



PRESS RELEASE

REWAY GROUP: PUBLICATION OF NOTICE OF CONVOCAATION OF THE ORDINARY SHAREHOLDERS' MEETING

Licciana Nardi (MS), April 12, 2024 – The Board of Directors of **Reway Group S.p.A.** (the “**Company**” or “**Reway Group**”) (EGM: RWY), Italy's largest operator specialized in rehabilitation and maintenance of road and highway infrastructures, as well as the only organization in Italy capable of handling all the activities related to the restoration of bridges, tunnels and viaducts, announces the publication today of the notice of convocation of the Ordinary Shareholders' Meeting on its website <https://www.rewaygroup.com/> (Investor Relations/Shareholders' Meetings section), on the website www.borsaitaliana.it (Shares>Documents section), and in extract form in the newspaper “MF”.

NOTICE OF ORDINARY SHAREHOLDERS' MEETING

The shareholders are hereby convened to the Ordinary Shareholders' Meeting of Reway Group S.p.A. (the “**Company**”), which will take place exclusively via video conference using Teams with ID 356 810 312 861, on April 29, 2024, at 10:00 a.m., on first call, to discuss and resolve on the following

AGENDA

- 1) ***Approval of the Financial Statements as of December 31, 2023, accompanied by the Reports of the Board of Directors, the Board of Statutory Auditors, and the Audit Firm. Related and consequent resolutions.***
- 2) ***Allocation of the Net Profit for the year. Related and consequent resolutions.***
- 3) ***Presentation of the consolidated financial statements as of December 31, 2023.***
- 4) ***Presentation of the pro forma consolidated report as of December 31, 2023.***
- 5) ***Appointment of the statutory auditors for the financial years 2024-2026 and determination of their remuneration. Related and consequent resolutions.***

Any changes and/or additions to the information provided in this notice of convocation will be made available through the Company's website (www.rewaygroup.com) and through other means as may be provided by applicable laws or regulations.

Information on share capital and voting rights.

The share capital amounts to Euro 709,202.57, fully paid up, divided into 31,002,281 ordinary shares and 7,500,000 multiple voting shares. Each ordinary share entitles the holder to one vote at ordinary and extraordinary shareholders' meetings of the Company. Each multiple voting share entitles the holder to three votes at ordinary and extraordinary shareholders' meetings of the Company. As of the date of this notice, the Company does not hold any treasury shares. Information regarding the composition of the share capital is available on the Company's website at www.rewaygroup.com (Investor Relations>Information for Shareholders section).

Right to attend

Under Article 83-sexies of Legislative Decree no. 58/1998 as subsequently amended (hereinafter, the “**TUF**”), those who are entitled to attend the Meeting and exercise the right to vote for whom the Company has received communication, issued by an authorized intermediary pursuant to the applicable regulations, attesting to the ownership of the shares based on the evidence of its accounting records relating to the end of the seventh day of open market prior to the date of the Meeting (i.e., **April 18, 2024**). Entries in credit and debit made to the accounts after the aforementioned deadline do not matter for the legitimacy to exercise the right to vote at the Meeting, and therefore those who will be holders of the Company's shares after **April 18, 2024**, will not have the right to participate or vote at the Meeting. The communication made by the authorized intermediary must be received by the Company by the end of the accounting day of the third day of open market prior to the date of the Meeting (i.e., **April 24, 2024**). The right to attend the Meeting and exercise the right to vote is retained if the communications are received by the Company after that deadline, provided that it is before the start of the meeting.

Provisions for attendance at the Meeting

Pursuant to Article 19.6 of the Company Bylaws, attendance at the Meeting and the exercise of the right to vote may also take place via video conference. Those wishing to participate in the Meeting must send a request by 12:00 p.m. on April 24, 2024, to the Company's email address rewaygroup@legalmail.it attaching (i) a copy of the bank certification referred to in the previous paragraph (**Right to Attend**), (ii) a copy of a valid identity document of the participating individual with a photo; in the case of a representative of a legal entity or delegate as per the subsequent paragraph (**Vote by Proxy**), evidence of powers to participate in the Meeting or to confer the proxy must also be sent, as well as (iii) the duly completed and signed proxy form, if applicable.



The Company will provide, by the end of the day on **April 26, 2024**, the PIN for participation in the Meeting to those who have duly submitted the aforementioned documentation (to the same email address of dispatch). Subjects who have not punctually complied with the above prescriptions will not be entitled to participate and vote at the Meeting.

Vote by Proxy

Each person entitled to attend the Meeting may be represented by written proxy within the limits and in accordance with the procedures provided by law, with the possibility of signing the proxy form available on the Company's website at www.rewaygroup.com (Investor Relations> Shareholders' Meetings section), as well as on the website www.borsaitaliana.it (Shares>Documents section). The proxy may be transmitted to the Company by certified email to be sent to the address rewaygroup@legalmail.it. Under current regulations, the representative must keep the original proxy and keep track for one year, from the conclusion of the shareholders' meeting, of the voting instructions received.

Organizational aspects

Shareholders (or their delegates) wishing to participate via video conference are invited to connect in good time to ensure the smooth running of the Meeting. Accreditation activities for participants will begin half an hour before the scheduled time of the shareholders' meeting.

Documentation

Simultaneously with the publication of this notice of convocation, the documentation relating to the Meeting, including the explanatory report of the Board of Directors on the proposals for resolution concerning the matters on the agenda and the form that authorized participants in the Meeting have the right to use for proxy voting, will be made available to shareholders and the public, within the prescribed time limits, on the

For the dissemination of regulated information, Reway Group makes use of the 1info dissemination system (www.1info.it), managed by Computershare S.p.A. with registered office in Milan, via Lorenzo Mascheroni 19 and authorised by CONSOB.

This press release is available on the Company's website <https://www.rewaygroup.com/> under Investor Relations - Press Releases and at www.1info.it.

Reway Group — the Parent Company of the Group of the same name — is Italy's largest operator specialised in rehabilitation and maintenance of road and highway infrastructures, as well as the only organisation in Italy capable of handling all the activities related to the chain of restoration of bridges, tunnels and viaducts, and to also have in its core business the maintenance of the railway network.

Reway Group was formed in December 2021 via the assignment of the shares held by **M.G.A. S.r.l.**, **Soteco S.r.l.** and **TLS S.r.l.** — companies operating in Italy in the road and highway infrastructure maintenance and rehabilitation sector, which are currently operational and 100% controlled by Reway Group. The Group was created to provide its subsidiaries with a unified corporate and managerial structure, in order to best address the evolution of a sector that is markedly expanding and growing, both in Italy and abroad. The Group's subsidiaries also include **Gema**, a leading player in the maintenance of infrastructure and civil works in the railway sector. To this end, the Company provides services to its subsidiaries, including planning and financial strategy, procurement of

Reway Group has a workforce of 500 overall and has a modern fleet with over 300 operating vehicles.

Contacts

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