



AMPLIFON S.P.A.

ORDINARY SHAREHOLDERS' MEETING ON 21 APRIL 2015

Summary of the votes cast relative to the items included on the Agenda
in accordance with art. 125-*quater* of Legislative Decree n. 58 of
24 February 1998
(*Testo Unico della Finanza* or TUF)

- 1. Approval of the Financial Statements as at December 31st, 2014; 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 December 31st, 2014 and the report on operations.**

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 186,506,273 equal to 82.973% of the share capital.

a) Approval of the Parent Company's financial statements at December 31st, 2014.

- ✓ In favour: n. 186,205,755 shares equal to 82.839% of the share capital
- ✓ Against: n. 0 shares equal to 0.000% of the share capital
- ✓ Abstained: n. 300,518 shares equal to 0.134% of the share capital
- ✓ No vote: n. 934,000 shares equal to 0.416% of the share capital

b) Allocation of the earnings of the year

- ✓ In favour: n. 186,205,755 shares equal to 82.839% of the share capital
- ✓ Against: n. 0 shares equal to 0.000 % of the share capital
- ✓ Abstained: n. 300,518 shares equal to 0.134% of the share capital
- ✓ No vote: n. 934,000 shares equal to 0.416% of the share capital

2. Appointment of a Director pursuant to art. 2386, 1st paragraph of the Italian Civil Code; related and consequent resolutions.

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 185,929,068 equal to 82.716% of the share capital.
 - ✓ In favour: n. 185,008,495 shares equal to 82.306% of the share capital
 - ✓ Against: n. 0 shares equal to 0.000 % of the share capital
 - ✓ Abstained: n. 920,573 shares equal to 0.410% of the share capital
 - ✓ No vote: n. 1,511,205 shares equal to 0.672% of the share capital

3. Appointment of the Board of Statutory Auditors and related remuneration.

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 187,440,273 equal to 83.388% of the share capital.
 - ✓ In favour – List 1: n. 129,742,286 shares equal to 57.720% of the share capital
 - ✓ In favour – List 2: n. 57,602,092 shares equal to 25.626% of the share capital
 - ✓ Against: n. 95,885 shares equal to 0.043% of the share capital
 - ✓ Abstained: n. 10 shares equal to 0.000% of the share capital

4. Directors' remuneration for FY 2015.

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 185,929,068 equal to 82.716% of the share capital.
 - ✓ In favour: n. 184,203,971 shares equal to 81.948% of the share capital
 - ✓ Against: n. 779,000 shares equal to 0.347 % of the share capital
 - ✓ Abstained: n. 946,097 shares equal to 0.421% of the share capital
 - ✓ No vote: n. 1,511,205 shares equal to 0.672% of the share capital

5. Amendment to the Performance Stock Grant Plan 2014-2021 ("New Performance Stock Grant Plan 2014-2021"). Approval of the list of the directors, potential beneficiaries.

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 185,929,068 equal to 82.716% of the share capital.
 - ✓ In favour: n. 152,607,300 shares equal to 67.892% of the share capital
 - ✓ Against: n. 32,401,195 shares equal to 14.415 % of the share capital
 - ✓ Abstained: n. 920,573 shares equal to 0.410% of the share capital
 - ✓ No vote: n. 1,511,205 shares equal to 0.672% of the share capital

6. Remuneration Statement pursuant to art. 123-ter of Legislative Decree n. 58/98 ("TUF") and art. 84-quater of the Issuers' Regulations.

- Shares represented at the Shareholders' Meeting: n. 187,440,273 equal to 83.388% of the share capital.
- Shares voted: n. 185,929,068 equal to 82.716% of the share capital.
 - ✓ In favour: n. 152,270,891 shares equal to 67.742% of the share capital
 - ✓ Against: n. 32,737,604 shares equal to 14.564 % of the share capital
 - ✓ Abstained: n. 920,573 shares equal to 0.410% of the share capital
 - ✓ No vote: n. 1,511,205 shares equal to 0.672% of the share capital

7. Proposal to approve the purchase and disposal of treasury shares pursuant to articles 2357 and 2357-ter of the Italian Civil Code, following revocation of the current plan; related and consequent resolutions.

- Shares represented at the Shareholders' Meeting: n. 187,443,073 equal to 83.389% of the share capital.
- Shares voted: n. 185,931,868 equal to 82.717% of the share capital.
 - ✓ In favour: n. 158,956,285 shares equal to 70.716% of the share capital
 - ✓ Against: n. 26,055,010 shares equal to 11.591% of the share capital
 - ✓ Abstained: n. 920,573 shares equal to 0.410% of the share capital
 - ✓ No vote: n. 1,511,205 shares equal to 0.672% of the share capital