



**Ordinary and Extraordinary Shareholders' Meeting of Saipem S.p.A. dated May 12, 2026.**

*Voting outcome pursuant to Article 125-quater, Legislative Decree no. 58 of February 24, 1998*

**ORDINARY SESSION**

*A total of 927 Shareholders attended the AGM by proxy through the Designated Representative representing no. 1,306,778,245 ordinary shares equal to 67.349889% of the ordinary share capital.*

*Item 1 on the Agenda:*

**1. Approval of Statutory Financial Statements of Saipem S.p.A. as of 31 December 2025; related resolutions. Presentation of the Consolidated Financial Statements as of 31 December 2025, which includes the Consolidated Sustainability Statement 2025. Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditor.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,277,061,884	97.725983	65.818341
Against	25,844,415	1.977720	1.331992
Abstained	3,814,946	0.291935	0.196618
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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*Item 2 on the Agenda:*

**2. Resolutions on allocation of the result for the financial year 2025 and dividend distribution.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,291,565,991	98.835896	66.565867
Against	14,040,883	1.074466	0.723651
Abstained	1,114,371	0.085276	0.057433
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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***Voting outcome pursuant to Article 125-quater, Legislative Decree no. 58 of February 24, 1998***

*A total of 925 Shareholders attended the AGM by proxy through the Designated Representative representing no. 628,016,325 ordinary shares equal to 32.367259% of the ordinary share capital.*

*Item 3 on the Agenda:*

**3. Appointment of a member of the Board of Directors pursuant to Article 2386 of the Italian Civil Code.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	624,904,409	99.504485	32.206874
Against	1,940,545	0.308996	0.100014
Abstained	1,114,371	0.177443	0.057433
No. of shares did not vote	57,000	0.009076	0.002938
<b>TOTAL</b>	<b>628,016,325</b>	<b>100%</b>	<b>32.367259</b>



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*A total of 927 Shareholders attended the AGM by proxy through the Designated Representative representing no. 1,306,778,245 ordinary shares equal to 67.349889% of the ordinary share capital.*

*Item 4 on the Agenda:*

**4. Appointment of the Board of Statutory Auditors.**

**4.1 Appointment of the members of the Board of Statutory Auditors.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
LISTA 1	1,000,126,852	76.533785	51.545419
LISTA 2	291,514,362	22.307868	15.024324
Against	1,430,671	0.109481	0.073735
Abstained	13,624,021	1.042566	0.702167
No. of shares did not vote	82,339	0.006301	0.004244
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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*A total of 925 Shareholders attended the AGM by proxy through the Designated Representative representing no. 628,016,325 ordinary shares equal to 32.367259% of the ordinary share capital.*

*Item 4 on the Agenda:*

**4. Appointment of the Board of Statutory Auditors.**

**4.2 Appointment of the Chairman of the Board of Statutory Auditors.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	624,901,568	99.504032	32.206728
Against	1,430,671	0.227808	0.073735
Abstained	1,684,086	0.268160	0.086796
No. of shares did not vote	0	0.000000	0.000000
<b>TOTAL</b>	<b>628,016,325</b>	<b>100%</b>	<b>32.367259</b>



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*Item 4 on the Agenda:*

**4. Appointment of the Board of Statutory Auditors.**

**4.3 Establishing the remuneration of the Chairman of the Board of Statutory Auditors and that of the Statutory Auditors.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,303,069,191	99.716168	67.158729
Against	2,024,968	0.154959	0.104365
Abstained	1,684,086	0.128873	0.086796
No. of shares did not vote	0	0.000000	0.000000
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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***Voting outcome pursuant to Article 125-quater, Legislative Decree no. 58 of February 24, 1998***

*A total of 927 Shareholders attended the AGM by proxy through the Designated Representative representing no. 1,306,778,245 ordinary shares equal to 67.349889% of the ordinary share capital.*

*Item 5 on the Agenda:*

**5. Report on Remuneration Policy and Compensation Paid - 2026**

**5.1 Approval of the “First Section” of the Report on Remuneration Policy and Compensation Paid pursuant to article 123-ter, paragraph 3-ter, of Legislative Decree no. 58/1998. Policy on remuneration.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,196,416,737	91.554687	61.661980
Against	109,190,137	8.355675	5.627538
Abstained	1,114,371	0.085276	0.057433
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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***Voting outcome pursuant to Article 125-quater, Legislative Decree no. 58 of February 24, 1998***

*A total of 927 Shareholders attended the AGM by proxy through the Designated Representative representing no. 1,306,778,245 ordinary shares equal to 67.349889% of the ordinary share capital.*

*Item 5 on the Agenda:*

**5.Report on Remuneration Policy and Compensation Paid - 2026.**

**5.2 Approval of the “Second Section” of the Report on Remuneration Policy and Compensation Paid, pursuant to article 123-ter, paragraph 6, of Legislative Decree no. 58/1998. Compensation paid.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,195,119,573	91.455423	61.595126
Against	110,487,301	8.454939	5.694392
Abstained	1,114,371	0.085276	0.057433
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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*Item 6 on the Agenda:*

**6. Deferred phantom share plan 2026-2029.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	890,767,320	68.165148	45.909151
Against	414,944,965	31.753281	21.385799
Abstained	1,008,960	0.077210	0.052001
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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*Item 7 on the Agenda:*

**7. Proposal to authorize the buy-back of own shares pursuant to Article 2357 of the Italian Civil Code, Article 132 of Legislative Decree No. 58/1998 and the relevant implementing provisions, for the purpose of the Shareholders' remuneration.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,302,238,223	99.652579	67.115901
Against	3,301,258	0.252626	0.170143
Abstained	1,181,764	0.090433	0.060907
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>



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**EXTRAORDINARY SESSION**

*A total of 927 Shareholders attended the AGM by proxy through the Designated Representative representing no. 1,306,778,245 ordinary shares equal to 67.349889% of the ordinary share capital.*

*Item 1 on the Agenda:*

**1. Cancellation of treasury shares without reduction in the share capital; consequent amendment to Article 5 of the By-laws. Related and consequential resolutions.**

	<b>no. Shares</b>	<b>% of Shares in attendance at the meeting</b>	<b>% of the Share Capital with voting right</b>
Shares represented at the meeting	1,306,778,245	100%	67.349889
Shares for which a vote is expressed:			
In Favour	1,304,060,596	99.792034	67.209824
Against	1,651,689	0.126394	0.085126
Abstained	1,008,960	0.077210	0.052001
No. of shares did not vote	57,000	0.004362	0.002938
<b>TOTAL</b>	<b>1,306,778,245</b>	<b>100%</b>	<b>67.349889</b>