



UNIEURO S.P.A.

REGISTERED SEAT IN FORLÌ, VIA SCHIAPARELLI N. 31

SHARE CAPITAL EURO 4,000,000.00, DULY SUBSCRIBED AND PAID-UP

*REGISTRATION NUMBER WITH THE COMPANIES' REGISTER OF FORLÌ AND CESENA, AND TAX PAYER'S ID NO.
00876320409*

BOARD OF DIRECTORS' ILLUSTRATIVE REPORT ON THE PROPOSAL UNDER ITEM NO. 2 OF AGENDA OF THE SHAREHOLDERS' MEETING OF UNIEURO S.P.A., CONVENING ON JUNE 20 2017, AS FIRST AND ONLY SESSION.



1. Allocation of Financial Year net income; proposal for dividends distribution. Relevant and consequent resolutions.

Dear Shareholders,

The Company's Financial Statements as at February 28, 2017, shows a net income equal to 11,586,818.08.

The Board of Directors proposes to distribute a dividend equal to Euro 1 (one) per ordinary share for a total amount of Euro 20 million, of which: Euro 11,586,818.08 out of the financial year 2017 net income, and Euro 8,413,181.92, out of the distributable reserves. As the outstanding shares of Company are no. 20,000,000.00 (twenty million), the total amount to be distributed would be € 20,000,000.00 (twenty million). Based on the Financial Calendar approved by Borsa Italiana S.p.A., we propose that the dividend payment be made on September 27, 2017, record date being September 26, 2017, and coupon date ("*data di stacco della cedola*") September 25, 2017.

In the light of the above, we propose taking the following resolution:

"The Shareholders' Meeting of Unieuro S.p.A.,

- *After examining the Company's Proposed Financial Statements as at February 28 2017, which report a net income equal to Euro 11,586,818.08;*
- *After reviewing the Illustrative Report of the Board of Directors;*

resolves

to distribute a dividend equal to Euro 1 (one) per ordinary share for a total amount of Euro 20 million, of which: Euro 11,586,818.08 out of the financial year 2017 net income, and Euro 8,413,181.92, out of the distributable reserves;

*to pay the dividends on September 27, 2017, record date being September 26, 2017, and coupon date ("*data di stacco della cedola*") being September 25, 2017"*

THE CHAIRMAN OF THE BOARD OF DIRECTORS

BERND BEETZ