

## HERA S.p.A.

### ORDINARY SHAREHOLDERS' MEETING HELD ON 27 APRIL 2023

A total of 638 shareholders attended the meeting in person or by proxy  
for 1,125,014,563 ordinary shares representing 75.527714% of the ordinary share capital.

#### SUMMARY STATEMENT ON VOTING FOR THE ITEMS ON THE AGENDA AT THE MEETING

##### (item 1) Hera S.p.A. financial statements as at 31 December 2022

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	636	1,102,226,819	99.956058	73.997862
Votes against	0	0	0.000000	0.000000
Abstentions	2	484,553	0.043942	0.032530
Non-voters	0	0	0.000000	0.000000
<b>Total</b>	<b>638</b>	<b>1,102,711,372</b>	<b>100.000000</b>	<b>74.030392</b>
Shares not computed	0	0	0.000000	0.000000

##### (item 2) Proposed allocation of profit for the period

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	635	1,076,802,527	97.650442	72.291005
Votes against	0	0	0.000000	0.000000
Abstentions	2	25,545,960	2.316650	1.715025
Non-voters	1	362,885	0.032908	0.024362
<b>Total</b>	<b>638</b>	<b>1,102,711,372</b>	<b>100.000000</b>	<b>74.030392</b>
Shares not computed	0	0	0.000000	0.000000

**(item 3) Report on the remuneration policy and fees paid: resolutions relating to Section I – Remuneration policy**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
Votes in favour	124	711,998,448	64.567979	47.799928
Votes against	480	333,025,089	30.200567	22.357598
Abstentions	31	53,973,358	4.894604	3.623495
Non-voters	2	3,714,475	0.336849	0.249371
<b>Total</b>	<b>637</b>	<b>1,102,711,370</b>	<b>100.000000</b>	<b>74.030392</b>
Shares not computed	0	0	0.000000	0.000000

**(item 4) Report on the remuneration policy and fees paid: resolutions relating to Section II – Fees paid (non-binding)**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
Votes in favour	443	958,593,642	86.933622	64.355066
Votes against	169	115,583,832	10.482149	7.759706
Abstentions	25	28,495,596	2.584229	1.913048
Non-voters	0	0	0.000000	0.000000
<b>Total</b>	<b>637</b>	<b>1,102,673,070</b>	<b>100.000000</b>	<b>74.027821</b>
Shares not computed	0	0	0.000000	0.000000

**(item 5) Renewal of authorisation to purchase treasury shares and ways of disposing the same**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
Votes in favour	349	887,628,429	80.497879	59.590825
Votes against	281	189,566,308	17.191524	12.726511
Abstentions	7	25,478,333	2.310597	1.710485
Non-voters	0	0	0.000000	0.000000
<b>Total</b>	<b>637</b>	<b>1,102,673,070</b>	<b>100.000000</b>	<b>74.027821</b>
Shares not computed	0	0	0.000000	0.000000

**(item 6) Appointment of the members of the Board of Directors**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
List 1	64	1,185,355,753	67.833794	53.171971
List 2	14	139,557,833	7.986410	6.260201
List 3	553	420,574,334	24.068009	18.865869
Votes against	0	0	0.000000	0.000000
Abstentions	6	1,227,638	0.070253	0.055069
Non-voters	1	725,770	0.041533	0.032556
<b>Total</b>	<b>638</b>	<b>1,747,441,328</b>	<b>100.000000</b>	<b>78.385665</b>
Shares not computed	0	0	0.000000	0.000000

**(item 7) Determination of the remuneration of the members of the Board of Directors**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
Votes in favour	96	652,964,978	62.032193	43.836723
Votes against	451	317,023,774	30.117511	21.283352
Abstentions	79	76,200,826	7.239139	5.115733
Non-voters	3	6,433,173	0.611157	0.431890
<b>Total</b>	<b>629</b>	<b>1,052,622,751</b>	<b>100.000000</b>	<b>70.667699</b>
Shares not computed	2	22,769,076	2.117282	1.528599

**(item 8) Appointment of the members of the Board of Statutory Auditors and of the Chairman**

	<b>SHAREHOLDERS (INCLUDING PROXIES)</b>	<b>SHARES</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARE CAPITAL</b>
List 1	55	1,131,425,720	66.836958	50.752810
List 2	14	139,557,833	8.244130	6.260201
List 3	556	419,647,955	24.789955	18.824314
Votes against	2	1,703,785	0.100648	0.076427
Abstentions	2	341,768	0.020189	0.015331
Non-voters	1	137,446	0.008119	0.006165
<b>Total</b>	<b>630</b>	<b>1,692,814,507</b>	<b>100.000000</b>	<b>75.935248</b>
Shares not computed	0	0	0.000000	0.000000

(item 9) Determination of the remuneration of the members of the Board of Statutory Auditors

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	105	659,915,394	62.692883	44.303339
Votes against	453	344,330,117	32.711842	23.116560
Abstentions	69	45,620,609	4.334022	3.062734
Non-voters	1	2,750,000	0.261254	0.184621
<b>Total</b>	<b>628</b>	<b>1,052,616,120</b>	<b>100.000000</b>	<b>70.667253</b>
Shares not computed	2	22,769,076	2.117295	1.528599