



Registered office in Rome, Via Teulada, no. 66
Share capital €70,176,000.00 fully paid-up
Tax ID, VAT number and Rome Companies' Register no.: 05820021003

EXTRACT FROM THE NOTICE OF CALL OF THE ORDINARY SHAREHOLDERS' MEETING

The Shareholders' Meeting of Rai Way S.p.A. (the "**Company**") is convened in an Ordinary Session, in a single call, on 27 April 2022, at 11:00, at the Company's registered office in Rome, Via Teulada no. 66, to resolve on the following

Agenda

1. Annual financial statements for the year ended 31 December 2021; Report on Operations of the Board of Directors; Report of the Board of Statutory Auditors and Report of the Independent Auditors. Related resolutions.
2. Proposal for allocation of profit for the year. Related 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 Article 123-ter, paragraph 6 of Legislative Decree no. 58 of 24 February 1998.
4. Integration of fees for the audit firm PricewaterhouseCoopers S.p.A. for carrying out the external audit of the accounts for the financial years 2021-2022. Related resolutions.
5. Proposal to authorise the purchase and disposal of treasury shares, upon revocation of the purchase authorization and disposal authorization resolved by the Shareholders' Meeting of 27 April 2021. Related resolutions.

In accordance to what is permitted by Art. 106, paragraph 4, of Law Decree no. 18 of 17 March 2020, converted with amendments into Law no. 27 of 24 April 2020 and the application of which was lastly extended by effect of Law Decree no. 228 of 30 December 2021 converted with amendments by Law no. 15 of 25 February 2022, the participation in the Shareholders' Meeting can only take place through the Company's designated representative pursuant to Art. 135-undecies of Legislative Decree no. 58/1998 - i.e. Computershare S.p.A. (the "**Sole Representative**") - to which proxies and/or sub-proxies may also be conferred pursuant to Art. 135-novies of Legislative Decree no. 58/1998.

In addition to the share capital, for information related to:

- the entitlement to attend the Shareholders' Meeting (in this regard, note that the "record date" is 14 April 2022) and to exercise voting rights exclusively through the Sole Representative (Computershare S.p.A.), and in particular to the conferment to the latter of proxies pursuant to Art. 135-undecies of Legislative Decree no. 58/1998 and proxies and/or sub-proxies pursuant to Art. 135-novies of Legislative Decree no. 58/1998;
- 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, paragraph 1, first sentence of Legislative Decree no. 58/1998 and the submission of individual resolution proposals by the holders of voting rights pursuant to Art. 126-bis, paragraph 1, penultimate sentence, of Legislative Decree no. 58/1998;
- the right to ask questions before the Shareholders' Meeting on the agenda items;
- the availability of the documents relating to the Shareholders' Meeting (also with reference to the provisions of Art. 125-quater of Legislative Decree no. 58/1998), including the Reports on the items on the agenda pursuant to Art. 125-ter of Legislative Decree no. 58/1998, as well as further information concerning the Shareholders' Meeting, reference should be made to the full text of the notice of call published today on the Company's website www.raiway.it (section Governance/Shareholders' Meeting/Ordinary Meeting 2022/Notices and information).

The Company reserves the right to supplement and/or modify the content of the call notice if, prior to the Shareholders' Meeting, changes should be made to applicable regulations and/or additional measures are issued by the competent authorities 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.

Rome, March 24, 2022

on behalf of the Board of Directors
The Chairman
Giuseppe Pasciucco

This extract is published in the newspaper Il Sole 24 Ore on 25 March 2022.