April 24, 2015 Ordinary Stockholders’ Meeting – Voting results


Shares represented at the Stockholders’ Meeting no. 378,381,255, equal to the 78.48% of the issued share capital

No. 372,273,987 votes in favour, equal to 98.39% of the votes represented at the Stockholders’ Meeting and to 77.22% of the Company’s issued share capital;

No. 33,587 votes against, equal to 0.01% of the votes represented at the Stockholders’ Meeting and to 0.01% of the Company’s issued share capital;

No. 247,574 of abstentions, equal to 0.07% of the votes represented at the Stockholders’ Meeting and to 0.05% of the Company’s issued share capital;

No. 5,826,107 shares did not vote.

2. The allocation of net income; the distribution of dividends and further distribution of an extraordinary dividend.

Shares represented at the Stockholders’ Meeting no. 378,381,255, equal to the 78.48% of the issued share capital

No. 376,533,172 votes in favour, equal to 99.51% of the votes represented at the Stockholders’ Meeting and to 78.10% of the Company’s issued share capital;

No. 12,189 votes against, equal to 0.003% of the votes represented at the Stockholders’ Meeting and to 0.003% of the Company’s issued share capital;

No. 1,044,745 of abstentions, equal to 0.28% of the votes represented at the Stockholders’ Meeting and to 0.22% of the Company’s issued share capital;

No. 791,149 shares did not vote.

3. Authorization to buy back and dispose of treasury shares pursuant to articles 2357 et seq. of the Italian Civil Code.

Shares represented at the Stockholders’ Meeting no. 378,381,255, equal to the 78.48% of the issued share capital
No. 376,180,996 votes in favour, equal to 99.42% of the votes represented at the Stockholders’ Meeting and to 78.03% of the Company’s issued share capital;
No. 839,638 votes against, equal to 0.22% of the votes represented at the Stockholders’ Meeting and to 0.17% of the Company’s issued share capital;
No. 569,472 of abstentions, equal to 0.15% of the votes represented at the Stockholders’ Meeting and to 0.12% of the Company’s issued share capital;
No. 791,149 shares did not vote.

4. Appointment of the Board of Directors for fiscal years 2015-2017:

Shares represented at the Stockholders’ Meeting no. 378,381,255, equal to the 78.48% of the issued share capital

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

No. 375,422,280 votes in favour, equal to 99.22% of the votes represented at the Stockholders’ Meeting and to 77.87% of the Company’s issued share capital;
No. 1,995,401 votes against, equal to 0.53% of the votes represented at the Stockholders’ Meeting and to 0.41% of the Company’s issued share capital;
No. 689,389 of abstentions, equal to 0.18% of the votes represented at the Stockholders’ Meeting and to 0.14% of the Company’s issued share capital;
No. 274,185 shares did not vote.

b) Appointment of the Directors;

No. 295,903,811 votes in favour of list 1, equal to 78.20% of the votes represented at the Stockholders’ Meeting and to 61.38% of the Company’s issued share capital;
No. 75,134,597 votes in favour of list 2, equal to 19.86% of the votes represented at the Stockholders’ Meeting and to 15.58% of the Company’s issued share capital;
No. 2,886,077 votes against, equal to 0.76% of the votes represented at the Stockholders’ Meeting and to 0.60% of the Company’s issued share capital;
No. 4,456,770 of abstentions, equal to 1.18% of the votes represented at the Stockholders’ Meeting and to 0.92% of the Company’s issued share capital.

c) Determination of the remuneration of the Directors.

No. 374,684,500 votes in favour, equal to 99.02% of the votes represented at the Stockholders’ Meeting and to 77.72% of the Company’s issued share capital;
5. **Appointment of the Board of Statutory Auditors for fiscal years 2015-2017:**

Shares represented at the Stockholders’ Meeting no. 378,381,255, equal to the 78.48% of the issued share capital

a) **Appointment of the members of the Board of Statutory Auditors;**

No. 296,987,990 votes in favour of list 1, equal to 78.49% of the votes represented at the Stockholders’ Meeting and to 61.60% of the Company’s issued share capital;

No. 74,127,293 votes in favour of list 2, equal to 19.59% of the votes represented at the Stockholders’ Meeting and to 15.38% of the Company’s issued share capital;

No. 2,133,523 votes against, equal to 0.56% of the votes represented at the Stockholders’ Meeting and to 0.44% of the Company’s issued share capital;

No. 4,388,409 of abstentions, equal to 1.16% of the votes represented at the Stockholders’ Meeting and to 0.91% of the Company’s issued share capital;

No. 744,040 shares did not vote.

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

No. 374,073,227 votes in favour, equal to 98.86% of the votes represented at the Stockholders’ Meeting and to 77.59% of the Company’s issued share capital;

No. 2,131,409 votes against, equal to 0.56% of the votes represented at the Stockholders’ Meeting and to 0.44% of the Company’s issued share capital;

No. 1,385,470 of abstentions, equal to 0.37% of the votes represented at the Stockholders’ Meeting and to 0.29% of the Company’s issued share capital;

No. 791,149 shares did not vote.

6. **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. 378,381,255, equal to the 78.48% of the issued share capital
No. 306,813,889 votes in favour, equal to 81.09% of the votes represented at the Stockholders’ Meeting and to 63.64% of the Company’s issued share capital;

No. 68,041,937 votes against, equal to 17.98% of the votes represented at the Stockholders’ Meeting and to 14.11% of the Company’s issued share capital;
No. 2,734,280 of abstentions, equal to 0.72% of the votes represented at the Stockholders’ Meeting and to 0.57% of the Company’s issued share capital;
No. 791,149 shares did not vote.