



TECHNOGYM S.P.A.
REGISTERED OFFICES IN VIA CALCINARO 2861, CESENA, ITALY
SHARE CAPITAL EURO 10,000,000.00 FULLY SUBSCRIBED AND PAID-IN
ENROLMENT NUMBER IN THE FORLÌ-CESENA COMPANIES' REGISTER NO. 315187 AND TAX CODE
06250230965

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON APRIL 21, 2017

Summary report on the voting
pursuant to Article 125 quater, section 2 of Italian Legislative Decree No. 58/1998

Ordinary session

Point 1 on the agenda

1. Approval of the annual financial statements at December 31, 2016, accompanied by the Report of the Board of Directors on operations, the Report of the Board of Statutory Auditors and the Independent Auditors' Report. Presentation of the consolidated financial statements at December 31, 2016.

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	277,470,399	100.000%
Contrary	0	0.000%
Abstaining	0	0.000%
Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

Point 2 on the agenda

2. Allocation of the profit for the year and proposed distribution of the dividend. Related resolutions

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	277,470,399	100.000%
Contrary	0	0.000%
Abstaining	0	0.000%

Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

Point 3 on the agenda

3. Report on remuneration pursuant to Article 123 *ter* of Italian Legislative Decree No. 58 dated February 24, 1998 and Article 84 *ter* of CONSOB Regulation No. 11971/1999. Resolutions inherent to the Company's remuneration policy as per the first section of the report.

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	247,310,504	89.130%
Contrary	30,158,395	10.869%
Abstaining	1,500	0.001%
Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

Point 4 on the agenda

4. Proposal for approval of the plan for the bonus assignment of rights to receive ordinary shares of the company entitled "2017 - 2019 Performance Shares Plan"

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	245,039,486	88.311%
Contrary	32,429,413	11.688%
Abstaining	1,500	0.001%
Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

Point 5 on the agenda

5. Proposal to authorize the purchase and disposal of own shares. Related resolutions.

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	275,856,308	99.418%
Contrary	1,612,591	0.581%
Abstaining	1,500	0.001%
Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

Extraordinary session

Point 1 on the agenda

Proposal to delegate the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, for a period of five years as from the date of the resolution, with the faculty to increase the share capital, on a bonus and splittable basis and also in several tranches, in accordance with Article 2349 of the Italian Civil Code, with the issue of a maximum of 1,100,000 ordinary shares, for a maximum amount of Euro 55,000, at an issue value equal to the book parity of the shares as of the date of execution to be allocated in full to share capital, to be assigned to the employees of Technogym S.p.A. and the companies it controls which are beneficiaries of the bonus assignment plan for rights to receive ordinary shares of the company entitled "2017-2019 Performance Shares Plan"; consequent amendment of Article 6 of the current Articles of Association.

Shares present during the shareholders' meeting on opening of the voting: 156,561,430 equal to 78.28% of the 200,000,000 shares representing the share capital, corresponding to 277,470,399 rights to vote or 86.709% of the overall rights to vote.

The outcome of the voting was as follows:

Voting outcome

	No. shares	%
Favorable	245,052,546	88.317%
Contrary	32,416,353	11.682%
Abstaining	1,500	0.001%
Non-voting	0	0.000%
Total Shares	277,470,399	100.000%

