

Registered office in Rome, Via Teulada no. 66 - Fully paid-up share capital of Euro 70,176,000.00 Tax ID, VAT number and Rome Companies' Register no.: 05820021003 Company subject to management and coordination by RAI - Radiotelevisione Italiana S.p.A.

# NOTICE OF CALL OF THE EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING

The Shareholders' Meeting of Rai Way S.p.A. ("**Rai Way**" or the "**Company**") is convened in Extraordinary and Ordinary Session, in a single call, on 27 April 2021, at 11:00 am, at the Company's registered office in Rome, Via Teulada no. 66, to resolve on the following

## <u>Agenda</u>

## Extraordinary Part

1. Proposals of modifications to the Articles of Association: (i) Article 6.3, (ii) Article 17.4 and Article 28.2; (iii) Article 19.1; (iv) Article 28.15. Related and consequent resolutions.

## **Ordinary Part**

- 1. Annual financial statements for the year ended 31 December 2020; Report on Operations of the Board of Directors; Report of the Board of Statutory Auditors and Report of the Independent Auditors. Relative resolutions.
- 2. Proposal for allocation of profit for the year. Relative resolutions.
- 3. Report on Remuneration Policy and Remuneration Paid:
- 3.1 approval of the first section of the Report pursuant to Art. 123-*ter*, paragraphs 3-*bis* and 3-*ter* of Legislative Decree no. 58 of 24 February 1998;
- 3.2 resolutions related to the second section of the Report pursuant to Art. 123*-ter*, paragraph 6 of Legislative Decree no. 58 of 24 February 1998.
- 4. Long-term incentive plan pursuant to Art. 114-*bis* of Legislative Decree no. 58 of 24 February 1998. Relative resolutions.
- 5. Proposal to authorize the purchase and disposal of treasury shares, upon revocation of the purchase authorization, for the part not executed, and disposal authorization resolved by the Shareholders' Meeting of 24 June 2020. Relative resolutions.
- 6. Appointment of the Board of Statutory Auditors and the Chairman of the same. Relative resolutions.
- 7. Determination of the fees of the Chairman of the Board of Statutory Auditors and Standing Auditors. Relative resolutions.

## COVID-19 EMERGENCY - PROCEDURE FOR CONDUCTING SHAREHOLDERS' MEETING PURSUANT TO DECREE LAW NO. 18 OF 17 MARCH 2020

In consideration of the health emergency connected to the COVID-19 epidemic and taking into account the regulatory provisions issued to limit the spread of the contagion, it is, in particular, envisaged, making use of the power referred to in Art. 106, paragraph 4, of Decree Law no. 18 of 17 March 2020, converted with modifications into Law 24 April 2020 and whose application was extended most recently with Decree Law no. 183 dated 31 December 2020 converted with amendments into Law no. 21 dated 26 February 2021, that participation in the Shareholders' Meeting by those entitled to vote can only take place through the representative designated by the Company pursuant to Art. 135-undecies of Legislative Decree no. 58/1998 - i.e., Computershare S.p.A., with registered office in Via Lorenzo Mascheroni no. 19, 20145 Milan (the "Sole Representative") - to whom proxies and/or sub-proxies may also be granted pursuant to Art. 135novies of Legislative Decree no. 58/1998, as specified below in the paragraph "REPRESENTATION IN THE SHAREHOLDERS' MEETING". Without prejudice to the above, it is also specified that persons other than those entitled to participate and to exercise their voting rights (Directors, Statutory Auditors, Sole Representative, person responsible for drafting the minutes and other individuals who are asked to participate in the Shareholders' Meeting), given the limitations that may be necessary for health reasons, may also participate through telecommunications which ensure identification, in the manner communicated to them individually, without it being necessary in any case that the Chairman of the Shareholders' Meeting and the person responsible for drafting the minutes are in the same location.

#### ENTITLEMENT TO PARTICIPATE AND VOTE IN THE SHAREHOLDERS' MEETING

The entitlement to participate in the Shareholders' Meeting and to exercise the right to vote - which, it is recalled, can only take place through the Sole Representative (Computershare S.p.A.) - is certified by a communication to the Company, made by the intermediary who keeps the records of the account on which the Rai Way ordinary shares are registered, in accordance with their own accounting entries, in favor of the person who has the right to vote based on the data relative to the end of the accounting day of the seventh open market day preceding the date set for the Shareholders' Meeting (i.e., 16 April 2021, or "record date"); the credit and debit entries made on the accounts after this date are not relevant for purposes of entitlement to exercise voting rights at the Shareholders' Meeting, therefore those who become owners of the Company's ordinary shares only after that date will not be entitled to participate and vote in the Shareholders' Meeting, and hence are not entitled to issues proxies and/or sub-proxies to the Sole Representative (Computershare S.p.A.). The communication from the aforementioned intermediary must be received by the Company by the end of the third open market day prior to the date set for the Shareholders' Meeting (i.e., by 22 April 2021). However, the entitlement to participate and to vote is exercised exclusively through the Sole Representative (Computershare S.p.A.), if the communication has been received by the Company beyond said deadline, provided that it is received prior to the beginning of the Shareholders' Meeting. Note that the communication to the Company is made by the intermediary at the request of the party who is entitled to vote.

## ADDITIONS TO THE AGENDA AND SUBMISSIONS OF RESOLUTION PROPOSALS BY SHAREHOLDERS HOLDING AT LEAST 2.5% OF THE SHARE CAPITAL

Pursuant to Art. 126-bis of Legislative Decree no. 58/1998, shareholders who, including jointly, represent at least one-fortieth of the share capital may request, within ten days of the publication of

this notice (i.e., by 28 March 2021), additions to the list of topics to be discussed, indicating in the request the proposed additional topics, or to submit resolution proposals on the matters already on the agenda of the Shareholders' Meeting. Additions are not permitted for topics on which the Shareholders' Meeting resolves, in accordance with governing regulations, on proposal of the Board of Directors or on the basis of a project or a report prepared by it, other than those referred to in Art. 125-*ter*, paragraph 1, of Legislative Decree no. 58/1998. The request, together with the specific documentation issued in accordance with governing regulations by the intermediaries who keep the records for the accounts on which the ordinary shares of the requesting shareholders are registered that certify ownership of the aforementioned shareholding (for purposes of the relative entitlement), must be sent in writing by registered mail, no later than the aforementioned deadline, to the Company's registered office (via Teulada no. 66, 00195 - Rome) to the attention of the "Legal & Corporate Affairs" Function, or by e-mail to the address <u>raiway@postacertificata.rai.it</u> or by fax to the number +39 06 64633441, together with identification information for the requesting shareholders (in this regard, please also provide a reference telephone number and/or e-mail address).

Also by the aforementioned deadline and in the same manner, a report must be sent by any proposing shareholder stating the reasons for the resolution proposals on the new topics which are proposed to be discussed as an addition to the agenda or the reason relating to further resolution proposals presented on topics already on the agenda.

Any additions to the list of topics on the Shareholders' Meeting agenda or the submission of additional resolution proposals on topics already on the agenda is published by the Company, in the same forms prescribed for the publication of this notice of call, at least fifteen days before the date set for the Shareholders' Meeting (i.e., by 12 April 2021). At the same time as the publication of the additional agenda items or the submission of resolution proposals on topics already on the agenda, these proposals, as well as the related report prepared by the submitting Shareholders and the report of Shareholders requesting an addition to the agenda, accompanied by any assessments by the Board of Directors, will be made available to the public under the same procedures described in Art. 125-ter, paragraph 1, of Legislative Decree no. 58/1998.

#### SUBMISSION OF INDIVIDUAL RESOLUTION PROPOSALS

Since participation in the Shareholders' Meeting and exercise of the voting right can be carried out exclusively through the Sole Representative (Computershare S.p.A.), for purposes of this Shareholders' Meeting, in order to make it possible for the relevant parties to exercise the right referred to in the Art. 126-*bis*, paragraph 1, penultimate sentence of Legislative Decree no. 58/1998 - albeit with methods and terms compatible with the COVID-19 health emergency and with the unchanged requirement that the individual resolution proposals can be made available to all of the persons entitled to participate in the Shareholders' Meeting and exercise the right to vote with enough time to provide voting instructions to the Sole Representative (Computershare S.p.A.) - the persons entitled are expected to individually submit to the Company resolution proposals on agenda items by 12 April 2021 so that the Company can proceed with their subsequent publication.

Those persons entitled who submit proposals must certify their right to do so, having to send in that regard to the Company specific documentation issued in accordance with the applicable provisions by the intermediary who keeps the records for the account on which the ordinary shares are registered. The resolution proposals (and the aforementioned documentation) must be submitted in writing by the entitled Shareholders by fax to number +39 06 64633441 or to the certified e-mail account raiway@postacertificata.rai.it, with specific reference to "2021 Rai Way Shareholders' Meeting - Individual resolution proposals", indicating the Shareholders' Meeting agenda item, in the Extraordinary or Ordinary Part, to which the proposals refer, the text of the resolution proposal and

the information that allows the person making the submission to be identified (in this regard, please also provide a reference telephone number and/or e-mail address).

The resolution proposals received by Rai Way within the deadlines and in the manner described above will be published on the Company's website (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Shareholders' Meeting 2021/Information and Documentation) by 14 April 2021, so that those having the right to vote can review them in order to grant the proxies and/or sub-proxies, with the relative voting instructions, to the Sole Representative. For purposes of the above, as well as in relation to the conduct of the shareholders' meeting works, the Company reserves the right to verify the relevance of the proposals with respect to the agenda items, their completeness and their compliance with applicable provisions, as well as the entitlement of the proposers.

## **REPRESENTATION IN THE SHAREHOLDERS' MEETING**

Pursuant to Art. 106, paragraph 4, of Decree Law no. 18 of 17 March 2020, converted with amendments into Law 24 April 2020 and whose application was most recently extended with Decree Law no. 183 of 31 December 2020 converted with amendments into Law no. 21 of 26 February 2021, participation in the Shareholders' Meeting can only take place by means of representation, through the Sole Representative (Computershare S.p.A.), in the capacity of the Company's designated representative pursuant to Art. 135-*undecies* of Legislative Decree no. 58/1998.

The proxy may be granted, with voting instructions, to the Sole Representative (Computershare S.p.A.), in its capacity as representative designated by the Company pursuant to Art. 135-undecies of Legislative Decree no. 58/1998. The proxy to the designated representative must contain voting instructions on all or some of the agenda items and must be granted to the aforementioned designated representative by the end of the second open market day preceding the date set for the Shareholders' Meeting (i.e., by 23 April 2021), using the proxy form available, by the date of publication of this notice, in a printable version on the Company's website www.raiway.it in the same section in which this notice is published (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021/Notices). The proxy pursuant to Art. 135-undecies of Legislative Decree no. 58/1998 is sent to the Sole Representative (Computershare S.p.A.), indicating as reference "Proxy to designated representative of 2021 Rai Way Shareholders' Meeting", together with a signed copy of an identity document and, in the case of a legal person, documentation proving the powers of signature, under the following procedure:

- for those having an advanced, qualified or digital electronic signature (FEA): by sending the signed proxy with the Advanced Electronic Signature by certified e-mail or by ordinary e-mail to the address ufficioroma@pecserviziotitoli.it;

- for those having certified e-mail (PEC): by sending a copy of the proxy reproduced electronically (PDF format) to the address ufficioroma@pecserviziotitoli.it;

- for those having ordinary e-mail: by sending a copy of the proxy reproduced electronically (PDF format) to the address ufficioroma@pecserviziotitoli.it;

- by sending a copy of the proxy to the fax number +39 06 45417450.

Where not already sent by signed document with FEA and sent by PEC e-mail or by fax, the original of the proxy and voting instructions - together with a signed copy of a valid identity document and, in the case of a legal person, documentation proving the powers of signature - must be sent to Computershare S.p.A., in Via Monte Giberto no. 33, 00138 Rome. The proxy to the Sole Representative (Computershare S.p.A.), in its capacity as representative designated pursuant to Art. 135-*undecies* of Legislative Decree no. 58/1998, has effect only for those resolution proposals to the Shareholders' Meeting for which the delegating party granted voting instructions. The proxy and

voting instructions can be revoked within the same deadline as above (i.e., by 23 April 2021) in the manner indicated above. The shares for which the proxy has been granted, including partial, are counted for purposes of the regular constitution of the Shareholders' Meeting. In relation to the proposals for which voting instructions have not been granted, the shares are not counted for purposes of calculating the majority and the portion of share capital required to approve resolutions.

In addition to the procedures described above, each person entitled to participate and vote in the Shareholders' Meeting can be represented at the Shareholders' Meeting by the Sole Representative (Computershare S.p.A.), by proxy and/or sub-proxy granted to the latter pursuant to Art. 135-novies of Legislative Decree no. 58/1998 (specifying that therefore any substitutes, pursuant to Art. 135novies, paragraph 4 of Legislative Decree no. 58/1998, cannot be different from said Sole Representative). The proxy and/or sub-proxy must be granted in writing or with an electronic document signed in electronic form pursuant to the provisions of Art. 135-novies, paragraph 6, of Legislative Decree no. 58/1998. To this end, the "ordinary proxy and/or sub-proxy form" may be used, which will be available, by the date of publication of this notice, in a printable version on the Company's website www.raiway.it in the same section in which this notice is published (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021/Notices). For purposes of exercising the voting right, with the proxy and/or sub-proxy, voting instructions must be provided on all or some of the proposals relating to the agenda items, with the understanding that the Sole Representative (Computershare S.p.A.) will not cast any vote at the Shareholders' Meeting in relation to those proposals for which it has not received specific voting instructions. The proxy and/or sub-proxy, with the relative voting instructions, must be received by the Sole Representative (Computershare S.p.A.), indicating as reference "Ordinary proxy for 2021 Rai Way Shareholders' Meeting", together with a signed copyof a valid identity document and, in the case of a legal person, documentation proving the powers of signature, under the following procedure: - for those having an advanced, qualified or digital electronic signature (FEA): by sending the signed proxy/sub-proxy with the Advanced Electronic Signature by certified e-mail or by ordinary e-mail to the address ufficioroma@pecserviziotitoli.it;

- for those having certified e-mail (PEC): by sending a copy of the proxy/sub-proxy reproduced electronically (PDF format) to the address ufficioroma@pecserviziotitoli.it;

- for those having ordinary e-mail: by sending a copy of the proxy/sub-proxy reproduced electronically (PDF format) to the address ufficioroma@pecserviziotitoli.it;

- by sending a copy of the proxy/sub-proxy to the fax number  $+39\ 06\ 45417450$ .

In the event a sub-proxy is granted to the Sole Representative (Computershare S.p.A.), the party granting the sub-proxy must also send to the latter, in the manner described above, a copy of the proxy received and the declaration certifying that the copy conforms to the original and the delegating party's identity. Where not already sent by signed document with FEA and sent by certified e-mail or by fax , the original of the proxy/sub-proxy and voting instructions - together with a signed copy of a valid identity document and, in the case of a legal person, documentation proving the powers of signature - must be sent to Computershare S.p.A., in Via Monte Giberto no. 33, 00138 Rome. If the Sole Representative (Computershare S.p.A.) delivers or sends to the Company a copy of the proxy/sub-proxy conforms with the original and delegating party's identity. Without prejudice to the above with regard to the transmission of proxies / sub- proxies and voting instructions- may also be communicated to the Company via registered mail to the registered office (via Teulada no. 66, 00195 - Rome), to the attention of the "Legal & Corporate Affairs" Function, in a sealed envelope, with the reference "Ordinary proxy for 2021 Rai Way Shareholders' Meeting", or through a certified e-mail

sent to the certified e-mail account <u>raiway@postacertificata.rai.it</u>, attached and with the reference "Ordinary proxy for 2021 Rai Way Shareholders' Meeting" together with a signed copy of a valid identity document and, in the case of a legal person, documentation proving the powers of signature. In order to allow the Sole Representative (Computershare S.p.A.) to receive and verify the proxies and/or sub-proxies in advance of the shareholders' meeting works, it is recommended that the entitled parties send their proxies and/or sub-proxies no later than 2:00 pm on 26 April 2021. The proxy and/or sub-proxy and/or related voting instructions can be revoked up to the start of the shareholders' meeting works by sending an e-mail to the address <u>ufficioroma@pecserviziotitoli.it</u>.

The granting of proxies pursuant to Art. 135-*undecies* and 135-*novies* of Legislative Decree no. 58/1998 does not entail expenses for the Shareholder, with the exception of costs for sending/delivery.

The Sole Representative (Computershare S.p.A.) is available to provide information and clarifications in relation to the procedures for granting it proxies/sub-proxies, as well as on how to obtain the aforementioned proxy/sub-proxy forms in paper format free of charge, including if for technical reasons they cannot be made available in electronic format by the Company, at the following contacts: telephone +39 06 45417413 (from Monday to Friday, 9:00 am to 6:00 pm) and e-mail address ufficiorm@computershare.it.

The Company reserves the right to supplement and/or modify the instructions in this paragraph "REPRESENTATION IN THE SHAREHOLDERS' MEETING" as a result of needs that may arise due to the COVID-19 health emergency and unforeseeable developments.

There are no procedures for voting by mail or electronically.

## **RIGHT TO ASK QUESTIONS ON THE AGENDA ITEMS**

Pursuant to Art. 127-*ter* of Legislative Decree no. 58/1998, those who have the right to vote in the Shareholders' Meeting, for whom the Company receives communication from an authorized intermediary certifying ownership of the ordinary shares pursuant to governing regulations, may ask questions on the agenda items prior to the Shareholders' Meeting. The questions must be received by the Company by the end of the seventh open market day prior to the date set for the Shareholders' Meeting (i.e., by 16 April 2021) together with information that allows the requesting party to be identified. Entitlement may be certified within the third day following the record date (i.e., by 19 April 2021). Questions must be sent exclusively by fax to the number +39 06 64633441 or to the certified e-mail account raiway@postacertificata.rai.it.

In order to allow those entitled to vote to cast their vote on the Shareholders' Meeting agenda items through the Sole Representative (Computershare S.p.A.), including by taking into consideration the responses provided by the Company to the questions received prior to the Shareholders' Meeting the answers will be provided by the Company by 22 April 2021, through publication on the Company's website (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021/Information and Documentation).

The Company may provide a single answer to questions having the same substance. The Company also reserves the right to provide the information requested with questions received before the Shareholders' Meeting through a special "Questions and Answers" section which may be developed and published on the Company's website (www.raiway.it (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021/Information and Documentation)).

## SHARE CAPITAL AND SHARES WITH VOTING RIGHTS

The share capital is  $\notin$  70,176,000 divided into 272,000,000 ordinary shares, all without indication of nominal value. There are no categories other than ordinary shares. Each share entitles the holder to one vote in the Shareholders' Meeting. At the date of this notice, the Company holds 3,625,356 treasury shares.

## APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

With reference to the appointment of the Board of Statutory Auditors, it is noted that:

- the Auditors must be in possession of the requirements of eligibility, integrity and professionalism envisaged by law and by other applicable provisions, along with the requirements of independence, as well as the legal requirements envisaged by the Corporate Governance Code of Listed Companies;
- the appointment of the Standing Auditors, in the number of three, and Alternate Auditors, in the number of two, occurs on the basis of lists submitted by those entitled, ensuring the gender balance within the Board of Statutory Auditors in accordance with the applicable legislation in force, with a share equal to at least two-fifths of the elected Auditors having to be reserved to the least represented gender, rounded down to the lower unit. In the lists, the candidates must be listed by sequential number. The lists are split into two, containing up to three candidates respectively for the role of Standing Auditor and up to two candidates for that of Alternate Auditor. At least the first two candidates for the role of Standing Auditor and at least the first candidate for the role of Alternate Auditor included in the respective lists must be included on the register of statutory auditors and must have exercised statutory auditing activity for a period of no less than three years. Candidates who are not included on the Register of statutory auditors must have gained overall experience of at least three years in carrying out the activities and functions indicated in Article 28, paragraph 2 of the Articles of Association. With reference to lists having a number of candidates equal to or higher than three, each list for the appointment to Standing Auditor and Alternate Auditor must present a number of candidates belonging to the least represented gender that ensures, within that list, respect for the gender balance at least to the minimum extent required by the legislation, even regulatory, in force;
- the lists must, under penalty of forfeiture, be filed at the registered office of the Company by fax transmission to no. +39 06 36866320 or by email to the address raiway@postacertificata.rai.it, by the twenty-fifth day before the date of the Shareholders' Meeting (namely by 2 April 2021) and they will be made available to the public at the registered office, on the Company's internet website and by the other methods envisaged by existing legislation, at least twenty-one days before the date of the Shareholders' Meeting (namely by 6 April 2021);
- persons legitimately entitled to vote who, alone or together with others, hold overall shares with voting right representing at least 1% of the share capital constituted by shares with voting right in the ordinary Shareholders' Meeting (in view of what is established by CONSOB by Management Decision no. 44 of 29 January 2021) have the right to submit lists, subject to what is established by the legislative and regulatory rules in force in the case of submission of just one list or lists presented by Shareholders linked between them. In particular, if, by the aforementioned deadline for submitting the lists, namely by 2 April 2021, only one list is submitted, or lists have only been submitted by Shareholders who are linked between them in accordance with the rules of law and regulations in force, additional lists may be submitted until the third day after that deadline, namely by 5 April 2021, and the aforementioned minimum share of investment for the submission of lists will be considered to be reduced by

half. Information in this regard will be given without delay and by the methods established by the legislation, even regulatory, in force;

- each person legitimately entitled to vote (as well as (i) legitimately entitled persons belonging to the same group, thereby meaning the controlling entity, even non-corporate, in accordance with Art. 2359 of the Italian Civil Code, and each company controlled by or under the common control of the same entity or (ii) members of the same shareholder agreement pursuant to Article 122 of Legislative Decree no. 58/1998, or (iii) legitimately entitled persons who are otherwise linked between them by virtue of relationships involving a significant influencein accordance with the applicable laws and/or regulations in force) may submit or contribute to submitting, even by interposing person or trust companies (like voting), a single list, just as no candidate, under penalty of forfeiture of the candidacy, may appear in more than one list;
- the ownership of the minimum share of investment for the submission of lists is determined with regard to shares that are registered in favor of the individual Shareholder or several Shareholders jointly on the day on which the lists are filed at the Company. The ownership of the number of shares necessary to submit lists must be certified in accordance with existing regulations: that certification may even be sent to the Company after the filing of the list provided that it is by the deadline envisaged for publication of the lists by the Company itself;
- by the deadline for filing the aforementioned lists and together with the same, the legitimated parties that submit them must also file any further documentation and declaration required by the Company Articles of Association and by the legislation, even regulatory, in force;
- the list for which the rules indicated above are not respected is considered not to have been submitted.

With regard to the appointment of the Board of Statutory Auditors, note, in particular, the provisions of Art. 148 paragraph 2 of Legislative Decree no. 58/1998 and Articles 144-quinquies and 144-sexies of CONSOB Regulation no. 11971/1999 on the absence of connections between the minority Shareholders and the Shareholders that submitted or voted on the list that came first by number of votes, as well as what is contained in that regard in CONSOB Communication no. DEM/9017893 of 26 February 2009.

For further information and specifications on the appointment of the Board of Statutory Auditors and the Chairman of the same, see the Report at point no. 6 of the agenda of the Ordinary Part, prepared by the Board of Directors in accordance with Art. 125-*ter* of Italian Legislative Decree no. 58/1998; it is also specified that the outgoing board of Statutory Auditors has prepared its guidelines to direct the Shareholders on the renewal of the Board of Statutory Auditors which are made available to the public within the deadlines of publication of the Report in relation to point no. 6 on the agenda of the Ordinary Part and with the same procedures set fort on Paragraph "DOCUMENTATION AND INFORMATION" of this Notice.

## **DOCUMENTATION AND INFORMATION**

The documentation concerning the agenda items envisaged by applicable legal and regulatory provisions is made available to the public at the Company's registered office and published on the Company's website <u>www.raiway.it</u> (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021) and in the "1Info" storage mechanism (<u>www.1info.it</u>) and in any case according to the procedures envisaged in accordance with governing regulations and within the deadlines prescribed therein; Shareholders and others entitled to participate in the Shareholders' Meeting have the right to obtain a copy. Possible consultation of documentation at the registered office may be carried out taking into account provisions set forth in relation to the COVID-19 health emergency and with procedures and terms to be agreed; in this regard, please note

advance communication of the consultation should be given by contacting the Shareholders' Meeting assistance service indicated below in this notice of call OR through an e-mail to raiway@postacertificata.rai.it.

Moreover, note that information on the Shareholders' Meeting and its participation in it, including with reference to the provisions of Art. 125-*quater* of Legislative Decree no. 58/1998, are in any case published within the prescribed deadlines on the aforementioned website of the Company (in particular under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021).

A Shareholders' Meeting assistance service is available for any further relative information and, in particular, on how to exercise the associated shareholder rights, at the following contact: telephone +39 06 4541 7413 (from Monday to Friday, 9:00 am to 6:00 pm) and e-mail address ufficiorm@computershare.it.

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The Company reserves the right to supplement and/or modify the content of this notice if, prior to the Shareholders' Meeting, the aforementioned rules pursuant to Art. 106 of Decree Law no. 18 of 17 March 2020 are amended or additional measures are issued by the competent authorities in relation to the health emergency connected to COVID-19 which are relevant for the purposes of the procedures for conducting shareholder's meetings. Any changes and/or additions will be promptly disclosed under the same procedures as the publication of the Shareholders' Meeting notice of call.

On behalf of the Board of Directors

The Chairman

Giuseppe Pasciucco

This notice is published on 18 March 2021 on the Company's website <u>www.raiway.it</u> (under Corporate Governance/Shareholders' Meetings/Meetings/Extraordinary and Ordinary Meeting 2021/Notices) and as an extract in the newspaper Il Sole 24 Ore on the same date.