

ORDINARY SHAREHOLDERS' MEETING

HELD ON 29 APRIL 2019

Summary account of the votes on the items on the Agenda of the Shareholders' Meeting

1. Company Financial Statements at 31 December 2018, Consolidated Financial Statements at 31 December 2018, Directors' Report, Report by the Board of Statutory Auditors and Independent Auditors' Report. Resolutions regarding the allocation of the year's profit.

1a. Resolution approving the financial statements at 31 December 2018

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	418,206,277	99.312289%
Votes Against	0	0.000000%
Abstentions	173,184	0.041126%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%

1b. Resolution approving the allocation of the year's profit

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

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2. **Appointment of Directors, after determining their number, office term and remuneration; appointment of the Chairman of the Board of Directors.**

2a. **Resolution approving the determination of the Directors' number**

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	418,574,298	99.399684%
Votes Against	179,163	0.042546%
Abstentions	96,000	0.022797%
No votes	2,252,783	0.534973%
Total voting rights	421,102,244	100.000000%

2b. **Resolution approving the office term of the Board of Directors**

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	418,504,927	99.383210%
Votes Against	248,534	0.059020%
Abstentions	96,000	0.022797%
No votes	2,252,783	0.534973%
Total voting rights	421,102,244	100.000000%

2c. **Appointment of the Board of Directors**

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
List 1	351,039,477	83.362053%
List 2	65,423,470	15.536243%
List 3	4,464,888	1.060287%
Votes Against	174,409	0.041417%
Abstentions	0	0.000000%
No votes	0	0.000000%
Total voting rights	421,102,244	100.000000%

2d. Resolution approving the remuneration of the Directors

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	417,250,018	99.085204%
Votes Against	1,033,443	0.245414%
Abstentions	96,000	0.022797%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%

2e. Appointment of the Chairman of the Board of Directors

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	417,296,709	99.096292%
Votes Against	986,752	0.234326%
Abstentions	96,000	0.022797%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%

3. Appointment of Statutory Auditors and of the Chairman of the Board of Statutory Auditors and determination of the remuneration due to Standing Statutory Auditors and the Chairman of the Board of Statutory Auditors.

3a. Appointment of the Board of Statutory Auditors

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
List 1	350,892,019	83.327036%
List 2	65,570,928	15.571261%
List 3	4,464,888	1.060287%
Votes Against	69,371	0.016473%
Abstentions	0	0.000000%
No votes	105,038	0.024943%
Total voting rights	421,102,244	100.000000%

3b. Resolution approving the remuneration of the Board of Statutory Auditors

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	418,753,461	99.442230%
Votes Against	0	0.000000%
Abstentions	96,000	0.022797%
No votes	2,252,783	0.534973%
Total voting rights	421,102,244	100.000000%

4. Remuneration Report; relevant and consequent resolutions.

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	361,604,265	85.870895%
Votes Against	56,653,854	13.453705%
Abstentions	121,342	0.028815%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%

5. Authorisation to purchase and dispose of treasury shares; relevant and consequent resolutions.

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	417,400,613	99.120966%
Votes Against	882,848	0.209652%
Abstentions	96,000	0.022797%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%

6. Amendment of the financial terms of the appointment for the independent audit of the accounts, conferred, in accordance with Italian Legislative Decree no. 39/2010, to the company PricewaterhouseCoopers S.p.A. for the period 2016-2024, with reference to the financial years closed from 31 December 2018 to 31 December 2024, included; related and consequent resolutions.

Shares present at the Shareholders' Meeting when the voting was opened no. 253,437,110 equal to 77.1168% of the no. 328,640,432 shares representing the share capital, corresponding to 421,102,244 voting rights, equal to 84.8474% of total voting rights.

The voting result was the following:

Vote result

	No. of voting rights	%
Votes for	417,596,140	99.167398%
Votes Against	687,321	0.163220%
Abstentions	96,000	0.022797%
No votes	2,722,783	0.646585%
Total voting rights	421,102,244	100.000000%