

**GEOX S.p.A.**

**ORDINARY SHAREHOLDERS' MEETING  
HELD ON 20 APRIL 2017**

**A total of 105 Shareholders took part in the Shareholders' Meeting in person or by proxy for 202,063,042 ordinary shares equal to 77.954216% of the ordinary share capital.**

**SUMMARY REPORT ON THE VOTING ON THE MATTERS ON THE AGENDA OF THE SHAREHOLDERS' MEETING**

**1. Approval of the Financial Statements as of 31 December 2016; presentation of the Board of Directors' report on operations, the Board of Statutory Auditors' report and the Independent Auditor's report. Presentation of the Consolidated Financial Statements as of 31 December 2016. Resolutions related to the results for the year.**

1.1 Approval of the Financial Statements as of 31 December 2016; presentation of the Board of Directors' Report on operations, the Board of Statutory Auditors' report and the Independent Auditor's report. Presentation of the Consolidated Financial Statements as of 31 December 2016.

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	105	202,063,042	100.000000	100.000000	77.954216
Against	0	0	0.000000	0.000000	0.000000
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>

1.2. Allocation of the results for the year.

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	105	202,063,042	100.000000	100.000000	77.954216
Against	0	0	0.000000	0.000000	0.000000
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	0	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>

**2. Remuneration Report; resolutions referring to the first section pursuant to Article 123-ter, paragraph 6, of Legislative Decree No. 58/1998.**

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	50	191,460,639	94.752923	94.752923	73.863898
Against	54	10,601,903	5.246829	5.246829	4.090125
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	1	500	0.000247	0.000247	0.000193
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>

**3. Appointment of a member of the Board of Directors pursuant to Article 2386, paragraph 1 of the Italian Civil Code.**

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	102	202,045,615	99.991375	99.991375	77.947493
Against	2	16,927	0.008377	0.008377	0.006530
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	1	500	0.000247	0.000247	0.000193
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>

**4. Resolutions pursuant to Article 2390 of the Italian Civil Code.**

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	95	201,479,984	99.711447	99.711447	77.729277
Against	9	582,558	0.288305	0.288305	0.224746
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	1	500	0.000247	0.000247	0.000193
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>

**5. Authorisation to sale and disposal of treasury shares. Related and subsequent resolutions.**

	<b>NO. SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTING</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
For	57	197,585,993	97.784331	97.784331	76.227008
Against	47	4,476,549	2.215422	2.215422	1.727015
Abstained	0	0	0.000000	0.000000	0.000000
Did Not Vote	1	500	0.000247	0.000247	0.000193
<b>Total</b>	<b>105</b>	<b>202,063,042</b>	<b>100.000000</b>	<b>100.000000</b>	<b>77.954216</b>