



ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON APRIL 27, 2012

SUMMARY STATEMENT OF VOTES CAST ON AGENDA ITEMS - RECTIFICATION

On May 11, 2012 Spafid, Società per Amministrazioni Fiduciarie S.p.A, in its capacity as the body instructed to record, count and report the vote, notified the Company that the result of the vote should be amended, with regard to the communication issued during the Meeting, having received the rectified count and following a further and better verification of the vote taken. It should be noted that in spite of the change in the numerical result, all the official declarations made during the Meeting are confirmed. This summary statement of the votes cast on the agenda items of the Ordinary and Extraordinary Meeting of April 27, 2012 replaces, to all legal and regulatory intents and purposes, the statement issued by the Company on May 2, 2012.

ORDINARY SHAREHOLDERS' MEETING

- 1. The financial statements of YOOX S.p.A. for the year ended 31 December 2011; Directors' Report; Report of the Board of Statutory Auditors pursuant to article 153 of Legislative Decree 58/1998 and the Independent Auditors' Report. Proposal for the allocation of income. Presentation of the consolidated financial statements for the year ended 31 December 2011; related and consequent resolutions.**

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	39,660,791	99.9521	71.6598
Against	19,020	0.0479	0.0344
Abstentions	0	0.0000	0.0000
Total shares for which votes were cast	39,679,811	100.0000	71.6942



2. Remuneration Report pursuant to art. 123-ter of Legislative Decree 58/1998; related and consequent resolutions.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. of shares	% of share capital present	% of share capital
In favour	23,220,166	58.5188	41.9546
Against	13,310,058	33.5437	24.0488
Abstentions	3,149,587	7.9375	5.6907
Total shares for which votes were cast	39,679,811	100.0000	71.6942

3. Integration of the procedures and conditions regarding the execution of the statutory auditors' mandate by the auditing firm KPMG S.p.A. pursuant to Legislative Decree. 39/2010.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. of shares	% of share capital present	% of share capital
In favour	39,679,131	99.9983	71.6929
Against	20	0.0001	0.0000
Abstentions	660	0.0017	0.0012
Total shares for which votes were cast	39,679,811	100.0000	71.6942

4. Appointment of the Board of Directors, subject to the determination of the number of members and the duration of office; determination of remuneration; related and consequent resolutions.

4.1 Determination of numbers of members - Determination of the engagement term

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	30,630,977	77.1954	55.3446
Against	8,961,835	22.5854	16.1924
Abstentions	86,999	0.2193	0.1572
Total shares for which votes were cast	39,679,811	100.0000	71.6942



4.2 Determination of remuneration

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	30,630,977	77.1954	55.3446
Against	8,961,835	22.5854	16.1924
Abstentions	86,999	0.2193	0.1572
Total shares for which votes were cast	39,679,811	100.0000	71.6942

4.3 Appointment of the Board of Directors

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	30,630,977	77.1954	55.3446
Against	8,961,835	22.5854	16.1924
Abstentions	86,999	0.2193	0.1572
Total shares for which votes were cast	39,679,811	100.0000	71.6942

5. Appointment of the Board of Auditors and its Chairman; determination of remuneration, related and consequent resolutions.

5.1 Appointment of the Board of Statutory Auditors and its Chairman

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	39,441,738	99.4000	71.2640
Against	224,561	0.5659	0.4057
Abstentions	13,512	0.0341	0.0244
Total shares for which votes were cast	39,679,811	100.0000	71.6942



5.2 Determination of compensation

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	39,441,738	99.4000	71.2640
Against	224,561	0.5659	0.4057
Abstentions	13,512	0.0341	0.0244
Total shares for which votes were cast	39,679,811	100.0000	71.6942

6. Stock Grant Plan comprising ordinary shares of YOOX S.p.A. reserved for employees of the Company and its subsidiaries; related and consequent resolutions.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	26,280,046	66.2303	47.4832
Against	13,360,253	33.6702	24.1395
Abstentions	39,512	0.0996	0.0714
Total shares for which votes were cast	39,679,811	100.0000	71.6942

7. Stock Option Plan comprising ordinary shares of YOOX S.p.A. reserved for executive directors of the Company; related and consequent resolutions.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	25,026,643	63.0715	45.2186
Against	14,613,656	36.8289	26.4042
Abstentions	39,512	0.0996	0.0714
Total shares for which votes were cast	39,679,811	100.0000	71.6942



8. Authorisation to buy and sell treasury shares, pursuant to the combined provisions of articles 2357 and 2357-ter of the Italian Civil Code, and article 132 of Legislative Decree 58/1998 and the relevant implementing provisions; related and consequent resolutions.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. shares	% of share capital present	% of share capital
In favour	29,187,544	73.5577	52.7366
Against	10,492,267	26.4423	18.9576
Abstentions	0	0.0000	0.0000
Total shares for which votes were cast	39,679,811	100.0000	71.6942

EXTRAORDINARY SHAREHOLDERS' MEETING

1. Proposal to increase share capital, through payment in cash in one or more tranches, by a maximum of Euro 20,044.23 to be allocated to the share capital, excluding option rights pursuant to art. 2441, paragraph 4, second indent of the Italian Civil Code, to be offered in subscription to the beneficiaries of the Stock Option Plan; resulting amendment to art. 5 of the Company's articles of association; related and consequent resolutions.

Shares present at the Meeting on the opening of voting: 39,679,811, representing 71.6942% of the 55,345,940 shares making up the share capital.

	No. of shares	% of share capital present	% of share capital
In favour	26,278,953	66.2275	47.4813
Against	13,361,346	33.6729	24.1415
Abstentions	39,512	0.0996	0.0714
Total shares for which votes were cast	39,679,811	100.0000	71.6942