



**EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING  
SHAREHOLDERS' MEETING OF APRIL 28 2011**

**Summary Account of the votes on the items of the agenda  
pursuant to article 125-*quater* of the legislative decree, February 24, 1998 no. 158  
(Consolidated Financial Law )**

**EXTRAORDINARY SECTION**

**Item no. 1 of the Agenda:** proposed granting of authority to the Board of Directors, pursuant to Article 2443 of the Civil Code, to increase the share capital, on one or more occasions and even in tranches, (i) against payment and/or for free with no pre-emption right pursuant to the fourth paragraph, second sentence, of article 2441 by a maximum nominal amount of EUR 17,201,537, serving stock based incentive plans and/or extraordinary transactions, further to revocation of existing authorizations, and (ii) against payment and even under article 2441, fifth paragraph of the Civil Code, by a maximum nominal amount of EUR 125,000,000 to cover certain provisions of the hybrid bond issued in 2006 maturing in 2066, further to the expiration of existing authorization; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,299,705 equal to 67.610% of the No.172,015,353 shares of which the share capital is comprised.

Total shares for which a vote was expressed No. 116,299,705 equal to 67.610% of the share capital.

**VOTE RESULT**

	<b>Number of Shares</b>	<b>% on voting share capital</b>	<b>% on share capital</b>
<b>Votes for</b>	111,961,312	96.270	65.088
<b>Votes against</b>	4,335,293	3.728	2.520
<b>Abstentions</b>	3,100	0.003	0.002
<b>Total Shares for which a vote was expressed</b>	116,299,705		67.610

**Item no. 2 of the Agenda:** proposal to amend articles 8 (Convocation), 9 (Right to vote and intervene), 11 (Competencies and majority), 13 (Board of Directors : appointment and compensation), 14 (Board of Directors: function), 15 (Meetings of the Board), 18

(Chairman), 19 (Managing Director and General Manager), 20 (Appointment, composition and requirements of the Board of Statutory Auditors), 21 (Statutory Auditors' Report) and 25 (Winding up and Liquidation) of the Bylaws; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,299,705 equal to 6.610% of the No.172,015,353 shares of which the share capital is comprised.

Total shares for which a vote was expressed No. 116,299,705 equal to 67.610% of the share capital.

#### VOTE RESULT

	<b>Number of Shares</b>	<b>% on voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	116,281,251	99.984	67.599
<b>Votes against</b>	18,454	0.016	0.011
<b>Abstentions</b>	0	0.000	0.000
<b>Total Shares for which a vote was expressed</b>	116,299,705		67.610

#### ORDINARY SECTION

**Item no. 1 of the Agenda:** financial statements for the period ending 31 December 2010 and proposal for profit allocation; assignment of treasury shares to the shareholders, after supplementing the 30 April 2010 shareholders' authorization for the acquisition and disposal of treasury shares currently in force; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,300,515 equal to 67.610% of the No.172,015,353 shares of which the share capital is comprised.

Total shares for which a vote was expressed No. 116,300,515 equal to 67.610% of the share capital.

#### VOTE RESULT

	<b>Numbers of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	116,295,056	99.995	67.607
<b>Votes against</b>	5,459	0.005	0.003
<b>Abstentions</b>	0	0.000	0.000
<b>Total Shares for which a vote was expressed</b>	116,300,515		67.610

**Item 2 of the Agenda:** appointment of the Board of Directors and of its Chairman for the financial years 2011, 2012 and 2013, subject to determination of the number of Directors to be appointed; determination of their compensation, also as members of the Executive Committee, if established; determination of the overall maximum amount of the compensation for all Directors pursuant to article 2389, paragraph 3 of the Civil Code and article 13.4 of the Bylaws; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,300,495 equal to 67.610% of No.172,015,353 of shares of which the share capital is comprised.

Total shares for which a vote was expressed No. 16,300,495 equal to 67.610% of the share capital.

**VOTE RESULT**

	<b>Number of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	112,429,344	96.671	65.360
<b>Votes against</b>	3,849,440	3.310	2.238
<b>Abstentions</b>	21,711	0.019	0.013
<b>Total Shares for which a vote was expressed</b>	116,300,495		67.610

**Item 3 of the Agenda:** appointment of the Board of Statutory Auditors and the Chairman for the financial years 2011, 2012 and 2013, and determination of their remuneration; relevant resolutions.

Shares present at the meeting when the vote was opened: No 116,300,495 equal to 67.610% of the No. 172,015,353 of shares of which the share capital is comprised.

Total shares for which a vote was expressed No. 16,300,495 equal to 67.610% of the share capital.

**VOTE RESULT**

	<b>Number of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	115,133,285	98.996	65.360
<b>Votes against</b>	1,167,210	1.004	0.679
<b>Abstentions</b>	0	0.000	0.000
<b>Total Shares for which a vote was expressed</b>	116,300,495		67.610

**Item 4 of the Agenda:** compensation policy for the members of the management and controlling bodies of the company, as well as of the managers with strategic responsibilities of the Company and of its subsidiaries; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,300,495 equal to 67.610% of the No. 172,015,353 of shares of which the share capital is comprised.

Total shares for which a vote was expressed No 116,300,495 equal to 67.610% of the share capital.

**VOTE RESULT**

	<b>Number of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	110,901,137	95.357	64.472
<b>Votes against</b>	5,390,747	4.635	3.134
<b>Abstentions</b>	8,611	0.007	0.005
<b>Total Shares for which a vote was expressed</b>	116,300,495		67.610

**Item 5 of the Agenda:** 2011–2017 stock option plan reserved for employees of Lottomatica Group S.p.A. and/or its subsidiaries and empowerment of the Board of Directors to carry out such a plan; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,300,495 equal to 67.610% of the No. 172,015,353 of shares of which the share capital is comprised.

Total shares for which a vote was expressed No 116,300,495 equal to 67.610% of the share capital.

**VOTE RESULT**

	<b>Number of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	115,113,347	98.979	66.920
<b>Votes against</b>	1,174,048	1.009	0.683
<b>Abstentions</b>	13,100	0.011	0.008
<b>Total Shares for which a vote was expressed</b>	116,300,495		67.610

**Item 6 of the Agenda:** 2011–2015 stock allocation plan reserved for employees of Lottomatica Group S.p.A. and/or its subsidiaries and empowerment of the Board of Directors to carry out such a plan; relevant resolutions.

Shares present at the meeting when the vote was opened: No. 116,300,495 equal to 67.610% of the No. 172,015,353 of shares of which the share capital is comprised.

Total shares for which a vote was expressed No 16,300,495 equal to 67.610% of the share capital.

#### VOTE RESULT

	<b>Number of Shares</b>	<b>% on Voting Share Capital</b>	<b>% on Share Capital</b>
<b>Votes for</b>	111,628,017	95.982	64.894
<b>Votes against</b>	4,650,767	3.999	2.704
<b>Abstentions</b>	21,711	0.019	0.013
<b>Total Shares for which a vote was expressed</b>	116,300,495		67.610