

IMMOBILIARE GRANDE DISTRIBUZIONE SIIQ S.P.A.

**ANNUAL GENERAL MEETING HELD IN ORDINARY AND EXTRAORDINARY SESSION
ON 19 APRIL 2012**

SUMMARY OF ADOPTED RESOLUTIONS

IN ORDINARY SESSION

Item 1 of the agenda: Separate financial statements at 31.12.2011; Director's report on operations; External auditors' report; Report of the Board of Statutory Auditors; presentation of the consolidated financial statements at 31.12.2011; allocation of the net profit for the year; 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 draft financial statements at 31 December 2011 as published in accordance with the law. Shareholders also approved the Board of Directors' proposed allocation of the profit for the year of € 29,967,526 as follows:

- a) € 1,226,877 to the fair value reserve;
- b) € 1,437,032 to the legal reserve;
- c) € 23,861,814 to the shareholders as a dividend equal to € 0.08 per each outstanding share which reflects treasury share accretion;
- d) € 3,441,803 to be carried forward.

The shareholders also voted in favor of the first part of the Remuneration Report approved by the Board of Directors on 8 March 2012 pursuant to Art. 123-ter of Legislative Decree n. 58 dated 24 February 1998

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

203,436,532 or 96.904189% of the share present voted in favour, while 6,499,213 or 3.095811% of the shares present voted against the resolution.

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 20 April 2011 to buy and sell treasury shares.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

202,962,538 or 96.678409% of the shares present voted in favour, while 6,973,207 or 3.321591% of the shares present voted against the resolution.

Item 3 of the agenda: Appointment of the Board of Directors

Item 3.1 of the agenda: Determination of the number of Directors

Resolution: Shareholders approved the proposal submitted by the majority shareholders Coop Adriatica S.c.a.r.l. and Unicoop Tirreno Soc. Coop. to set the number of members of the Board of Directors at 15.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

209,575,708 or 99.828501% of the shares present voted in favour, while 360,037 or 0.171499% of the shares present voted against the resolution.

Item 3.2 of the agenda: Determination of the Board of Directors' term of office

Resolution: Shareholders approved the proposal submitted by the majority shareholders Coop Adriatica S.c.a.r.l. and Unicoop Tirreno Soc. Coop. to set the directors' term at three years, through the date on which the Annual General Meeting is called to approve the financial statements at 31 December 2014.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

209,935,743 or 99.999999% of the shares present voted in favour, while 2 or 0.000001% of the shares present voted against the resolution.

Item 3.3 of the agenda: Appointment of the Board of Directors

Resolution: Shareholders resolved to appoint the following directors included on the only list submitted by shareholders Coop Adriatica S.c.a.r.l. and Unicoop Tirreno Soc. Coop.: Gilberto Coffari, Claudio Albertini, Roberto Zamboni, Aristide Canosani, Sergio Costalli, Leonardo Caporioni, Fernando Pellegrini, Fabio Carpanelli, Elisabetta Gualandri, Tamara Magalotti, Livia Salvini, Andrea Parenti, Riccardo Sabadini, Giorgio Boldreghini and Massimo Franzoni.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

206,412,892 or 98.321938% of the shares present voted in favour, while 3,521,206 or 1.677278% of the shares present voted against the resolution and 1,647 or 0.000785% of the shares present abstained.

Item 3.4 of the agenda: Determination of the Board of Directors' remuneration

Resolution: Shareholders resolved to set the yearly gross compensation for the members of the Board of Directors at €16,500.00 plus expenses as per the expense reports filed, without prejudice to the power to grant, pursuant to Art. 25.1 of the corporate by-laws, the Board of Directors extra emoluments for any special assignments held, including Chairman of the Board of Directors.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

179,583,059 or 85.541916% of the shares present voted in favour, while 15,943,196 or 7.594322% of the shares present voted against the resolution and 14,409,490 or 6.863762% of the shares present abstained.

Item 4 of the agenda: Appointment of the Board of Statutory Auditors

Item 4.1 of the agenda: Appointment of the three standing and two alternate auditors

Item 4.2 of the agenda: Appointment of the Chairman of the Board of Statutory Auditors

Resolution: Shareholders resolved to appoint the following statutory auditors included on the only list submitted by shareholders Coop Adriatica S.c.a.r.l. and Unicoop Tirreno Soc. Coop.: Romano Conti, Pasquina Corsi, Roberto Chiusoli, Standing Auditors, and Isabella Landi and Monica Manzini, Alternate Auditors. Pursuant to Art. 26 of the corporate by-laws Romano Conti was appointed Chairman of the Board of Statutory Auditors.

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

209,935,743 or 99.999999% of the shares present voted in favour, while 2 or 0.000001% of the shares present voted against the resolution.

Item 4.3 of the agenda: Determination of the Board of Statutory Auditors' remuneration

Resolution: Shareholders approved the proposal submitted by the shareholders Coop Adriatica S.c.a.r.l. and Unicoop Tireno Soc. Coop. to set the yearly gross compensation for the standing Statutory Auditors for the entire term at €16,500.00 and the yearly gross compensation for the Chairman of the Board of Statutory Auditors at € 24,750.00

209,935,745 shares with voting rights or 67.885609% of the share capital were represented at the AGM when the item was voted on.

189,175,374 or 90.111083% of the shares present voted in favour, while 2,787,624 or 1.327846% of the shares present voted against the resolution and 17,972,747 or 8.561070% of the shares present abstained.

IN EXTRAORDINARY SESSION

Item 1 of the agenda: Amendment of Articles 6, 16 and 26 of the corporate By-laws; related and consequent resolutions

Resolution: Shareholders approved the proposed resolution submitted by the Board of Directors to amend Articles 6, 16 and 26 of the corporate by-laws in order to: (i) eliminate the stated par value of the Company's shares; (ii) grant the Board of Directors the power to, following revocation of the previous authorization granted during the Company's ordinary Annual Meeting on 23 April 2007, pursuant to Art. 2443 of the Italian Civil Code, to increase share capital, for cash, in a divisible manner, on one or more occasions, by up to 10% of the pre-existing share capital, excluding pre-emption rights pursuant to Art. 2441, fourth paragraph, second sentence, of the Italian Civil Code and (iii) to amend the corporate bylaws to reflect the provisions introduced in Law n. 120 of 12 July 2011 relating to gender equality in administrative and control bodies of listed companies.

209,865,745 shares with voting rights or 67.862974% of the share capital were represented at the AGM when the item was voted on.

209,656,344 or 99.900221% of the shares present voted in favour, while 209,401 or 0.099779% of the shares present voted against the resolution.

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.

209,865,745 shares with voting rights or 67.862974% of the share capital were represented at the AGM when the item was voted on.

209,759,096 or 99.949182% of the shares present voted in favour, while 105,002 or 0.050033% of the shares present voted against the resolution and 1,647 or 0.000785% of the shares present abstained.