**HERA S.p.A.**

**ORDINARY SHAREHOLDERS MEETING**

**HELD ON 26 APRIL 2018**

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

**Financial statements at 31 December 2017**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **SHAREHOLDERS (INCLUDING PROXIES)** | **SHARES** | % OF ORDINARY SHARES REPRESENTED | **% OF SHARE CAPITAL** |
| Votes in favour | 585 | 1,032,680,738 | 99.953239 | 69.328894 |
| Votes against | 7 | 463,512 | 0.044863 | 0.031118 |
| Abstentions | 3 | 19,610 | 0.001898 | 0.001317 |
| Non-voters | 0 | 0 | 0.000000 | 0.000000 |
| Total | **595** | **1,033,163,860** | **100.000000** | **69.361328** |

**Non-binding resolution on remuneration policies**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **SHAREHOLDERS (INCLUDING PROXIES)** | **SHARES** | % OF ORDINARY SHARES REPRESENTED | **% OF SHARE CAPITAL** |
| Votes in favour | 171 | 788,353,437 | 78.717481 | 52.926011 |
| Votes against | 400 | 213,095,673 | 21.277709 | 14.306152 |
| Abstentions | 3 | 19,610 | 0.001958 | 0.001317 |
| Non-voters | 5 | 28,562 | 0.002852 | 0.001918 |
| Total | **579** | **1,001,497,282** | **100.000000** | **67.235397** |

**Renewal of authorisation to purchase treasury shares**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **SHAREHOLDERS (INCLUDING PROXIES)** | **SHARES** | % OF ORDINARY SHARES REPRESENTED | **% OF SHARE CAPITAL** |
| Votes in favour | 557 | 993,092.804 | 99.367147 | 66.671163 |
| Votes against | 12 | 5,503,975 | 0.550718 | 0.369509 |
| Abstentions | 9 | 820,869 | 0.082135 | 0.055109 |
| Non-voters | 0 | 0 | 0.000000 | 0.000000 |
| Total | **578** | **999,417,648** | **100.000000** | **67.095781** |

**Appointment of one member of the Board of Directors**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **SHAREHOLDERS (INCLUDING PROXIES)** | **VOTES** | **% OF VOTES REPRESENTED** | **% OF TOTAL VOTING RIGHTS** |
| Votes in favour | 573 | 1,676,372,449 | 99.921953 | 73.749427 |
| Votes against | 1 | 1,146,813 | 0.068357 | 0.050452 |
| Abstentions | 4 | 162,570 | 0.009690 | 0.007152 |
| Non-voters | 0 | 0 | 0.000000 | 0.000000 |
| Total | **578** | **1,677,681,832** | **100.000000** | **73.807031** |