



Avio S.p.A.

Registered office in Rome, via Leonida Bissolati No. 76
Share Capital Euro 90,964,212.90 fully paid-in
Rome (RM) Companies Registration Office No. 09105940960

ORDINARY SHAREHOLDERS' MEETING HELD ON 23th APRIL 2024

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

Item 1 of the agenda

1. Financial Statements at December 31, 2023.

1.1. Approval of the Financial Statements at December 31, 2023. Presentation of the Consolidated Financial Statements at December 31, 2023. Reports of the Board of Directors, Board of Statutory Auditors and of the independent audit firm.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,589,922	99.898%
Votes Against	0	0.000%
Abstentions	17,013	0.102%
Total Voting Rights	16,606,935	100.000%

1.2. Allocation of the net profit. Resolutions thereon.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,606,935	100.000%
Votes Against	0	0.000%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

1.3. Extraordinary distribution of reserves (extraordinary dividend) Resolutions thereon.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,606,935	100.000%
Votes Against	0	0.000%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

Item 2 of the agenda**2. Remuneration Policy and Report pursuant to Article 123-ter, paragraph 3-bis and 6 of Legislative Decree No. 58/98:****2.1. Section I: remuneration policy. Binding resolution;**

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,149,814	97.247%
Votes Against	457,121	2.753%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

2.2. Section II: report on remuneration paid. Non-binding resolution.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,155,047	97.279%
Votes Against	451,888	2.721%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

Item 3 of the agenda

3. Proposal to approve two company share-based remuneration plans as per Article 114-bis of Legislative Decree No. 58/98: conferral of power, resolutions thereon:

3.1 Approval of the “2024-2026 Performance Share Plan”;

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,606,935	100.000%
Votes Against	0	0.000%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

3.2 Approval of the “2024-2026 Restricted Share Plan”.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,577,935	99.825%
Votes Against	29,000	0.175%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%

Item 4 of the agenda

4. Approval of the proposal for authorisation for the purchase of treasury shares in accordance with Article 2357 of the Civil Code.

Shares present at the meeting when the vote was opened no. 16,606,935 equal to 63.002 % of the no. 26,359,346 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	16,606,935	100.000%
Votes Against	0	0.000%
Abstentions	0	0.000%
Total Voting Rights	16,606,935	100.000%