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Cap. Soc. € 11.249.920,50 i.v.  
C.C.I.A.A. Padova Reg. Imp n. 04359090281  
Part. IVA e Cod. Fisc. 04359090281

N. Reg. Prod. Pile: IT09060P00000903  
N. Reg. Prod. AEE: IT16030000009265



### CAREL INDUSTRIES S.P.A.

Registered office in Brugine (PD), - Via dell'Industria, 11  
Share capital 11,249,920.50 Euros, fully paid up  
Registration number in the register of companies of Padua: 04359090281  
Website [www.carel.com](http://www.carel.com)

## ORDINARY SHAREHOLDERS' MEETING HELD ON 22<sup>ND</sup> APRIL 2026

### Summary account of the votes on the items of the agenda pursuant Article 125-*quater*, paragraph 2, of the Legislative Decree 58/1998

#### Item 1 of the agenda

#### 1. Approval of the Financial Statements at 31 December 2025 and presentation of the CAREL Group Consolidated Financial Statements at 31 December 2025. Allocation of the result for the financial year.

##### 1.1 Approval of the Financial Statements at 31 December 2025; related and consequent resolutions;

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,960,447	99.979%
<b>Votes Against</b>	17,579	0.011%
<b>Abstentions</b>	16,198	0.010%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>

##### 1.2 Allocation of the result for the financial year; related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,994,224	100.000%
<b>Votes Against</b>	0	0.000%
<b>Abstentions</b>	0	0.000%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>



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## Item 2 of the agenda

### 2. Resolutions concerning the report on the remuneration policy and the fees paid pursuant to Article 123-ter of Legislative Decree 58/1998 and Article 84-quater of Consob Regulation 11971/1999.

#### 2.1 Binding vote on the remuneration policy for the 2026 financial year set forth in the first section of the report; related and consequent resolutions;

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	155,120,799	97.564%
<b>Votes Against</b>	3,873,425	2.436%
<b>Abstentions</b>	0	0.000%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>

#### 2.2 Consultation on the second section of the report concerning remuneration paid in or relating to the 2025 financial year; related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,137,238	99.461%
<b>Votes Against</b>	801,986	0.504%
<b>Abstentions</b>	55,000	0.035%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>

## Item 3 of the agenda

### 3. Proposal to authorise the purchase and disposal of treasury shares, subject to revocation of the previous authorisation approved by the Ordinary Shareholders' Meeting on 23 April 2025; related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:



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#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,694,045	99.811%
<b>Votes Against</b>	300,179	0.189%
<b>Abstentions</b>	0	0.000%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>

#### Item 4 of the agenda

#### 4. Appointment of the independent auditor for the financial years 2027–2035 and determination of the related remuneration; related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,696,473	99.813%
<b>Votes Against</b>	297,751	0.187%
<b>Abstentions</b>	0	0.000%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>

#### Item 5 of the agenda

#### 5. Appointment of the assurance provider for the conformity assessment of the consolidated sustainability reporting for the financial years 2027–2029 pursuant to Article 13, paragraph 2-ter, of Legislative Decree No. 39/2010, and determination of the related remuneration; related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 99,701,785 equal to 88.624% of the no. 112,499,205 shares representing the share capital, corresponding to no. 158,994,224 voting rights equal to 92.551% of the no. 171,791,644 total voting rights.

The voting result was the following:

#### Vote result

	No. Voting Rights	%
<b>Votes for</b>	158,970,796	99.985%
<b>Votes Against</b>	17,579	0.011%
<b>Abstentions</b>	5,849	0.004%
<b>Total Voting Rights</b>	<b>158,994,224</b>	<b>100.000%</b>