

HERA S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 29 APRIL 2020

SUMMARY STATEMENT ON VOTING FOR THE ITEMS ON THE AGENDA AT THE MEETING

Amendment to Articles 16 and 26 and cancellation of Article 34 of the Articles of Association, in compliance with provisions of Law no. 160 dated 27 December 2019

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	835	1,149,474,303	98,974286	77,169816
Votes against	0	0	0,000000	0,000000
Abstentions	6	8,039,330	0,692218	0,539719
Non-voters	13	3,873,180	0,333496	0,260025
<b>Total</b>	<b>858</b>	<b>1,161,386,813</b>	<b>100,000000</b>	<b>77,969561</b>
Shares not computed	4	2,444,018	0,209998	0,164079

Amendment to Article 17 of the Articles of Association, in compliance with Law no. 160 of 27 December 2019

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	835	1,149,474,303	98,974286	77,169816
Votes against	0	0	0,000000	0,000000
Abstentions	6	8,039,330	0,692218	0,539719
Non-voters	13	3,873,180	0,333496	0,260025
<b>Total</b>	<b>858</b>	<b>1,161,386,813</b>	<b>100,000000</b>	<b>77,969561</b>
Shares not computed	4	2,444,018	0,209998	0,164079

## Financial statements at 31 December 2019

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	820	1,120,111,204	96.244235	75.198528
Votes against	11	5,147,059	0.442255	0.345547
Abstentions	9	34,690,170	2.980712	2.328920
Non-voters	13	3,873,180	0.332798	0.260025
<b>Total</b>	<b>858</b>	<b>1,163,821,613</b>	<b>100.000000</b>	<b>78.133021</b>
Shares not computed	5	9,218	0.000792	0.000099

## Report on the remuneration policy: related and consequent resolutions

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	540	1,017,849,823	87.456853	68.333222
Votes against	290	105,592,510	9.072840	7.088940
Abstentions	14	36,515,317	3.137511	2.451451
Non-voters	13	3,873,180	0.332796	0.260025
<b>Total</b>	<b>858</b>	<b>1,163,830,830</b>	<b>100.000000</b>	<b>78.133639</b>
Shares not computed	1	1	0.000000	0.000000

## Report on compensation paid: related and consequent resolutions (advisory vote)

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	144	809,801,769	69.580711	54.365942
Votes against	685	312,484,714	26.849668	20.978623
Abstentions	15	37,671,167	3.236825	2.529049
Non-voters	13	3,873,180	0.332796	0.260025
<b>Total</b>	<b>858</b>	<b>1,163,830,830</b>	<b>100.000000</b>	<b>78.133639</b>
Shares not computed	1	1	0.000000	0.000000

### Renewal of authorisation to purchase treasury shares and ways of disposing the same

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	818	1,121,609,170	96.375834	75.299093
Votes against	11	3,881,925	0.333560	0.260613
Abstentions	14	34,422,455	2.957798	2.310947
Non-voters	13	3,873,180	0.332808	0.260025
<b>Total</b>	<b>858</b>	<b>1,163,786,730</b>	<b>100.000000</b>	<b>78.130679</b>
Shares not computed	2	44,101	0.003789	0.002961

### Appointment of members of the Board of Directors

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
LIST 1	65	1,310,803,294	69.632048	57.838087
LIST 2	27	167,846,764	8.916299	7.406096
LIST 3	749	394,583,000	20.960904	17.410641
Votes against	11	7,273,075	0.386358	0.320918
Abstentions	6	1,965,128	0.104391	0.086710
Non-voters	0	0	0.000000	0.000000
<b>Total</b>	<b>858</b>	<b>1,882,471,261</b>	<b>100.000000</b>	<b>83.062452</b>
Shares not computed	0	0	0.000000	0.000000

### Definition of remuneration for members of the Board of Directors

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	812	838,356,021	98.318645	56.282928
Votes against	0	0	0.000000	0.000000
Abstentions	9	10,463,612	1.227126	0.702473
Non-voters	13	3,873,180	0.454229	0.260025
<b>Total</b>	<b>858</b>	<b>852,692,813</b>	<b>100.000000</b>	<b>57.245427</b>
Shares not computed	24	311,138,018	26.733956	20.887692

#### Appointment of members of the Board of Statutory Auditors and Chairman

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
LIST 1	63	1,261,463,415	67.012602	55.661006
LIST 2	26	167,995,865	8.924428	7.412675
LIST 3	748	393,771,370	20.918279	17.374829
Votes against	13	7,306,041	0.388118	0.322373
Abstentions	3	51,099,083	2.714532	2.254704
Non-voters	3	791,385	0.042041	0.034919
<b>Total</b>	<b>858</b>	<b>1,882,427,159</b>	<b>100.000000</b>	<b>83.060506</b>
Shares not computed	2	44,102	0.002343	0.001946

#### Definition of remuneration for members of the Board of Statutory Auditors

	SHAREHOLDERS (INCLUDING PROXIES)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	805	856,447,268	95.285845	57.497482
Votes against	10	3,578,351	0.398117	0.240232
Abstentions	10	35,684,190	3.970120	2.395654
Non-voters	10	3,109,180	0.345918	0.208734
<b>Total</b>	<b>858</b>	<b>898,818,989</b>	<b>100.000000</b>	<b>60.342102</b>
Shares not computed	23	265,011,842	22.770650	17.791017