



AROUNDTOWN SA
Société Anonyme
37, Boulevard Joseph II
L-1840 Luxembourg
R.C.S. Luxembourg: B 217868
(the “Company”)

VOTING RESULTS OF THE ORDINARY GENERAL MEETING HELD ON 16 DECEMBER 2022

Number of shares represented at the Ordinary General Meeting: **567,144,312** shares representing **36.898%** of the total issued share capital as of the relevant record date **2 December 2022 at midnight (24.00) (CET)** (the “Record Date”).

Number of shares at the Record Date not represented at the Ordinary General Meeting as a result of attached voting rights suspended by Luxembourg law: 469,197,661 shares, reflecting 30.526% of the total issued share capital.

Total number of votes validly cast: 567,144,312
Vote in favor: 567,091,312
Vote against: 50,000
Abstentions: 3,000

Sole resolution proposed by the board of directors of the Company

The Ordinary General Meeting resolves to grant all powers to the Board of Directors, with option to delegate, to use fully paid-up shares of the Company, which were or will be acquired, either directly or through a subsidiary of the Company, by means of the buy-back programme of the Company (the “**Treasury Shares**”), as amended from time to time and as first approved by the general meeting of the shareholders of the Company on 6 May 2020, as amended on 30 June 2021 and 11 January 2022 (the “**Buy-back Programme**”), for share lending transactions with financial institutions.

The present authorisation may be exercised by the Board of Directors without prejudice and in addition to the existing authorizations under the Buy-back Programme and allow to lend, sell and/or transfer full ownership of its Treasury Shares and all rights connected therewith to financial institutions and to retrieve and/or acquire ownership of the same number, type and quality of shares of the Company from financial institutions (the “**Equivalent Shares**”), including but not limited to share lending facilities entered into simultaneously to issuances of equity linked instruments, including but not limited to convertible bonds, against compensation in cash and/or in kind, lending fees and/or charges through stock markets, off-market or over-the-counter transactions, including but not limited to derivative financial instruments, collateralized share lending arrangements and/or repurchase agreements.

The overall amount of Treasury Shares available for share lending purposes shall be limited to 10% of the aggregate nominal amount of the issued share capital of the Company from time to time, at the date of exercise of the present authorisation.

The number of Equivalent Shares of the Company to be retrieved and/or acquired at the end of a certain lending period from a financial institution shall correspond to, and not exceed, the number of Treasury Shares lent, sold and/or transferred in the same transaction to a financial institution. Equivalent Shares are thus neither eligible to be acquired under the Buy-back Programme nor require an acquisition offer to all shareholders of the Company, however, Equivalent Shares, once retrieved and/or acquired by the Company shall re-qualify without limitation as Treasury Shares as if acquired under the Buy-back Programme.

This authorisation may be exercised by the Board of Directors, at its full discretion, without applying the principle of equality among shareholders, with the power to delegate, to ensure the implementation of this authorization.