

Press Release

SHAREHOLDERS' MEETING

FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2024 APPROVED DIVIDEND OF € 0.3340 PER SHARE

REMUNERATION POLICY FOR 2025 APPROVED AND FAVOURABLE VOTE ON THE REMUNERATION PAID FOR 2024

NEW PURCHASE AND DISPOSAL AUTHORISATION OF TREASURY SHARES

Rome, 30 April 2025 – Rai Way S.p.A. (the “Company”) informs that the Ordinary Shareholders’ Meeting held today, under the chairmanship of Giuseppe Pasciucco, resolved:

- to approve the financial statements for the year ended 31 December 2024, as submitted by the Board of Directors, resulting in a net profit of € 89,914,826.00;
- to allocate the net income of the 2024 financial year of € 89,914,826.00, as follows:
 - to “Retained profits” in the amount of € 234,349.39;
 - to the distribution to each ordinary share entitled to payment on the record date (corresponding to 20 May 2025), of a gross dividend - taking into account the 3,495,579 treasury shares currently held in the portfolio, whose right to profit is allocated proportionally to the other shares pursuant to Article 2357-ter of the Italian Civil Code - € 0.3340, for an overall amount, on the basis of ordinary outstanding shares, equal to € 89,680,476.61, the dividend to be paid from 21 May 2025, with entitlement to payment, pursuant to Art. 83-terdecies of Legislative Decree no. 58 of 24 February 1998 and Art. 2.6.6, paragraph 2, of the Markets Regulations organised and managed by Borsa Italiana S.p.A. (the Italian Stock Exchange) on 20 May 2025 (the so-called “record date”) and subject to dividend no. 11 on 19 May 2025;

- to approve the first section (relating to the remuneration policy for 2025) and voted in favour of the second section (relating to remuneration paid for 2024) of the Report on the remuneration policy and remuneration paid, as prepared by the Board of Directors;
- to approve the proposal to authorise the purchase and disposal of treasury shares, after revocation of the authorisation resolved upon on 29 April 2024 (the proposal is included in the related Directors' Report available on the corporate website - under Governance/Shareholders' Meeting/Ordinary Meeting 2025/Documentation - and the key conditions thereof were already disclosed on 19 March 2025). In particular, the Shareholders' Meeting voted to authorise the purchase, for the period of eighteen months following the date of the Shareholders' Meeting approval, in one or more tranches and also through intermediaries, of treasury shares up to a maximum number of shares not exceeding 10% of the *pro tempore* share capital, at a price that shall be neither lower nor higher by more than 20% of the official stock exchange price recorded by Borsa Italiana S.p.A. in the session preceding each individual transaction or in the session preceding the date of announcement of the transaction – depending on the technical means identified by the Board of Administration - with any of the means permitted by applicable laws (national or European, laws or regulations) in force with respect to the subject matter, excluding only the faculty of purchasing treasury shares through the purchase and sale of derivative instruments traded on regulated markets that entail the physical delivery of the underlying shares, which purchase may be, possibly, carried out also according to applicable market practices permitted by Consob. This was done in order to allow the Company to continue with an important flexibility tool, which can be used for the following purposes: i) investment of liquidity in the medium and long term, or for the purpose of optimising the share capital structure or, in any case, to seize market opportunities; ii) operate, in compliance with the provisions in force, to contain abnormal price fluctuations and to regularise the trend of negotiations and prices, in the face of momentary distorting phenomena linked to excess volatility or a lack of trading liquidity; iii) creation of a portfolio of treasury shares that can then be used for purposes deemed to be of interest to the Company, including to service share incentive plans or as part of bonus issue of free shares to the shareholders. At the same time, the proposal was also approved to authorise, without time limits, the disposal, also through intermediaries, of treasury shares purchased under the above terms, or already held by the Company, even before having fully exercised the above purchase authorisation, at a price or, in any case, according to criteria and conditions determined by the Board of Directors, having regard to the methods used, the trend of share prices in the period preceding the transaction and the best interests of the Company, in accordance with the purposes (including those referred to above) and with any of the methods provided for by the applicable laws - national or European laws or regulations - in force.

Shares for share incentive plans will be granted in the manner and under the terms set out in the regulations of the relevant plans.

A summary report of the votes cast will be posted on the corporate website www.raiway.it (section Governance/Shareholders' Meeting/Ordinary Meeting 2025/Documentation) within five days from today's date, in accordance with current legislation.

Rai Way S.p.A.

Rai Way is a digital infrastructure operator and a provider of services for content distribution.

It is the only operator of the radio and television broadcasting networks that carry the signals of RAI, Italy's public service broadcaster.

Rai Way has an extensive presence throughout Italy with around 600 employees at its headquarters in Rome and 21 regional offices, more than 2,300 telecommunication towers, a transmission network of radio links, satellite systems, around 6,000 km of proprietary fibre optics, a network of distributed data centres and 3 control centres.

Its infrastructural assets, the excellence of its technological and engineering know-how and the high level of professionalism make Rai Way the ideal partner for companies seeking integrated solutions for the development of their network and for the management and transmission of data and signals.

For more information:

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