

Information on the share capital and voting rights

The share capital of Openjobmetis S.p.A. Agenzia per il Lavoro consists of ordinary shares with voting rights admitted to listing in Euronext STAR Milan managed by Borsa Italiana S.p.A. The issued and paid-in share capital of the Company is € 13,712,000.00, divided into 13,369,000 ordinary shares with no nominal amount.

As at 13 March 2024 the Company directly holds 1,083,906 treasury shares, equating to 8.11% of the share capital.

The shares are with no nominal amount, personal, freely transferable and indivisible. Each share entitles to one vote, but each share provides the right to two votes if the following conditions are met:

- (a) the share was owned by the same party for a continual period of at least 24 months from the date of registration within the special list that was created for this purpose and which is maintained and updated by the Company; and
- (b) the occurrence of the prerequisite pursuant to letter (a) above is attested by a communication notice certifying the shareholding on the date of the deadline of the continual period of 24 months, issued by the intermediary where the shares are registered in accordance with applicable regulations.

The acquisition of the increase in voting rights will be effective as of the fifth open market day of the calendar month following the one in which the aforementioned continual period of twenty-four months has passed. Notwithstanding the foregoing, for the purpose of participation in the shareholders' meeting, the increase in voting rights that has already accrued by virtue of the passage of the aforementioned continual period of twenty-four months, shall take effect on the record date pursuant to currently effective regulations pertaining to the right to attend and vote in the shareholders' meeting, even if it is prior to the fifth open market day of the calendar month following the one in which the aforementioned continual period of twenty-four months has passed.

The quorums for constituting and deliberating within the meeting which refer to share capital quotas are determined by calculating the potentially due increased voting rights. The increase does not have an effect on rights other than voting rights which are due and can be exercised on the basis of the ownership of certain quotas of share capital.

For the purposes of continual ownership over the 24-month period, the period of continual ownership of shares on the part of the same party prior to the date of initiation of trading of the shares within a regulated market is also calculated, certified on the basis of registrations within the shareholders' registry at the time of the application for registration within the special list of the legitimized party.

The Company establishes and maintains, within the registered office and with the forms and contents pursuant to applicable regulations and these Articles of Association – a special list for legitimizing the benefit of the increased vote.

A party which intends to obtain the benefit of the increased vote must present an application for registration within the special list by communicating the number of shares for which the registration is requested – and which may only concern part of the shares owned by the requesting party – accompanied by suitable certification and/or communications certifying the ownership of the shares and issued by the intermediary where the shares are registered in accordance with applicable regulations. In the case of parties other than natural persons, the application must specify whether the

entity is subject to direct or indirect control of third parties as well as the identification date of the potential controlling entity.

The previously accrued voting increase or, if not accrued, the period of ownership necessary for accruing the increased vote, is maintained: (a) in the case of inheritance due to death in favor of the heir and/or legatee; (b) in the case of merger or spin-off of the owner of the shares in favor of the company resulting from the merger or the beneficiary of the spin-off; (c) in the case of transfer from one portfolio to another of the collective investment schemes managed by a single party.

The voting increase extends to shares:

- i) which are converted from a share capital increase without consideration pursuant to Article 2442 of the Italian Civil Code and due to the owner for those shares for which a voting increase has already accrued (the “**Shares with Increased Voting Rights**”);
- ii) which are due in exchange of the Shares with Increased Voting Rights in the case of merger or spin-off and so long that the merger or spin-off project provides for it;
- iii) underwritten by the owner of the Shares with Increased Voting Rights in the year of the option right due in relation to these shares.

The voting right increase is forfeited for shares (a) subject to transfer for any reason, with or without consideration, or (b) that are owned by companies or entities (the “**parent companies**”) which retain shareholdings that are greater than the threshold pursuant to Article 120, paragraph 2 of TUF in the case of transfer for any reason, with or without consideration, of the direct or indirect control (defined in Article 2359, paragraph one, of the Italian Civil Code) within the parent companies themselves, without prejudice to the fact that a transfer pursuant to the cases i), ii) and iii) are not considered relevant for the above.

The direct or indirect transfer of shares or of the relative real legitimizing rights will not be relevant for the purposes of the loss of the voting right increase (or of the time of registration within the special list) in the absence of a change of control and, as a result, will not be relevant any time the transfer is implemented to a legal person or entity, even without legal status, that is subject to the direct or indirect control of the same party that directly or indirectly controls the transferor.

The voting right increase is lost in the case of waiver, on the part of the owner, of all or part of the voting right increase itself.

The shareholder registered in the special list will authorize the intermediary to report any circumstances or events which may cause the loss of the conditions required for the voting right increase or which affects the ownership of the rights, in addition to communicating this information him(her)self within the end of the month of occurrence, and in any case within the record date pursuant to currently effective regulations pertaining to rights to participate and vote in the shareholders’ meeting.

On 3 December 2015, the Board of Directors, by virtue of the power delegated to it by the extraordinary Shareholders’ meeting of 12 October 2015 (i) adopted the regulation governing the procedures for recording, keeping and revising the Special List in compliance with the applicable laws and regulations, with the Articles of Association and with market practices, in order to assure the timely exchange of information between shareholders, the Company and Intermediaries; this regulation was last supplemented and amended by a Council resolution of 17 March 2020, in accordance with CONSOB Communication No. 0214548 of 18 April 2019; and (ii) appointed the person in charge of managing the Special List.

The following chart shows the total amount of the current shares and the total amount of the voting rights which may be cast in the Shareholders’ Meetings of the Company starting from 08 January 2024:

| SHARE CAPITAL STRUCTURE | | | | |
|---|-------------------|--------------------|-------------------|--------------------|
| | No. Shares | % of Share Capital | No. Voting Rights | % of Voting Rights |
| TOTAL | 13,369,200 | 100 | 17,397,793 | 100 |
| Ordinary Shares* | 9,340,607 | 69.867 | 9,340,607 | 53.688 |
| Ordinary Shares with increased voting rights ¹ | 4,028,593 | 30.133 | 8,057,186 | 46.312 |

* including the treasury shares, with voting rights suspended pursuant to art. 2357-ter, paragraph 2, of the Civil Code.

¹ According to article 127-*quinquies*, Paragraph 5, of the Italian Consolidated Law on Finance, ordinary shares with increased voting rights do not constitute a special class of Shares.