

FinecoBank S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
APRIL 10, 2019

Attendance to the meeting: no. 761 Shareholders in person or by proxy
representing no. 495.657.638 ordinary shares corresponding 81,400323% 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, 2018

	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	757	494.746.123	99,816100	99,816100	81,250628
Against	1	505.500	0,101986	0,101986	0,083017
Abstentions	1	405.302	0,081771	0,081771	0,066561
Not Voting	2	713	0,000144	0,000144	0,000117
Total	761	495.657.638	100,000000	100,000000	81,400323

2. Allocation of the net profit for the year 2018 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	760	495.152.138	99,898014	99,898014	81,317306
Against	1	505.500	0,101986	0,101986	0,083017
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

3. 2019 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	712	481.485.078	97,140655	97,140655	79,072807
Against	48	14.172.187	2,859269	2,859269	2,327455
Abstentions	1	373	0,000075	0,000075	0,000061
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

4. Termination Payments 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	701	468.898.196	94,601225	94,601225	77,005703
Against	55	25.026.141	5,049078	5,049078	4,109966
Abstentions	5	1.733.301	0,349697	0,349697	0,284655
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

5. 2019 Incentive System for Employees 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	736	485.834.051	98,018070	98,018070	79,787026
Against	21	9.822.434	1,981697	1,981697	1,613108
Abstentions	4	1.153	0,000233	0,000233	0,000189
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

6. 2019 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	738	486.339.561	98,120058	98,120058	79,870044
Against	21	9.317.307	1,879787	1,879787	1,530153
Abstentions	2	770	0,000155	0,000155	0,000126
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

7. Authorization of purchase and disposal of treasury shares, in order to implement the 2019 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	741	492.518.752	99,366723	99,366723	80,884834
Against	16	3.137.733	0,633044	0,633044	0,515300
Abstentions	4	1.153	0,000233	0,000233	0,000189
Not Voting	0	0	0,000000	0,000000	0,000000
Total	761	495.657.638	100,000000	100,000000	81,400323

EXTRAORDINARY PART

1. Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 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	738	490.534.555	98,966806	98,966806	80,558975
Against	21	5.120.710	1,033118	1,033118	0,840958
Abstentions	1	373	0,000075	0,000075	0,000061
Not Voting	0	0	0,000000	0,000000	0,000000
Total	760	495.655.638	100,000000	100,000000	81,399995

2. Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 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	743	491.119.428	99,084806	99,084806	80,655027
Against	17	4.536.210	0,915194	0,915194	0,744968
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	760	495.655.638	100,000000	100,000000	81,399995

3. Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 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	743	491.119.428	99,084806	99,084806	80,655027
Against	17	4.536.210	0,915194	0,915194	0,744968
Abstentions	0	0	0,000000	0,000000	0,000000
Not Voting	0	0	0,000000	0,000000	0,000000
Total	760	495.655.638	100,000000	100,000000	81,399995

4. Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 – 2017 Multi Year Plan Top Management

	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	419	429.459.963	86,644826	86,644826	70,528883
Against	328	64.472.262	13,007471	13,007471	10,588080
Abstentions	13	1.723.413	0,347704	0,347704	0,283031
Not Voting	0	0	0,000000	0,000000	0,000000
Total	760	495.655.638	100,000000	100,000000	81,399995