

IMMOBILIARE GRANDE DISTRIBUZIONE SIIQ S.P.A.

**ANNUAL GENERAL MEETING HELD IN ORDINARY AND EXTRAORDINARY SESSION
ON 18 APRIL 2013**

SUMMARY OF ADOPTED RESOLUTIONS

IN ORDINARY SESSION

Item 1 of the agenda: Separate financial statements at 31.12.2012; Director's report on operations; External auditors' report; Report of the Board of Statutory Auditors; presentation of the consolidated financial statements at 31.12.2012; allocation of the dividend to shareholders; report on compensation in accordance with Art. 123-ter, paragraph 6, of Legislative Decree n. 58/98; related and consequent resolutions

Resolution: The shareholders approved the Directors' report on operations and the financial statements at 31 December 2012 as published in accordance with the law. Shareholders also approved the Board of Directors' proposed allocation of the profit for the year of € 10,526,329 as follows:

- a) € 526,316 to the legal reserve;
- b) € 10,000,013 to the shareholders as a dividend.

The Board of Directors also, in light of the writedowns of the real estate investments recognized in the year which resulted in - pursuant to Art. 6, par. 3, of Legislative Decree n. 38 of 28 February 2005 – the reduction of the Fair Value Reserve by €9,853,651, proposed to allocate this amount:

- c) 5 % or €492,683 to the legal reserve
- d) €9,360,968 to the shareholders as a dividend

Lastly, the Board of Directors proposed to distribute the following to shareholders as dividends:

- e) €2,972,427 using the reserve for retained earnings from exempt operations
- f) each outstanding share, excluding treasury shares, therefore, shall receive a dividend of €0.07 for a total of €22,333,408 (taking account of the accretion due as a result of the treasury shares held);

The shareholders also voted in favor of the first part of the Remuneration Report approved by the Board of Directors on 28 February 2013 pursuant to Art. 123-ter of Legislative Decree n. 58 dated 24 February 1998

239,137,916 shares with voting rights or 72.460484% of the share capital were represented at the AGM when the item was voted on.

237,112,415 or 99.152999% of the share present voted in favour, while 463,730 or 0.193917% of the shares present voted against the resolution and 1,561,771 or 0.653084% of the share present abstained.

Item 2 of the agenda: Authorization to buy and sell treasury shares; related and consequent resolutions

Resolution: Shareholders approved the proposed authorization submitted by the Board of Directors to buy and sell treasury shares in accordance with the terms and conditions outlined in the report prepared pursuant to Art. 73 of Consob's Regulations for Issuers, upon revocation of the previous authorization granted by the Ordinary General Meeting on 19 April 2012 to buy and sell treasury shares.

239,137,916 shares with voting rights or 72.460484% of the share capital were represented at the AGM when the item was voted on.

214,711,698 or 89.785719% of the shares present voted in favour, while 24,426,218 or 10.214281% of the shares present voted against the resolution.

Item 3 of the agenda: Granting of the statutory audit assignment for 2013-2021 and determination of the remuneration

Resolution: The shareholders, after reviewing the Board of Statutory Auditors' motivated opinion, resolved to grant the group-wide financial audit assignment for 2013-2021 to PricewaterhouseCoopers S.p.A. with an

annual compensation of €158,000 for the duration of the assignment and subject to adjustments during the term based on the proposals of the Board of Statutory Auditors.

239,137,916 shares with voting rights or 72.460484% of the share capital were represented at the AGM when the item was voted on.

239,095,866 or 99.982416% of the shares present voted in favour, while 42,050 or 0.017584% of the shares present voted against the resolution.

IN EXTRAORDINARY SESSION

Item 1 of the agenda: Amendment of Articles 16, 26 and 31 of the corporate By-laws; related and consequent resolutions

Resolution: Shareholders approved the proposed resolution submitted by the Board of Directors to amend Articles 16, 26 and 31 of the corporate by-laws in order to comply with the provisions relating to equal opportunities in the administrative and control bodies of companies listed on regulated markets.

239,137,916 shares with voting rights or 72.460484% of the share capital were represented at the AGM when the item was voted on.

239,033,515 or 99.956343% of the shares present voted in favour, while 104,399 or 0.043656% of the shares present voted against the resolution and 2 or 0.000001% of the share present abstained.

Item 2 of the agenda: Proposal to increase the share capital for cash, pursuant to art. 2441, fourth paragraph, second sentence, of the Italian Civil Code; related and consequent resolutions.

Resolution: Shareholders approved the proposed resolution submitted by the Board of Directors to increase the share capital for cash, pursuant to art. 2441, fourth paragraph, second sentence, of the Italian Civil Code, as per the terms and conditions described in the report drawn up in accordance with Art. 72 of the Regulations for Issuers.

239,137,916 shares with voting rights or 72.460484% of the share capital were represented at the AGM when the item was voted on.

233,535,440 or 97.657220% of the shares present voted in favour, while 5,602,476 or 2.342780% of the shares present voted against the resolution.