

# Recordati S.p.A.

## Ordinary Shareholders' Meeting 5 February 2019

### Summary report of the votes

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

#### Item 1.a of the agenda.

Appointment of a new Board of Directors: determination of the members of the Board of Directors.

	Shares No.	% Shares represented in the meeting	% of Share Capital
Shares represented in the meeting	164,067,694	100%	78.454%
Voted shares:	163,703,943	99.778%	78.280%
Shares in favor	151,342,436	92.224%	72.369%
Shares against	12,176,925	7.422%	5.823%
Abstentions	184,582	0.113%	0.088%
Not voting shares	363,751	0.222%	0.174%
<b>TOTAL</b>	<b>164,067,694</b>	<b>100%</b>	<b>78.454%</b>

#### Item 1.b of the agenda

Appointment of a new Board of Directors: determination of the length of the term of office of the Board of Directors;

	Shares No.	% Shares represented in the meeting	% of Share Capital
Shares represented in the meeting	164,067,694	100%	78.454%
Voted shares:	162,936,081	99.310%	77.913%
Shares in favor	162,370,251	98.965%	77.643%
Shares against	351,859	0.214%	0.168%
Abstentions	213,971	0.130%	0.102%
Not voting shares	1,131,613	0.690%	0.541%
<b>TOTAL</b>	<b>164,067,694</b>	<b>100%</b>	<b>78.454%</b>

#### Item 1.c of the Agenda.

Appointment of a new Board of Directors: appointment of the Members of the Board of Directors; relative and consequent resolutions;

	Shares No.	% Shares represented in the meeting	% of Share Capital
Shares represented in the meeting	164,067,694	100%	78.454%
Voted shares:	164,067,694	100.000%	78.454%
Slate 1	117,005,266	71.315%	55.950%
Slate 2	46,830,945	28.544%	22.394%
Shares against	187,501	0.114%	0.090%
Abstentions	43,982	0.027%	0.021%
Not voting shares	0	0.000%	0.000%
<b>TOTALE</b>	<b>164,067,694</b>	<b>100%</b>	<b>78.454%</b>

#### Item 1.d of the Agenda.

Exoneration of the new directors from the non-competition obligations provided for by Article 2390 of the Italian Civil Code.

	Shares No.	% Shares represented in the meeting	% of Share Capital
Shares represented in the meeting	164,067,694	100%	78.454%
Voted shares:	164,067,694	100.000%	78.454%
Shares in favor	108,310,306	66.016%	51.792%
Shares against	500	0.000%	0.000%
Abstentions	55,756,888	33.984%	26.662%
Not voting shares	0	0.000%	0.000%
<b>TOTAL</b>	<b>164,067,694</b>	<b>100%</b>	<b>78.454%</b>

**Item 1.e of the Agenda.***Appointment of a new Board of Directors: determination of the fees of the Members of the Board of Directors.*

	Shares No.	% Shares represented in the meeting	% of Share Capital
Shares represented in the meeting	164,067,694	100%	78.454%
Voted shares:	163,613,943	99.723%	78.237%
Shares in favor	112,887,482	68.805%	53.981%
Shares against	36,712,633	22.377%	17.555%
Abestensions	14,013,828	8.541%	6.701%
Not voting shares	453,751	0.277%	0.217%
<b>TOTAL</b>	<b>164,067,694</b>	<b>100%</b>	<b>78.454%</b>