



F.I.L.A. – FABBRICA ITALIANA LAPIS ED AFFINI S.P.A.

18 APRIL 2019 ORDINARY AND EXTRAORDINARY SHAREHOLDER'S MEETING

VOTING RESULTS

ORDINARY SESSION

- 1. Financial Statements for the year ended December 31, 2018, including the Board of Directors' Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report; presentation of the consolidated financial statements for the year ended December 31, 2018; resolutions thereon.**

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 52,118,112 votes in favour, equal to 99,980% of the votes represented at the Shareholders' Meeting and to 77,748% of the total amount of voting rights;

No. 0 votes against, equal to 0,000% of the votes represented at the Shareholders' Meeting and to 0,000% of the total amount of voting rights;

No. 10,675 of abstentions, equal to 0,020% of the votes represented at the Shareholders' Meeting and to 0,016% of the total amount of voting rights;

No. 0 shares did not vote.

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- 2. Remuneration Report in accordance with article 123-ter of Legislative Degree No. 58/98; resolutions thereon.**

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 51,827,259 votes in favour equal to 99,422% of the votes represented at the Shareholders' Meeting and to 77,314% of the total amount of voting rights;

No. 301,528 votes against, equal to 0,578% of the votes represented at the Shareholders' Meeting and to 0,450% of the total amount of voting rights;

No. 0 of abstentions, equal to 0,000% of the votes represented at the Shareholders' Meeting and to 0,000% of the total amount of voting rights;

No. 0 shares did not vote.

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3. 2019-2021 incentive plan concerning ordinary F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. shares called the “2019-2021 Performance Shares Plan” reserved for employees and/or for executive directors of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. and/or other companies belonging to the Group, following the early closure of the 2017-2019 stock grant plan called the “2017-2019 Performance Shares Plan” approved on April 27, 2017; resolutions thereon.

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 51,827,259 votes in favour equal to 99,422% of the votes represented at the Shareholders' Meeting and to 77,314% of the total amount of voting rights;

No. 301,528 votes against, equal to 0,578% of the votes represented at the Shareholders' Meeting and to 0,450% of the total amount of voting rights;

No. 0 of abstentions, equal to 0,000% of the votes represented at the Shareholders' Meeting and to 0,000% of the total amount of voting rights;

No. 0 shares did not vote.

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4. Authorisation to acquire and utilise treasury shares; resolutions thereon.

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 51,685,202 votes in favour equal to 99,149% of the votes represented at the Shareholders' Meeting and to 77,102% of the total amount of voting rights;

No. 443,585 votes against, equal to 0,851% of the votes represented at the Shareholders' Meeting and to 0,662% of the total amount of voting rights

No. 0 of abstentions, equal to 0,000% of the votes represented at the Shareholders' Meeting and to 0,000% of the total amount of voting rights.

No. 0 shares did not vote.

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5. Appointment of a director to supplement the Board of Directors following co-option; resolutions thereon;

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 51,995,528 votes in favour equal to 99,774% of the votes represented at the Shareholders' Meeting and to 77,565% of the total amount of voting rights;

No. 133,259 votes against, equal to 0,256% of the votes represented at the Shareholders' Meeting and to 0,199% of the total amount of voting rights

No. 0 of abstentions, equal to 0,000% of the votes represented at the Shareholders' Meeting and to 0,000% of the total amount of voting rights.

No. 0 shares did not vote

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6. Re-establishment of the remuneration of the Board of Statutory Auditors in office until the approval of the financial statements at December 31, 2020; resolutions thereon

Shares represented at the Shareholders' meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 51,915,523 votes in favour equal to 99,591% of the votes represented at the Shareholders' Meeting and to 77,446% of the total amount of voting rights;

No. 138,456 votes against, equal to 0,226% of the votes represented at the Shareholders' Meeting and to 0,207% of the total amount of voting rights

No. 74,808 of abstentions, equal to 0,144% of the votes represented at the Shareholders' Meeting and to 0,112% of the total amount of voting rights;

No. 0 shares did not vote

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EXTRAORDINARY SESSION

- 1. Proposal to grant to the Board of Directors, in accordance with Article 2443 of the Civil Code, for a period of five years from the approval date, the faculty to increase the share capital, freely and divisibly and also in a number of tranches in accordance with Article 2349 of the Civil Code, for a maximum Euro 458,049.00, to be entirely allocated to the share capital, through the issue of a maximum 497,879 shares without express nominal value, to be assigned to the beneficiaries of the 2019-2021 incentive plan concerning ordinary F.I.L.A.**

Fabbrica Italiana Lapis ed Affini S.p.A. shares called the “2019-2021 Performance Shares Plan”; with the consequent amendment of Article 5 of the By-Laws; resolutions thereon.

Shares represented at the Shareholders’ meeting no. 35,965,075, equal to 77,764% of the total amount of voting rights

No. 52,009,025 votes in favour equal to 99,770% of the votes represented at the Shareholders’ Meeting and to 77,586% of the total amount of voting rights;

No. 119,762 votes against, equal to 0,230% of the votes represented at the Shareholders’ Meeting and to 0,179% of the total amount of voting rights

No. 0 of abstentions, equal to 0,000% of the votes represented at the Shareholders’ Meeting and to 0,000% of the total amount of voting rights;

No. 0 shares did not vote.