

Ordinary and Extraordinary Shareholders meeting 19 April 2017

Summary of the Meeting resolutions and voting results

Pursuant to article 125-quarter, paragraph 2, of Legislative Decree No. 58 of February 24, 1998.

No.155 shareholders participated to the Shareholder's Meeting in person or by proxy for a total of no.128,982,605 ordinary shares representing 81.059958% of the ordinary share capital.

	Voting on the agenda	No. of shares	% of share capital
ORDINARY SESSION			
First matter on the agenda			
Financial statements as of 31 December 2016. Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Allocation of net result for the year. Presentation of the Group's consolidated financial statements at 31 December 2016. Related and consequent resolutions.			
Approval of the Directors' Report on operations for 2016			
In favour	147	127,894,085	80.375870%
Against	-	-	-
Abstaining	-	-	-
Non voting	8	1,088,520	0.684087%
Approval the Company's financial statements – including the balance sheet, the income statement and the explanatory notes for the year ended 31 December 2016 – showing a loss of EUR 5,880,637			
In favour	147	127,894,085	80.375870%
Against	-	-	-
Abstaining	-	-	-
Non Voting	8	1,088,520	0.684087%
To carry forward the losses of the period equal to EUR 5,880,637, without prejudice to subsequent resolutions in the extraordinary session			
In favour	147	127,894,085	80.375870%
Against	-	-	-
Abstaining	-	-	-
Non voting	8	1,088,520	0.684087%

EXTRAORDINARY SESSION

First matter on the agenda

Non-reconstitution, pursuant to Art. 13, Section 2 of Law 342/2000, of the revaluation reserve as per Law no. 266/2005, partially used to cover the loss incurred in 2016. Related and consequent resolutions.

In favour	147	127,894,085	80.375870%
Against	-	-	-
Abstaining	-	-	-
Non voting	8	1,088,520	0.684087%

ORDINARY SESSION

Second matter on the Agenda

Motion to the distribution of a dividend. Related and consequent resolutions.

In favour	147	127,894,085	80.375870%
Against	-	-	-
Abstaining	-	-	-
Non voting	8	1,088,520	0.684087%

Third matter on the Agenda

Appointment of the Board of Auditors for the period 2017 - 2019 and its Chairman; determination of the related remuneration. Related and consequent resolutions.

Appointment of the Board of Auditors for the period 2017 - 2019 and its Chairman. Slate no. 1 submitted by the company Calt 2004 S.r.l., holder of No. 47,860,813 shares corresponding to 30.078% of the share capital of the Company

In favour	27	118,952,990	74.756781%
Against	1	91,356	0.057413%
Abstaining	-	-	-
Non voting	-	-	-

Appointment of the Board of Auditors for the period 2017 - 2019 and its Chairman. Slate no. 2 submitted by a group of Asset Management Companies and other institutional investors holder of No. 2,142,812 shares corresponding to 1.347% of the share capital of the Company

In favour	127	9,938,259	6.245764%
Against	1	91,356	0.057413%
Abstaining	-	-	-
Non voting	-	-	-

Determination of the related remuneration

In favour	32	122,185,791	76.788456%
Against	4	312,361	0.196305%
Abstaining	-	-	-
Non voting	119	6,484,453	4.075197%

Fourth matter on the Agenda

Appointment of a Board member. Related and consequent resolutions.

In favour	30	119,164,122	74.889468%
Against	105	7,808,755	4.907463%
Abstaining	11	571,208	0.358979%
Non voting	9	1,438,520	0.904047%

Duration of the appointment and determination of the related remuneration

In favour	30	119,164,122	74.889468%
Against	105	7,808,755	4.907463%
Abstaining	11	571,208	0.358979%
Non voting	9	1,438,520	0.904047%

Fifth matter on the Agenda

Remuneration Report: resolutions in relation to the first section pursuant to Article 123-ter, paragraph 6 of Legislative Decree No. 58/98.

In favour	56	120,443,911	75.693760%
Against	89	6,888,654	4.329219%
Abstaining	-	-	-
Non voting	10	1,650,040	1.036978%

The share capital of Cementir Holding S.p.A. is equal to euro 159,120,000 and is divided into No. 159,120,000 ordinary shares with a nominal value of 1.00 euro each. Each share grants the shareholder one vote.

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