



ARNOLDO MONDADORI EDITORE SpA  
Registered office: Via Bianca di Savoia 12, Milan, Italy  
Share capital €64,079,168.40 (fully subscribed & paid up)  
Milan Company Register and Tax Code. N° 07012130584 VAT N° 08386600152

**ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON  
23 APRIL 2013**

**SUMMARY OF THE VOTING ON ITEMS ON THE AGENDA**

**ORDINARY SESSION**

**1. PROPOSAL TO CONFIRM THE APPOINTMENT OF COOPTED DIRECTORS (PURSUANT TO ART. 2386 OF THE CIVIL CODE AND RESULTING RESOLUTIONS.**

**1.1. PROPOSAL TO CONFIRM THE APPOINTMENT AS DIRECTOR OF ERNESTO MAURI**

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

**Result**

	n° of shares	%
<b>In favour</b>	<b>169,958,009</b>	<b>99.7922</b>
<b>Against</b>	<b>243,691</b>	<b>0.1431</b>
<b>Abstentions</b>	<b>110,250</b>	<b>0.0647</b>
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>

**1.2. PROPOSAL TO CONFIRM THE APPOINTMENT AS DIRECTOR OF DANILO PELLEGRINO**

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

**Result**

	n° of shares	%
<b>In favour</b>	<b>169,958,009</b>	<b>99.7922</b>
<b>Against</b>	<b>243,691</b>	<b>0.1431</b>
<b>Abstentions</b>	<b>110,250</b>	<b>0.0647</b>
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>

**2. FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012, REPORT OF THE BOARD OF DIRECTORS ON OPERATIONS AND REPORTS OF THE BOARD OF STATUTORY AUDITORS AND INDEPENDENT AUDITORS. PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR TO 31 DECEMBER 2012. RESOLUTIONS RELATING TO THE APPROVAL OF THE 2012 ANNUAL REPORT.**



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Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

#### Result

	n° of shares	%
<b>In favour</b>	<b>170,311,950</b>	<b>100.0000</b>
<b>Against</b>		
<b>Abstentions</b>		
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>

### 3. RESOLUTIONS CONCERNING THE COMPANY'S RESULTS FOR FY 2012.

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

#### Result

	n° of shares	%
<b>In favour</b>	<b>170,311,950</b>	<b>100.0000</b>
<b>Against</b>		
<b>Abstentions</b>		
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>

### 4. REMUNERATION REPORT; RESOLUTIONS CONCERNING THE FIRST SECTION, PURSUANT TO ART. 123-TER, PARA. 6, OF LEGISLATIVE DECREE N.58 OF 24 FEBRUARY 1998.

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

#### Result

	n° of shares	%
<b>In favour</b>	<b>164,251,341</b>	<b>96.4415</b>
<b>Against</b>	<b>6,060,609</b>	<b>3.5585</b>
<b>Abstentions</b>		
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>



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**5. AUTHORISATION FOR THE PURCHASE AND SALE OF OWN SHARES, PURSUANT TO THE COMBINED PROVISIONS OF ARTICLES 2357 AND 2357-TER OF THE CIVIL CODE.**

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

**Result**

	n° of shares	%
<b>In favour</b>	<b>170,310,501</b>	<b>99.9991</b>
<b>Against</b>	<b>1,449</b>	<b>0.0009</b>
<b>Abstentions</b>		
<b>Total shares</b>	<b>170,311,950</b>	<b>100.0000</b>

**EXTRAORDINARY SESSION**

- 1. AMENDMENT TO THE ARTICLES OF ASSOCIATION 6-9-11-12-16-17-27-29, ALSO IN RELATION TO AMENDMENTS, AS PER LEGISLATIVE DECREE NO. 91 OF 18 JUNE 2012, OF THE RULES FOR THE IMPLEMENTATION OF DIRECTIVE 2007/36/EC REGARDING THE EXERCISE OF CERTAIN RIGHTS OF THE SHAREHOLDERS OF LISTED COMPANIES AND THE PROVISIONS OF LAW NO. 120/2011 ON EQUALITY OF ACCESS TO THE ADMINISTRATIVE AND CONTROL BODIES OF LISTED COMPANIES; RESULTING RESOLUTIONS AND MANDATES.**

Shares represented when voting opens: 170,311,950, corresponding to 69.1037% of the total share capital of 246,458,340 shares.

The result of the vote was as follows:

**Result**

	n° of shares	%
<b>In favour</b>	<b>170,311,950</b>	<b>100.0000</b>
<b>Against</b>		
<b>Abstentions</b>		
<b>Total shares</b>	<b>170.311,950</b>	<b>100.0000</b>