

AMPLIFON S.P.A. SHAREHOLDERS' MEETING OF 17 APRIL 2019

Summary of voting on agenda items pursuant to art. 125 -quater of Legislative Decree n. 58 of 24 February 1998 (Testo Unico della Finanza)

Share Capital (n. shares) 226,373,620

Point 1. of the Agenda

1. Approval of the Financial Statements as at 31 December 2018; reports prepared by the Board of Directors, the Board of Statutory Auditors and the Independent Auditors; allocation of the earnings for the year. Related and consequent resolutions. Consolidated financial statements as at 31 December 2018 and Report on Operations. Non-Financial Disclosure as at 31 December 2018.

1.1. Approval of the Financial Statements as at 31.12.2018

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	281,489,486 (#)	98.48%	79.4%
AGAINST	1	0.00%	0.0%
ABSTAIN	140,528	0.05%	0.1%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,813	100.00%	81.3%

1.2. Allocation of the earnings for the year

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	281,489,186 (#)	98.48%	79.4%
AGAINST	301	0.00%	0.0%
ABSTAIN	140,528	0.05%	0.1%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,813	100.00%	81.3%

Point 2. of the Agenda

3. Appointment of the Board of Directors, after determining the number of members.

2.1. Determination of the number of members

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	285,434,917 (#)	99.86%	81.2%
AGAINST	392,669	0.14%	0.2%
ABSTAIN	12	0.00%	0.0%
NO VOTE	13,915	0.00%	0.0%
TOTAL	285,841,513	100.00%	81.3%

2.2 Appointment of the Board members

	n. shares (°)	% voting shares (°)	% share capital (*)
List nr. 1	219,827,839 (#)	76.91%	52.2%
List nr. 2	65,607,077	22.95%	29.0%
AGAINST	392,669	0.14%	0.2%
ABSTAIN	1	0.00%	0.0
NO VOTE	13,915	0.00%	0.0%
TOTAL	285,841,501	100.00%	81.3%

Point 3. of the Agenda

3. Directors' remuneration for FY 2019

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	281,107,720 (#)	98.34%	79.2%
AGAINST	272,375	0.10%	0.1%
ABSTAIN	249,608	0.09%	0.1%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,501	100.00%	81.3%

Point 4. of the Agenda

4. Stock grant plan in favour of the employees and self-employees of the Company and its subsidiaries for 2019-2025 (Í Stock Grant Plan 2019-2025Í). Approval of the list of directors, potential beneficiaries.

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	242,278,046 (#)	84.76%	62.1%
AGAINST	34,164,752	11.95%	15.1%
ABSTAIN	5,186,905	1.81%	2.3%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,501	100.00%	81.3%

(#) Includes n. 101,715,003 shares which have been assigned two votes pursuant to Art. 13 of the By Laws

(°) including increased vote

(*) excluding increased vote

Point 5. of the Agenda

5. Remuneration statement (art. 123-ter Legislative Decree 58/98 (Í TUFÍ) and art. 84-quater Issuers' Regulations)

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	231,638,010 (#)	81.04%	57.4%
AGAINST	44,540,674	15.58%	19.7%
ABSTAIN	5,451,019	1.91%	2.4%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,501	100.00%	81.3%

Point 6. of the Agenda

4. Approval of a plan for the purchase and disposal of treasury shares pursuant to art. 2357 and 2357-ter of the Italian Civil Code, following revocation of the current plan; related and consequent resolutions

	n. shares (°)	% voting shares (°)	% share capital (*)
IN FAVOR	247,819,157 (#)	86.7%	64.5%
AGAINST	31,991,035	11.19%	14.1%
ABSTAIN	1,819,511	0.64%	0.8%
NO VOTE	4,211,798	1.47%	1.9%
TOTAL	285,841,501	100,00%	81.3%