

Falck Renewables S.P.A.

With registered offices in Milan, Corso Venezia 16

Fully paid up share capital: € 291,413,891

Milan Companies Register, Tax and VAT Code 03457730962

Company subject to direction and coordination activity as per art. 2497-bis of the Italian Civil Code

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 7TH MAY 2020

**Summary account of the votes on the items of agenda
pursuant to article 125-quarter, paragraph 2, of Legislative Decree No. 58 of February 24, 1998**

ORDINARY SESSION

Item no. 1 of the agenda

1. Annual financial Report at 31 December 2019:

1.1 presentation of the Financial Statements at 31 December 2019, together with the Board of Directors' Report on Operations, the Statutory Auditors' Report and the Legal Auditing Firms' Report: related and consequent resolutions. Presentation of the Consolidated Financial Statements at 31 December 2019;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|--------------------------|
| Votes for | 233,871,060 | 99.71% |
| Votes Against | 0 | 0.00% |
| Abstentions | 376,816 | 0.16% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

1.2 proposed allocation of the profit for the year and dividend distribution to Shareholders: related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|--------------------------|
| Votes for | 234,247,876 | 99.87% |
| Votes Against | 0 | 0.00% |
| Abstentions | 0 | 0.00% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

Item no. 2 of the agenda

- 2. Authorisation to purchase and dispose of treasury shares pursuant to articles 2357 and 2357-ter of the Italian Civil Code, article 132 of Legislative Decree no. 58/98 and article 144-bis of the Regulations approved by Consob with resolution 11971/1999 and subsequent amendments: related and consequent resolutions.**

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 228,082,737 | 97.24% |
| Votes Against | 6,165,139 | 2.63% |
| Abstentions | 0 | 0.00% |
| No votes | 312,311 | 013% |
| Total shares | 234,560,187 | 100.00% |

Item no. 3 of the agenda

- 3. Stock grant plan 2020-2022 pursuant to art. 114-bis of Legislative Decree no. 58/98: related and consequent resolutions.**

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 227,514,121 | 97.00% |
| Votes Against | 6,733,755 | 2.87% |
| Abstentions | 0 | 0.00% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

Item no. 4 of the agenda

4. Appointment of the Board of Directors:

4.1 determination of the number of members of the Board of Directors;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|--------------------------|
| Votes for | 234,304,059 | 99.89% |
| Votes Against | 182,852 | 0.08% |
| Abstentions | 73,276 | 0.03% |
| No votes | 0 | 0.00% |
| Total shares | 234,560,187 | 100.00% |

4.2 determination of the term of office;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|--------------------------|
| Votes for | 234,223,079 | 99.86% |
| Votes Against | 201,521 | 0.09% |
| Abstentions | 73,276 | 0.03% |
| No votes | 62,311 | 0.03% |
| Total shares | 234,560.187 | 100,00% |

4.3 appointment of the members of the Board of Directors;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|------------------------|-------------|-------------------|
| Lista n. 1 (*) | 174,976,367 | 74.60% |
| Lista n. 2 (**) | 59,338,251 | 25.30% |
| Votes Against | 126,741 | 0.05% |
| Abstentions | 118,828 | 0.05% |
| No votes | 0 | 0.00% |
| Total shares | 234,560,187 | 100.00% |

(*) List deposited by Falck S.p.A.

(**) List deposited by a group of Investors

List of the appointed candidates as members of the Board of Directors:

| | Independent ⁽¹⁾ | List n. |
|--|----------------------------|---------|
| Enrico Ottaviano Falck | | 1 |
| Guido Giuseppe Maria Corbetta | | 1 |
| Toni Volpe | | 1 |
| Federico Francesco Sergio Falck | | 1 |
| Andrew Lee Ott | √ | 1 |
| Nicoletta Giadrossi | √ | 1 |
| Elisabetta Caldera | √ | 1 |
| Paolo Pietrogrande | √ | 1 |
| Georgina Grenon | √ | 1 |
| Marta Dassù | √ | 1 |
| Filippo Claudio Neil Marchi | | 1 |
| Silvia Stefini | √ | 2 |

⁽¹⁾ Indicated as independent pursuant to Art. 147-ter, paragraph 4, and 148, paragraph 3 of the Legislative Decree no. 58/1998 and the Art. 3 of the Listed Companies' Corporate Governance Code.

4.4 determination of the remuneration of the members of the Board of Directors.

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 233,277,494 | 99.45% |
| Votes Against | 714,254 | 0.30% |
| Abstentions | 256,128 | 0.11% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

Item no. 5 of the agenda

5. Appointment of the Board of Statutory Auditors for the period 2020-2021-2022:

5.1 appointment of regular auditors and alternate auditors;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|-----------------------|--------------------|-------------------|
| List n. 1 (*) | 174,848,336 | 74.54% |
| List n. 2 (**) | 59,466,282 | 25.35% |
| Votes Against | 172,293 | 0.07% |
| Abstentions | 73,276 | 0.03% |
| No votes | 0 | 0.00% |
| Total shares | 234,560,187 | 100.00% |

(*) List presented by Falck S.p.A.

(**) List presented by a group of Investors

List of the appointed candidates as members of the Statutory Auditors:

| | Office | Lista n. |
|-----------------------------------|------------------------------------|----------|
| Patrizia Paleologo Oriundi | Regular Auditor | 1 |
| Giovanna Conca | Regular Auditor | 1 |
| Dario Righetti | Regular Auditor - Chairman* | 2 |
| Daniela Delfrate | Alternative Auditor | 1 |
| Domenico Buseti | Alternative Auditor | 2 |

*Pursuant the law, the Chairman of the Board of Statutory Auditors is appointed by the Shareholder's Meeting among the Regular Auditor elected by the minority.

5.3 determination of the remuneration of the regular auditors.

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 234,026,346 | 99.77% |
| Votes Against | 398,254 | 0.17% |
| Abstentions | 73,276 | 0.03% |
| No votes | 62,311 | 0.03% |
| Total shares | 234,560,187 | 100.00% |

Item no. 6 of the agenda

6. Annual report on the remuneration policy and compensation paid:

6.1 Approval of the "2020 Remuneration Policy" contained in Section I, pursuant to Article 123-ter, paragraph 3-bis, of Legislative Decree no.58/98;

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 195,869,422 | 83.50% |
| Votes Against | 38,378,454 | 16.36% |
| Abstentions | 0 | 0.00% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

6.2 consultative vote on the "compensation paid in 2019" indicated in Section I, pursuant to Article 123-ter, paragraph 6, of Legislative Decree no.58/98.

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 199,349,780 | 84.99% |
| Votes Against | 34,153,556 | 14.56% |
| Abstentions | 744,540 | 0.32% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |

EXTRAORDINARY SESSION

Item no. 1 of the agenda

- 1. Proposal to amend Article 9 of the Article of Association to introduce the increase of voting rights pursuant to Article 123-quinquies Legislative Decree No. 58/98. Related and consequent resolutions.**

Shares present at the meeting when the vote was opened no. 234,560,187 equal to 80.490% of the no. 291,413,891 shares with voting rights.

The voting result was the following:

Vote result

| | no. shares | % present capital |
|----------------------|--------------------|-------------------|
| Votes for | 177,478,713 | 75.66% |
| Votes Against | 56,769,163 | 24.20% |
| Abstentions | 0 | 0.00% |
| No votes | 312,311 | 0.13% |
| Total shares | 234,560,187 | 100.00% |