



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

## 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 29 April 2024, 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 2023; 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 the 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 relating 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. Related resolutions.
5. Proposal to authorise the purchase and disposal of treasury shares, upon revocation of the purchase, and disposal authorisation resolved by the Shareholders' Meeting of 27 April 2023. Related resolutions.
6. Appointment of the Board of Statutory Auditors and the Chair of the same. Related resolutions.
7. Determination of the emoluments for the Chair of the Board of Statutory Auditors and the Statutory Auditors. Related resolutions.

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Pursuant to Art. 106, paragraph 4, of Decree Law no. 18 of 17 March 2020 - converted with modifications by Law no. 27 of 24 April 2020 and subsequent modifications and integrations - as lastly extended, 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 relative to:

- the entitlement to attend the Shareholders' Meeting (in this regard, note that the "record date" is 18 April 2024) 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 submission of lists of candidates for the appointment of members of the Board of Statutory Auditors by list voting (in this regard, note in particular that: (i) parties entitled to vote who, alone or with others, represent at least 1% of the share capital with voting rights in the Ordinary Shareholders' Meeting are entitled to submit lists, and (ii) the lists of candidates must be submitted by 4 April 2024);
- the availability of the documentation relating to the Shareholders' Meeting (also with reference to the provisions of Art. 125-quater of Legislative Decree no. 58/1998), including the explanatory reports on the agenda items pursuant to Art. 125-ter of Legislative Decree no. 58/1998, as well as for additional information regarding the Shareholders' Meeting, please refer to the full text of the notice of call published today on the Company's website [www.raiway.it](http://www.raiway.it) (under section Governance/Shareholders' Meeting/2024 Ordinary Meeting/Notices and information).

*on behalf of the Board of Directors*

The Chairman  
Giuseppe Pasciucco

*This extract is published in the newspaper "Il Sole 24 Ore" on 20 March 2024*