

DE' LONGHI S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
HELD ON APRIL 22TH, 2020

Nr. 285 shareholders attended by proxy to the Meeting representing n. 129.856.957 ordinary shares on 86,860841% share capital and n. 225.056.617 votes on 91,185623% of the total voting rights.

SUMMARY REPORT OF THE VOTES ON ITEMS OF THE AGENDAOrdinary Part

1. Annual Financial Report at 31 December 2019:

1.1 presentation of the Statutory Financial Statements at 31 December 2019 accompanied by the Report on Operations, the Report by the Board of Statutory Auditors, the External Auditors' Report and the Certification by the Financial Reporting Officer. Resolutions thereon;

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	284	224.966.379	99,959904	91,149061
Against	0	0	0,000000	0,000000
Abstained	1	90.238	0,040096	0,036562
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

1.2 proposed allocation of the profit for the year and distribution of the dividend. Resolutions thereon

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	282	54.637.560	24,277251	22,137363
Against	3	170.419.057	75,722749	69,048260
Abstained	0	0	0,000000	0,000000
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

2. Annual report on the remuneration policy and compensation paid:

2.1 approval of the “2020 Remuneration Policy” contained in Section I, in accordance with Art. 123-ter(3-bis) of Legislative Decree No. 58/98;

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	57	206.810.488	91,892649	83,792885
Against	225	17.855.047	7,933580	7,234284
Abstained	3	391.082	0,173770	0,158454
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

2.2 advisory vote on the “Compensation paid in 2019” indicated in Section II, in accordance with Art. 123-ter(6) of Legislative Decree No. 58/98.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	232	218.105.664	96,911465	88,369323
Against	47	6.199.991	2,754858	2,512035
Abstained	6	750.962	0,333677	0,304265
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

3. Proposal of an equity-based incentive Plan concerning the ordinary shares of De’ Longhi S.p.A called the “Stock Options Plan 2020-2027” for the Company’s Chief Executive Officer and for a limited number of top managers of the De’ Longhi Group. Resolutions thereon.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	70	178.619.984	79,366688	72,371009
Against	214	17.848.400	7,930627	7,231591
Abstained	1	28.588.233	12,702685	11,583022
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

4. Enlargement of the Board of Directors:

4.1 increase the number of directors from 11 (eleven) to 12 (twelve). Resolutions thereon.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	284	225.053.722	99,998714	91,184450
Against	1	2.895	0,001286	0,001173
Abstained	0	0	0,000000	0,000000
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

4.2 appointment of new director and determination of remuneration. Resolutions thereon.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	255	224.291.163	99,659884	90,875486
Against	30	765.454	0,340116	0,310137
Abstained	0	0	0,000000	0,000000
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

5. Proposal to authorise the purchase and disposal of treasury shares, after revoking the resolution taken by the Shareholders' Meeting of 30 April 2019, for the portion not executed. Resolutions thereon.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	113	216.482.429	96,190208	87,711641
Against	172	8.574.188	3,809792	3,473982
Abstained	0	0	0,000000	0,000000
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623

Extraordinary Part

1. Share capital increase by payment, in one or more tranches, with the exclusion of pre-emption rights pursuant to Article 2441, paragraphs 4, second subparagraph, and 8 of the civil code, Article 5-bis, paragraph 3, of the Articles of Association, by issuing, even on more than one occasion, a maximum of 3,000,000 ordinary shares with a nominal value of €1.50 each and for a total maximum amount of €4,500,000.00, reserved for the beneficiaries of the “Stock Options Plan 2020-2027”. Consequent integration of Art. 5-quarter of the Articles of Association. Resolutions thereon.

	N. SHAREHOLDERS (attending on their own behalf or by proxy)	N. VOTING RIGHTS	% ON VOTING RIGHTS REPRESENTED	% TOTAL VOTING RIGHTS
In favour	72	207.208.525	92,069510	83,954156
Against	213	17.848.092	7,930490	7,231466
Abstained	0	0	0,000000	0,000000
Non voting	0	0	0,000000	0,000000
Total	285	225.056.617	100,000000	91,185623