

FINECOBANK S.P.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
April 11, 2018

Attendance to the meeting: no. 873 Shareholders in person or by proxy
representing no. 500,253,459 ordinary shares corresponding 82.250413% of the share capital

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

ORDINARY PART

1. Approval of the FinecoBank S.p.A. financial statements as at December 31, 2017

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	857	494,531,090	98.856106	98.856106	81.309556
Against	3	1,026,968	0.205290	0.205290	0.168851
Abstentions	4	958,769	0.191657	0.191657	0.157638
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	873	500,253,459	100.000000	100.000000	82.250413

2. Allocation of the net profit for the year 2017 of FinecoBank S.p.A.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	858	494,969,858	98.943815	98.943815	81.381697
Against	3	1,026,968	0.205290	0.205290	0.168851
Abstentions	3	520,001	0.103948	0.103948	0.085497
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	873	500,253,459	100.000000	100.000000	82.250413

3. Completion of the Board of Statutory Auditors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	857	283,056,367	99.252915	99.252915	46.539415
Against	11	1,824,420	0.639728	0.639728	0.299967
Abstentions	3	306,169	0.107357	0.107357	0.050340
Not Voting	0	0	0.000000	0.000000	0.000000
Total	871	285,186,956	100.000000	100.000000	46.889721

4. 2018 Compensation Policy

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	807	471,249,765	94.202219	94.202219	77.481699
Against	31	7,067,734	1.412831	1.412831	1.162059
Abstentions	25	18,199,228	3.638002	3.638002	2.992271
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

5. 2018 Incentive System

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	845	493,625,762	98.675152	98.675152	81.160704
Against	13	2,370,953	0.473950	0.473950	0.389826
Abstentions	5	520,012	0.103950	0.103950	0.085499
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

6. “2018 – 2020 Long Term Incentive Plan” for FinecoBank Employees

	NO. OF SHAREHOLDERS	NO. OF SHARES	% ON ORDINARY SHARES	% ON SHARES ADMITTED	% ON SHARE
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	(IN PERSON OR BY PROXY)		REPRESENTED	TO VOTE	CAPITAL
In Favour	837	491,452,552	98.240730	98.240730	80.803390
Against	21	4,544,163	0.908372	0.908372	0.747140
Abstentions	5	520,012	0.103950	0.103950	0.085499
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

7. 2018 Incentive System for Personal Financial Advisors “Identified Staff”

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	846	494,495,009	98.848913	98.848913	81.303623
Against	14	1,501,717	0.300191	0.300191	0.246909
Abstentions	3	520,001	0.103948	0.103948	0.085497
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

8. 2018 – 2020 Long Term Incentive Plan for Personal Financial Advisors “Identified Staff”

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	836	491,291,420	98.208520	98.208520	80.776897
Against	24	4,705,306	0.940585	0.940585	0.773635
Abstentions	3	520,001	0.103948	0.103948	0.085497

Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

9. Authorization for the purchase and disposition of treasury shares

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	846	494,495,009	98.848913	98.848913	81.303623
Against	13	1,501,716	0.300191	0.300191	0.246908
Abstentions	4	520,002	0.103948	0.103948	0.085497
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

EXTRAORDINARY PART

1. Delegation to the Board of Directors of the authority to resolve a free share capital for a maximum amount of Eur 29,700.00

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	848	494,792,178	98.908317	98.908317	81.352483
Against	10	1,195,538	0.238987	0.238987	0.196567
Abstentions	5	529,011	0.105749	0.105749	0.086979

Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

2. Delegation to the Board of Directors of the authority to resolve a free share capital for a maximum amount of Eur 136,031.94

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	845	494,486,009	98.847114	98.847114	81.302143
Against	12	1,501,706	0.300189	0.300189	0.246907
Abstentions	6	529,012	0.105749	0.105749	0.086979
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397

3. Delegation to the Board of Directors of the authority to resolve a free share capital for a maximum amount of Eur 324,743.10

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
In Favour	835	491,376,552	98.225538	98.225538	80.790894
Against	23	4,611,164	0.921766	0.921766	0.758156
Abstentions	5	529,011	0.105749	0.105749	0.086979
Not Voting	9	3,736,632	0.746948	0.746948	0.614368
Total	872	500,253,359	100.000000	100.000000	82.250397