



Matteo Contento - Giuseppe Sciolì

Associated notaries
Montebelluna - Treviso - Conegliano
www.notacontentoscioli.it

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Minutes of the Ordinary Shareholders' Meeting of the listed
company "GEOX S.P.A."

I T A L I A N R E P U B L I C

On the year two thousand and twenty-four, on the thirtieth day
of April.

(4/30/2024)

In Montebelluna, Via Feltrina Sud no. 6 at the offices of "Geox
Management", where requested.

Before me, Mr. Matteo Contento, Notary Public in Montebelluna,
registered with the Board of Notaries of the District of Treviso,
the following person appeared Mr.:

- **POLEGATO MORETTI MARIO**, born in Crocetta del Montello (TV) on
16 August 1952, domiciled for the purpose at the registered office
indicated below, who declares that he is taking part in this deed
in his capacity as Chair of the Company's Board of Directors:
"GEOX S.P.A.", with registered office in Montebelluna (TV), in
the district of Biadene, Via Feltrina Centro n. 16, with a
subscribed and fully paid-up share capital of EUR 25,920,733.10
(twenty-five million nine hundred and twenty thousand, seven
hundred and thirty-three point ten), tax code and registration
number with the Companies Register of Treviso-Belluno 03348440268,
listed on the Euronext Milan Market, organised and managed by
"Borsa Italiana S.p.A.".

The Appearing Party, whose personal identity I, the Notary Public,
am certain of, asked me to draw up the minutes of the Ordinary
Shareholders' Meeting of the aforesaid company, convened in a
single call for 19 April 2024 (nineteenth day of April two thousand
and twenty-four) in Crocetta del Montello (TV), Via Erizzo no.
105 at "*Villa Sandi*", scheduled to begin at 10:00 a.m. and held
before me, the Notary Public, and attended by the aforementioned
Appearing Party, as well as the other Directors, Statutory
Auditors and Shareholders, all of whom shall attend.

As per the Appearing Party's request, I, the Notary Public, hereby
acknowledge the following:

"Mr. POLEGATO MORETTI MARIO, having extended a cordial welcome
to those in attendance, also on behalf of his colleagues of the
Board of Directors, the Board of Statutory Auditors and the
personnel of "GEOX S.P.A.", and having introduced himself to the
Shareholders' Meeting as Chair of the Board of Directors, took
the chair of said meeting at ten minutes past ten (10:10) pursuant
to Article 14 of the Articles of Association and, pursuant to
Article 14, paragraph 2 of the Articles of Association and Article
4, paragraph 2 of the Shareholders' Meeting Regulations currently
in force, appointed me, the Notary, to draw up the minutes of said
meeting.

The Chair acknowledged:

- that, for the in addition to himself, Chair, the Vice-Chair of
the Board of Directors, signor ENRICO POLEGATO MORETTI; the Chief
Executive Officer, Mr. ENRICO MISTRON, as well as the Directors,

Registered in Treviso

On 04/30/2024

N. 12507

Series 1T

Exactly Euro 200.00

Messrs. ALESSANDRO ANTONIO GIUSTI, CLAUDIA BAGGIO, FRANCESCA MENEGHEL, LARA LIVOLSI, SILVIA ZAMPERONI and SILVIA RACHELA the following individuals were participating;

- that, for the Board of Statutory Auditors, the members of the Board of Statutory Auditors were present, namely Ms. SONIA FERRERO, Chair, as well as Ms. GABRIELLA COVINO and Mr. FABRIZIO NATALE PIETRO COLOMBO, Standing Auditors;

and called upon to assist him in illustrating the items on the agenda, pursuant to Article 4, paragraph 3, of the Shareholders' Meeting Regulations, the Vice-Chair, Lawyer ENRICO POLEGATO MORETTI; the Chief Executive Officer, Mr. ENRICO MISTRON, Mr. ANDREA MALDI, Chief Financial Officer, and Lawyer PIERLUIGI FERRO, Head of the Company's Legal and Corporate Affairs Department. Continuing, the Chair initially delivered the following speech, which is reproduced in full below:

"Good morning to everyone and welcome to our Meeting.

The recently completed fiscal year was marked by a persistent uncertain macroeconomic environment that affected our market, especially in the second half of the year.

Therefore, 2023 represented a period of stabilization for the Group.

I think it is important, however, to emphasize that our operating profitability has improved remarkably, strengthening the results previously achieved with an EBIT up and amounting to 15.6 million euros.

These results are the outcome of the effectiveness of our initiatives and are evidence of the evolution of our business model, which has been made more efficient, flexible and responsive to market dynamics.

All this provides us with a solid foundation on which to build future strategies with renewed enthusiasm and confidence.

We have recently completed a review of our distribution structure, exiting from unprofitable and non-strategic activities in order to focus our investments on those that are more relevant and with higher added value.

In particular, a partnership was entered into with Oscar-winning actress Penelope Cruz, who became Geox's Global Brand Ambassador since last September.

Her credibility and ability to speak authentically to a broader international audience has resulted in an extremely positive impact on sales in the Women's Segment from the very beginning. We continued to significantly invest in advertising in the second half of the year and in the early months of 2024, and contributed to placing great emphasis on our brand and products.

In addition, further input was given to projects aimed at accelerating digital transformation and making our operations increasingly sustainable.

Sustainability, a word we take very seriously, is a core element of our corporate culture and, as you well know, characterized the genesis of the name "Geox," born from the union of "geo," meaning

earth in Greek, and "x," representing technological innovation. We firmly believe that the principles of equity, respect, solidarity and inclusiveness are increasingly relevant in the contexts in which a modern company is called to face.

Our brand also draws strength and ability to intercept future market developments through strategic loyalty initiatives, such as the Benefit Program.

Today, worldwide, we have more than 5 million loyal customers who constantly dialogue with us.

Our brand also draws strength and ability to intercept future market developments through strategic loyalty initiatives, such as the Benefit Program.

Today, worldwide, we have more than 5 million loyal customers who are in constant dialogue with us.

Geox has more than 650 monobrand stores worldwide and a widespread multibrand distribution in more than 100 countries, combined with state-of-the-art digital platforms, which contribute to geox's strong recognition and uniqueness in the market.

We are confident that the path we have undertaken, together with the historical values of our Brand, will enable us to be increasingly relevant and significantly improve the Group's profitability profile.

I thank each of you for your continued support, for believing and continuing to believe in Geox.

Your trust combined with our commitment enables us to look to the future with optimism and determination.

Finally, I would like to extend my sincerest and warmest welcome to Geox's Board of Directors to our new CEO Enrico Mistrion. I am sure that Enrico, thanks to his many years of experience and leadership skills, will be able to lead Geox with determination through the challenges of the near future."

Having finished his speech, the Chair gave the floor to the Chief Executive Officer, Dr. ENRICO MISTRON, who, once he had taken the floor, made, in turn, the following speech, which is reproduced in full below:

"Dear Shareholders and Chair,

I would first like to express my sincerest gratitude for the trust that has been placed in me by you and the Board of Directors.

It is a great honour for me to take this path to face the challenges that await our Geox with determination and enthusiasm.

Commitment, transparency, humility and simplicity are values that I consider essential and I will try to promote them among my staff and furthermore courage/lack of shyness, as our Chair says.

These values will represent the basis for a managerial team that will have to ensure, under my leadership, the achievement of our goals, obviously always in the interest of our Shareholders and with a view to the sustainability of our consumers, customers, employees and suppliers.

I thank you once again for your trust and wish us all good work." At this point, the Chair gave the floor to the Vice-Chair, Lawyer

ENRICO POLEGATO MORETTI, who, taking the floor, acknowledged:

- that the Ordinary Shareholders' Meeting would be held in compliance with the relevant legislation in force, the Articles of Association and the Shareholders' Meeting Regulations approved by the Ordinary Shareholders' Meeting;
- that the Ordinary Shareholders' Meeting was duly convened for **19 April 2024**, in a single call, at 10:00 a.m., in accordance with the law and the Articles of Association, by means of a notice of call stating the following:

"AGENDA

- 1. Approval of the Financial Statements as at 31 December 2023; presentation of the Board of Directors' Management Report, the Non-Financial Statement pursuant to Italian Legislative Decree no. 254 of 30 December 2016, the Board of Statutory Auditors' Report and the Independent Audit Firm's Report. Presentation of the Consolidated Financial Statements as at 31 December 2023.*
- 2. Resolutions concerning the allocation of the result for the financial year.*
- 3. Report on the remuneration policy and the remuneration paid pursuant to Art. 123-ter, paragraphs 3-ter and 6, of Italian Legislative Decree no. 58/1998: Section I - Approval of the remuneration policy for 2024.*
- 4. Report on the remuneration policy and the remuneration paid pursuant to Art. 123-ter, paragraphs 3-ter and 6, of Italian Legislative Decree no. 58/1998: Section II - Resolution on Section II of the Report on fees paid in the year 2023.*
- 5. Appointment of a Director pursuant to Art. 2386, paragraph 1, of the Civil Code.*
- 6. Authorization to the purchase and disposal of treasury shares, subject to the revocation, for the portion not implemented, of the previous authorization.";*

- communicated that no requests for additions to the agenda of the Shareholders' Meeting, nor proposals for resolutions on items already on the agenda, had been submitted by the Shareholders, pursuant to and within the terms of Article 126-bis of Italian Legislative Decree No. 58 of 24 February 1998 (hereinafter also referred to as the **"TUF"**);

- declared that, as there were present, by proxy, **20** (twenty) Shareholders entitled to vote, representing **184,836,860** (one hundred and eighty-four million eight hundred and thirty-six thousand eight hundred and sixty) ordinary shares, equal to **71.308500%** (seventy-one point three hundred eight thousand five hundred percent) of the approximately 259,207,331

(two hundred and fifty-nine million two hundred and seven thousand three hundred and thirty-one) ordinary shares constituting the share capital, the Ordinary Shareholders' Meeting, duly convened, was therefore validly held in a single call-in accordance with the law and the Articles of Association and could deliberate on the items on the agenda;

- noted that, during the course of the Meeting, and before each

vote, he would communicate the updated attendance figures;

- informed that the notifications from intermediaries for the purpose of the participation in the Shareholders' Meeting of the eligible parties had been made to the Issuer in the manner and within the terms set forth by the applicable provisions of law;
- informed that, as indicated in the notice of call, the company "GEOX S.P.A." had appointed the company "COMPUTERSHARE S.P.A." as the designated representative for the conferment of proxies and the related voting instructions pursuant to Article 135-undecies of the UF and had made the form for the conferment of proxies and voting instructions available at the company's registered office and on its website;

- specified that, as per the communication received from the designated representative, 1 (one) proxy had been issued to the same person by entitled to exercise voting rights for a total of 1,000 (one thousand) shares. Moreover, the designated representative had disclosed that he was not the bearer of any interest of his own with respect to the proposed resolutions to be submitted to the vote at the Shareholders' Meeting recorded herein; however, by reason of the contractual relations existing between the company "GEOX S.P.A." and "COMPUTERSHARE S.P.A. ", specifically concerning technical assistance at the Shareholders' Meeting and ancillary services, for the sole purpose of avoiding any subsequent disputes related to the supposed presence of circumstances that could lead to the existence of a conflict of interest, 'COMPUTERSHARE S.P.A.' had expressly declared its intention not to cast a vote other than as indicated in the instructions;

- also stated that no voting proxies had been solicited pursuant to Article 136 et seq. of the TUF in connection with the Shareholders' Meeting in question;

- informed that none of the entitled persons had submitted questions on the items on the agenda prior to the Shareholders' Meeting recorded herein pursuant to Article 127-ter of the TUF;

- informed that, pursuant to Article 12 of the Articles of Association, Article 3 of the Shareholders' Meeting Regulations, and current applicable regulations in this regard, it had been checked that all participants were entitled to take part and had the right to vote in the shareholders' meeting and, in particular, it had been checked that all proxies complied with current legal provisions and with the articles of association;

- informed that, pursuant to the General Data Protection Regulation no. 679/2016 (the so-called "GDPR"), the data of those participating in the Shareholders' Meeting would be collected and processed by "GEOX S.P.A." exclusively for the purpose of fulfilling mandatory shareholders' meeting and corporate requirements. The audio and video recording of the Shareholders' Meeting would have been made for the sole purpose of facilitating the drawing up of the relative minutes and to document the content transcribed in the minutes, as specified in the information notice

provided to all participants; attendees were also informed that said recording would not be subject to disclosure or dissemination;

- recalled that, according to Article 3(5) of the Shareholders' Meeting Regulations, no recording instruments of any kind, photographic or video equipment or similar devices could be brought into the premises where the Shareholders' Meeting was being held without specific authorisation from the Chair of the Shareholders' Meeting;

- he further stated:

- * that the subscribed and paid-up share capital as of the date of the Shareholders' Meeting recorded herein was EUR **25,920,733.10**

(twenty-five million nine hundred and twenty thousand seven hundred and thirty-three point ten), divided into **259,207,331** (two hundred and fifty-nine million two hundred and seven thousand three hundred and thirty-one) ordinary shares with a nominal value of EUR 0.10 (zero point ten) each and that the company's shares were admitted to trading on the Euronext Milan Market, organised and managed by "BORSA ITALIANA S.P.A.";

- * that the company was not subject to management and coordination by other companies;

- * that as of 19 (nineteen) April 2024 (two thousand and twenty-four), the date in which the Shareholders' Meeting herein recorded was held, the company held 3,996,250 (three million nine hundred and ninety-six thousand two hundred and fifty) treasury shares equal to 1.54% (one point fifty-four per cent) of the share capital;

- * that the company, on the date of April 19, 2024, the date of the Shareholders' Meeting, fell within the definition of an "SME" pursuant to Article 1(1) of the TUF;

- * that, as of the same date, the entity that directly or indirectly held more than 5% (five per cent) of the subscribed share capital of "GEOX S.P.A.", represented by shares with voting rights, according to the entries in the shareholders' register, integrated with the communications received pursuant to Article 120 of the TUF and other available information, was the company "LIR S.R.L.", holding 184,297,500 (one hundred and eighty-four million two hundred and ninety-seven thousand five hundred) ordinary shares, equal to 71.1004% (seventy-one point one thousand and four per cent) of the share capital, as resulting from the document to be attached to the minutes of this shareholders' meeting;

- reminded attendees that voting rights inherent in shares for which the disclosure requirements had not been fulfilled could not be exercised:

- * referred to in Article 120 of the TUF, concerning shareholdings exceeding five per cent (5%);

- * referred to in Article 122(1) of the TUF concerning shareholders' agreements;

- also reminded attendees that, with reference to the disclosure obligations referred to by Article 120 of the UF, "**shareholdings**" were also deemed to be shares in relation to which the right to vote is granted based on a proxy, as long as said right may be exercised in a discretionary manner without any specific instructions from the delegating party;

- invited the attendees to declare any lack of eligibility to vote. Having verified the absence of any statements on the matter, the Vice-Chair then acknowledged that, with regard to the items on the agenda, all requirements imposed by current legal provisions and regulations had been duly fulfilled: in particular, all legally required documentation had been filed at the company's registered office, made available on the company's website www.geox.biz, in the Governance section under "Shareholders' Meeting 2024" and on the authorised storage system called "eMarket Storage", available at the address www.emarketstorage.com.

In addition:

- the financial statements and summary statements of the other subsidiaries and affiliates had been filed at the company's registered office pursuant to applicable legislation;

- all the documents listed above had been sent to the Shareholders who had requested them and had been delivered to those present at the Shareholders' Meeting.

He recalled that, attached to the draft financial statements of "GEOX S.P.A." and to the consolidated financial statements, was a statement of the fees due to the auditing firm for the year for services provided to "GEOX S.P.A.".

Finally, he informed that the following documents would be attached to these shareholders' meeting minutes as an integral and substantial part thereof and would be made available to those entitled to vote:

- the list of names of those who attended the shareholders' meeting, in person or by proxy, complete with all the data required by CONSOB, indicating the number of shares for which the relative intermediary had provided the Issuer with the communication pursuant to Article 83-sexies of the TUF;

- the list of names of the persons who voted for, against, or abstained or left before each vote and the relative number of shares represented in person and/or by proxy;

and noted that the summary of the speeches with the names of the speakers, the answers given and any replies would be contained in the same minutes of the meeting.

He informed attendees that, in order to meet the technical and organisational requirements of the proceedings, a number of employees and staff of the company and representatives of the auditing firm had been allowed to attend the Shareholders' Meeting, pursuant to Article 2, paragraph 2, and paragraph 3 of the Shareholders' Meeting Regulations.

Before moving on to the discussion of the items on the agenda, the Vice-Chair recalled that, pursuant to Article 6(2) of the

Shareholders' Meeting Regulations, those entitled to exercise their voting rights could ask to speak on each of the items on the agenda only once, making observations, requesting information and formulating any proposals.

The request could have been made, giving its name, to me, the Notary Public, until such time as the Chair of the Meeting declared the discussion on the matter to which the request referred closed. He specified that, according to Article 6(6) of the Shareholders' Meeting Regulations, the Chair would answer questions from those who took the floor, if necessary inviting those assisting the Chair to do so, at the end of all speeches on the topics under discussion, or after each speech.

Upon request, after the clarifications and answers to the questions that had been submitted, a short reply from the applicants would be possible.

Finally, he informed the attendees of the technical procedures for the management of the meeting proceedings and the conduct of voting, pursuant to Article 10 of the Shareholders' Meeting Regulations.

All votes, including those relating to the proceedings of the meeting, would be cast by a **show of hands**, with the obligation for those intending to vote against or abstain to communicate the name and number of shares carried in person and/or by proxy, with the specification that those who did not cast any votes would be considered non-voting.

He therefore invited those who did not wish to contribute to the calculation basis for the calculation of the majority to leave the room, before the start of the vote, by pointing out the exit to the staff in charge.

He specified that, during the course of the Shareholders' Meeting, each participant would be able to leave the Meeting Hall by presenting himself to the same staff in charge; the participant's return would result in his "presence" being recorded in the computer system.

He requested the participants to the Shareholders' Meeting not to leave the room until the end of the voting operations and the announcement of the results of the vote.

He stated that he would announce the results after the vote.

The Chair, Mr MARIO POLEGATO MORETTI, then took the floor again, and moved on to discuss the **first** and **second items on the agenda**, which, although dealt with as a single item, would be the subject of separate votes.

The floor was then once again turned over to the Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, who after reading out the agenda items as follows:

"1. Approval of the Financial Statements as at 31 December 2023; presentation of the Board of Directors' Management Report, the Non-Financial Statement pursuant to Italian Legislative Decree no. 254 of 30 December 2016, the Board of Statutory Auditors'

Report and the Independent Audit Firm's Report. Presentation of the Consolidated Financial Statements as at 31 December 2023.

2. Resolutions concerning the allocation of the operating result.";

recalled that, with regard to the presentation of the Consolidated Financial Statements and the Declaration containing non-financial information pursuant to Legislative Decree No. 254 of 30 December 2016, no vote was scheduled.

Mr ALBERTO SARTORI, proxy of the Shareholder, company "LIR S.R.L.", then intervened. After introducing himself, he proposed to omit the reading of all the documents contained in the meeting file, in consideration of the fact that a printed file containing all the aforesaid documents, already filed in accordance with the law and published on the Company's website, had been distributed to all those in attendance; he also proposed, for the same reason, that the omission of the reading should also apply to the other documents contained in the aforesaid file concerning all the subsequent items on the agenda.

Having once again taken the floor, the Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, noting the absence of dissent on the proposal made by the said delegate of the Shareholder, company "LIR S.R.L.":

- declared that he would omit the full reading of the reports, it being understood that the entitled persons could request, with regard to the subsequent items on the agenda, the reading of the documents before the opening of each discussion, and;

- he noted that, at the end of the discussion, he would give the floor to the Chair of the Board of Statutory Auditors, Ms. SONIA FERRERO, to read out the Report of the Board of Statutory Auditors, if requested.

He turned the floor to Dr. ANDREA MALDI at this point to give a brief explanation of the most significant data in the 2023 Financial Statements:

"Good morning,

I am Andrea Maldì and I hold the position of CFO of Geox Group since December 2023.

he shareholders' meeting is called today:

1) to take note:

- a. of the Consolidated Non-Financial Statement*
- b. and Consolidated Financial Statements*

2) and to approve the Financial Statements of the Parent Company "GEOX S.P.A.".

Before proceeding with the analysis of the consolidated financial statements, I would like to provide some comments concerning the consolidated non-financial statement.

Since 2016, the year of implementation of the relevant European Directive "Non Financial Reporting Directive," Geox has been working hard to comply with, implement and consolidate the provisions of this Directive by ensuring transparent disclosure of non-financial information to our stakeholders.

By completing this path, Geox has created the foundation for the next part of its strategy.

As part of a logic of continuous improvement in responding to changes in the regulatory environment, the Group is already committed to responding, starting in fiscal year 2024, to the requirements defined by the directive (CSRD) that in addition will include sustainability reporting within the Management Report. This directive aims, among others, to promote the transition to a fully sustainable and inclusive economic and social system. By consulting the Consolidated Non-Financial Statement, you will be able to find an overview of the main initiatives, commitments and innovations adopted by Geox during the last financial year. In particular, I would like to emphasize a few highlights:

- we have further increased the use of renewable sources to support our electricity consumption, reaching about 90% a of the consumption realized by the Group;

- we continue to make responsible collection capsules through the use of sustainable materials such as Vegea™ and Econyl™ and through collaborations with specialized partners such as "ACBC."

- we renewed our commitments to support communities and people in need through donations for Ukraine through the "Hope Ukraine" Foundation;

- we undertook an important and innovative training path for our staff through the Geox Innovation Digital Academy (GIDA: Constant up-skilling and re-skilling system for GEOX's international community that provides people with know-how, tools and methodologies to face the challenges related to digital transformation), with a focus on Diversity and Inclusion issues. The total amount of training hours provided in 2023 was 45,071 hours - which is equivalent to an average of 17 hours of training per employee. ("Geox" Group employees as of 12/31/2023 was 2,581).

We can now proceed with the presentation of the highlights of the consolidated financial statements on page 45.

This also provides a clear indication of the business performance of "GEOX S.P.A." as it is the Group's main company and accounts for over 45% of the Group's total consolidated revenues.

I would like to initially provide some useful information to better define the context in which the group operated during the year.

Specifically, FY2023, after an excellent start in the first quarter, recorded a gradual deterioration in performance.

This trend, mainly reflected in sales results, was strongly influenced by the complex macroeconomic environment, which, given its persistence, strongly affected the consumption habits of our customers.

Therefore, despite this very challenging environment, the Group, also thanks to the careful and in-depth rationalization process of the directly owned store network and the streamlining of the cost base, was able to increase its operating margin in both absolute and relative terms.

Specifically:

- revenues amounted to 719.6 million euros (-2.2% at current exchange rates, +0.3% at constant exchange rates) negatively impacted for approximately 19 million by the reduction of the perimeter of the direct physical distribution network and by an exchange rate effect that was also strongly negative and affected our sales in some specific geographical areas for approximately 18 million;
- gross operating margin recorded a marked increase of 320 bps compared with the previous year and is definitely the happiest note in FY2023;
- the good performance in terms of gross margins was directly reflected in the operating income from ordinary operations (EBIT), which allowed it to consolidate the positive path undertaken in the previous year, reaching 15.6 mln and thus recording an increase compared to the already positive result obtained in 2022 of 4.3 mln;
- EBITDA (including IFRS16 effect) rises to 89 mln against 79.4 in the previous year.

Despite the good results obtained in terms of marginality, however, the net result still shows a loss of about 6.5 mln, which nevertheless leads to halving the loss recorded in the previous year.

On page 51 we find the balance sheet:

- Capital employed was 434 mln euros, up from the previous year (398 mln euros), mainly led by the increase in operating working capital;
- this increase was mainly led by the regained efficiency of the supply chain, which resulted in the subsequent and physiological rebalancing of the liability cycle;
- net working capital therefore amounted to approximately 116.7 million (77.1 million LY) with a 16.2 percent (10.5 percent LY) ratio to revenues as mentioned above consistent with market best practices.

On page 52 and following we find further details:

- net financial position (before Ifrs 16) was -90.1 million (-75.7 million in 2022);
- investments made in 2023 amounted to a total of 18.7 mln.

Most of the investments were concentrated in Information Technology for 7 mln (9 mln LY) and openings and renovations of owned Geox Shops (6 mln) (8.5 mln LY)

To conclude this brief review of the consolidated financial data, I would like to INFORM you that the auditing firm KPMG S.P.A has issued an "unqualified" opinion.

Let us now also go into a summary analysis of the data of "**GEOX S.P.A.**".

Therefore, I would like to invite you to change the financial statements file, let's take the statutory financial statements file on page 20.

It is useful to remark, by difference, from what I said earlier,

the revenues which are 521.2 mln. (525.2 mln LY)

Excluding Intercompany revenues of 193.7 million, (188.6 million LY) we can observe:

- revenues from third parties, in other words, the contribution that "GEOX S.P.A." makes to the consolidated, is 327.5 million (336.6 million LY), accounting for approximately 45% (46% LY) of Group revenues;
- gross margin is 192.2 (165.5 million LY), million accounting for 36.9% of revenues. (31.5% LY);
- operating income is positive by 16 million (2.5 million LY);
- the loss is 3.9 million (12.2 million LY).

At this point we would like to remark the dividends and equity investment write-downs in the statutory financial statements, which are not present in the consolidated financial statements as they are subject to elision.

Dividends, which amounted to 1.7 million (1.3 million LY) refer to those received from "Xlog Srl"; write-downs of equity investments amounted to 6.6 million. (8.3 million LY)

On page 21 we see the balance sheet of "GEOX S.P.A.": invested capital amounted to 340.1 mln (276 mln LY) and shareholders' equity amounted to 92 mln. (105 million LY).

So we are ending this quick analysis of both the consolidated financial statements and the annual financial statements as of December 31, 2023 with these last figures.

In conclusion, I would like to INFORM you that "KPMG S.p.A." has also expressed an "unqualified" opinion on the annual financial statements of "GEOX S.P.A.". "

Continuing, Mr ANDREA MALDI himself noted that the company "KPMG S.p.A." had expressed an opinion of conformity both on the Financial Statements as at 31 December 2023 of "GEOX S.P.A." and on the Group's Consolidated Financial Statements, as well as an opinion of consistency with the Financial Statements as at 31 December 2023 of the Report on Operations and an opinion of consistency and conformity on the information referred to in Art. 123-bis, paragraph 1, lett. c), d), f), l) and m), and paragraph 2, lett. b) of the TUF, presented in the Report on Corporate Governance and Ownership Structure, as per the reports issued on 28 March 2024, and that the same company "KPMG S.p.A." had expressed an opinion of conformity, pursuant to Articles 3 and 4 of Italian Legislative Decree No. 254 of 2016, on the Non-Financial Statement, as per the Report also issued on 28 March 2024.

Mr. ANDREA MALDI gave the floor to Mr. PIERLUIGI FERRO, who, taking the floor, then submitted the following resolution proposal to the Shareholders' Meeting, in line with the one contained in the Board of Directors' Report:

"Dear Shareholders,

the financial statements for the year 2023, which we submit for your approval, closed with a loss for the year of EUR 3,940,989.20. We therefore propose that you:

- having taken note of the draft financial statements as at 31 December 2023, which closed with a loss for the year of EUR 3,940,989.20;

- having taken note of the reports of the Board of Statutory Auditors and the Independent Audit Firm;

with reference to item 1 on the agenda:

- approve the financial statements as at 31 December 2023;

with reference to item 2 on the agenda:

- carry forward the loss for the financial year 2023, amounting to EUR 3,940,989.20.".

For further comments relating to the first and second items on the agenda of the Shareholders' Meeting, Mr. PIERLUIGI FERRO referred to what is widely contained in the Directors' Report on Operations, together with the draft Financial Statements and the Consolidated Financial Statements as at 31 December 2023, and the further documentation required by the regulations in force, made available to the public within the terms of the law, via the authorised storage mechanism (eMarket Storage), as well as on the company's website www.geox.biz, in the Governance section "Shareholders' Meeting 2024".

Having given the floor to the Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, the latter opened the discussion on the 2023 Financial Statements and the Board of Directors' Report, reserving the right to answer questions at the end of the speeches.

He also urged, for the proper course of the meeting, to keep the speeches short in order to allow all those who were interested to speak.

There being no speeches, the Vice Chair, in order:

- declared the discussion closed and put the proposed resolution, previously read out, to vote, precisely the proposed resolution on item 1 on the agenda;

- renewed the request to those present to declare any lack of entitlement to vote in accordance with the law and the articles of association;

- invited those who did not wish to contribute to the calculation basis for the majority count to leave the room by signalling their exit;

- noted that there were no complaints of the existence of any grounds preventing or restricting the right to vote;

- asked the staff in charge to provide him, before the opening of the vote, with the updated attendance data and invited the eligible voters present, or their proxies, not to be absent from the meeting until the conclusion of the voting procedures;

- informed that there were present, in person or by proxy, **21** (twenty-one) Shareholders entitled to vote representing **184,843.885**

(one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) ordinary shares, equal to **71.311210%** (seventy-one point three hundred and eleven thousand two hundred and ten percent) of the 259,207,331

(two hundred and fifty-nine million two hundred and seven thousand three hundred and thirty-one) ordinary shares constituting the share capital;

- opened the vote on the proposal relating to **item 1 on the agenda**, concerning the approval of the draft Financial Statements as at 31 December 2023, noting that it was forty three minutes past ten (10:43), and asked, in order, those in favour to raise their hands, those against to raise their hands, and those abstaining to raise their hands.

Having declared the vote closed, the Vice-Chair proclaimed the result, stating and acknowledging that the proposal had been **unanimously approved**, with a number:

- **184,843,885** (one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) votes in favour, and;

- No votes against, no abstentions, and no nonvoting actions.

The Vice-Chair then opened the vote on the proposed resolution on **item 2 on the agenda**, concerning the allocation of the 2023 financial year's result, and announced that the number of those present was unchanged, noting that it was forty-four minutes past ten (10:44), and then asked, in order, those in favour to raise their hands, those against to raise their hands, and those abstaining to raise their hands.

Having declared the vote closed, the Vice-Chair proclaimed the result, stating and acknowledging that the proposal had been **unanimously approved**, with a number:

- **184,843,885** (one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) votes in favour, and;

- No votes against, no abstentions, and no nonvoting actions.

The Chair, Mr MARIO POLEGATO MORETTI, resumed the floor and then moved on to the discussion of the third and fourth items on the agenda, noting that, although they were dealt with as a single item, they would be the subject of separate votes.

The floor was then turned over to the Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, who, after reading out the items on the agenda as follows:

"3. Report on the remuneration policy and the remuneration paid pursuant to Art. 123-ter, paragraphs 3-ter and 6, of Italian Legislative Decree no. 58/1998: Section I - Approval of the remuneration policy for 2024.

4. Report on the remuneration policy and the remuneration paid pursuant to Art. 123-ter, paragraphs 3-ter and 6, of Italian Legislative Decree no. 58/1998: Section II - Resolution on Section II of the Report on fees paid in the year 2023."

gave the floor to Mr PIERLUIGI FERRO, inviting him to explain the details.

Taking the floor, the latter reminded attendees that:

- the Remuneration Report contains, in its first section, the

"remuneration and incentive policy for 2024" which: (i) in line with the past, complies with current supranational and national legislation; (ii) allows for the areas that generate value to be rewarded based on objective measurement criteria ; (iii) allows for professionals with skills that are suited to the group's needs to be attracted and retained; (iv) is aligned with the policies adopted by other national and international players;

- with reference to the policy, the Appointment and Remuneration Committee and the compliance departments validated the process adopted compared with applicable provisions;

- the Remuneration Report, approved by the Board of Directors, also contains a description of the activities carried out by the Appointment and Remuneration Committee during the financial year 2023.

Pursuant to the provisions of Article 123-ter, paragraph 3-bis of the TUF, companies submit their remuneration policy to the shareholders for a vote, with the frequency required by the duration of the policy (on an annual basis) and, pursuant to the provisions of paragraph 4-bis of the same article, the resolution on the remuneration policy is binding.

He also reminded attendees that the second section of the Report on Remuneration and Fees Paid, drawn up pursuant to the aforementioned Article 123-ter, paragraph 6, of Legislative Decree No. 58/1998, was to be submitted for resolution, a resolution that would not be binding in any event.

Mr PIERLUIGI FERRO then submitted the following motions to the Shareholders' meeting, with reference to the **third and fourth items on the agenda:**

"Dear Shareholders,

*Article 123-ter of the TUF and Article 84-quater of the Consob Issuers' Regulation No. 11971/99 provide that a 'Report on remuneration policy and fees paid' (the 'Report') shall be made available to the public at the company's registered office, on its website, and in the other ways envisaged by Articles 65-bis, paragraph 2, 65-quinquies, 65-sexies and 65-septies of the Consob Issuers' Regulation No. 11971/99 a "Report on remuneration policy and compensation paid" (the "**Report**").*

As required by law, the Report is divided into two sections: (i) Section I, which illustrates the Company's policy regarding the remuneration payable to the members of the board of directors, general managers, and executives with strategic responsibilities with reference to at least the following financial year and, without prejudice to the provisions of Article 2402 of the Italian Civil Code, for the remuneration of the members of the board of statutory auditors; and (ii) Section II, which describes the fees paid to the members of the board of directors and the board of statutory auditors, general managers, and executives with strategic responsibilities in the reference financial year.

Pursuant to Article 123-ter of the TUF, the Shareholders' Meeting is required to pass a binding resolution on the remuneration

policy (Section I), while it is required to pass a non-binding resolution on the fees paid to the aforementioned persons (Section II).

Therefore, in light of the applicable legislation, we have called you to express:

with reference to item 3 on the agenda:

- a binding vote in favour on Section I of the Report on the remuneration policy for the financial year 2024 pursuant to Article 123-ter, paragraph 3-ter, TUF;

with reference to item 4 on the agenda:

- a non-binding vote in favour on Section II of the Report relating to the fees paid in the financial year 2023 pursuant to Article 123-ter, paragraph 6, TUF."

Mr PIERLUIGI FERRO himself recalled that the Report on the Remuneration Policy and Fees Paid of "GEOX S.P.A.", including Sections I and II above, on which the Shareholders' Meeting was called to express an opinion, had been made available to the public on 28 March 2024 at the registered office of the Company, at the authorised storage mechanism (eMarket Storage), as well as on the Company's website, www.geox.biz, in the Governance section "Shareholders' Meeting 2024".

The Vice Chair, Lawyer ENRICO POLEGATO MORETTI then took the floor, who opened the discussion on the said items on the agenda, reserving the right to answer questions at the end of the speeches. He also urged, for the proper course of the meeting, to keep the speeches short in order to allow all those who were interested to speak.

There being no speeches, the Vice Chair, in order:

- declared the discussion closed and put the proposed resolution, previously read out, to vote, precisely the proposed resolution on item 3 on the agenda;
- renewed the request to those present to declare any lack of entitlement to vote in accordance with the law and the articles of association;
- again invited those who did not wish to contribute to the calculation basis for the majority count to leave the room by signalling their exit;
- noted that there were no complaints of the existence of any grounds preventing or restricting the right to vote;
- asked the staff in charge to provide him, before the opening of the vote, with the updated attendance data and invited the eligible voters present, or their proxies, not to be absent from the meeting until the conclusion of the voting procedures;
- informed that there were present, in person or by proxy, **21** (twenty-one) Shareholders entitled to vote representing **184.843.885**

(one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) ordinary shares, equal to **71.311210%** (seventy-one point three hundred and eleven thousand two hundred and ten percent) of the 259,207,331

(two hundred and fifty-nine million two hundred and seven thousand three hundred and thirty-one) ordinary shares constituting the share capital;

- opened the vote on the proposal for **item 3 on the agenda**, noting that it was fifty-one minutes past ten (10:51), and asked, in order, those in favour to raise their hands, those against to raise their hands, those abstaining to raise their hands.

Having declared the vote closed, the Vice-Chair proclaimed the result, stating and acknowledging that the proposal had been **unanimously approved**, with a number:

- **184,843,885** (one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) votes in favour, and;

- No votes against, no abstentions, and no nonvoting actions. Continuing, the Vice-Chair then opened the vote on the proposed resolution on **item 4 on the agenda**, and announced that the number of those present was unchanged, noting that it was fifty-one minutes past ten (10:51); he then asked, in order, those in favour to raise their hands, those against to raise their hands, and those abstaining to raise their hands.

He declared the vote closed and proclaimed the result, stating that the proposal had been approved **by a majority** with a number:

- **184,320,475** (one hundred eighty-four million three hundred twenty thousand four hundred seventy-five) votes in favour;

- **523,410** (five hundred twenty-three thousand four hundred and ten) votes against;

- 0 (zero) shares abstained, and;

- 0 (zero) non-voting shares.

These votes having been concluded, the floor was taken by Counsel PIERLUIGI FERRO, who specified the following:

"In my capacity as secretary of the Board of Directors, I hereby inform that it cannot be ruled out that during the course of the fiscal year events may occur or conditions may arise that lead the Board of Directors to propose to the Shareholders' Meeting amendments and/or additions to the Remuneration Report approved today. All in full compliance with the provisions of the law, regulations and bylaws."

Having taken the floor again, the Chair, Mr MARIO POLEGATO MORETTI, then moved on to the **fifth item on the agenda**, formulated as follows:

"5. Appointment of a Director pursuant to Art. 2386, paragraph 1, of the Civil Code."

and then passed the floor to Lawyer PIERLUIGI FERRO, inviting him to illustrate the details.

Taking the floor, Mr. PIERLUIGI FERRO recalled that the topic was dealt with in the Board of Directors' Explanatory Report, prepared pursuant to Article 125-ter of the TUF and approved by the Company's Board of Directors on March 1, 2024, as well as made available to the public in the manner and according to the terms

provided for by the regulations in force.

He pointed out, in particular, that on March 1, 2024, the Board of Directors of "GEOX S.P.A." had approved, after years of successful collaboration, an agreement with Mr. LIVIO LIBRALESSO for the consensual termination of his directorship effective as of March 1, 2024, and of his employment effective as of March 31, 2024.

Given this, on the same date, the same Board of Directors had appointed, by co-optation, Mr. ENRICO MISTRON as Director, vesting him, as well, with the office of Managing Director: in accordance with Article 2386 of the Civil Code, the latter would remain in office until the date of the Shareholders' Meeting recorded herein.

As a result, the Shareholders' Meeting was, therefore, called upon to appoint a Director, in accordance with the provisions of Article 2386 of the Civil Code and Article 17 of the Articles of Association, which provides that: "the election of Directors appointed pursuant to Article 2386 of the Civil Code shall be carried out by the Shareholders' Meeting with the statutory majorities by appointing alternates on the basis of the same criteria as in the previous sentence and, in any case, in compliance with the allocation criterion set forth in Article 147-ter, paragraph 1-ter of Legislative Decree No. 58/1998; and the Directors so appointed shall expire together with those in office at the time of their appointment."

He further specified that the Director thus appointed would remain in office until the expiration of the entire Board which is currently in charge, that is, until the date of approval of the Financial Statements as of December 31, 2024.

He then submitted to the Meeting the following proposed resolution formulated by the Board of Directors:

"The Ordinary Shareholders' Meeting of Geox S.p.A

- having regard to the resolution of co-option of the Board of Directors on March 1, 2024;

- having heard and approved the explanatory report of the Board of Directors;

resolves

- to confirm the appointment of Mr. Enrico Mistrone, born in Mirano (VE) on 10/24/1969, as a director of the Company until the expiration of the Board of Directors in charge, that is, until the date of approval of the financial statements as of December 31, 2024."

He specified that the Shareholders' Meeting of April 14 2022 had already resolved on the total compensation of the company's directors on the same date, and further informed that within the terms and in the manner indicated in the Explanatory Report, no additional nominations had been received.

The Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, took the floor again and opened the discussion, reserving the right to answer questions at the end of the speeches.

He also urged, for the sake of proper economy of the meeting, that speeches should be limited to allow all those who were interested to speak.

There being no speeches, the Vice-Chair declared the discussion closed and then put the motion for resolution read out earlier, namely the motion for resolution on item 5 on the agenda, to the vote.

So, in order:

- renewed the request to those present to declare any lack of entitlement to vote in accordance with the law and the articles of association;
- again invited those who did not wish to contribute to the calculation basis for the majority count to leave the room by signalling their exit;
- noted that there were no complaints of the existence of any grounds preventing or restricting the right to vote;
- asked the staff in charge to provide him, before the opening of the vote, with the updated attendance data and invited the eligible voters present, or their proxies, not to be absent from the meeting until the end of the voting procedures;
- announced that with respect to the above statement, the number of those present was unchanged and opened the voting, noting that it was fifty seven minutes past ten (10:57) and asked, in order, those in favour to raise their hands, those against to raise their hands, those abstaining to raise their hands.

Having declared the vote closed, the Vice-Chair proclaimed the result, stating and acknowledging that the proposal had been **unanimously approved**, with a number:

- **184,843,885** (one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) votes in favour, and;
- No votes against, no abstentions, and no nonvoting actions.

Having taken the floor again, the Chair, Mr MARIO POLEGATO MORETTI, then moved on to the **sixth** and final **item on the agenda**, formulated as follows:

"6. Authorization to the purchase and disposal of treasury shares, subject to the revocation, for the portion not implemented, of the previous authorization.";

and then passed the floor to Lawyer PIERLUIGI FERRO, inviting him to illustrate the details.

Taking the floor, Mr. PIERLUIGI FERRO recalled that the topic was dealt with in the Board of Directors' Explanatory Report, prepared pursuant to Article 125-ter of the TUF and approved by the Company's Board of Directors on March 1, 2024, as well as made available to the public in the manner and according to the terms provided for by the regulations in force.

He then submitted the following proposed resolution to the Shareholders' Meeting:

"The Ordinary Shareholders' Meeting of Geox S.p.A.

- having acknowledged and approved the Board of Directors' Explanatory Report on the proposal to authorise the purchase and disposal of treasury shares for provision purposes to be reserved in order to service any approved stock option and stock grant plans;
- having regard to the provisions of Articles 2357 and 2357-ter of the Italian Civil Code, Article 132 of Legislative Decree No. 58/1998, Article 44-bis and Article 144-bis of Consob Issuers' Regulation No. 11971/99, as amended;
- having acknowledged that Geox S.p.A. holds, as of the date of approval of this resolution, 3,966,250 treasury shares, equal to 1.54% of the share capital;
- having acknowledged that the subsidiaries do not hold any of the company's treasury shares at the date of approval of this resolution;
- having regard to the financial statements for the year ended 31 December 2023 and the allocation of the result for the year;

resolves

I. to revoke, as of today's date, the previous authorisation to purchase and dispose of treasury shares granted on 20 April 2023, to the extent not used;

II. to authorise, pursuant to article 2357 of the Italian Civil Code and the combined provisions of Article 132 of Legislative Decree No. 58/1998 and Article 144-bis of Consob Issuers' Regulation No. 11971/99 and, in any case, by any other means permitted by applicable laws and regulation, the purchase, on one or more occasions, of a maximum, on a revolving basis (meaning the maximum number of treasury shares held in the portfolio from time to time), of No. 21,924,483 ordinary shares of GEOX S.p.A. with a nominal value of EUR 0.10 each and in any case, for a total nominal value within the limits of 10% of the Company's share capital, taking into account for this purpose also the Company's treasury shares possibly held by subsidiaries; the shares may be purchased until the expiration of the eighteenth month starting from the authorisation granted by the Shareholders' Meeting of 19 April 2022; the purchase may be made according to one of the methods provided for by the combined provisions of Article 5, of Regulation (EU) 596/2014, in Delegated Regulation 2016/1052, of Article 132 of Legislative Decree No. 58/1998 and of Article 144-bis, paragraph 1, letter b) and c,) of Consob Issuers' Regulation No. 11971/99; the unit consideration for the purchase of the shares may be made at a maximum and minimum unit price equal to the closing stock market price of Geox share recorded on the business day prior to the purchase date, plus or minus 10% respectively for the maximum and minimum price. In any case, the price may not exceed the limits that may be provided for by the regulations in force or, if recognised, by the accepted market practices; the maximum purchase volumes shall not exceed 25% of the average of the daily volumes of the 20 stock exchange sessions preceding the date of the purchase transaction.

Purchases may be made on regulated markets or on the multilateral trading systems pursuant to letter b) of Article 144-bis, of the Consob Issuers' Regulations No. 11971/99 concerning the regulations on issuers, adopted by resolution No. 11971/99 and subsequent amendments, in compliance with the provisions of Article 132 of Legislative Decree No. 58/1998, and in accordance with the procedures set forth in Article 2.6.7 of the Rules of the Markets organised and managed by Borsa Italiana S.p.A. and, therefore, in compliance with the equal treatment of shareholders; finally, purchases must be made within the limits of distributable profits and available reserves resulting from the latest approved financial statements;

2. to authorise, pursuant to and for the purposes of Article 2357-ter of the Italian Civil Code, the performance of acts of disposition, on one or more occasions, on the treasury shares purchased, in compliance with the laws and regulations in force from time to time, including in the authorisation contemplated herein also the sale and/or use of the securities purchased in implementation of previous shareholders' meeting resolutions and held by the Company as of the date of today's resolution, to pursue the purposes set forth in the Board of Directors' report and under the following terms and conditions:

- the shares may be sold or otherwise disposed of at any time without time limit;
- the disposition operations may be carried out even before having exhausted the purchases and may take place in one or more times through the adoption of any modality that is appropriate in relation to the purposes that will be pursued from time to time;
- the sale may take place in the manner deemed most appropriate in the Company's interest for the realisation of projects or the pursuit of corporate objectives set forth in the report by the Board of Directors as well as, in any case, under any other form of disposition permitted by current regulations on the subject;
- the unit consideration for the disposal of the shares may not be 10% lower than the closing stock exchange price of the Geox share recorded on the business day preceding each individual disposal transaction.

This limitation of consideration shall not apply in the case of acts of alienation other than sale, such as: assignment of shares under stock option or stock grant plans. In such cases, different criteria may be used, in line with the purposes pursued and taking into account market practice and the indications of Borsa Italiana S.p.A. and Consob;

3. to grant all necessary powers to the Board of Directors and, on its behalf, severally to the Chair and to the Chief Executive Officer, with the power to appoint special attorneys and/or specialised intermediaries, or by entering into appropriate contracts, to implement this resolution, also by approving any and all provisions implementing the relevant purchase programme.".

The Vice-Chair, Lawyer ENRICO POLEGATO MORETTI, took the floor again and opened the discussion, reserving the right to answer questions at the end of the speeches.

He also urged, for the sake of proper economy of the meeting, that speeches should be limited to allow all those who were interested to speak.

There being no speeches, the Vice-Chair declared the discussion closed and then put the motion for resolution read out earlier, namely the motion for resolution on item 6 on the agenda, to the vote.

So, in order:

- renewed the request to those present to declare any lack of entitlement to vote in accordance with the law and the articles of association;
- again invited those who did not wish to contribute to the calculation basis for the majority count to leave the room by signalling their exit;
- noted that there were no complaints of the existence of any grounds preventing or restricting the right to vote;
- asked the staff in charge to provide him, before the opening of the vote, with the updated attendance data and invited the eligible voters present, or their proxies, not to be absent from the meeting until the end of the voting procedures;
- informed that there were present, in person or by proxy, **21** (twenty-one) Shareholders entitled to vote representing **184.843.885**

(one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) ordinary shares, equal to **71.311210%** (seventy-one point three hundred and eleven thousand two hundred and ten percent) of the 259,207,331 (two hundred and fifty-nine million two hundred and seven thousand three hundred and thirty-one) ordinary shares constituting the share capital;

- opened the vote, noting that it was five minutes past eleven (11:05) and asked, in order, those in favour to raise their hands, those against to raise their hands, those abstaining to raise their hands.

Having declared the vote closed, the Vice-Chair proclaimed the result, stating and acknowledging that the proposal had been **unanimously approved**, with a number:

- **184,843,885** (one hundred and eighty-four million eight hundred and forty-three thousand eight hundred and eighty-five) votes in favour, and;
- No votes against, no abstentions, and no nonvoting actions.

Having taken the floor again, having ascertained that there was no further business to be transacted and since none of those present asked to speak further, and having made a further brief speech supplementing the previous one, the Chair, Mr. MARIO POLEGATO MORETTI, declared the meeting closed at twenty-three

past eleven (11:23), thanking all those present.”.

The Appearing Party, as Chair of the Meeting herein recorded, declares the following to me:

- a) the list of the persons who, as of 19 April 2024, directly or indirectly, held more than 5% (five per cent) of the subscribed share capital of "GEOX S.P.A.", represented by shares with voting rights, according to the results of the shareholders' register supplemented by the communications received pursuant to Article 120 of the TUF and other available information, is duly signed by the Appearing Party and by me, the Notary Public, attached to these minutes under letter **A)**, to form an integral part thereof;
- b) the summary statement of the number of Shareholders attending, by proxy, the Shareholders' Meeting and the number of shares represented by them in total, at the time of the verification and establishment of the quorum of the Shareholders' Meeting, with the list of names of those attending the Shareholders' Meeting and the number of shares with voting rights carried by them is duly signed by the Appearing Party and by me, the Notary Public, attached to these minutes under letter **B)**, as an integral part of the same, and forming a single file for this purpose;
- c) the summary statement of the number of Shareholders attending, in person or by proxy, the Shareholders' Meeting and the number of shares represented by them in total, at the time of the further verification and ascertainment of attendance at the Shareholders' Meeting carried out before voting on the first item on the agenda, with the list of names of those attending the Shareholders' Meeting and the number of shares with voting rights carried by them is duly signed by the Appearing Party and by me, the Notary Public, attached to these minutes under letter **C)**, as an integral part of the same, and forming a single file for this purpose;
- d) the results of each vote, the list of names of the participants in each vote, with an indication, for each participant and for each vote, of the relative ways of expressing the vote, and the summary statement of the votes on the items on the agenda of the Shareholders' Meeting are duly signed by the Appearing Party and by me, the Notary Public, attached to these minutes under letter **D)**, as an integral part of the same, and forming a single file for this purpose.

The Appearing Party declares that he/she is aware of the content and effects of the provisions of the Consolidated Law on Privacy (Legislative Decree No. 196/2003), of Article 13 of the EU Regulation 2016/679 and Articles 12 to 22 of the same Regulation, and acknowledges that the Notary is the "data controller" of the "personal data" contained in this deed, and in its preparatory documentation, and is authorised to process them, pursuant to the provision of the Italian Data Protection Authority No. 4/2016 of 15 December 2016 (Official Gazette 29 December 2016, No. 303, general series) and its subsequent amendments and/or adjustments. The expenses, taxes and fees all inherent in and consequent to this deed shall be borne entirely by the company "GEOX S.P.A.".

I have read this deed, typed by a person of my trust and completed under my own hand, to the Appearing Party who, expressly dispensing me from reading the annexes, approves it and signs it with me, the Notary. It is made up of seven sheets, covering twenty-five full sides and part of the twenty-sixth. Signed at thirty minutes past nine.

SIGNED MARIO MORETTI POLEGATO

SIGNED MATTEO CONTENTO NOTARY - L.S.

The English version of this document constitutes a non-official version, which has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.

ANNEXES – OMISSIS