

# RECORDATI S.p.A.

ORDINARY SHAREHOLDERS' MEETING 18 APRIL 2018

## Summary report of the votes

pursuant to article 125-quater, paragraph 2 of the Legislative Decree 58/98

**Item 1 of the agenda (ordinary session) – Financial Statements as at and for the financial year 31 December 2017**

|                                      | Shares No.  | % Shares represented<br>in the meeting | % of voting capital |
|--------------------------------------|-------------|--|---------------------|
| Shares represented in<br>the meeting | 155,916,141 | 100.00%                                | 74.556%             |
| Voted shares                         | 155,916,141 | 100.00%                                | 74.556%             |
| Shares in favor                      | 155,850,674 | 99.96%                                 | 74.525%             |
| Shares against                       | 50,493      | 0.03%                                  | 0.024%              |
| Abstentions                          | 14,974      | 0.01%                                  | 0.007%              |
| Not voting shares                    | 0           | 0.00%                                  | 0.000%              |
| Total                                | 155,916,141 | 100.00%                                | 74.556%             |

**Item 2 of the agenda (ordinary session) – Remuneration**

|                                      | <b>Shares No.</b> | <b>% Shares represented<br/>in the meeting</b> | <b>% of voting capital</b> |
|--------------------------------------|-------------------|--|----------------------------|
|                                      |                   |  |                            |
| Shares represented in<br>the meeting | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Voted shares                         | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Shares in favor                      | 112,564,790       | 72.20%   | 53.827%                    |
|                                      |                   |  |                            |
| Shares against                       | 42,661,477        | 27.36%   | 20.400%                    |
|                                      |                   |  |                            |
| Abestensions                         | 689,874           | 0.44%  | 0.330%                     |
|                                      |                   |  |                            |
| Not voting shares                    | 0                 | 0.00%  | 0.000%                     |
|                                      |                   |  |                            |
| Total                                | 155,916,141       | 100.00%  | 74.556%                    |

**Item 3 of the agenda (ordinary session) – Stock Option Plan**

|                                      | <b>Shares No.</b> | <b>% Shares represented<br/>in the meeting</b> | <b>% of voting capital</b> |
|--------------------------------------|-------------------|--|----------------------------|
|                                      |                   |  |                            |
| Shares represented in<br>the meeting | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Voted shares                         | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Shares in favor                      | 112,123,583       | 71,91%   | 53.616%                    |
|                                      |                   |  |                            |
| Shares against                       | 41,357,025        | 26.53%   | 19.776%                    |
|                                      |                   |  |                            |
| Abestensions                         | 2,435,533         | 1.56%  | 1.165%                     |
|                                      |                   |  |                            |
| Not voting shares                    | 0                 | 0.00%  | 0.000%                     |
|                                      |                   |  |                            |
| Total                                | 155,916,141       | 100.00%  | 74.556%                    |

**Item 4 of the agenda (ordinary session) – Purchase and utilisation of treasury stock**

|                                      | <b>Shares No.</b> | <b>% Shares represented<br/>in the meeting</b> | <b>% of voting capital</b> |
|--------------------------------------|-------------------|--|----------------------------|
|                                      |                   |  |                            |
| Shares represented in<br>the meeting | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Voted shares                         | 155,916,141       | 100.00%  | 74.556%                    |
|                                      |                   |  |                            |
| Shares in favor                      | 152,016,500       | 97.50%   | 72.692%                    |
|                                      |                   |  |                            |
| Shares against                       | 3,884,667         | 2.49%  | 1.858%                     |
|                                      |                   |  |                            |
| Abestensions                         | 14,974            | 0.01%  | 0.007%                     |
|                                      |                   |  |                            |
| Not voting shares                    | 0                 | 0.00%  | 0.000%                     |
|                                      |                   |  |                            |
| Total                                | 155,916,141       | 100.00%  | 74.556%                    |