

**DIASORIN S.P.A.**

**SHAREHOLDERS' MEETING**

**held on April 28<sup>th</sup>, 2016**

**Summary report of the votes upon the items of the Shareholders' Meeting agenda**

**ORDINARY PART**

1. Motion for the approval of the Statutory Financial Statements at December 31, 2015, of the Report on Operations and to appropriate the year's net profit. Presentation of the Consolidated Financial Statements at December 31, 2015. Related and required resolutions.
2. Compensation Report pursuant to Article 123-ter of Legislative Decree No. 58/1998. Related and required resolutions.
3. Election of a Board of Directors, after determining the number of Directors and the length of their term of office; determination of their compensation. Related and required resolutions.
4. Election of a Board of Statutory Auditors and its Chairman; determination of their compensation. Related and required resolutions.
5. Appointment of Independent Auditors for the years 2016-2024 and determination of the related fees pursuant to Legislative Decree 39/2010. Related and required resolutions.
6. Resolution pursuant to Article 114-bis of Legislative Decree No. 58/1998 concerning the establishment of a Stock Option Plan. Related and required resolutions.
7. Authorization to the purchase and disposal of treasury shares, pursuant to the combined provisions of Articles 2357 and 2357-ter of the Italian Civil Code and Article 132 of Legislative Decree No. 58/1998 and related implementing provisions. Related and required resolutions.

**Item 1 Ordinary Part - Vote on the approval of the Statutory Financial Statements at December 31, 2015**

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.039.954, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	46.026.382
<b>Contrary shares</b>	1.895
<b>Abstained shares</b>	11.677
<b>Non-voting shares</b>	73.270

Item 2 Ordinary Part - Vote on the Compensation Report

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.039.954, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	35.253.999
<b>Contrary shares</b>	10.629.314
<b>Abstained shares</b>	156.641
<b>Non-voting shares</b>	73.270

Item 3.1 Ordinary Part - Vote on the determination of the number of members of the Board of Directors

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.010.954, equal to 99,778% of the share capital with voting right
<b>Favorable shares</b>	37.262.393
<b>Contrary shares</b>	8.257.553
<b>Abstained shares</b>	491.008
<b>Non-voting shares</b>	102.270

Item 3.2 Ordinary Part - Vote on the term of office of the Board of Directors

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.010.954, equal to 99,778% of the share capital with voting right
<b>Favorable shares</b>	45.070.443
<b>Contrary shares</b>	868.747
<b>Abstained shares</b>	71.764
<b>Non-voting shares</b>	102.270

Item 3.3 Ordinary Part - Vote on the compensation of the Board of Directors

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.010.954, equal to 99,778% of the share capital with voting right
<b>Favorable shares</b>	34.107.182
<b>Contrary shares</b>	9.368.454
<b>Abstained shares</b>	2.535.318
<b>Non-voting shares</b>	102.270

Item 3.4 Ordinary Part - Vote on the appointment of the Board of Directors

<b>Shares represented at the Shareholders' Meeting</b>	46.113.224, equal to 82,421% of the share capital with voting right
<b>Voting Shares</b>	46.010.954, equal to 99,778% of the share capital with voting right
<b>Favorable shares</b>	35.824.619
<b>Contrary shares</b>	10.186.335
<b>Abstained shares</b>	0
<b>Non-voting shares</b>	102.270

Item 4.1 Ordinary Part - Vote on the appointment of the Board of Statutory Auditors

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.066.298, equal to 99,904% of the share capital with voting right
<b>Favorable shares to the List 1</b>	33.840.587
<b>Favorable shares to the List 2</b>	12.081.805
<b>Contrary shares to all lists</b>	131.113
<b>Abstained shares</b>	12.793
<b>Non-voting shares</b>	44.426

Item 4.2 Ordinary Part - Vote on the compensation of the Board of Statutory Auditors

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.084.454, equal to 99,943% of the share capital with voting right
<b>Favorable shares</b>	44.375.575
<b>Contrary shares</b>	207.842
<b>Abstained shares</b>	1.501.037
<b>Non-voting shares</b>	26.270

Item 5 Ordinary Part - Vote on the appointment of Independent Auditors

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.037.454, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	45.952.529
<b>Contrary shares</b>	55.925
<b>Abstained shares</b>	29.000
<b>Non-voting shares</b>	73.270

Item 6 Ordinary Part – Vote on the establishment of a Stock Option Plan

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.037.454, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	35.266.537
<b>Contrary shares</b>	10.627.069
<b>Abstained shares</b>	143.848
<b>Non-voting shares</b>	73.270

Item 7 Ordinary Part - Vote on the authorization to the purchase and disposal of treasury shares

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.037.454, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	35.266.983
<b>Contrary shares</b>	10.595.114
<b>Abstained shares</b>	175.357
<b>Non-voting shares</b>	73.270

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**EXTRAORDINARY PART**

1. Proposal to amend the Bylaws to comply with the introduction of increased voting rights, pursuant to Article 127-quinquies of Legislative Decree No. 58/1998. Introduction of Articles 9-bis, 9-ter and 9-quater of the Bylaws. Related and required resolutions.
2. Proposal to amend Article 8 of the Bylaws. Related and required resolutions.

Item 1 Extraordinary Part - Vote on the proposal to amend the Bylaws to comply with the introduction of increased voting rights

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.037.454, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	33.827.743
<b>Contrary shares</b>	12.149.202
<b>Abstained shares</b>	60.509
<b>Non-voting shares</b>	73.270

Item 2 Extraordinary Part - Vote on the proposal to amend Article 8 of the Bylaws

<b>Shares represented at the Shareholders' Meeting</b>	46.110.724, equal to 82,417% of the share capital with voting right
<b>Voting Shares</b>	46.037.454, equal to 99,841% of the share capital with voting right
<b>Favorable shares</b>	46.008.454
<b>Contrary shares</b>	0
<b>Abstained shares</b>	29.000
<b>Non-voting shares</b>	73.270