
<b>Non voters</b>	<b>182,850</b>	<b>1.837%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### 4.5 determination of remuneration of the members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

##### Vote result

	n° share	%
Votes for	7,971,516	80.092%
Votes Against	379,729	3.815%
Abstentions	1,418,910	14.256%
Non voters	182,850	1.837%
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### Item 5 of the agenda

5. Appointment of the Board of Statutory Auditors for a term up to date of approval of the financial statements as at 28 February 2025. Related and consequential resolutions.

##### 5.1 appointment of three standing Auditors and two alternate Auditors;

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

##### Vote result

	n° share	%
Slate no. 1 (*)	2,832,256	28.456%
Slate no. 2 (**)	5,325,065	53.502%
Votes against	0	0.000%
Abstentions	1,633,594	16.413%
Non voters	162,090	1.629%
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

\* Slate "Funds' slate" presented by several institutional investors

\*\* Slate "CARIT slate" Fondazione Cassa di Risparmio di Terni e Narni

**The Shareholders Meeting appointed the following members of the Board of Statutory Auditors for the financial years 2022/23, 2023/24 and 2024/25**

	Office	Slate No.
<b>Giuseppina Manzo</b>	Standing auditor and Chairman <sup>(*)</sup>	<b>1</b>
<b>Stefano Antonini</b>	Standing auditor	<b>2</b>
<b>Paolo Costantini</b>	Standing auditor	<b>2</b>
<b>Davide Barbieri</b>	Alternate auditor	<b>1</b>
<b>Emiliano Barcaroli</b>	Alternate auditor	<b>2</b>

\*Pursuant the Article 22 of the Bylaw, the Chairman of the Board of Statutory Auditors is the Permanent Auditor from the Minority List, Mrs. Giuseppina Manzo

### **5.3 determination of remuneration of the standing members of the Board of Statutory Auditors.**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### **Vote result**

	n° share	%
<b>Votes for</b>	<b>8,094,516</b>	<b>81.327%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.000%</b>
<b>Abstentions</b>	<b>1,798.639</b>	<b>18.071%</b>
<b>Non voters</b>	<b>59,850</b>	<b>0.601%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### Item 6 of the agenda

**6. Proposal for approval of a of a Unieuro share-based plan called the "Performance Shares Plan 2023-2028" pursuant to art. 114-bis of Legislative Decree 24 February 1998, n. 58; related and consequential resolutions.**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	<b>7,971,516</b>	<b>80.092%</b>
<b>Votes Against</b>	<b>379,729</b>	<b>3.815%</b>
<b>Abstentions</b>	<b>1,418,910</b>	<b>14.256%</b>
<b>Non voters</b>	<b>182,850</b>	<b>1.837%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>

#### Item 7 of the agenda

**7. Authorisation to purchase and dispose of treasury shares; related and consequential resolutions**

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	<b>8,133,606</b>	<b>81.720%</b>
<b>Votes Against</b>	<b>379,729</b>	<b>3.815%</b>
<b>Abstentions</b>	<b>1,256,820</b>	<b>12.628%</b>
<b>Non voters</b>	<b>182,850</b>	<b>1.837%</b>
<b>Total Shares</b>	<b>9,953,005</b>	<b>100.000%</b>



## EXTRAORDINARY PART

### Item 1 of the agenda

1. Proposal that the Board of Directors be granted powers pursuant to article 2443 Civil Code and for a period of five years from the date of the resolution, to increase the share capital on a gratuitous basis. Such capital increase may take place in one or more tranches pursuant to article 2349 Civil Code, up to a maximum amount of Euro 180,000.00, to be imputed in full to capital, by means of a new share issuance of a maximum no. 900,000 ordinary Unieuro Shares with no express indication of their par value to beneficiaries of the plan entitled "Performance Shares Plan 2023-2028"; subsequent amendment to article 6 of the current Articles of Association. Related and consequential resolutions.

Shares present at the meeting when the vote was opened no. 9,953,005 equal to 48.085% of the no. 20,698,621 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
Votes for	8,133,606	81.720%
Votes Against	379,729	3.815%
Abstentions	1,256,820	12.628%
Non voters	182,850	1.837%
Total Shares	9,953,005	100.000%