

FinecoBank S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
APRIL 28, 2020

Attendance to meeting no. 1.399 Shareholders in person or by proxy representing no. 435,107,123 ordinary shares corresponding 71.383159% of the share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

1. Approval of the FinecoBank S.p.A. 2019 financial statements

	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	1,383	431,386,990	99.145008	99.145008	70.772838
Against	0	0	0.000000	0.000000	0.000000
Abstentions	3	1,621,229	0.372605	0.372605	0.265977
Not voting	13	2,098,904	0.482388	0.482388	0.344344
Total	1,399	435,107,123	100.000000	100.000000	71.383159

2. Allocation of FinecoBank S.p.A. net profit of the year 2019

	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	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

3. Coverage of the negative IFRS 9 reserve

	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	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

4a. Determination of the number of Directors

	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	1,391	432,806,123	99.471165	99.471165	71.005660
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	6	1,026,000	0.235804	0.235804	0.168324
Total	1,399	435,107,123	100.000000	100.000000	71.383159

4b. Determination of the duration of their term in office

	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	1,379	432,220,150	99.336491	99.336491	70.909526
Against	12	585,973	0.134673	0.134673	0.096134
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	6	1,026,000	0.235804	0.235804	0.168324
Total	1,399	435,107,123	100.000000	100.000000	71.383159

4c. Appointment of the Board of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
LIST NO. 1	1,124	375,050,979	86.197389	86.197389	61.530419
LIST NO. 2	260	54,557,447	12.538854	12.538854	8.950630
Against	6	5,277,853	1.213001	1.213001	0.865878
Abstentions	9	220,844	0.050756	0.050756	0.036231
Not voting	0	0	0.000000	0.000000	0.000000
Total	1,399	435,107,123	100.000000	100.000000	71.383159

5. Determination, pursuant to Article 20 of the current Articles of Association, of the remuneration due to the Directors

	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	1,353	430,086,147	98.846037	98.846037	70.559424
Against	12	795,601	0.182852	0.182852	0.130525
Abstentions	11	1,770,362	0.406880	0.406880	0.290443
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

6. Appointment of the Board of Statutory Auditors (List no. 1)

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON SHARE CAPITAL
LIST NO. 1	1,394	429,825,036	98.786026	98.786026	70.516586
Against	4	5,184,398	1.191522	1.191522	0.850546
Abstentions	1	97,689	0.022452	0.022452	0.016027
Not voting	0	0	0.000000	0.000000	0.000000
Total	1,399	435,107,123	100.000000	100.000000	71.383159

7. Determination of the remuneration due to 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	1,390	432,708,434	99.448713	99.448713	70.989633
Against	0	0	0.000000	0.000000	0.000000
Abstentions	3	1,372,689	0.315483	0.315483	0.225202
Not voting	6	1,026,000	0.235804	0.235804	0.168324
Total	1,399	435,107,123	100.000000	100.000000	71.383159

8. 2020 remuneration 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	1,305	424,020,785	97.452044	97.452044	69.564348
Against	58	6,791,889	1.560969	1.560969	1.114269
Abstentions	13	1,839,436	0.422755	0.422755	0.301776
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

9. 2019 remuneration report

	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	1,241	414,473,669	95.257845	95.257845	67.998059
Against	133	16,903,441	3.884892	3.884892	2.773159
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

10. 2020 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	1,371	431,027,110	99.062297	99.062297	70.713797
Against	3	350,000	0.080440	0.080440	0.057421
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

11. 2020 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	1,369	431,212,518	99.104909	99.104909	70.744215
Against	5	164,592	0.037828	0.037828	0.027003
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

12. Authorization for the purchase and disposition of treasury shares in order to support the 2020 PFA System for the Personal Financial Advisors

	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	1,372	431,302,110	99.125500	99.125500	70.758913
Against	2	75,000	0.017237	0.017237	0.012304
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

13. Amendments to the Procedures for Shareholders' Meetings

	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	1,373	426,282,304	97.971805	97.971805	69.935370
Against	1	5,094,806	1.170931	1.170931	0.835848
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

s1. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian Civil Code, of the authority to resolve a free share capital increase for a maximum amount of Eur 174,234.39

	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	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

s2. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian Civil Code, of the authority to resolve in 2025 a free share capital increase for a maximum amount of Eur 24,032.91

	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	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159

s3. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian Civil Code, of the authority to resolve in 2024 a free share capital increase for a maximum amount of Eur 37,788.63 and in 2025 for a maximum amount of Eur 70,029.30

	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	1,368	430,978,971	99.051233	99.051233	70.705899
Against	5	369,844	0.085001	0.085001	0.060676
Abstentions	3	1,303,295	0.299534	0.299534	0.213817
Not voting	23	2,455,013	0.564232	0.564232	0.402767
Total	1,399	435,107,123	100.000000	100.000000	71.383159