April 19, 2018 Stockholders’ Meeting – Voting results

EXTRAORDINARY PART

1. Amendment to Article 18 of the By-Laws.

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 415,614,105 votes in favour, equal to 99.79% of the votes represented at the Stockholders’ Meeting and to 85.68% of the Company’s issued share capital;

No. 3,609 votes against, equal to 0.0009% of the votes represented at the Stockholders’ Meeting and to 0.0007% of the Company’s issued share capital;

No. 310,726 of abstentions, equal to 0.07% of the votes represented at the Stockholders’ Meeting and to 0.06% of the Company’s issued share capital;

No. 561,000 shares did not vote.

ORDINARY PART


Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 415,557,436 votes in favour, equal to 99.78% of the votes represented at the Stockholders’ Meeting and to 85.67% of the Company’s issued share capital;

No. 454 votes against, equal to 0.0001% of the votes represented at the Stockholders’ Meeting and to 0.00009% of the Company’s issued share capital;

No. 370,551 of abstentions, equal to 0.09% of the votes represented at the Stockholders’ Meeting and to 0.08% of the Company’s issued share capital;

No. 561,000 shares did not vote.

2. The allocation of net income and the distribution of dividends.

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital
No. 414,743,562 votes in favour, equal to 99.58% of the votes represented at the Stockholders’ Meeting and to 85.50% of the Company’s issued share capital;

No. 159,588 votes against, equal to 0.04% of the votes represented at the Stockholders’ Meeting and to 0.03% of the Company’s issued share capital;
No. 497,980 of abstentions, equal to 0.12% of the votes represented at the Stockholders’ Meeting and to 0.10% of the Company’s issued share capital;
No. 1,088,311 shares did not vote.

3. **Appointment of the Board of Directors:**

(a) **Determination of the number of members of the Board of Directors;**

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 413,734,073 votes in favour, equal to 99.34% of the votes represented at the Stockholders’ Meeting and to 85.30% of the Company’s issued share capital;
No. 1,339,228 votes against, equal to 0.32% of the votes represented at the Stockholders’ Meeting and to 0.28% of the Company’s issued share capital;
No. 316,459 of abstentions, equal to 0.08% of the votes represented at the Stockholders’ Meeting and to 0.06% of the Company’s issued share capital;
No. 1,097,881 shares did not vote.

(b) **Determination of the term of office of the Directors;**

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 413,796,516 votes in favour, equal to 99.35% of the votes represented at the Stockholders’ Meeting and to 85.31% of the Company’s issued share capital;
No. 1,268,053 votes against, equal to 0.30% of the votes represented at the Stockholders’ Meeting and to 0.26% of the Company’s issued share capital;
No. 325,191 of abstentions, equal to 0.08% of the votes represented at the Stockholders’ Meeting and to 0.07% of the Company’s issued share capital;
No. 1,097,881 shares did not vote.

(c) **Appointment of the Directors;**

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital
LIST N. 1 DELFIN SARL
No. 345,706,291 votes in favour, equal to 83.00% of the votes represented at the Stockholders’ Meeting and to 71.27% of the Company’s issued share capital;

LIST N. 2 INSTITUTIONAL INVESTORS
No. 64,998,029 votes in favour, equal to 15.61% of the votes represented at the Stockholders’ Meeting and to 13.40% of the Company’s issued share capital;

No. 536,698 votes against, equal to 0.13% of the votes represented at the Stockholders’ Meeting and to 0.11% of the Company’s issued share capital;
No. 19,771 of abstentions, equal to 0.005% of the votes represented at the Stockholders’ Meeting and to 0.004% of the Company’s issued share capital;
No. 5,226,852 shares did not vote.

(d) Determination of the remuneration of the Directors.

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 412,100,634 votes in favour, equal to 98.95% of the votes represented at the Stockholders’ Meeting and to 84.96% of the Company’s issued share capital;
No. 2,551,951 votes against, equal to 0.61% of the votes represented at the Stockholders’ Meeting and to 0.53% of the Company’s issued share capital;
No. 539,861 of abstentions, equal to 0.13% of the votes represented at the Stockholders’ Meeting and to 0.11% of the Company’s issued share capital;
No. 1,295,195 shares did not vote.

4. Appointment of the Board of Statutory Auditors:
(a) Appointment of the members of the Board of Statutory Auditors;

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

LIST N. 1 DELFIN SARL
No. 345,305,998 votes in favour, equal to 82.91% of the votes represented at the Stockholders’ Meeting and to 71.19% of the Company’s issued share capital;

LIST N. 2 INSTITUTIONAL INVESTORS
No. 65,136,026 votes in favour, equal to 15.64% of the votes represented at the Stockholders’ Meeting and to 13.43% of the Company’s issued share capital;

No. 514,098 votes against, equal to 0.12% of the votes represented at the Stockholders’ Meeting and to 0.11% of the Company’s issued share capital;
No. 19,771 of abstentions, equal to 0.005% of the votes represented at the Stockholders’ Meeting and to 0.004% of the Company’s issued share capital;
No. 5,511,748 shares did not vote.

(b) Determination of the remuneration of the Statutory Auditors.

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 414,705,152 votes in favour, equal to 99.57% of the votes represented at the Stockholders’ Meeting and to 85.49% of the Company’s issued share capital;
No. 45,386 votes against, equal to 0.01% of the votes represented at the Stockholders’ Meeting and to 0.009% of the Company’s issued share capital;
No. 441,908 of abstentions, equal to 0.11% of the votes represented at the Stockholders’ Meeting and to 0.09% of the Company’s issued share capital;
No. 1,295,195 shares did not vote.

5. An advisory vote on the first section of the Company’s Remuneration Report in accordance with article 123-ter, paragraph 6 of Legislative Decree no. 58/98.

Shares represented at the Stockholders’ Meeting no. 416,489,441, equal to the 85.86% of the issued share capital

No. 348,320,278 votes in favour, equal to 83.63% of the votes represented at the Stockholders’ Meeting and to 71.81% of the Company’s issued share capital;

No. 62,689,654 votes against, equal to 15.05% of the votes represented at the Stockholders’ Meeting and to 12.92% of the Company’s issued share capital;
No. 4,389,398 of abstentions, equal to 1.05% of the votes represented at the Stockholders’ Meeting and to 0.90% of the Company’s issued share capital;
No. 1,088,311 shares did not vote.