

# ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON JUNE 11, 2020

#### Summary account of the votes on the items of agenda pursuant to article 125-quarter, paragraph 2, of Legislative Decree No. 58 of February 24, 1998

#### **ORDINARY PART**

#### Item 1 of the agenda

1.	Financial Statements for the fiscal year as of December 31, 2019 and allocation
	of the Fiscal Year profits:

#### 1.1 approval of the Financial Statements for the fiscal year as of accompanied by the Management Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the Auditing Firm. Presentation of the Consolidated Financial Statements as of December 31, 2019. Presentation of the Consolidated non-Financial Statements prepared in accordance with Legislative Decree no. 254/16;

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

#### Vote result

	no. shares	% present capital
Votes for	201,374,740	99.186%
Votes Against	0	0.000%
Abstentions	922,903	0.455%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

#### **1.2** allocation of the Fiscal Year profits. Related and consequent resolutions;

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

#### Vote result

	no. shares	% present capital
Votes for	201,728,197	99.360%
Votes Against	0	0.000%
Abstentions	569,446	0.281%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

#### Item 2 of the agenda

# 2. Report on the policy regarding remuneration and fees paid pursuant to art. 123-ter, paragraphs 3-bis and 6 of Legislative Decree no. 58/1998;

# 2.1 binding resolution on the first section concerning the remuneration policy prepared pursuant to art. 123-ter, paragraph 3, of Legislative Decree no. 58/1998;

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

#### Vote result

	no. shares	% present capital
Vote for	182,326,806	89.804%
Votes against	19,262,990	9.488%
Abstentions	707,847	0.349%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

# 2.2 non-binding resolution on the second section on the policy regarding remuneration and fees paid prepared pursuant to art. 123-ter, paragraph 6, of Legislative Decree no. 58/1998.

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

#### Vote result

	no. shares	% present Capital
Vote for	154,304,799	76.002%
Votes against	47,419,398	23.356%
Abstentions	573,446	0.283%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

#### Item 3 of the agenda

3. Appointment of the Board of Statutory Auditors for the term 2020-2022:

## 3.1 appointment of three Statutory Auditors and two Alternate Auditors;

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

# Vote result

	no. Shares	% present Capital
List 1 (*)	168,415,307	82.952%
List 2 (**)	34,363,578	16.926%
Votes against	38,671	0.019%
Abstentions	36,662	0.018%
No votes	173,023	0.085%
Total shares	203,027,241	100.000%

\* List submitted by Ruffini Partecipazioni Srl

\*\* List submitted by a group of asset management companies and national and international institutional investors

Therefore, the Board of Statutory Auditors is composed by:

Name	Office	List
Carolyn Adele Dittmeier	Statutory Auditor	List 1
Nadia Fontana	Statutory Auditor	List 1
Riccardo Losi	Statutory Auditor	List 2
Lorenzo Mauro Banfi	Alternate Auditor	List 1
Federica Albizzati	Alternate Auditor	List 2

# 3.2 appointment of the Chairman of the Statutory Auditors;

The point has not been votes, since the Chairperson of the Board of Directors is the statutory auditor of the minority list: Riccardo Losi.

# 3.3 determination of the annual compensation of the members of the Board of Statutory Auditors.

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

### Vote result

	no. Shares	% present capital
Vote for	199,222,551	98.126%
Votes against	2,587,991	1.275%
Abstentions	710,905	0.350%
No votes	505,794	0.249%
Total shares	203,027,241	100.000%

#### Item 4 of the agenda

4. Incentive plan based on shares concerning the allocation of ordinary shares of Moncler S.p.A. named "2020 Performance Shares Plan", reserved to executive directors, executives with strategic responsibility, employees and/or collaborators and/or consultants of Moncler S.p.A. and its subsidiaries. Subsequent and related resolutions.

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

#### Vote result

	no. shares	% present capital
Vote for	185,340,335	91.288%
Votes against	15,417,416	7.594%
Abstentions	1,539,892	0.759%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

#### Item 5 of the agenda

5. Authorization to the purchase and disposal of treasury shares pursuant to artt. 2357, 2357-ter of the Italian Civil Code, art. 132 of the Legislative Decree no. 58/1998 and art. 144-bis of the CONSOB Regulation adopted with Resolution no. 11971 of May 14, 1999, after revocation, for the portion not implemented, of the resolution on the authorization approved by the ordinary Shareholders' Meeting on April 16, 2019. Related and consequent resolutions.

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

## Vote result

	no. shares	% present Capital
Vote for	196,580,378	96.825%
Votes against	5,143,819	2.534%
Abstentions	573,446	0.282%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%

# EXTRAORDINARY PART

## Item 1 of the agenda

1. Proposal of delegation of powers to the Board of Directors, pursuant to art. 2443 of the Italian Civil Code, having a duration of five years as from the relevant resolution, to perform a capital increase, free of charge and divisible, in one or more tranches, pursuant to art. 2349 of the Italian Civil Code, in favor of the beneficiaries of the "2020 Performance Shares Plan", through the issuance of maximum no. 2,000,000 ordinary shares, for an overall maximum amount of Euro 400,000, having a value equal to the par value of the Moncler's share at the date of their issuance. Subsequent amendment of art. 5 of the Bylaws.

Shares present at the meeting when the vote was opened no. 203,027,241 equal to 78.598% of the no. 258,311,624 shares with voting rights.

The voting result was the following:

## Vote result

	no. shares	% present Capital
Vote for	184,374,541	90.813%
Votes against	16,379,210	8.067%
Abstentions	1,543,892	0.761%
No votes	729,598	0.359%
Total shares	203,027,241	100.000%