

RESOLUTIONS

PROPOSAL FOR APPROVAL OF THE FINANCIAL STATEMENTS AND ALLOCATION OF THE RESULT FOR THE YEAR

Shareholders,

The year ended December 31, 2022 closed with a profit of euro 252,485,607.00.

Considering that following the shareholders' meeting resolutions adopted in 2017, the legal reserve was completed and reached the limit established by article 2430 of the Civil Code, the Board of Directors proposes the distribution of a dividend, gross of withholding taxes, of euro 0.218 for each of the 1,000,000,000 outstanding ordinary shares and the carry-forward of the remaining profit of euro 34,485,607.00.

The aforementioned proposal is in line with the dividend policy approved by the Board of Directors on March 31, 2021, which provides for a distribution equal to ~50% of the consolidated net result in the period 2021-2022.

The proposed dividend was calculated taking into account the number of shares currently outstanding. This number may vary following any requests for conversion of the "EUR 500 million Senior Unsecured Guaranteed Equity-linked Bonds due 2025". In this case, the Board proposes to withdraw any necessary amounts from the item "Retained earnings reserve".

If you agree with our proposal, we request that you adopt the following

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"The Shareholders' Meeting,

- having examined the annual report at December 31, 2022;
- having acknowledged the report of the Board of Statutory Auditors;
- having acknowledged the report of the Independent Auditors;

RESOLVES

- a) to approve the Company's financial statements for the year ended December 31, 2022, as presented by the Board of Directors as a whole, in the individual entries and with the proposed provisions, showing a profit of euro 252,485,607.00;

- b) to distribute to shareholders a dividend, gross of withholding taxes, of euro 0.218 for each of the 1,000,000,000 outstanding ordinary shares, for a total of euro 218,000,000;
- c) to carry forward the remaining profit of euro 34,485,607.00;
- d) to authorize the Directors to allocate to retained earnings the balance of the rounding that may be determined at the time of payment of the dividend;
- e) to establish, in the event that before the ex-dividend date, the number of outstanding ordinary shares changes following the eventual conversion of the "EUR 500 million Senior Unsecured Guaranteed Equity-linked Bonds due 2025", that the unit dividend referred to above will remain unchanged and that the amount necessary for distribution to any new shares will taken from the item "Retained earnings reserve".

The dividend for the year 2022 will be paid as from July 26, 2023, with ex dividend date on July 24, 2023 (record date July 25, 2023).

