

**CALTAGIRONE EDITORE S.p.A.**

**ORDINARY SHAREHOLDERS' MEETING  
21<sup>st</sup> OF APRIL 2020**

**Attendance to the meeting: no. 11 Shareholders by proxy  
representing no. 90,927,847 ordinary shares corresponding to 85.146197% of the ordinary share capital with voting rights.**

**SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING**

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**Presentation of the Separate and Consolidated Financial Statements for the year ended December 31, 2019, together with the Directors' Report, Board of Statutory Auditors' Report and the Independent Auditors' Report; resolutions thereon.**

**1. a) to approve the 2019 Separate Annual Accounts together with the relative reports;**

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	<b>NO. OF SHAREHOLDERS (BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	11	90,927,847	100.000000	100.000000	85.146197
Against	0	0	0.000000	0.000000	0.000000
Abstentions	0	0	0.000000	0.000000	0.000000
Not Voting	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>11</b>	<b>90,927,847</b>	<b>100.000000</b>	<b>100.000000</b>	<b>85.146197</b>

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**1. b) to carry forward the loss of Caltagirone Editore SpA of Euro 40,629,621.**

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Abstentions	0	0	0.000000	0.000000	0.000000
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**2. Supplementation of the Board of Statutory Auditors for the year 2020 as per Article 2401, paragraph 1 of the Civil Code;**

2. a) to appoint statutory auditor, for the year 2020, whose term of office will conclude together with the other members of the Board of Statutory Auditors and in any case until the approval of the financial statements for the year ended 12.31.2020, with the remuneration established at the Shareholders' Meeting for the appointment of the entire Board of Statutory Auditors;

	<b>NO. OF SHAREHOLDERS (BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	11	90,927,847	100.000000	100.000000	85.146197
Against	0	0	0.000000	0.000000	0.000000
Abstentions	0	0	0.000000	0.000000	0.000000
Not Voting	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>11</b>	<b>90,927,847</b>	<b>100.000000</b>	<b>100.000000</b>	<b>85.146197</b>

2. b) to appoint alternate auditor, for the year 2020, whose term of office will conclude together with the other members of the Board of Statutory Auditors and in any case until the approval of the financial statements for the year ended 12.31.2020.

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In Favour	11	90,927,847	100.000000	100.000000	85.146197
Against	0	0	0.000000	0.000000	0.000000
Abstentions	0	0	0.000000	0.000000	0.000000
Not Voting	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>11</b>	<b>90,927,847</b>	<b>100.000000</b>	<b>100.000000</b>	<b>85.146197</b>

3. Appointment of the Audit Firm for the 2021-2029 period; Resolutions thereon

3. a) to approve the appointment for the audit of the accounts for the 9-year period between January 1, 2021 – December 31, 2029 of KPMG SpA.

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In Favour	11	90,927,847	100.000000	100.000000	85.146197
Against	0	0	0.000000	0.000000	0.000000
Abstentions	0	0	0.000000	0.000000	0.000000
Not Voting	0	0	0.000000	0.000000	0.000000
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**3. b) to approve emoluments for the audit of the accounts between the years 2021 to 2029 of KPMG SpA.**

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**4. Report on the remuneration policy and compensation paid; resolutions thereon.****4. a) to approve Section I of the remuneration report, which illustrates the policy adopted by the Company;**

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In Favour	10	90,821,155	99.882663	99.882663	85.046289
Against	1	106,692	0.117337	0.117337	0.099908
Abstentions	0	0	0.000000	0.000000	0.000000
Not Voting	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>11</b>	<b>90,927,847</b>	<b>100.000000</b>	<b>100.000000</b>	<b>85.146197</b>

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**4. b) to decide in favour of Section II of the remuneration report concerning all the constituent remuneration and items.**

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