



BRUNELLO CUCINELLI

**BRUNELLO CUCINELLI S.P.A.**

**Registered Office: Corciano (PG), fraz. Solomeo, Via 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 LEGISLATIVE DECREE NO. 58/1998, RELATING TO THE VOTING AT THE SHAREHOLDERS MEETING OF BRUNELLO CUCINELLI S.P.A. HELD ON 23 APRIL 2014.**

(COURTESY TRANSLATION FOR THE CONVENIENCE OF INTERNATIONAL READERS)



## BRUNELLO CUCINELLI

1. **Financial statements for the year ended 31st December 2013, the reports of the Directors, the Board of Statutory Auditors and the external Auditors and the proposal for the allocation of profit for the year; presentation of the consolidated financial statements for the year ended 31st December 2013; resolutions pertaining thereto and resulting therefrom;**

- 1.1. Proposal for the approval of the Financial statements for the year ended 31st December 2013 and attached reports;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 53,926,914 shares, equal to 99.848% of the voting share capital

**Dissenting:** 81,936 shares, equal to 0.152% of the voting share capital

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

- 1.2. Proposal for the allocation of profit for the year;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 54,008,850 shares, equal to 99.999% of the voting share capital

**Dissenting:** 0

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

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

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 53,432,658 shares, equal to 99.932% of the voting share capital

**Dissenting:** 435,646 shares, equal to 0.807% of the voting share capital

**Abstained:** 140,946 shares, equal to 0.261% of the voting share capital

3. **Appointment of the Board of Directors pursuant to art. 147-ter of Legislative Decree 58/1998 and articles. 13 et seq. of the Bylaws, after determining the number of its members and their**



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**term of office; determination of remuneration; resolutions pertaining thereto and resulting therefrom;**

3.1. Determination of the number of members of the Board of Directors – Proposal made by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 53,976,936 shares, equal to 99.940% of the voting share capital

**Dissenting:** 31,914 shares, equal to 0.059% of the voting share capital

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

3.2. Determination of the term of office for the Board of Directors – Proposal made by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 54,008,850 shares, equal to 99.999% of the voting share capital

**Dissenting:** 0

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

3.3. Appointment of the Board of Directors – List No. 1, presented by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 52,517,901 shares, equal to 97.239% of the voting share capital

**Dissenting:** 1,490,949 shares, equal to 2.761% of the voting share capital

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

3.4. Determination of remuneration – Proposal made by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 53,329,797 shares, equal to 98.742% of the voting share capital

**Dissenting:** 164,113 shares, equal to 0.304% of the voting share capital

**Abstained:** 515,340 shares, equal to 0.954% of the voting share capital



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3.5. Authorization to directors to undertake activities, holdings or positions which may compete with the company according to Article 2390 of the Civil Code, as long as Directors which are not employee of the Company or its Group are concerned – Proposal made by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 47,051,844 shares, equal to 87.118% of the voting share capital

**Dissenting:** 1,715,183 shares, equal to 3.176% of the voting share capital

**Abstained:** 5,242,223 shares, equal to 9.706% of the voting share capital

4. Appointment of the Board of Statutory Auditors pursuant to article 144-quinquies et seq. of CONSOB Regulation no. 11971/1999 (Regolamento Emittenti) and article 13 et seq. of the Bylaws; determination of remuneration; resolutions pertaining thereto and resulting therefrom;

4.1. Appointment of the Board of Statutory Auditors – List No. 1, presented by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 54,008,850 shares, equal to 99.999% of the voting share capital

**Dissenting:** 0

**Abstained:** 400 shares, equal to 0.001% of the voting share capital

4.2. Determination of remuneration – Proposal made by Fedone S.r.l.;

**Shares represented at the meeting:** 54,009,250 shares, equal to 79.425% of the share capital

**Shares for which the vote has been given:** 54,009,250 shares, equal to 79.425% of the share capital

**In Favour:** 53,329,797 shares, equal to 98.742% of the voting share capital

**Dissenting:** 164,113 equal to al 0.304% of the voting share capital

**Abstained:** 515,340 shares, equal to 0.954% of the voting share capital.