



**Shareholders' Meeting of April 17, 2013**

**Summary of voting on matters on the Shareholders' Meeting Agenda of April 17, 2013**

*As per Art. 125- quater, paragraph 2 of the Consolidated Finance Act*

## Attendances

	No. of shareholders	No. of shares	% shares with voting rights	% total shares
In person	7	27,411,700	22.03%	21.93%
By proxy	19	62,371,719	50.14%	49.90%
<b>Total</b>	<b>26</b>	<b>89,783,419</b>	<b>72.17%</b>	<b>71.83 %</b>

At the time of voting on the matters on the Agenda, the number of voting shares totaled 89,782,419, as a proxy for a shareholder possessing 1,000 shares had left the room.

The share capital amounts to Euro 125,000,000 and is composed of 125,000,000 ordinary shares of a par value of Euro 1 each. At the current date 124,401,789 shares have voting rights, excluding treasury shares.

## First matter on the Agenda

Presentation of the Separate and Consolidated Financial Statements for the year ended December 31, 2012, together with the Directors' Report, Board of Statutory Auditors' Report and the Independent Auditors' Report; deliberations thereon;

a) approval of the Financial Statements for the year ended 31/12/2012, together with the relative reports and the carry forward of the loss for the year of the Parent Company Caltagirone Editore SpA of Euro 26,713,206.00;

	No. of shares
In favour	89,781,587
Against	832
Abstaining	-

b) creation of a Retained earnings reserve through the transfer of Euro 3,868,658.65 from the Currency gains reserve created in previous years and subsequently realised;

	No. of shares
In favour	89,781,587
Against	832
Abstaining	-

## Second matter on the Agenda

Resolutions on the sale and purchase of treasury shares in accordance with Article 2357 of the Civil Code;

a) revocation of the Shareholders' Meeting resolution of April 26, 2012 and authorisation for a maximum duration of 18 months from the Shareholders' Meeting resolution, in accordance with Article 2357 of the Civil Code, to purchase ordinary Company shares which, taking account of the treasury shares already held, should not surpass 3% of the share capital and therefore 3,750,000 shares, for a maximum amount of Euro 5,000,000.00, including the cost of shares already acquired, under the terms and manners included in the report prepared by the Board of Directors in accordance with Article 73 of the Consob Issuers' Regulation No. 11971/99, as subsequently amended;

	No. of shares
In favour	89,781,587
Against	832
Abstaining	-

b) authorisation of the sale of company treasury shares which will be bought back, without time limits;

	No. of shares
In favour	89,781,587
Against	832
Abstaining	-

c) conferment to the Board of Directors of all powers necessary to implement the authorisation resolution in accordance with the applicable regulation.

	No. of shares
In favour	89,781,587
Against	832
Abstaining	-

### Third matter on the Agenda

Remuneration Report in accordance with Article 123-ter paragraph 6 of Legislative Decree 58/98;  
resolutions thereon:

a) approval of Section I concerning the Company policy in this regard.

	No. of shares
In favour	89,749,936
Against	31,651
Abstaining	832