A2A S.p.A.

ORDINARY SHAREHOLDERS' MEETING
HELD ON MAY 13TH, 2019

814 Shareholders participated in the meeting in person or by proxy
representing n. 2,231,682,059 ordinary shares equal to 71.233627% of the ordinary share capital.

SUMMARY OF VOTES ON ITEMS ON THE AGENDA OF THE SHAREHOLDERS' MEETING

1. Financial statements at December 31, 2018.

1.1 Approval of the financial statements for the year ended December 31, 2018; Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Presentation of the Consolidated Financial Statements at December 31, 2018. Presentation of the Consolidated Non-financial Statement pursuant to Legislative Decree 254/2016 and related Supplement – Integrated Financial Statements 2018.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES PERMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	801	2.228,337,382	99.850217	99.850217	71.126867
Against	10	224,400	0.010055	0.010055	0.007163
Abstained	2	3,118,277	0.139728	0.139728	0.099533
Non Voting	0	0	0.000000	0.000000	0.000000
Total	**813**	**2,231,680,059**	**100.000000**	**100.000000**	**71.233563**

1.2 Allocation of the year's profit and distribution of the dividend.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES PERMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	796	2,230,899,474	99.965023	99.965023	71.208647
Against	16	780,030	0.034953	0.034953	0.024898
Abstained	1	555	0.000025	0.000025	0.,000018
Non Voting	0	0	0.000000	0.000000	0.000000
Total	**813**	**2,231,680,059**	**100.000000**	**100.000000**	**71.233563**

2. Remuneration Report: resolution pursuant to article 123-*ter*, paragraph 6, of legislative decree February 24, 1998, no. 58, as subsequently amended and integrated.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES PERMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	623	2,013,485,058	90.224110	90.224110	64.268941
Against	170	149,809,102	6.712934	6.712934	4.781795
Abstained	17	68,354,399	3.062955	3.062955	2.181821
Non Voting	0	0	0.000000	0.000000	0.000000
Total	**810**	**2,231,648,559**	**100.000000**	**100.000000**	**71.232558**

3. Authorization to purchase and dispose of treasury shares, subject to revocation, if not used, of the previous authorization resolved by the Shareholders' Meeting of April 27, 2018.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES PERMITTED TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	785	2,162,509,788	96.901897	96.901897	69.025700
Against	23	69,067,771	3.094921	3.094921	2.204592
Abstained	2	71,000	0.003182	0.003182	0.002266
Non Voting	0	0	0.000000	0.000000	0.000000
Total	**810**	**2,231,648,559**	**100.000000**	**100.,000000**	**71.232558**