



BRUNELLO CUCINELLI

BRUNELLO CUCINELLI S.P.A.

Registered Office: Corciano (PG), fraz. Solomeo, Viale Parco dell'Industria, 5

Fully paid-up share capital: Euro 13,600,000

TAX code, VAT code and Perugia Companies Register No. 01886120540

R.E.A. No. 165936

SUMMARY REPORT PURSUANT TO ARTICLE 125-QUATER, PARAGRAPH 2, OF ITALIAN LEGISLATIVE DECREE NO. 58/1998, RELATING TO THE VOTING AT THE SHAREHOLDERS MEETING OF BRUNELLO CUCINELLI S.P.A. HELD ON 20TH APRIL 2017.

(COURTESY TRANSLATION FOR THE CONVENIENCE OF INTERNATIONAL READERS)



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1. **Financial statements for the year ended 31st December 2016, the reports of the Directors, of the Board of Statutory Auditors and of the external Auditors; presentation of the consolidated financial statements for the year ended 31st December 2016; resolutions pertaining thereto and resulting therefrom.**

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,262,188, equal to 88.621% of the share capital

In Favour: 60,222,104 shares, equal to 99.688% of the voting share capital

Dissenting: 0

Abstained: 40,084 shares, equal to 0.066% of the voting share capital

Not Voting: 148,219 shares, equal to 0.245% of the voting share capital

2. **The proposal for the allocation of profit for the year; resolutions pertaining thereto and resulting therefrom.**

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,262,188, equal to 88.621% of the share capital

In Favour: 60,222,104 shares, equal to 99.688% of the voting share capital

Dissenting: 0

Abstained: 40,084 shares, equal to 0.066% of the voting share capital

Not Voting: 148,219 shares, equal to 0.245% of the voting share capital

3. **Remuneration Report pursuant to article 123-ter of Italian Legislative Decree no. 58/1998; resolutions pertaining thereto and resulting therefrom.**

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,207,291, equal to 88.540% of the share capital

In Favour: 56,079,713 shares, equal to 92.831% of the voting share capital

Dissenting: 4,023,494 shares, equal to 6.660% of the voting share capital

Abstained: 104,084 shares, equal to 0.172% of the voting share capital

Not Voting: 203,116 shares, equal to 0.336% of the voting share capital



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4. Appointment of the Board of Directors pursuant to article 147-ter of Italian Legislative Decree no. 58/1998 and to articles 13 et seq. of the Bylaws; determination of the number of members of the Board and of the term of their office and determination of the remuneration of the Directors; resolutions pertaining thereto and resulting therefrom.

4.1. The proposal for determination of the number of Directors – proposed by the shareholder Fedone s.r.l.

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,247,791, equal to 88.600% of the share capital

In Favour: 60,135,429 shares, equal to 99.545% of the voting share capital

Dissenting: 68,278 shares, equal to 0.113% of the voting share capital

Abstained: 44,084 shares, equal to 0.073% of the voting share capital

Not Voting: 162,616 shares, equal to 0.269% of the voting share capital

4.2. The proposal for determination of the term of the office of Directors – proposed by the shareholder Fedone s.r.l.

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,247,791, equal to 88.600% of the share capital

In Favour: 53,364,075 shares, equal to 88.336% of the voting share capital

Dissenting: 6,839,632 shares, equal to 11.322% of the voting share capital

Abstained: 44,084 shares, equal to 0.073% of the voting share capital

Not Voting: 162,616 shares, equal to 0.269% of the voting share capital

4.3. The proposal for appointment of the Directors

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,410,407, equal to 88.839% of the share capital

In Favour for List no. 1¹: 43,450,786 shares, equal to 71.926% of the voting share capital

In Favour for List no. 2²: 10,162,463 shares, equal to 16.822% of the voting share capital

¹ Proposed by the majority shareholder Fedone s.r.l..



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Dissenting to all Lists: 6,787,074 shares, equal to 11.235% of the voting share capital

Abstained: 10,084 shares, equal to 0.017% of the voting share capital

Not Voting: 0

List of candidates appointed as members of the Board of Directors:

	Independent according to applicable Laws and Bylaws	List no.
Brunello Cucinelli		1
Moreno Ciarapica		1
Giovanna Manfredi		1
Riccardo Stefanelli		1
Luca Lisandroni		1
Camilla Cucinelli		1
Carolina Cucinelli		1
Candice Koo	✓	1
Andrea Pontremoli	✓	1
Matteo Marzotto	✓	1
Massimo Bergami	✓	2

4.4. The proposal for determination of the remuneration of the Directors – proposed by the shareholder Fedone s.r.l.

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,247,791, equal to 88.600% of the share capital

In Favour: 60,164,647 shares, equal to 99.593% of the voting share capital

Dissenting: 39,060 shares, equal to 0.065% of the voting share capital

Abstained: 44,084 shares, equal to 0.073% of the voting share capital

Not Voting: 162,616 shares, equal to 0.269% of the voting share capital

5. Appointment of the Board of Statutory Auditors pursuant to article 148 of Italian Legislative Decree no. 58/1998, to articles 144-quinquies et seq. of the CONSOB regulation (Regolamento

² Proposed by a group of asset management companies and institutional investors.



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Emittenti) and of article 20 et seq. of the Bylaws; determination of the remuneration of the Statutory Auditors; resolutions pertaining thereto and resulting therefrom.

5.1. The proposal for appointment of the Statutory Auditors

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,196,454, equal to 88.524% of the share capital

In Favour for List no. 1³: 50,222,140 shares, equal to 83.135% of the voting share capital

In Favour for List no. 2⁴: 9,948,510 shares, equal to 16.468% of the voting share capital

Dissenting to all Lists: 15,720 shares, equal to 0.026% of the voting share capital

Abstained: 10,084 shares, equal to 0.017% of the voting share capital

Not Voting: 213,953 shares, equal to 0.354% of the voting share capital

List of candidates appointed as members of the Board of Statutory Auditors:

	Position	List no.
Paolo Prandi	Chairman of the Board of Statutory Auditors	2
Gerardo Longobardi	Standing Statutory Auditor	1
Alessandra Stabilini	Standing Statutory Auditor	1
Guglielmo Castaldo	Substitute Statutory Auditor	1
Myriam Amato	Substitute Statutory Auditor	2

5.2. The proposal for determination of the remuneration of the Statutory Auditors – proposed by the shareholder Fedone s.r.l.

Shares represented at the meeting: 60,410,407, equal to 88.839% of the share capital

Shares for which the vote has been given: 60,247,791, equal to 88.600% of the share capital

In Favour: 60,203,707 shares, equal to 99.658% of the voting share capital

Dissenting: 0

Abstained: 44,084 shares, equal to 0.073% of the voting share capital

Not Voting: 162,616 shares, equal to 0.269% of the voting share capital

³ Proposed by the majority shareholder Fedone s.r.l..

⁴ Proposed by a group of asset management companies and institutional investors.