



Registered offices: Curno (Bergamo), 25 Via Brembo - Italy
Paid up share capital: € 34,727,914.00
E-mail: ir@brembo.it <http://www.brembo.com>
Bergamo Register of Companies – Tax Code No. 00222620163

ORDINARY SHAREHOLDERS' MEETING – APRIL 23, 2015

SUMMARY REPORT OF THE VOTES as of art. 125-quater, par. 2, Legislative Decree 24 febbraio 1998 n. 58

In accordance with art. 125-quater, par. 2, Legislative Decree 58/1998, please find hereinafter the Summary Report of the Votes expressed during the Ordinary Shareholders' Meeting of Brembo S.p.A. held at the Company offices at Viale Europa 2, 24040 Stezzano (Bergamo) on April 23rd, 2015 at 10:30 a.m. CET (first call).

The Company's share capital of € 34,727,914.00 is represented by 66,784,450 ordinary shares with a par value of euro 0.52 each. Each ordinary share entitles the owner to one vote in ordinary and extraordinary shareholders' meetings.

At Shareholders' Meeting date, the Company holds 1,747,000 own shares representing 2,616% of the share capital. The voting rights associated with these shares have been suspended pursuant to Article 2357-ter, paragraph 2, of the Italian Civil Code. Accordingly, the total number of votes that may be cast at the General Shareholders' Meeting amounts to 65,037,450.

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Shares represented at the beginning of the Shareholders' Meeting	in person and by proxy, n. 48.821.294 ordinary shares representing 73,102787% of the share capital
Shares represented at the first resolution and for all the duration of the Shareholders' Meeting	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital

ITEM 1 OF THE AGENDA

Presentation of the Financial Statements of Brembo S.p.A. for the year ended 31 December 2014, with the Directors' Report on Operations, the Statutory Auditors' Report, the Independent Auditors' Report and the Attestation of the Manager in Charge of the Company's Financial Reports. Allocation of profit for the year and ordinary dividend distribution. Ensuing resolutions.

Shares represented at the resolution on item 1	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital
Total shares on which a vote was expressed	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital

Resolution	<ul style="list-style-type: none"> · to approve the Financial Statements at December 31, 2014 of Brembo S.p.A.; · to allocate the net profit for the period of 68.824.317,57 Euro, as follows: <ul style="list-style-type: none"> • to Shareholders in the form of a dividend of 0,60 euro per share owned and outstanding at the coupon date, excluding treasury shares on that date; • the amount of 357.167,67 Euro to the reserve required by art. 6, par. 2, of Legislative Decree 38/2005; • the remaining amount carried forward, all but what possibly approved by the Shareholders' Meeting on item three of the agenda; · to make the ordinary dividend payable starting on May 20, 2015, ex coupon date n. 23 on May 18, 2015 (record date May 19, 2015).
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Vote result	Number of shares	% of shares in attendance to the meeting	% Share capital
In favour	48.799.833	99,955530	73,070652
Against	0	0	0
Abstentions	21.711	0,044470	0,032509
Total amount	48.821.544	100,000000	73,103161

ITEM 2 OF THE AGENDA

Presentation of the Consolidated Financial Statements of the Brembo Group for the year ended 31 December 2014, with the Directors' Report on Operations, the Statutory Auditors' Report, the Independent Auditors' Report and the Attestation of the Manager in charge of Company's Financial Reports.

No resolution is needed according to Italian Civil Code which requires the approval of the Financial Statements of the year and only the view of the Consolidated Financial Statements.

ITEM 3 OF THE AGENDA

Proposal of extraordinary dividend distribution upon the 20th anniversary of the listing of Brembo S.p.A. Ensuing resolutions.

Shares represented at the resolution on item 3	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital
Total shares on which a vote was expressed	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital

Resolution	<ul style="list-style-type: none"> · to distribute an extraordinary dividend of 0,20 euro per outstanding share, upon the 20th anniversary of the company's listing, occurred in July 1995; · to make the extraordinary dividend payable starting on July 8, 2015, ex coupon date n. 24 on July 6, 2015 (record date July 7, 2015).
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Vote result	Number of shares	% of shares in attendance to the meeting	% Share capital
In favour	48.819.972	99,996780	73,100807
Against	0	0	0
Abstentions	1.572	0,003220	0,002354
Total amount	48.821.544	100,000000	73,103161

ITEM 4 OF THE AGENDA

Authorisation for the buy-back and disposal of own shares. Ensuing resolutions.

Shares represented at the resolution on item 1	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital
Total shares on which a vote was expressed	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital

Resolution	<p>1) to authorise the buy back and the disposal, in one or more tranches, of a maximum of 1.600.000 own shares, after first cancelling the previous resolution authorised on April 29, 2014 and not implemented, for the duration of 18 months, at a purchase price between 0,52 Euro and 40,00 Euro per share, using the available reserves and binding them through the withdrawal from Extraordinary Reserve and from the net profit of 64.000.000 Euro carried forward, for the maximum amount of 77.475.897 Euro;</p> <p>2) to authorise, for the maximum duration of 18 months, the disposal of own shares purchased, in one or more tranches, by granting the Board of Directors the power to define, from time to time, all the criteria to set the relevant consideration and/or methods, terms and conditions to use own shares in portfolio, taking due account of the realisation methods applied, the price trend of the stock in the period before the transaction and the best interest of the Company;</p> <p>3) to grant the President and the Executive Deputy Chairman, individually, including through the use of delegation, all the broadest powers to execute the resolutions mentioned on points (1) e (2) above, including the possible assignment of tasks to intermediaries authorised pursuant to law, as permitted by applicable regulations.</p>
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Vote result	Number of shares	% of shares in attendance to the meeting	% Share capital
In favour	48.570.222	99,485223	72,726843
Against	158.115	0,323863	0,236754
Abstentions	93.207	0,190914	0,139564
Total amount	48.821.544	100,000000	73,103161

ITEM 5 OF THE AGENDA

Presentation of the Remuneration Report of Brembo S.p.A. Resolutions pursuant to Article 123-ter of TUF

Shares represented at the resolution on item 1	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital
Total shares on which a vote was expressed	in person and by proxy, n. 48.821.544 ordinary shares representing 73,103161% of the share capital

Resolution (1)	To approved Section1 of the Remuneration Report of Brembo S.p.A.
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Vote result	Number of shares	% of shares in attendance to the meeting	% Share capital
In favour	41.671.991	85,355742	62,397745
Against	7.100.561	14,543909	10,632057
Abstentions	48.992	0,100349	0,073358
Total amount	48.821.544	100,000000	73,103161

(1) Non-binding resolution. According to art. 123 ter, par. 6, of the Consolidated Law of Finance, and with respect to articles 2389 and 2409-terdecies, par. 1, letter a), of Italian Civil Code, and article 114-bis, the Shareholders' Meeting is required to resolve in favour or against the Remuneration Report (Section1 of the Remuneration Report).