

## ORDINARY SHAREHOLDERS' MEETING HELD ON 18<sup>TH</sup> JUNE 2019

### 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. Financial Statements as at February 28, 2019, accompanied by the Board of Directors' Management Report including the consolidated Non-Financial Statement prepared pursuant to Legislative Decree 254/2016, the Report of the Board of Statutory Auditors and the Report of the Auditing Company. Presentation of the Consolidated Financial Statements as at February 28, 2019.**

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	10,682,066	89.0234%
<b>Votes Against</b>	41,138	0.3428%
<b>Abstentions</b>	34,000	0.2834%
<b>No votes</b>	1,241,960	10.3504%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

#### Item 2 of the agenda

- 2. Allocation of the financial year profits and dividend distribution proposal. Related resolutions.**

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	10,723,204	89.3663%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	34,000	0.2833%
<b>No votes</b>	1,241,960	10.3504%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

### Item 3 of the agenda

#### 3. Report on remuneration pursuant to art. 123-ter of Legislative Decree n. 58/1998, and of art. 84- quater of the CONSOB Regulation no. 11971/1999. Resolutions pertaining to the Company's remuneration policy as set out in the first section of the Report.

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	9,162,085	76.3560%
<b>Votes Against</b>	414,950	3.4582%
<b>Abstentions</b>	1,180,169	9.8354%
<b>No votes</b>	1,241,960	10.3504%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

### Item 4 of the agenda

#### Appointment of the Board of Directors:

#### 4.1 Determination of the number of the members of the Board of Directors;

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	11,428,569	95.2447%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	438,595	3.6552%
<b>No votes</b>	132,000	1.1001%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

#### 4.2 Determination of the Board of Directors' term;

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

### Vote result

	n° share	%
<b>Votes for</b>	11,833,164	98.6166%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	34,000	0.2833%
<b>No votes</b>	132,000	1.1001%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

#### 4.3 Appointment of the members of the Board of Directors;

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

### Vote result

	n° share	%
<b>LIST no. 1 (*)</b>	7,144,904	59.5450%
<b>LIST no. 2 (**)</b>	3,215,213	26.7953%
<b>LIST no. 3 (***)</b>	1,639,047	13.6597%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	0	0.0000%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

(\*) List presented by Monte Paschi Fiduciaria S.p.A. on behalf of Italian Electronics Holdings S.à.r.l...

(\*\*) List jointly presented by Institutional investors.

(\*\*\*)List presented by Monte Paschi Fiduciaria S.p.A., on behalf of the holders of two fiduciary accounts (no. 10633 and no. 10634).

#### List of the appointed candidates as members of the Board of Directors

	Indep <sup>(1)</sup>	LIST
<b>Bernd Erich Beetz (Chairman)</b>		<b>1</b>
<b>Catia Cesari</b>	✓	<b>1</b>
<b>Monica Maria Luisa Micaela Montironi</b>	✓	<b>1</b>
<b>Alessandra Stabilini</b>		<b>1</b>
<b>Marino Marin</b>	✓	<b>1</b>
<b>Giancarlo Nicosanti Monterastelli</b>		<b>1</b>
<b>Gianpiero Lenza</b>		<b>1</b>
<b>Robert Frank Agostinelli</b>		<b>1</b>
<b>Pietro Caliceti</b>	✓	<b>2</b>

(1) Candidate who declared to fulfill all the independence requirements stated in article 147-ter, paragraph 4 and article 148, paragraph 3 of Legislative Decree no. 58/1998, in the Code of Conduct for listed companies and article 12 of the Bylaws.

#### 4.4 Appointment of the Chairman of the Board of Directors;

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	7,550,808	62.9278%
<b>Votes Against</b>	2,735,632	22.7985%
<b>Abstentions</b>	38,009	0.3168%
<b>No votes</b>	1,674,715	13.9569%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

#### 4.5 Determination of directors' remuneration.

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	10,723,204	89.3663%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	34,000	0.2834%
<b>No votes</b>	1,241,960	10.3504%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

#### Item 5 of the agenda

#### Appointment of the Board of Statutory Auditors for Financial Years from 2019/2020 to Financial Year 2021/2022:

#### 5.1 Appointment of the members of the Board of Statutory Auditors:

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>LIST no. 1 (*)</b>	7,154,104	59.6217%
<b>LIST no. 2 (**)</b>	3,619,808	30.1672%
<b>LIST no. 3 (***)</b>	1,225,252	10.2111%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	0	0.0000%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>

(\*) List presented by Monte Paschi Fiduciaria S.p.A. on behalf of Italian Electronics Holdings S.à.r.l.,

(\*\*) List jointly presented by Institutional investors.

(\*\*\*)List presented by Monte Paschi Fiduciaria S.p.A., on behalf of the holders of two fiduciary accounts (no. 10633 and no. 10634).

### List of the appointed candidates as members of the Board of Statutory Auditors:

	Office	List No.
<b>Giuseppina Manzo</b>	Permanent Auditor – Chairman*	<b>2</b>
<b>Maurizio Voza</b>	Permanent Auditor	<b>1</b>
<b>Federica Mantini</b>	Permanent Auditor	<b>1</b>
<b>Valeria Francavilla</b>	Alternative Auditor	<b>1</b>
<b>Davide Barbieri</b>	Alternative Auditor	<b>2</b>

\*Pursuant the Article 22 of the Bylaw, the Chairman of the Board of Statutory Auditors is the Permanent Auditor from the Minority List, Mrs. Giuseppina Manzo

### 5.2 Determination of the remuneration of the standing auditors.

Shares present at the meeting when the vote was opened no. 11,999,164 equal to 59.996% of the no. 20,000,000 shares representing the share capital.

The voting result was the following:

#### Vote result

	n° share	%
<b>Votes for</b>	11,833,164	98.6166%
<b>Votes Against</b>	0	0.0000%
<b>Abstentions</b>	34,000	0.2833%
<b>No votes</b>	132,000	1.1001%
<b>Total Shares</b>	<b>11,999,164</b>	<b>100.0000%</b>