



Webuild S.p.A.

Registered Office: Centro Direzionale Milanofiori Strada 6 - Palazzo L - 20089 Rozzano (MI)
Share capital € 600.000.000,00 fully paid up
Milan, Monza Brianza and Lodi Business Registry and tax identification number No 00830660155

EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING HELD ON 24th 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

EXTRAORDINARY PART

Item 1 of the agenda

1. Amendment of the Bylaws. Inherent and consequent resolutions.

1.1 Amendment of Article 7 (Share Capital - Bonds).

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,625,026	99.53%	74.65%
Votes Against	0	0.00%	0.00%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.2 Amendment of Articles 12 and 14 (Shareholders' Meeting).

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	689,978,497	90.40%	67.80%
Votes Against	69,646,529	9.13%	6.84%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.3 Amendment of Article 20 (Management and Representation).

a. Proposal by Shareholder Salini S.p.A.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	683,442,621	89.55%	67.16%
Votes Against	75,882,405	9.94%	7.46%
Abstentions	3,604,780	0.47%	0.35%

No votes	300,000	0.04%	0.03%
Total	763,229,806	100.00%	75.00%

b. Proposal of the Board of Directors.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	684,455,318	89.68%	67.26%
Votes Against	75,169,708	9.85%	7.39%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.4 Amendment of Article 22 (Management and Representation).and Representation).

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,487,073	99.51%	74.64%
Votes Against	137,953	0.02%	0.01%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.5 Amendment of Article 30 (Board of Statutory Auditors).

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	684,455,318	89.68%	67.26%
Votes Against	75,169,708	9.85%	7.39%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.6 Other Amendments to Articles 21 and 28.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,625,026	99.53%	74.65%
Votes Against	0	0.00%	0.00%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

ORDINARY PART

Item 1 of the agenda

1. Financial statements as of December 31, 2023. Directors', Board of Statutory Auditors', and Independent Auditors' Reports. Presentation of the Consolidated Financial Statements as of December 31, 2023. Presentation of the consolidated non-financial report as of December 31, 2023.

1.1. Approval of the Financial Statements as of December 31, 2023.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	762,231,137	99.87%	74.91%
Votes Against	0	0.00%	0.00%
Abstentions	998,669	0.13%	0.10%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

1.2. Distribution of a dividend.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	762,574,033	99.91%	74.94%
Votes Against	215,773	0.03%	0.02%
Abstentions	440,000	0.06%	0.04%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

Item 2 of the agenda

2. Appointment of the Board of Directors.

2.1 Determination of the duration of the mandate of the Board of Directors

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,485,141	99.51%	74.64%
Votes Against	139,885	0.02%	0.01%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

2.2a Appointment of the Board Directors and of the Chairman.

	No. Shares	% of the savings shares present	% of the savings share capital
List 1 ⁽¹⁾	647,082,603	84.78%	63.59%
List 2 ⁽²⁾	89,291,397	11.70%	8.77%
List 3 ⁽³⁾	23,023,026	3.02%	2.26%
Votes Against	0	0.00%	0.00%

Abstentions	3,832,780	0.50%	0.38%
Non-voters	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

(1) List submitted jointly by Salini S.p.A. and CDP Equity S.p.A.

(2) List submitted jointly by institutional investors

(3) List submitted by INARCASSA

List of candidates elected as members of the Board of Directors

		List
Gian Luca Gregori (*)	Chairman	1
Davide Croff (*)		1
Moroello Diaz della Vittoria Pallavicini (*)		1
Flavia Mazzarella (*)		1
Teresa Naddeo (*)		1
Alessandro Salini		1
Pietro Salini		1
Serena Torielli (*)		1
Laura Zanetti (*)		1
Francesco Renato Mele		1
Francesca Fonzi		1
Paola Fandella (*)		1
Itzik Michael Meghnagi (*)		1
Michele Valensise (*)		1
Francesco Umile Chiappetta (*)		2

* Directors who have declared to meet the independence requirements in accordance with the TUF (Testo Unico della Finanza) and the independence requirements of the Corporate Governance Code.

2.3 Determination of the remuneration of Directors.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,409,253	99.50%	74.63%
Votes Against	215,773	0.03%	0.02%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

2.4 Determination of the remuneration of the Chairman

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,409,253	99.50%	74.63%
Votes Against	215,773	0.03%	0.02%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

Item 3 of the agenda

3. Authorization to purchase and dispose of own shares subject to revocation, for the part that remained unexecuted, of the authorization resolution taken by the Ordinary Shareholders' Meeting on April 27, 2023. Inherent and consequent resolutions.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	759,353,338	99.49%	74.62%
Votes Against	271,688	0.04%	0.03%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

Item 4 of the agenda

4. Remuneration Report pursuant to Article 123-ter of Legislative Decree of February 24, 1998, no. 58.

4.1. Integration of the 2023-2025 Remuneration Policy (Section I). Inherent and consequent resolutions.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	692,779,772	90.77%	68.08%
Votes Against	66,845,254	8.76%	6.57%
Abstentions	3,604,780	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%

4.2. Report on the remuneration paid in FY2023 (Section II). Inherent and consequent resolutions.

	No. Shares	% of the savings shares present	% of the savings share capital
Votes for	755,410,083	98.98%	74.23%
Votes Against	4,214,806	0.55%	0.41%
Abstentions	3,604,917	0.47%	0.35%
No votes	0	0.00%	0.00%
Total	763,229,806	100.00%	75.00%