

**POLIGRAFICA S. FAUSTINO S.P.A.**  
**SHAREHOLDERS' MEETING HELD**  
**ON APRIL 23, 2013**

**SUMMARY ACCOUNT OF THE VOTES**  
**ON THE ITEMS OF THE AGENDA**  
**(pursuant the article 125 *quater*, paragraph 2, TUF)**

**Item 1 of the agenda:** *Approval of the Financial Statements for the year 2012; Reports of the Board of Directors, the Board of Auditors and the Independent Auditor. Related resolutions. Presentation of Consolidated Financial Statements.*

Resolution: The meeting has approved the report of the Board of Directors and the financial statements as at December 31, 2012 and has deliberated to cover the loss equal to Euro 6,334,967 through the use of the extraordinary reserve for Euro 654,589 thousand, of the contribution reserve for Euro 139,141 thousand and the shares surcharge reserve for Euro 5,541,237 thousand.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 2 of the agenda:** *Report on Remuneration as per art. 123 ter D. Lgs. 58/98. Related resolutions.*

Resolution: The meeting, in an advisory capacity, noted the first section of the report on remuneration, decided to share the remuneration policy adopted by the company.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 3.1 of the agenda:** *Determination of the number of members of the Board of Directors.*

Resolution: The Shareholders' meeting determinate in eleven the number of members of the Board of Directors.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 3.2 of the agenda:** *Appointment of Directors.*

Resolution: The Shareholders' meeting, according to the only list introduced (deposited from shareholders Alberto Frigoli, Giuseppe Frigoli, Emilio Frigoli, Francesco Frigoli and Giovanni Frigoli hold a total of 45.057% of the share capital) were appointed as members of the Board of Directors Alberto Frigoli (Chairman), Giuseppe Frigoli, Emilio Frigoli, Francesco Frigoli, Giovanni Frigoli, Alberto Piantoni, Carlo Alberto Carnevale Maffè, Andrea Collalti, Iliaria Frigoli, Maurizia Frigoli and Elisa Frigoli. The new Board will remain in charge until the Shareholders' meeting for the approval of the Balance sheet at 31 December 2015.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: n. 538,038 pari al 45,0578% delle n. 1.194.107 azioni costituenti il capitale sociale.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	0	0
Abstentions	0	0
Non-voting	1,626	0.3013

**Item 3.3 of the agenda:** Fee determination for the members of the Board of Directors.

Resolution: The Meeting has deliberated the total remuneration for the Board of Directors, equal to Euro 1,149,055.00, with effect from the 1<sup>st</sup> May of 2013, installments, either upon request, in monthly installment, and authorizing the Board itself to provide additional remuneration to the executive director, related with the economical results that were achieved by the company, with the approval of the Remuneration Committee.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 4.1 of the agenda:** Appointment of Auditors.

Resolution: The Shareholders' meeting, based on the only list presented (filed by shareholders Mr. Alberto Frigoli, Giuseppe Frigoli, Emilio Frigoli, Francesco Frigoli, Giovanni Frigoli hold a total of 45.057% of the share capital) has appointed for the 3 year period 2013-2015 Mr. Bisesti Umberto (1973) Chairman of the Board, Francesco Curone and Mariagrazia Bisesti, auditors, Umberto Bisesti (1968) and Monica Margariti substitute auditors.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 4.2 of the agenda:** Fee determination for the members of the Board of Auditors.

Resolution: The Shareholders' meeting also approved the compensations setting the fee according to present valid professional fees.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

**Item 5 of the agenda:** Authorisation, pursuant the articles 2357 and 2357 ter of Civil Code, to purchase and disposal of own shares.

Resolution: The meeting has approved the proposal made by the Board of Directors for the authorization to purchase and dispose of own shares, at the terms and conditions illustrated in the explanatory report on the agenda also drafted pursuant to article 73 of the Issuers' Regulation.

Shares present at the vote: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Total shares for which a vote was expressed: No. 539,664 equal to 45.1939% of No. 1,194,107 of which the share capital is comprised.

Vote result:

	No. Shares	%
Votes for	538,038	99.6987
Votes against	1,626	0.3013
Abstentions	0	0

Castrezzato, April 24, 2013