

HERA S.p.A.

EXTRAORDINARY/ORDINARY SHAREHOLDERS' MEETING
HELD ON 23 April 2014

SUMMARY STATEMENT OF THE VOTING ON THE MEETING'S AGENDA ITEMS

Amendment art. 16.1 of the Articles of Association

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	279	979,050,951	99.998962	68.882122
Votes against	0	0	0.000000	0.000000
Abstentions	3	160	0.000016	0.000011
Non-voters	1	10.000	0.001021	0.000704
Total	283	979,061,111	100.000000	68.882837

Amendment art. 17.2 of the Articles of Association

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	280	979,088,381	99.999927	68.884755
Votes against	0	0	0.000000	0.000000
Abstentions	2	159	0.000016	0.000011
Non-voters	3	559	0.000057	0.000039
Total	285	979,089,099	100.000000	68.884806

Approval of the merger of Amga S.p.A. into Hera

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	283	980,326,298	99.999933	68.971850
Votes against	1	54	0.000006	0.000004
Abstentions	1	105	0.000011	0.000007
Non-voters	1	500	0.000051	0.000035
Total	286	980,326,957	100.000000	68.971896

Approval of the financial statements as at 31/12/2013

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	271	1,045,205,574	99.946543	73.536497
Votes against	2	557,457	0.053306	0.039220
Abstentions	2	1,582	0.000151	0.000111
Non-voters	0	0	0.000000	0.000000
Total	275	1,045,764,613	100.000000	73.575829

Resolutions on remuneration policies

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	234	997,351,124	96.400061	70.169649
Votes against	29	23,703,353	2.291073	1.667673
Abstentions	1	13,541,470	1.308866	0.952724
Non-voters	0	0	0.000000	0.000000
Total	264	1,034,595,947	100.000000	72.790046

Renewal authorisation to purchase treasury shares

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	260	1,039,599,823	99.944624	73.142099
Votes against	5	565,902	0.054404	0.039815
Abstentions	1	105	0.000010	0.000007
Non-voters	1	10,000	0.000961	0.000704
Total	267	1,040,175,830	100.000000	73.182624

Appointment members of the Board of Directors

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
LIST 1	52	720,576,342	69.274475	50.696879
LIST 2	206	316,792,541	30.455672	22.288260

Votes against	9	2,806,947	0.269853	0.197486
Abstentions	0	0	0.000000	0.000000
Non-voters	0	0	0.000000	0.000000
Total	267	1,040,175,830	100.000000	73.182624

Definition remuneration members of the Board of Directors

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	66	868,314,492	83.609131	61.091146
Votes against	181	163,623,230	15.755117	11.511878
Abstentions	16	6,592,545	0.634790	0.463825
Non-voters	1	10,000	0.000963	0.000704
Total	264	1,038,540,267	100.000000	73.067553

Appointment members of the Board of Statutory Auditors

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
LIST 1	36	712,338,512	68.956122	50.117298
LIST 2	212	318,276,563	30.809955	22.392670
Votes against	1	54	0.000005	0.000004
Abstentions	6	2,415,346	0.233811	0.169934
Non-voters	2	1,105	0.000107	0.000078
Total	257	1,033,031,580	100.000000	72.679984

Definition remuneration of the Board of Statutory Auditors

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	211	1,001,154,574	96.914227	70.437244
Votes against	32	27,162,745	2.629421	1.911062
Abstentions	14	4,714,261	0.456352	0.331677
Non-voters	0	0	0.000000	0.000000
Total	257	1,033,031,580	100.000000	72.679984

Appointment independent auditors 2015-2023

	SHAREHOLDERS (including proxies)	SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARE CAPITAL
Votes in favour	248	1,022,873,655	99.916664	71.965312
Votes against	1	54	0.000005	0.000004
Abstentions	2	853,074	0.083330	0.060019
Non-voters	0	0	0.000000	0.000000
Total	251	1,023,726,783	100.000000	72.025335