

File no. 44,890

Record no. 20,703

Partial Minutes of Shareholders Meeting

REPUBLIC OF ITALY

On the 16th day of April in the year two thousand and nineteen  
(April 16th, 2019)

in Milan (province of Milan), Via S. Maria Fulcorina no. 2,

Before me Angelo Busani, Notary Public in Milan, listed on the Register of Notaries Public, of Milan,

The following person is present:

COTTA RAMUSINO ENRICO, born in Sant'Alessio con Vialone (Pavia) on 22 May 1959, domiciled for the purpose at the head office of the above Company;  
the appearing party, of whose personal identity I Notary Public am certain and who, acting in his capacity as Chair of the Board of Directors of

"FinecoBank Banca Fineco S.p.A.",

a bank listed on the register of banks and part of the UniCredit Banking Group (Register of Banking Groups 02008.1), headquartered in Milan (Milan), Piazza Durante no. 11, share capital €200,941,488, fully paid, tax code and number of registration on the Companies Register of Milan, Monza - Brianza and Lodi: 01392970404 - VAT no. 12962340159 (Economic and Administrative Index MI-1598155), company subject to the management and coordination of "UniCredit S.p.A." (hereinafter also "Company", "Bank" or "FinecoBank");

having requested me

(for the purpose of promptly meeting the necessary regulatory obligations) to take the minutes of the Extraordinary Part of the Shareholders' Meeting of the Company held on the 10th (tenth) day of April 2019 (two thousand and nineteen) in two different minutes (the "first" minutes containing the beginning of the Shareholders' Meeting and discussion of the Extraordinary Part of the Agenda and relevant voting; and the "second" minutes containing the beginning of the Shareholders' Meeting and discussion of the Ordinary Part of the Agenda and relevant voting);

now asked me

to read out the first minutes, namely the part containing the beginning of the Meeting and the discussion of the Extraordinary Part of the Agenda, with votes.

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In accepting the request made of me, I declare that this part of said Shareholders' Meeting was held according to the minutes that follow and taken by me the notary both during the Shareholders' Meeting and after its adjournment; I the notary thereby read the aforesaid minutes to the appearing party, which follows hereunder.

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On the 10th day of April in the year two thousand and nineteen  
(10th April 2019)

in Milan (MI), in Piazza Durante no. 11,

at 10:05 (five past ten)

at the request of the management body of:

"FinecoBank Banca Fineco S.p.A.",

a bank listed on the register of banks and part of the UniCredit Banking Group (Register of Banking Groups 02008.1), headquartered in Milan (Milan), Piazza F. Durante no. 11, share capital €200,941,488, fully paid, tax code and number of registration on the Companies Register of Milan, Monza - Brianza and Lodi: 01392970404 - VAT no. 12962340159 (Economic and



Administrative Index MI-1598155), company subject to the management and coordination of "UniCredit S.p.A.";

I the undersigned Angelo BUSANI, Notary Public in Milan, registered with the College of Notaries of Milan, have attended and drafted the minutes of the ordinary and extraordinary meeting of shareholders (hereinafter the "Meeting") of the above Company, which met at a single call in this place at this time and on this date, to discuss and pass resolutions on the following

Agenda:

Ordinary Part

- 1. Approval of the financial statements as at December 31st, 2018 and presentation of the consolidated financial statements.*
- 2. Allocation of the profit for the year 2018 of FinecoBank S.p.A.*
- 3. 2019 Compensation Policy.*
- 4. Severance Payments Policy.*
- 5. 2019 Incentive System for Employees categorised as Key Personnel.*
- 6. 2019 Incentive System for Personal Financial Advisors identified as "Key Personnel".*
- 7. Authorisation for the purchase and disposal of own shares to service the 2019 bonus plan for financial advisers classified as "Key Personnel". Related and consequential resolutions.*

Extraordinary Part:

- 1. Authority granted to the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, to approve a free capital increase – on one or more occasions and for a maximum period of five years starting from the date of the shareholders' resolution, pursuant to Article 2349 of the Italian Civil Code – for a maximum amount of €95,021.85 (to be allocated in full to share capital), through the issue of a maximum of 287,945 new Fineco ordinary shares with a nominal value of €0.33 each, of the same type as those in circulation and with regular dividend entitlement, to be granted to the 2019 Key Personnel of FinecoBank in implementation of the 2019 Bonus Plan; consequent amendments to the Articles of Association.*
- 2. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2024, a free increase of share capital (Article 2349 civil code) of up to €30,731.91 corresponding to a maximum of 93,127 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the 2018 Key Personnel of FinecoBank, in execution of the 2018 Bonus Plan; consequent amendments to the Articles of Association.*
- 3. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2020, a free increase of share capital (Article 2349 civil code) of up to €23,333.64 corresponding to a maximum of 70,708 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the 2014 Key Personnel of FinecoBank, in execution of the 2014 Bonus Plan; consequent amendments to the Articles of Association.*
- 4. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2020, a free increase of share capital (Article 2349 civil code) of up to €139,517.07 corresponding to a maximum of 422,779 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the Beneficiaries of the 2014-2017 Multi Year Plan Top Management, in execution of the Plan; consequent amendments to the Articles of Association.*

The following person is present:

COTTA RAMUSINO ENRICO, born in Sant'Alessio con Vialone (Pavia) on 22 May 1959, domiciled for the purpose at the Company's head office (hereinafter the "Chair"), Chairman of the

Board of Directors of the above Company;

the appearing party of whose personal identity I Notary Public am certain, addressed the meeting and, in accordance with article 10 of the bylaws declared that he would be chairing the ordinary and extraordinary parts, then declared the meeting open.

The Chairman reports, points out and acknowledges that:

- the Shareholders' Meeting is called to discuss and decide on the items on the Agenda listed above ;
- in accordance with current laws and regulations and also article 7 of the bylaws, the notice of meeting contain the details of the agenda had been published on March 8th, 2019 on the website of FinecoBank, at the company's head office and General Management offices, on the website of "Borsa Italiana S.p.A." and on the storage system managed by "Spafid Connect S.p.A." (a copy of the agenda had also been included in the press file provided to the attendees); the notice of meeting was published in abstract form on March 9th, 2019 in the newspapers "Il Sole 24 ore" and "Milano Finanza"; the notice of meeting was also informed to the market by circulation on March 8th, 2019 in a specific press release;
- the documentation regarding the different items on the agenda was publicised as required by applicable regulations before the date of the shareholders' meeting, and therefore its reading shall be omitted.

The Chair asked the undersigned Notary Public Angelo Busani, who was present in the room, to act as Secretary and to draft the minutes for the ordinary and extraordinary part of the meeting in the form of a public deed.

The Chair said that as far as necessary, a system of simultaneous translation of the Italian and English languages had been set up; and that any comments must be made only from the position set up at the right of the chair's table.

He reported that:

- attending for the Board of Directors, in addition to himself, the Chair, were: Francesco Saita (Deputy Chairman), Alessandro Foti (Managing Director and General Manager), Patrizia Albano (Director), Elena Biffi (Director), Gianmarco Montanari (Director), Maurizio Santacroce (Director);
- attending for the Board of Statutory Auditors were: Elena Spagnol (Chairman), Barbara Aloisi (Statutory Auditor), Marziano Viozzi (Statutory Auditor);
- on the other hand, the following members of the Board of Directors justified their absence: Ms Manuela D'Onofrio and Ms Maria Chiara Malaguti.
- also attending were the management personnel of the General Management and other personnel of the Bank in charge of shareholders' meeting operations pursuant to Article 2 of the shareholders' meeting regulations (also pursuant to Article 2, access to experts and to financial analysts and accredited journalists was allowed, and they were accommodated in a separate room although connected to the shareholders' meeting room with a closed-circuit audio-video system);
- Mr Paolo Gibello Ribatto was also present, representing the auditing firm "Deloitte & Touche", which has been commissioned to certify the Company's accounts;
- pursuant to and for the purposes set out in Article 3, paragraph 2 of the shareholders' meeting regulations, the shareholders' meeting is filmed.

The Chair reported that the share capital subscribed and paid as at the date of the meeting, as per the record date of April 1st, 2019, was €200,941,488 (two hundred million nine hundred forty-one thousand four hundred and eighty-eight) and is represented by 608,913,600 (six hundred eight million nine hundred thirteen thousand six hundred) ordinary shares, each

with a nominal value of €0.33 (thirty-three cents).

The Chair also reported that compliance of the mandates with the provisions under Article 2372 civil code and Article 135-novies of Italian Legislative Decree 58 of February 24th, 1998 (Consolidated Finance Act) was checked.

Furthermore, the Chair reported that 760 (seven hundred sixty) shareholder were present (personally and/or by mandate), representing 495,655,638 (four hundred ninety-five six hundred fifty-five six hundred thirty-eight) ordinary shares, equal to 81.399995 (eighty-one and three hundred ninety-nine nine hundred ninety five millionths) per cent of the 608,913,600 (six hundred and eight million, nine hundred thirteen thousand six hundred) shares forming the share capital fully paid and subscribed of the Company.

The Chairman pointed out that four parties holding voting rights gave their mandate to "Computershare S.p.A.", company designated by FinecoBank pursuant to Article 135-undecies of the Consolidated Finance Act, as Designated Representative.

He thus declared that the Meeting had been duly convened and able to pass resolutions on the items on the Agenda, on the Ordinary Part at a single meeting, in accordance with the Law and the Bylaws.

The Chair declared that 16,828 (sixteen thousand eight hundred and twenty-eight) shareholders were listed, according to the Shareholders' Register and as resulting from the checks on eligibility to vote, and the checks required by law; and that, according to the information in the Company's possession, the following shareholders held more than 3 percent of the share capital as of the record date, represented by voting shares: These include:

- "UniCredit S.p.A.", directly for 215,066,403 (two hundred fifteen million sixty-six thousand four hundred and three) ordinary shares representing 35.320 (thirty-five and three hundred and twenty thousands) per cent and indirectly through "UniCredit Bank AG" for 219,550 (two hundred nineteen five hundred and fifty) ordinary shares representing 0.036 per cent of the share capital;

- "BlackRock Inc." indirectly through thirteen subsidiary asset management companies for a total of 41,397,958 (forty-one million three hundred ninety-seven thousand nine hundred fifty-eight) ordinary shares representing 6.799 (six and seven hundred ninety-nine thousandths) per cent of the share capital;

- "Capital Research and Management Company", directly, for 30,738,447 (thirty million seven hundred thirty-eight thousand four hundred forty-seven) shares, representing 5.048 (five and forty-eight thousands) per cent of the share capital.

The Chair reminded that in accordance with Article 8 of the Meeting Regulations any attendees who wished to address the Meeting could book their place at the Secretary's table; and that they, when called upon to speak, must go to the specially set up position, not speaking from the floor.

According to the provisions of Article 17 of the shareholders' meeting regulations, the Chair reported that the voting will take place using a computer vote recording system with radiovoters that each participant has been given together with their instructions. The Chair enjoined that with each voting, after being asked to vote, all holders of voting rights vote by pressing the corresponding button on the radiovoter and to confirm their choice by pressing the "ok" button.

The Chair said that if the device failed to work as described, or if they required any assistance, the attendees are asked to request the intervention of the personnel present in the meeting room; - the delegates and the representatives of fiduciary companies who require differentiated votes for each resolution should declare this, and cast their votes from the assisted voting sta-

tions; the electronic attendance and vote reading system generates the following documents that will be annexed to the Shareholders' Meeting minutes: the list of Shareholders attending and those represented, which will also show identification of the names that should afterwards intervene and that should leave the meeting room, and the separate lists for the different declarations of vote.

The Chair reported that the Report on Corporate Governance and ownership structures pursuant to Article 123-bis of the Consolidated Finance Act relating to the year 2018 was made available to the public in the manners and within the terms required by law; the same report is also contained in the press file, placed inside the work folder received by each participant when entering the room.

The Chair declared that the discussion would now pass to the Ordinary Part of the Meeting.

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*[The minutes of the Ordinary Part of the Agenda have been omitted as they are recorded in separate minutes]*

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The Chair thus declared the discussion of the Ordinary Part of the Agenda to be completed and with the time being 12:05 hours - five minutes past twelve - moved on to the Extraordinary Part of the Agenda to discuss the following matters:

**1. Authority granted to the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, to approve a free capital increase – on one or more occasions and for a maximum period of five years starting from the date of the shareholders' resolution, pursuant to Article 2349 of the Italian Civil Code – for a maximum amount of €95,021.85 (to be allocated in full to share capital), through the issue of a maximum of 287,945 new Fineco ordinary shares with a nominal value of €0.33 each, of the same type as those in circulation and with regular dividend entitlement, to be granted to the 2019 Key Personnel of FinecoBank in implementation of the 2019 Bonus Plan; consequent amendments to the Articles of Association.**

**2. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2024, a free increase of share capital (Article 2349 civil code) of up to €30,731.91 corresponding to a maximum of 93,127 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the 2018 Key Personnel of FinecoBank, in execution of the 2018 Bonus Plan; consequent amendments to the Articles of Association.**

**3. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2020, a free increase of share capital (Article 2349 civil code) of up to €23,333.64 corresponding to a maximum of 70,708 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the 2014 Key Personnel of FinecoBank, in execution of the 2014 Bonus Plan; consequent amendments to the Articles of Association.**

**4. Authority to the Board Of Directors under Article 2443 civil code granting the right to authorise in 2020, a free increase of share capital (Article 2349 civil code) of up to €139,517.07 corresponding to a maximum of 422,779 ordinary FinecoBank shares, each with a nominal value of €0.33, of the same type as those in circulation, with regular dividends, to be allocated to the Beneficiaries of the 2014-2017 Multi Year Plan Top Management, in execution of the Plan; consequent amend-**

### **ments to the Articles of Association.**

The Chair first reported that there are 761 (seven hundred sixty-one) entitled voters with 495,657,638 (four hundred ninety-five million six hundred fifty-seven thousand six hundred thirty-eight) shares, equal to 81.400323 (eighty-one and four hundred thousand three hundred twenty-three millionths) per cent of the 608,913, 600 (six hundred eight million nine hundred thirteen six hundred) shares forming the share capital fully paid and subscribed of the Company; and reminded that four mandates were given to "Computershare S.p.A." with registered office in Milan, the company delegated by FinecoBank pursuant to 135-undecies of the Consolidated Finance Act as Designated Representative.

He declared that the Shareholders' Meeting is thus duly formed and able to pass resolutions on the items on the Agenda in the Extraordinary Part.

Considering the close connection between items 1, 2, 3 and 4 on the Agenda, the Chair proposed that there would be a single discussion of these matters, but that four separate motions would be proposed.

The Chair informed the Meeting that the European Central Bank, also on behalf of the Bank of Italy, which had been previously informed about the proposal submitted for approval by today's Extraordinary Meeting and of the proposed amendments to the Bylaws, had issued its investigatory Provision (Article 56 of the Banking Consolidation Act – TUB) on 9 April 2019.

The Chair proposed (and found no objection to said proposal) to omit the reading of the explanatory reports provided by the Directors since they have been included in the press file made available to all attendees and had also been disclosed to the public earlier than the Meeting dates, as required by law, at the Company's registered office and headquarters, on the website of "Borsa Italiana S.p.A.", on the storage system licensed and managed by "Spafid Connect S.p.A.", and on the website of FinecoBank.

The Chair asked the Managing Director and General Manager to explain the essential elements of the proposed resolutions.

The shareholder Rodinò asked and received the floor, who proposed to not go forward with the explanation of the items on the Agenda, but to instead go directly to the reading of the resolution proposals.

Finding no objections, the Chairman told the Managing Director to limit himself to reading the resolution proposals.

The CEO and Director-General then addressed the meeting, reading the following resolution proposals:

1) on item 1) in the Extraordinary Part of the Agenda:

"1. grant the Board of Directors, in accordance with Article 2443 civil code, the authority to carry out, in 2024, a free increase of share capital (Article 2349 civil code) of up to €30,731.91 (thirty thousand seven hundred thirty-one euros and ninety-one cents), corresponding to a maximum of 93,127 (ninety-three thousand one hundred twenty-seven) ordinary FinecoBank shares, each with a nominal value of €0.33 (thirty-three cents) with the same characteristics as those already in circulation and with regular dividends, to be allocated to the Key Personnel of FinecoBank, in execution of the 2018 Plan approved by the Ordinary Meeting on 11 April 2018. The above capital increase is to be made by using the reserve specifically set up for this purpose, named "Reserve for the medium term bonus plan for FinecoBank personnel" which if necessary may be increased by allocating a share of the profits or of the available statutory reserves formed from the appropriation of the Company's profits, to be identified by the Board of Directors when the authority is exercised;

2. Following the resolution contained in para. 1., amend paragraph 12 of Article 5 of the com-

pany Bylaws as follows: *The Board of Directors may, pursuant to Article 2443 civil code and for a period of five years, perform a free capital increase, pursuant to Article 2349 civil code, on one or more occasions (i) from the date of the meeting resolution of 11 April 2018, up to a maximum of Euro 136,031.94 (to be fully allocated to capital at euro 0.33 per share, equal to the unit nominal value) by issuing up to 412,218 new ordinary FinecoBank shares, and (ii) from the date of the meeting resolution of 10 April 2019, up to a maximum of Euro 30,731.91, by issuing a maximum of 93,127 new ordinary FinecoBank shares, with full allocation to capital at euro 0.33 per share, equal to the unit nominal value of each share, having the same characteristics as those in circulation and with regular dividends, to be allocated to the Key Personnel of FinecoBank for the purposes of the 2018 Bonus Plan;*

2) on item 2) in the Extraordinary Part of the Agenda:

"3. grant the Board of Directors, in accordance with Article 2443 civil code, the authority to carry out, in 2020, a free increase of share capital (Article 2349 civil code) of up to €23,333.64 (twenty-three thousand three hundred thirty-three euros and sixty-four cents), corresponding to a maximum of 70,708 (seventy thousand seven hundred and eight) ordinary FinecoBank shares, each with a nominal value of €0.33 (thirty-three cents) with the same characteristics as those already in circulation and with regular dividends, to be allocated to the Key Personnel of FinecoBank, in execution of the 2014 Plan approved by the Ordinary Meeting on 5 June 2014. The above capital increase is to be made by using the reserve specifically set up for this purpose, named "Reserve for the medium term bonus plan for FinecoBank personnel" which if necessary may be increased by allocating a share of the profits or of the available statutory reserves formed from the appropriation of the Company's profits, to be identified by the Board of Directors when the authority is exercised;

4. introduce a new paragraph into Article 5 of the company Bylaws (paragraph 14) containing the following wording: *The Board Of Directors, under Article 2443 2020 civil code, is authorised to resolve a free increase of share capital in 2020 (Article 2349 civil code) of up to €23,333.64 (to be fully allocated to capital), equal to the unit nominal value of each share, with the issue of up to 70,708 new FinecoBank ordinary shares with a nominal value of €0.33 each, of the same type as those in circulation, with regular dividends, to be allocated to the Key Personnel of FinecoBank, in execution of the 2014 Bonus Plan;*

3) on item 3) in the Extraordinary Part of the Agenda:

"5. grant the Board of Directors, in accordance with Article 2443 civil code, the authority to carry out, in 2020, a free increase of share capital (Article 2349 civil code) of up to €139,517.07 (one hundred thirty-nine thousand five hundred seventeen euros and seven cents), corresponding to a maximum of 422,779 (four hundred twenty-two seven hundred seventy-nine) ordinary FinecoBank shares, each with a nominal value of €0.33 (thirty-three cents) with the same characteristics as those already in circulation and with regular dividends, to be allocated to the Beneficiaries of the "2014-2017 Multi-year Plan Top Management" Plan approved by the Ordinary Meeting on 5 June 2014 in order to execute the 2014-2017 Plan. The above capital increase is to be made by using the reserve specifically set up for this purpose, named "Reserve for the medium term bonus plan for FinecoBank personnel" which if necessary may be increased by allocating a share of the profits or of the available statutory reserves formed from the appropriation of the Company's profits, to be identified by the Board of Directors when the authority is exercised;

6. introduce a new paragraph into Article 5 of the company Bylaws (paragraph 15) containing the following wording: *The Board Of Directors, under Article 2443 civil code, is authorised to resolve a free increase of share capital in 2020 (Article 2349 civil code) of up to €139,517.07*

*(to be fully allocated to capital), equal to the unit nominal value of each share, with the issue of up to 422,779 new FinecoBank ordinary shares with a nominal value of €0.33 each, of the same type as those in circulation, with regular dividends, to be allocated to the Beneficiaries of the "2014-2017 Multi-year Plan Top Management" Plan in order to execute the 204-2017 Plan.;*

4) on item 4) in the Extraordinary Part of the Agenda:

7) grant the Board of Directors, in accordance with Article 2443 civil code, the authority to carry out, on multiple occasions and for a period of up to five years from the date of the Meeting resolution, a free increase of the share capital (Article 2349 civil code) of up to €95,021.85 (ninety-five thousand twenty-one and eighty-five cents) (to be allocated fully to capital) through the issue of a maximum of 287,945 (two hundred eighty-seven thousand nine hundred forty-five) new ordinary FinecoBank shares each with a nominal value of €0.33 (thirty-three cents) with the same characteristics as those already in circulation and with regular dividends, to be allocated to the Key Personnel of FinecoBank in order to execute the 2019 Plan approved by today's ordinary Meeting. The above capital increase is to be made by using the reserve specifically set up for this purpose, named "Reserve for the medium term bonus plan for FinecoBank personnel" which if necessary may be increased by allocating a share of the profits or of the available statutory reserves formed from the appropriation of the Company's profits, to be identified by the Board of Directors when the authority is exercised;

8. introduce a new paragraph into Article 5 of the company Bylaws (paragraph 16) containing the following wording: *The Board of Directors may, in accordance with Article 2443 civil code, authorise, on multiple occasions for a period of up to five years from the date of the Meeting resolution on 10 April 2019, a free increase of share capital (Article 2349 civil code) of up to €95,021.85 (to be allocated fully to capital), equal to the nominal unit value, through the issue of a maximum of 287,945 new ordinary FinecoBank shares each with a nominal value of €0.33 with the same characteristics as those already in circulation and with regular dividends, to be allocated to the Key Personnel of FinecoBank, in execution of the 2019 Bonus Plan."*;

9. grant the Board of Directors all the powers necessary for the issue of the new shares;

10. grant the Managing Director and General Manager all necessary powers in order to:

(i) execute the above resolutions in accordance with the terms and conditions of the laws and regulations in force, pro tempore;

(ii) accept or introduce, into those resolutions, any amendments (provided that they do not alter the substance of the resolutions as past) that may be necessary in order to fully comply with the requirements for registration of the resolution on the Companies Register);

(iii) arrange for legal depositing and registration, with an advance declaration of approval and ratification;

(iv) make the consequential amendments to Article 5 of the Bylaws as per the above resolution".

The Chair then addressed the Meeting again, thanked the CEO and Director-General for the explanation, and declared the discussion open.

Finding that there was no request to address the Meeting, the Chair closed discussion and then declared the vote would be held.

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The Chair put to the vote the motion on item 1) in the Extraordinary Part of the Agenda, in relation to the proposal to grant the Board of Directors the power to authorise a free increase of share capital to service the 2019 bonus plan.

The Chair asked any attendees who had left the room to come back in and asked (without ob-



taining any reply) whether there were any grounds for exclusion from the right to vote or any limitations for the purposes of Articles 120, 121, 122 TUF, and Articles 19, 20, 24 and 25 TUB. The vote was then called and held and after the procedure was completed the following result was declared:

- 760 (seven hundred sixty) attendees with voting rights voted, regarding 495,655,638 (four hundred ninety-five million six hundred fifty-five thousand six hundred thirty-eight) shares, equal to 81.399995 (eighty-one and three hundred ninety-nine thousand nine hundred ninety-five millionths) per cent of the share capital;
- votes in favour: 490,534,555 (four hundred ninety million five hundred thirty-four thousand five hundred fifty-five), equal to 98.966806 (ninety-eight and nine hundred sixty-six thousand eight hundred and six millionths) per cent of the shares having voting rights and equal to 80.558975 (eighty and five hundred fifty-eight thousand nine hundred seventy-five millionths) per cent of the share capital;
- votes against: 5,120,710 (five million one hundred twenty seven hundred ten), equal to 1.033118 (one and thirty-three thousand one hundred eighteen millionths) per cent of the shares with voting rights and equal to 0.840958 per cent of the share capital;
- abstentions: 373 (three hundred seventy-three), equal to 0.000075 (seventy-five millionths) per cent of the shares having voting rights and equal to 0.000061 (sixty-one millionths) per cent of the share capital;
- shares not participating in the vote: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

The Chair thus declared that the motion to grant the Board of Directors the power to resolve a free increase in share capital to service the bonus plan for the year 2019, has been approved by the majority.

It is acknowledged that no share for which mandate was given to the Designated Representative was excluded from voting pursuant to Article 135 undecies, para. three of the Consolidated Finance Act.

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The Chair put to the vote the motion on item 2) in the Extraordinary Part of the Agenda, in relation to the proposal to grant the Board of Directors the power to authorise in 2024 a free increase of share capital to service the 2018 bonus plan.

The Chair asked any attendees who had left the room to come back in and asked (without obtaining any reply) whether there were any grounds for exclusion from the right to vote or any limitations for the purposes of Articles 120, 121, 122 TUF, and Articles 19, 20, 24 and 25 TUB. The vote was then called and held and after the procedure was completed the following result was declared:

- 760 (seven hundred sixty) attendees with voting rights voted, regarding 495,655,638 (four hundred ninety-five million six hundred fifty-five thousand six hundred thirty-eight) shares, equal to 81.399995 (eighty-one and three hundred ninety-nine thousand nine hundred ninety-five millionths) per cent of the share capital;
- votes in favour: 491,119,428 (four hundred ninety-one million one hundred nineteen four hundred twenty-eight), equal to 99.084806 (ninety-nine and eighty-four thousand eight hundred six millionths) per cent of the shares with voting rights and equal to 80.655027 (eighty and six hundred fifty-five thousand twenty-seven millionths) per cent of the share capital;
- votes against: 4,536,210 (four million five hundred thirty-six thousand two hundred ten), equal to 0.915194 (nine hundred fifteen thousand ninety-four millionths) per cent of the shares with voting rights and equal to 0.744968 (seven hundred forty-four thousand nine

hundred sixty-eight millionths), per cent of the share capital;

- abstentions: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

- shares not participating in the vote: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

The Chair thus declared that the motion to grant the Board of Directors the power to resolve in 2024 a free increase in share capital to service the bonus plan for the year 2018, has been approved by the majority.

It is acknowledged that no share for which mandate was given to the Designated Representative was excluded from voting pursuant to Article 135 undecies, para. three of the Consolidated Finance Act.

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The Chair put to the vote the motion on item 3) in the Extraordinary Part of the Agenda, in relation to the proposal to grant the Board of Directors the power to authorise in 2020 a free increase of share capital to service the 2014 bonus plan.

The Chair asked any attendees who had left the room to come back in and asked (without obtaining any reply) whether there were any grounds for exclusion from the right to vote or any limitations for the purposes of Articles 120, 121, 122 TUF, and Articles 19, 20, 24 and 25 TUB.

The vote was then called and held and after the procedure was completed the following result was declared:

- 760 (seven hundred sixty) attendees with voting rights voted, regarding 495,655,638 (four hundred ninety-five million six hundred fifty-five thousand six hundred thirty-eight) shares, equal to 81.399995 (eighty-one and three hundred ninety-nine thousand nine hundred ninety-five millionths) per cent of the share capital;

- votes in favour: 491,119,428 (four hundred ninety-one million one hundred nineteen four hundred twenty-eight), equal to 99.084806 (ninety-nine and eighty-four thousand eight hundred six millionths) per cent of the shares with voting rights and equal to 80.655027 (eighty and six hundred fifty-five thousand twenty-seven millionths) per cent of the share capital;

- votes against: 4,536,210 (four million five hundred thirty-six thousand two hundred ten), equal to 0.915194 (nine hundred fifteen thousand ninety-four millionths) per cent of the shares with voting rights and equal to 0.744968 (seven hundred forty-four thousand nine hundred sixty-eight millionths), per cent of the share capital;

- abstentions: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

- shares not participating in the vote: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

The Chair thus declared that the motion to grant the Board of Directors the power to resolve in 2020 a free increase in share capital to service the bonus plan for the year 2014, has been approved by the majority.

It is acknowledged that no share for which mandate was given to the Designated Representative was excluded from voting pursuant to Article 135 undecies, para. three of the Consolidated Finance Act.

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The Chair put to the vote the motion on item 4) in the Extraordinary Part of the Agenda, in relation to the proposal to grant the Board of Directors the power to authorise in 2020 a free increase of share capital to service the 2014/2017 Multi Year Plan Top Management plan.

The Chair asked any attendees who had left the room to come back in and asked (without ob-

taining any reply) whether there were any grounds for exclusion from the right to vote or any limitations for the purposes of Articles 120, 121, 122 TUF, and Articles 19, 20, 24 and 25 TUB. The vote was then called and held and after the procedure was completed the following result was declared:

- 760 (seven hundred sixty) attendees with voting rights voted, regarding 495,655,638 (four hundred ninety-five million six hundred fifty-five thousand six hundred thirty-eight) shares, equal to 81.399995 (eighty-one and three hundred ninety-nine thousand nine hundred ninety-five millionths) per cent of the share capital;
- votes in favour: 429,459,963 (four hundred twenty-nine million four hundred fifty-nine thousand nine hundred sixty-three), equal to 86.644826 (eighty-six and six hundred forty-four thousand eight hundred twenty-six millionths) per cent of the shares with voting rights and equal to 70.528883 (seventy and five hundred twenty-eight thousand eight hundred eighty-three millionths) per cent of the share capital;
- votes against: 64,472,262 (sixty-four million four hundred seventy-two thousand two hundred sixty-two), equal to 13.007471 (thirteen and seven thousand four hundred seventy-one millionths) per cent of the shares with voting rights and equal to 10.588080 (ten and five hundred eighty-eight thousand eighty millionths) per cent of the share capital;
- abstentions: 1,723,413 (one million seven hundred twenty-three four hundred thirteen), equal to 0.347704 (three hundred forty-seven thousand seven hundred four millionths) per cent of the shares having voting rights and equal to 0.283031 (two hundred eighty-three thousand thirty-one millionths) per cent of the share capital;
- shares not participating in the vote: zero, equal to zero per cent of the shares having voting rights and equal to zero per cent of the share capital.

The Chair thus declared that the motion to grant the Board of Directors the power to resolve in 2020 a free increase in share capital to service the 2014/2017 Multi Year Plan Top Management, has been approved by the majority.

It is acknowledged that no share for which mandate was given to the Designated Representative was excluded from voting pursuant to Article 135 undecies, para. three of the Consolidated Finance Act.

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There being no other matters to decide on, and no one having asked to address the Meeting, the Chair thanked the attendees and declared the Meeting closed at 12:30 (twelve thirty).

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The following documents were annexed to these Minutes (which were not read out by express dispensation by the appearing party):

- Appendix "A", a list of attendees at the time the Extraordinary Part of the Agenda was opened;
- Appendix "B", the Provision of the European Central Bank of 9 April 2019 (together with the Italian translation which was done by me Notary Public, as I speak English);
- Appendix "C", the Explanatory Report on items 1., 2., 3. and 4. of the Extraordinary Part of the Agenda;
- Appendix "D", the result of the vote on item 1. of the Extraordinary Part of the Agenda;
- Appendix "E", the result of the vote on item 2. of the Extraordinary Part of the Agenda;
- Appendix "F", the result of the vote on item 3. of the Extraordinary Part of the Agenda;
- Appendix "G", the result of the vote on item 4. of the Extraordinary Part of the Agenda;
- Appendix "H", the new version of the company Bylaws.

As requested,

*This is an English translation of the original Italian document. The original version in Italian prevails*

I the Notary received these minutes that, written by electronic means by a trusted person, and in part by myself, I read to the person appearing before, who, at my request, approved and signed it, with me the Notary, at around ten forty AM;. This instrument comprises six written folios with twenty-two sides and up to this point of the twenty-third page.

Signed Enrico Cotta Ramusino

Signed Angelo Busani

Extraordinary Shareholders' Meeting of April 10, 2019

SITUATION AT THE OPENING

I hereby declare that there are currently voting rights holders on their own behalf or by proxy:

N° **761** corresponding to n° **495,657,638** ordinary shares equal to **81.400323%** of the n. **608,913,600** shares of the share capital fully subscribed an paid-in.

Shareholders:  
Shareholders on own  
behalf:

761 People:  
14 Shareholders by proxy:

18  
747

List of owners ordinary shares taking part in the meeting held on April 10, 2019 in single call.  
The proxies have been given in compliance with the provisions set forth in Article 2372 of the Italian Civil Code.

PRESENT IN/PER			SHARES	
On own behalf	Proxy		On own behalf	Proxy
1	0	AUSILIO ROSA GIUSEPPINA	373	0
1	0	BONETTI EMANUELE	10	0
0	1	CAGLIA MARIA	0	215,066,403
1	0	CEI GIOVANNI FRANCESCO	6,371	0
1	0	CERASUOLO STEFANO	16,017	0
0	416	CLERICI CAMILLA	0	141,141,476
1	0	DE TOMASI PAOLA	6,000	0
0	326	ESPOSITO MARCO	0	137,602,339
1	0	FOGLI MAURIZIO	769	0
0	4	FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPRESENTANTE DESIGNATO EX ART.135 UNDECIES TUF,	0	1,726,930
1	0	GHIBAUDI LEOPOLDO	9,000	0
1	0	LOIZZI GERMANA	3	0
1	0	PRANDINI GIULIANO	6,500	0
1	0	RODINO DEMETRIO	2	0
1	0	ROSSI MARCO	73,439	0
1	0	TIMUS ANDREEA	5	0
1	0	ZACCARDI ANTONELLA	1	0
13	747	Opening Meeting	118,490	495,537,148
			<b>TOTAL:</b>	<b>495,655,638</b>
		Entered/Exited later:		
1	0	AMADEI STEFANO	2,000	0
14	747	Approval of the FinecoBank S.p.A. financial statement as at December 31, 2018	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	Allocation of the net profit for the year 2018 of FinecoBank S.p.A.	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	2019 Compensation Policy	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	Termination Payments Policy	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	2019 Incentive System for Employees Identified Staff	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	2019 Incentive System for Personal Financial Advisors "Identified Staff"	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
14	747	Authorisation of purchase and disposal of treasury shares, in order to implement the 2019 Incentive System	120,490	495,537,148
			<b>TOTAL:</b>	<b>495,657,638</b>
		Entered/Exited later:		
-1	0	AMADEI STEFANO	-2,000	0
13	747	Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System	118,490	495,537,148
			<b>TOTAL:</b>	<b>495,655,638</b>

Legenda:

(i) Vote received by Internet procedure

List of owners ordinary shares taking part in the meeting held on April 10, 2019 in single call.  
The proxies have been given in compliance with the provisions set forth in Article 2372 of the Italian Civil Code.

PRESENT IN/PER			SHARES	
On own behalf	Proxy		On own behalf	Proxy
13	747	<b>Entered/Exited later: Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation on the 2018 Incentive System</b>	118,490	495,537,148
			<b>TOTAL:</b>	<b>495,655,638</b>
13	747	<b>Entered/Exited later: Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System</b>	118,490	495,537,148
			<b>TOTAL:</b>	<b>495,655,638</b>
13	747	<b>Entered/Exited later: Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management</b>	118,490	495,537,148
			<b>TOTAL:</b>	<b>495,655,638</b>

Legenda:

(i) Vote received by Internet procedure

**FinecoBank S.p.A.**  
**Ordinary/Extraordinary Shareholders' Meeting**  
**in single call**  
**\* LIST OF PROXY GIVERS \***

1	Proxy givers of <b>CAGLIA MARIA</b>  UNICREDIT S.P.A,	Badge n° <b>6254</b> Shares <b>215,066,403</b>  <b>215,066,403</b>
2	Proxy givers of <b>CLERICI CAMILLA</b>  AGENTE:STATE STREET BANK AND TRUST COMPANY/FEDERATED KAUFMANN FUND I,2,C, ACTIONS AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD TOTAL WORLD STOCK INDEX FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/NEW YORK STATE DEFERRED COMPENSATION PLAN RICHIEDENTE:UBS CH AG FM CLIENT ASSETS/UBS FUND MGT (CH) AG CH0516/UBSCHIF2-EGSCPII RICHIEDENTE:CBNY SA GOVERNMENT OF NORWAY/GOVERNMENT OF NORWAY RICHIEDENTE:CBLDN S/A LEGAL AND GENERAL/LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED AGENTE:NORTHERN TRUST COMPANY/STATE TEACHERS RETIREMENT SYSTEM OF OHIO RICHIEDENTE:CBLDN-SPD PGGM (DMAE2TR)/STICHTING PGGM DEPOSITARY RICHIEDENTE:CBLUX SA THREADNEEDLE (LUX)/THREADNEEDLE (LUX AGENTE:NORTHERN TRUST COMPANY/MORGAN STANLEY DEFINED CONTRIBUTION MASTER TRUST AGENTE:NORTHERN TRUST COMPANY/NTGI-QM COMMON DAILY ALL COUNWD EX-US INV MKT INDEX F NONLEND AGENTE:NORTHERN TRUST COMPANY/EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS AGENTE:NORTHERN TRUST COMPANY/INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN AGENTE:NORTHERN TRUST COMPANY/NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST AGENTE:NORTHERN TRUST COMPANY/NEW ZEALAND SUPERANNUATION FUND AGENTE:NORTHERN TRUST COMPANY/GENERAL PENSION AND SOCIAL SECURITY AUTHORITY AGENTE:NORTHERN TRUST COMPANY/LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM AGENTE:NORTHERN TRUST COMPANY/UTAH STATE RETIREMENT SYSTEMS AGENTE:NORTHERN TRUST COMPANY/WHEELS COMMON INVESTMENT FUND AGENTE:NORTHERN TRUST COMPANY/PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO AGENTE:NORTHERN TRUST COMPANY/MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO AGENTE:NORTHERN TRUST GLOBAL SERVICES LTD/UNIVEST AGENTE:STATE STREET BANK AND TRUST COMPANY/FEDERATED KAUFMANN SMALL CAP FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/INTERNATIONAL MONETARY FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/STATE OF ALASKA RETIREMENT AND BENEFITS PLANS AGENTE:STATE STREET BANK AND TRUST COMPANY/UAW RETIREE MEDICAL BENEFITS TRUST AGENTE:STATE STREET BANK AND TRUST COMPANY/HARTFORD INTERNATIONAL OPPORTUNITIES HLS FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/THE HARTFORD INTERNATIONAL OPPORTUNITIES FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/TCW INTERNATIONAL SMALL CAP FUND AGENTE:STATE STREET BANK AND TRUST COMPANY/ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM AGENTE:STATE STREET BANK AND TRUST COMPANY/MERCER QIF CCF AGENTE:STATE STREET BANK AND TRUST COMPANY/CITY OF NEW YORK GROUP TRUST AGENTE:STATE STREET BANK AND TRUST COMPANY/SSGA SPDR ETFS EUROPE II PUBLIC LIMITED COMPANY AGENTE:STATE STREET BANK AND TRUST COMPANY/CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM AGENTE:STATE STREET BANK AND TRUST COMPANY/CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM AGENTE:STATE STREET BANK AND TRUST COMPANY/THE WELLINGTON TR COM NATIONAL ASS MULT COLLECT INV F TRUST AGENTE:STATE STREET BANK AND TRUST COMPANY/THE WELLINGTON TR CO NAT ASS MULT COM GLB OPPORT PTF AGENTE:STATE STREET BANK AND TRUST COMPANY/THE WELLINGTON TR CO NAT ASS MULT COLLECTIVE INV F TRUST II AGENTE:STATE STREET BANK AND TRUST COMPANY/PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY AGENTE:STATE STREET BANK AND TRUST COMPANY/SS BK AND TRUST COMPANY INV FUNDS FOR TAXEXEMPT RETIREMENT PL AXA WORLD FUNDS AGENTE:STATE STREET BANK AND TRUST COMPANY/UBS ETF AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES MSCI EAFE SMALL CAP ETF AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES CORE MSCI EAFE ETF AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES CORE MSCI EAFE IMI INDEX ETF AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES MSCI EUROPE IMI INDEX ETF AGENTE:STATE STREET BANK AND TRUST COMPANY/COLLEGE RETIREMENT EQUITIES FUND	Badge n° <b>6946</b> Shares <b>4,500,000</b> <b>480,000</b> <b>135,751</b> <b>70,716</b>  <b>123,224</b> <b>8,535,765</b> <b>1,451,479</b>  <b>161,245</b> <b>373,275</b> <b>1,432,414</b> <b>45,328</b> <b>10,336</b>  <b>37,833</b> <b>369,111</b> <b>416,265</b>  <b>26,728</b> <b>60,671</b> <b>41,051</b> <b>63,829</b> <b>4,261</b> <b>161,116</b> <b>9,866</b>  <b>100</b> <b>1,550,930</b> <b>20,583</b> <b>17,051</b>  <b>69,119</b> <b>418,556</b>  <b>1,045,383</b>  <b>14,583</b> <b>63,108</b>  <b>919,578</b> <b>405,302</b> <b>31,323</b>  <b>653,509</b>  <b>4,281,945</b>  <b>103,805</b>  <b>56,583</b>  <b>211,827</b>  <b>98,478</b>  <b>769,893</b>  <b>12,362,539</b> <b>117,004</b> <b>1,705,145</b> <b>1,586,923</b> <b>41,832</b> <b>8,959</b> <b>330,638</b>



**FinecoBank S.p.A.**  
**Ordinary/Extraordinary Shareholders' Meeting**  
**in single call**  
**\* LIST OF PROXY GIVERS \***

AGENTE:STATE STREET BANK AND TRUST COMPANY/MULTI-STYLE, MULTI-MANAGER FUNDS PLC	26,733
AGENTE:STATE STREET BANK AND TRUST COMPANY/MSCI EAFE SMALL CAP PROV INDEX SEC COMMON TR F	147,607
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES VII PLC	625,686
AGENTE:STATE STREET BANK AND TRUST COMPANY/BLACKROCK AM SCH AG OBO BIFS WORLD EX SW SMALL CAP EQ INDEX F	1,807
AGENTE:STATE STREET BANK AND TRUST COMPANY/ANIMA FUNDS PLC	114,985
AGENTE:STATE STREET BANK AND TRUST COMPANY/DB X-TRACKERS	368,937
ALLIANZ GLOBAL INVESTORS FUND	741,352
RICHIEDENTE:CBLDN SA CIP-DEP-TIF-EUR SML COMP FND/THREADNEEDLE INVESTMENT FUNDS ICVC	1,025,326
RICHIEDENTE:UBS CH AG FM CLIENT ASSETS/CH0526 - UBS (CH) INSTITUTIONAL FUND - EQUITIES GLOBAL SMALL CAP PASSIVE II	15,606
RICHIEDENTE:CBNY SA NORGES BANK/NORGES BANK	95,217
AGENTE:STATE STREET BANK AND TRUST COMPANY/ALLIANZ ACTIONS EURO PME-ETI	85,200
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD DEVELOPED MARKETS INDEX FUND	2,363,012
AGENTE:STATE STREET BANK AND TRUST COMPANY/UBS (US) GROUP TRUST	14,800
CIBC INTERNATIONAL SMALL COMPANIES FUND	30,407
AGENTE:NORTHERN TRUST COMPANY/BLUE SKY GROUP	100,000
AGENTE:NORTHERN TRUST COMPANY/SUTTER HEALTH MASTER RETIREMENT TRUST	388,300
AGENTE:NORTHERN TRUST COMPANY/FORD MOTOR COMPANY OF CANADA, LIMITED PENSION TRUST	1,181
AGENTE:NORTHERN TRUST COMPANY/THE TRUSTEES OF ZURICH FINANCIAL SERVICES UK PENSION SCHEME	665,609
AGENTE:NORTHERN TRUST COMPANY/SSGA GROSS ROLL UP UNIT TRUST	14,274
AGENTE:NORTHERN TRUST COMPANY/LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME	5,796
AGENTE:STATE STREET BANK AND TRUST COMPANY/LAUDUS INTERNATIONAL MARKETMASTERS FUND	381,095
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY STRATEGIC ASSET ALL, INC, STRAT ALL CONS F	5,174
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY STRAT ASSET ALL, INC, STRAT ALL MODERATE F	23,279
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY STRAT ASSET ALL, INC, STRATEGIC ALL AGGR F	24,162
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, INTL OPPORTUNITIES	646,378
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY WORLD MUTUAL FUNDS INC - NT INT SM MID CAP F	396,082
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, - GLO SMALL CAP FD	15,254
AGENTE:STATE STREET BANK AND TRUST COMPANY/AMERICAN CENTURY RETIREMENT DATE TRUST	191,974
AGENTE:STATE STREET BANK AND TRUST COMPANY/EATON VANCE INTERNATIONAL SMALL-CAP FUND	21,857
AGENTE:STATE STREET BANK AND TRUST COMPANY/MARYLAND STATE RETIREMENT & PENSION SYSTEM	16,942
AGENTE:STATE STREET BANK AND TRUST COMPANY/MGI FUNDS PLC	81,766
AGENTE:STATE STREET BANK AND TRUST COMPANY/STATE OF MONTANA BOARD OF INVESTMENTS	206,077
AGENTE:STATE STREET BANK AND TRUST COMPANY/STATE OF NEW JERSEY COMMON PENSION FUND	208,513
AGENTE:STATE STREET BANK AND TRUST COMPANY/CANADA PENSION PLAN INVESTMENT BOARD	175,900
AGENTE:STATE STREET BANK AND TRUST COMPANY/BANK OF KOREA	153,715
AGENTE:STATE STREET BANK AND TRUST COMPANY/STATE STREET IRELAND UNIT TRUST	2,002
AGENTE:STATE STREET BANK AND TRUST COMPANY/TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	605,765
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	6,023
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD FTSE DEVELOPED ALL CAP EX NORTH AMERICA INDEX ETF	13,703
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD INVESTMENTS II COMMON CONTRACTUAL FUND	30,305
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND	45,597
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD FTSE DEVELOPED EUROPE INDEX ETF	1,123
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLS FARGO BK DECL OF TR EST INV FUNDS FOR EMPLOYEE BEN TR	69,371
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND	10,104
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE INTERNATIONAL MIDCAP DIVIDEND FUND	45,653
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE EUROPE HEDGED SMALLCAP EQUITY FUND	115,478
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLINGTON MANAGEMENT FUNDS (IRELAND) PLC	2,081
BLACKROCK STRATEGIC FUNDS	139,170
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES MSCI EUROPE SMALL-CAP ETF	84,262
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	249,390

**FinecoBank S.p.A.**  
**Ordinary/Extraordinary Shareholders' Meeting**  
**in single call**  
**\* LIST OF PROXY GIVERS \***

AGENTE:STATE STREET BANK AND TRUST COMPANY/CONNECTICUT GENERAL LIFE INSURANCE COMPANY	827
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST	166,595
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE TRUSTEES OF BP PENSION FUND	280,946
AGENTE:STATE STREET BANK AND TRUST COMPANY/MANAGED PENSION FUNDS LIMITED	165,416
AGENTE:STATE STREET BANK AND TRUST COMPANY/FAMILY INVESTMENTS CHILD TRUST FUND	11,150
AGENTE:STATE STREET BANK AND TRUST COMPANY/FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND	9,961
AGENTE:STATE STREET BANK AND TRUST COMPANY/HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND	347,373
AGENTE:STATE STREET BANK AND TRUST COMPANY/STICHTING PHILIPS PENSIOENFONDS	56,707
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND FD	72,671
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX F	134,143
AGENTE:STATE STREET BANK AND TRUST COMPANY/SUNSUPER SUPERANNUATION FUND	42,483
AGENTE:NORTHERN TRUST COMPANY/FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST	15,170
AGENTE:NORTHERN TRUST COMPANY/PYRAMIS GROUP TRUST FOR EMPLOYEE BENEFIT PLANS	28,446
AGENTE:STATE STREET BANK AND TRUST COMPANY/CALVERT RESP INX SRS, INC.-CLVRT DVD MRKTS EX-U,S, RSP INX FD	2,736
AGENTE:STATE STREET BANK AND TRUST COMPANY/SIEFORE XXI BANORTE CONS, SOC ANON DE CAPITAL VARIABLE	536,261
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES CORE MSCI EUROPE ETF	161,327
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES II PUBLIC LIMITED COMPANY	147,636
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD DEVEL ALL-CAP EX NORTH AMERICA EQT IND POOLED FUND	1,110
BRIDGE BUILDER INTERNATIONAL EQUITY FUND	1,107,600
RICHIEDENTE:UBS AG-ZURICH SA OMNIBUS NON RESIDENT/UBS FUND MANAGEMENT (SWITZERLAND) AG,	83,980
RICHIEDENTE:UBS (LUXEMBOURG) SA/UBS (LUX) EQUITY SICAV	303,561
CIPAV ALOIS	69,622
SOGECAP ACTIONS SMALL CAP	995,455
SG ACTIONS EUROPE MID CAP	196,930
CNP ASSUR SMALL CAP	193,000
ASSURDIX	44,516
CPR SILVER AGE	2,079,075
AGENTE:NORTHERN TRUST COMPANY/THE CURATORS OF THE UNIVERSITY OF MISSOURI	40,552
AGENTE:NORTHERN TRUST COMPANY/DFI LP EQUITY (PASSIVE)	1,693
AGENTE:NORTHERN TRUST COMPANY/BATTELLE MEMORIAL INSTITUTE	12,240
AGENTE:NORTHERN TRUST COMPANY/THE HEALTH FOUNDATION	25,840
AGENTE:NORTHERN TRUST COMPANY/UNITED MINE WORKERS OF AMERICA 1974 PENSION TRUST	49,146
AGENTE:STATE STREET BANK AND TRUST COMPANY/FEDERATED KAUFMANN FUND II	121,900
AGENTE:STATE STREET BANK AND TRUST COMPANY/SCHWAB INTERNATIONAL EQUITY ETF	426,629
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLINGTON GLOBAL OPPORTUNITIES FUND (CANADA)	119,912
AGENTE:STATE STREET BANK AND TRUST COMPANY/MFS HERITAGE TRUST COMPANY COLLECTIVE INVESTMENT TRUST	122,205
AGENTE:STATE STREET BANK AND TRUST COMPANY/CALVERT WORLD VALUES F INC - CALVERT INT OPPORTUNITIES FUND	115,510
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	54,394
AGENTE:STATE STREET BANK AND TRUST COMPANY/MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN	269,031
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE GABELLI GLOBAL SMALL AND MID CAP VALUE TRUST	53,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND	27,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE HARTFORD INTERNATIONAL GROWTH FUND	91,340
AGENTE:STATE STREET BANK AND TRUST COMPANY/HARTFORD INTERNATIONAL EQUITY FUND	199,550
AGENTE:STATE STREET BANK AND TRUST COMPANY/VALIC COMPANY II INTERNATIONAL OPPORTUNITIES FUND	113,558
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE INTERNATIONAL EQUITY FUND	45,279
MFS MERIDIAN FUNDS	639,019
KIEGER FUND I	19,599
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL INVESTMENT COMPANY - RUSSELL INTERN DEVELOPED MKT F	268,260
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES PUBLIC LIMITED COMPANY	300,518
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES I INVESTK MIT TGV F ISHS ST, EUROPE600 BS UCITS ETF DE	222,120
AGENTE:STATE STREET BANK AND TRUST COMPANY/BLACKROCK AM DE FOR ISHS EURO STOXX BANKS 30-15 UCITS ETF (DE)	1,198,085
AGENTE:STATE STREET BANK AND TRUST COMPANY/BLACKROCK AM DE FOR ISHARES EURO STOXX	127,177

**FinecoBank S.p.A.**  
**Ordinary/Extraordinary Shareholders' Meeting**  
**in single call**  
**\* LIST OF PROXY GIVERS \***

UCITS ETF (DE)	
AGENTE:STATE STREET BANK AND TRUST COMPANY/BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE)	273,368
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE TRUSTEES OF CONOCOPHILLIPS PENSION PLAN	6,888
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND	1,213
AGENTE:STATE STREET BANK AND TRUST COMPANY/KP INTERNATIONAL EQUITY FUND	25,442
AGENTE:STATE STREET BANK AND TRUST COMPANY/E,SUN COMM BANK LTD IN ITS CAP AMC OF NOM EUR MID SM CAP GR F	20,498
AGENTE:NORTHERN TRUST COMPANY/LEGAL & GENERAL GLOBAL EQUITY INDEX FUND	1,487
RICHIEDENTE:MORGAN ST & CO, INTL PLC SA IPB/AHL DESERTWOOD FUND LIMITED C/O CITCO TRUSTEES (CAYMAN) LIMITED	20,977
MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST	77,215
ANTHONY K, KESMAN TRUSTEE	685
MANNING AND NAPIER FUND INC PRO BLEND MODERATE TERM SERIES	8,830
THE BAKERY AND CONFECTIONERY UNION AND INDUSTRY INTERNATIONAL PENSION FUND	120,215
MANNING AND NAPIER FUND INC,OVERSEAS SERIES	760,510
MANNING AND NAPIER ADVISORS INC	221,640
RICHIEDENTE:MORGAN STANLEY AND CO, LLC/AHL DIRECTIONAL EQUITIES MASTER LIMITED	8,177
RICHIEDENTE:CBHK-CTL AS TST OF BPF-BWEIF-C/CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	326
RICHIEDENTE:CBLDN S/A LEGAL AND GENERAL/LEGAL AND GENERAL	89,988
RICHIEDENTE:CBLDN-CIL DEP SLIC ER EX UK SM CM FD-XESC/SLIC ER EX UK SM CM FD XESC	273,095
RICHIEDENTE:CITIBANK N,A, LONDON STANDARD LIFE INVESTMENT CO GLOBAL/STANDARD LIFE INVESTMENT COMPANY GLOBAL SMALLER	2,994,221
LYXOR EURO STOXX 300	35,146
EDMOND DE ROTHSCHILD EUROPE MIDCAP	142,000
FCP GROUPAMA PHARMA DIVERSIFIE	83,492
THE GREAT-WEST LIFE ASSURANCE COMPANY	40,001
ONTARIO PENSION BOARD ,	216,750
EPOCH GLOBAL EQUITY FUND	407,820
IMPERIAL INTERNATIONAL EQUITY POOL	409,668
IMPERIAL OVERSEAS EQUITY POOL	21,821
LONDON LIFE INSURANCE COMPANY	319,462
AGENTE:STATE STREET BANK AND TRUST COMPANY/MANUFACTURERS AND TRADERS TRUST COMPANY	1,225
AGENTE:STATE STREET BANK AND TRUST COMPANY/MANNING AND NAPIER	599,715
AGENTE:STATE STREET BANK AND TRUST COMPANY/ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS GHS	104,163
AGENTE:STATE STREET BANK AND TRUST COMPANY/SCPMG KEOGH PLAN	7,577
AGENTE:STATE STREET BANK AND TRUST COMPANY/VALIC COMPANY I - ASSET ALLOCATION FUND	2,893
AGENTE:STATE STREET BANK AND TRUST COMPANY/PARAMETRIC INTERNATIONAL EQUITY FUND	8,950
AGENTE:STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	3,280
AGENTE:STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	12,735
AGENTE:STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON ETF TRUST-FRANKL LIBERTY INT OPPORTUN ETF	10,759
AGENTE:STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	195
AGENTE:STATE STREET BANK AND TRUST COMPANY/GUARDIAN INTERNATIONAL GROWTH VIP FUND	121,981
AGENTE:STATE STREET BANK AND TRUST COMPANY/GAM STAR FUND P,L,C,	4,296,530
AGENTE:STATE STREET BANK AND TRUST COMPANY/MAINSTAY EPOCH CAPITAL GROWTH FUND	90,977
AGENTE:STATE STREET BANK AND TRUST COMPANY/KANSAS PUBLIC EMPLOYEES RETIREMENT SYSTEM	123,900
AGENTE:STATE STREET BANK AND TRUST COMPANY/GTAA PANTHER FUND L,P	2,713
AGENTE:STATE STREET BANK AND TRUST COMPANY/PRINCIPAL EXCHANGE-TRADED FDS-PRINC INT MULTI-FACTOR INDEX ETF	1,422
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLINGTON GLOBAL OPPORTUNITIES EX-JAPAN FUND	31,704
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT MODERATE ALLOCATION PORTFOLIO	31,910
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT MODERATELY AGGRESSIVE ALLOCATION PORTFOLIO	18,536
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT AGGRESSIVE ALLOCATION PORTFOLIO	3,536
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT MODERATE ALLOCATION FUND	5,760
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT MODERATELY AGGRESSIVE ALLOCATION FUND	11,202
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT AGGRESSIVE ALLOCATION FUND	3,182
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT BALANCED INCOME PLUS FUND	16,349
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT BALANCED INCOME PLUS PORTFOLIO	18,166
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT LARGE CAP STOCK FUND	200,666
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT LARGE CAP STOCK PORTFOLIO	117,391

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AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT CORE INTERNATIONAL EQUITY FUND	311,296
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT DIVERSIFIED INCOME PLUS FUND	22,113
AGENTE:STATE STREET BANK AND TRUST COMPANY/THRIVENT DIVERSIFIED INCOME PLUS PORTFOLIO	16,969
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL INVESTMENTS OVERSEAS EQUITY POOL	34,098
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL INSTITUTIONAL FUNDS,LLC-RUSSELL INTL EQUITY FUND	44,190
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL INVESTMENTS OVERSEAS EQUITY FUND	15,947
AGENTE:STATE STREET BANK AND TRUST COMPANY/DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF	6,388
AGENTE:STATE STREET BANK AND TRUST COMPANY/PINEBRIDGE GLOBAL FUNDS	22,413
AGENTE:STATE STREET BANK AND TRUST COMPANY/CAPITAL GROUP GLOBAL EQUITY FUND (CANADA)	3,125,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/CAPITAL GROUP GLOBAL BALANCED FUND (CANADA)	320,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/VANGUARD GLOBAL MOMENTUM FACTOR ETF	2,468
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLS FARGO MASTER TRUST-WELLS FRGO FACTR ENHANCED INT PRFTLIO	25,603
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE ISSUER PUBLIC LIMITED COMPANY	1,316
AGENTE:STATE STREET BANK AND TRUST COMPANY/WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND	9,129
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES CORE MSCI INTERNATIONAL DEVELOPED MARKETS ETF	55,393
AGENTE:STATE STREET BANK AND TRUST COMPANY/IBM 401K PLUS PLAN	86,186
AGENTE:STATE STREET BANK AND TRUST COMPANY/ISHARES III PUBLIC LIMITED COMPANY	49,356
AGENTE:STATE STREET BANK AND TRUST COMPANY/PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND LLC	5,252
AGENTE:STATE STREET BANK AND TRUST COMPANY/PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	20,446
AGENTE:NORTHERN TRUST GLOBAL SERVICES LTD/VERDIPAPIRFONDET KLP AKSJEGLOBAL SMALL CAP INDEKS I	60,413
AGENTE:NORTHERN TRUST COMPANY/STATE OF UTAH, SCHOOL AND INSTITUTIONAL TRUST FUNDS	7,141
AGENTE:NORTHERN TRUST COMPANY/NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	368,110
AGENTE:NORTHERN TRUST COMPANY/LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST	191,724
AGENTE:NORTHERN TRUST COMPANY/MIDWEST OPERATING ENGINEERS PENSION TRUST FUND	700,000
AGENTE:NORTHERN TRUST COMPANY/THE TRUSTEES OF CHEVRON UK PENSION PLAN	2,761
AGENTE:NORTHERN TRUST COMPANY/COLONIAL FIRST STATE INVESTMENT FUND 50	13,187
AGENTE:NORTHERN TRUST COMPANY/AMG FUNDS PLC	110,700
AGENTE:NORTHERN TRUST COMPANY/LEGAL & GENERAL ICAV	669
AGENTE:NORTHERN TRUST COMPANY/BLACKROCK AUTHORISED CONTRACTUAL SCHEME I	277,968
AMUNDI SF EURO EQ MARKET PLUS	39,904
AMUNDI FUNDS II-EURO POTENTIAL	2,411,802
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLINGTON INTERNATIONAL OPPORTUNITIES FUND (CANADA)	14,711
AGENTE:STATE STREET BANK AND TRUST COMPANY/WELLINGTON HEDGED ALPHA OPPORTUNITIES FUND, L,P,	19,268
AGENTE:STATE STREET BANK AND TRUST COMPANY/TJ-NONQUALIFIED, LLC	95,450
AGENTE:STATE STREET BANK AND TRUST COMPANY/DEUTSCHE AM MULTI ASSET PIR FUND	143,592
AGENTE:STATE STREET BANK AND TRUST COMPANY/RUSSELL INVESTMENT FUNDS INTERNATIONAL DEVELOPED MARKETS FUND	53,187
AGENTE:STATE STREET BANK AND TRUST COMPANY/PIMCO EQUITY SERIES:PIMCO RAFI DYNAMIC MULTI-FACTOR INT EQ ETF	955
AGENTE:STATE STREET BANK AND TRUST COMPANY/GTAA PINEBRIDGE LP	16,238
AGENTE:STATE STREET BANK AND TRUST COMPANY/XTRACKER (IE) PUBLIC LIMITED COMPANY	8,483
AGENTE:STATE STREET BANK AND TRUST COMPANY/ANCHOR SERIES TRUST SA WELLINGTON MULTI-ASSET INCOME PTF	9,932
INDEXIQ	37,382
RENAISSANCE INTERNATIONAL EQUITY PRIVATE POOL	9,193
MACKENZIE INTERNATIONAL EQUITY INDEX ETF	160
MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	1,638
MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	1,796
CC & L INTERNATIONAL EQUITY FUND	10,300
CC&L Q GROUP GLOBAL EQUITY FUND	6,600
EPOCH EUROPEAN EQUITY FUND	29,342
CANDRIAM EQUITIES B SA	82,054
RICHIEDENTE:DZ PRIVATBANK S,A/UNION INVESTMENT LUXEMBOURG SA	83,150
JAMES W DERRICK	10,950
MANNING AND NAPIER FUND INC INTERNATIONAL SERIES	104,410
BOLLMARKERS LODGE 154 RETIREMENT PLAN	5,210
MIAMI DADE COMMUNITY COLLEGE FOUNDATION	4,135
PNC BANK NA 2HOPKINS PLAZA LOWE R B 6	13,315
FIRST STATE TRUST COMPANY FORMU LTRIPLE BENEFICIARIES	470
RICHIEDENTE:JP MORGAN SECURITIES LTD/MAN GLG TOPAZ LIMITED MAPLES CORPORATE SERVICES LIMITED	30,078

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RICHIEDENTE:JP MORGAN SECURITIES LTD/MAN NUMERIC ALTERNATIVE RISK PREMIA EQUITY SIZE	1,178,900
ROPS EURO P	104,561
ECUREUIL RETRAITE EURO ACTIONS 4	310,000
ROPS-SMART INDEX EURO	86,154
LCF PHARMA INTERNATIONAL	64,940
CONTI GESTION	58,500
EDMOND DE ROTHSCHILD ASSET	176,100
NEUFLIZE VIE OPPORTUNITES	55,000
AMUNDI ETF FTSE ITALIA PIR UCITS	9,332
GROUPAMA AVENIR EURO	4,395,166
GROUPAMA AVENIR ALL CAP EURO	133,000
GROUPAMA EUROPE STOCK	5,522
SEEYOND EQUITY FACTOR INVESTING	9,402
BEST BUSINESS MODELS	1,086,000
MONDIAL VALOR	1,628
VENDOME SELECTION EUROPE	134,000
OSTRUM ACTIONS SMALL MID CAP EURO	226,000
LBPAM ACTIONS FINANCE	33,349
TUTELAIRE ACTIONS	18,800
LBPAM ACTIONS EURO	319,567
AA - FORTIS ACTIONS PETIT CAP	356,514
EDMOND DE ROTHSCHILD EURO	275,560
EDMOND DE ROTHSCHILD EQUITY EUROPE	185,280
SEDEC FINANCE	9,399
AMUNDI FUNDS EQUITY EUROLAND SMALL	1,245,007
AMUNDI FUNDS EQUITY EUROPE SMALL	738,767
PRIVILEGE - JP MORGAN PAN EUROPEAN	7,596
LO FUNDS - CONTINENTAL EUROPE SMALL	850,000
EDMOND DE ROTHSCHILD FUND EQUITY	761,900
RICHIEDENTE:UBS AG-LONDON BRANCH SA AG LDN CLIENT IPB CLIENT AC/CONNOR CLARK & LUNN INVESTMENT MANAGEMENT LTD	500
RICHIEDENTE:UBS (LUXEMBOURG) SA/UBS FUND MANAGEMENT(LUXEMBOURG) SA	209,534
RICHIEDENTE:CBNY SA M1PA31 NAB ACF MLCI WMP EQ 31/MLC INVESTMENTS, MLC LIMITED	28,628
RICHIEDENTE:GOLDMAN SACHS SEGREGATION A/C/ELEMENT CAPITAL MASTER FUND LIMITED C/O ELEMENT CAP MGMT LLC	35,943
RICHIEDENTE:GOLDMAN SACHS INTERNATIONAL LIMITED/MAN QUALIFYING INVESTOR FUNDS PLC-MAN GLG ELS MASTER QIF C/O GLG PARTNERS LP	664
RICHIEDENTE:GOLDMAN SACHS INTERNATIONAL LIMITED/MAN MULTI-STRATEGY MASTER FUND C/O MAN SOLUTION LIMITED	49
RICHIEDENTE:CBLDN-AEGON CUS BV RE MM EQ SM CP F/AEGON CUSTODY B,V	490,891
RICHIEDENTE:MORGAN STANLEY AND CO, LLC/AHL GENESIS 2 LIMITED C/O MAPLES CORPORATE SERVICES LIMITED	16,854
RICHIEDENTE:MORGAN STANLEY AND CO, LLC/AHL GENESIS LIMITED	9,922
RICHIEDENTE:CITIGROUP GLOBAL MARKETS SA PRIME FINANCE CLIENT SAFEKEEPING/ATLAS QUANTITATIVE TRADING FUND LTD	52,640
RICHIEDENTE:MORGAN STANLEY AND CO, LLC/BHC MOMENTUM MASTER FUND LP C/O WALKERS CORPORATE LIMITED	7,025
RICHIEDENTE:MORGAN STANLEY AND CO, LLC/BIENVILLE ARGENTINA OPPORTUNITIES FUND 2,0 LP C/O PHS CORPORATE SERVICES INC	1,923
RICHIEDENTE:CBLDN S/A STANDARD LIFE EUROP TRUST/CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT,PLC	1,791,744
RICHIEDENTE:CBLDN S/A IRISH LIFE ASSURANCE CO/IRISH LIFE ASSURANCE,	157,144
RICHIEDENTE:CBNY SA JOHN HANCOCK FUNDS/JOHN HANCOCK FUNDS III INTERNATIONAL GROWTH FUND	395,504
RICHIEDENTE:CBNY SA JOHN HANCOCK FUNDS/JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL GROWTH STOCK TRUST	67,802
RICHIEDENTE:CBNY-LEGAL & GEN COLL INV TRST/LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	8,597
RICHIEDENTE:CBLDN SA MTDL SLIC II EURO ETHICAL EQ FD UL/SLIC II - STANDARD LIFE INVESTMENTS	269,600
RICHIEDENTE:CBLDN-STANDARD LIFE INTER DAC/STANDARD LIFE ASSURANCE LIMITED,	3,805,490
RICHIEDENTE:CBLUX SA THREADNEEDLE (LUX)/THREADNEEDLE (LUX) EUROPEAN SMALLER COMPANIES	3,685,963
RICHIEDENTE:CBLUX SA THREADNEEDLE (LUX)/THREADNEEDLE (LUX)- TLUX PAN EURO SMALLER COMPANIES	2,424,170
RICHIEDENTE:CBNY S/A TRANSAMERICA LIFE INSURANCE COMPANY/TRANSAMERICA AIM INTERNATIONAL GROW	59,402
DANIEL P COWAN	320
MANNING AND NAPIER FUND INC,-BLEND ED ASSET MODERATE SERIES	2,050
SUSAN M, SNYDER	315
WILLIAM J, BLEIL	515
ALFRED F, KRAUSE	155
MICHAEL HOTARY	220
LISA FRIEDLANDER	1,610

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ALFRED AND KATHRYNE KRAUSE	125
MARTIN J. FARRELL	1,475
GRANDEUR PEAK INTERNATIONAL	1,116,664
GRANDEUR PEAK GLOBAL OPPORTUNI	441,441
GRANDEUR PEAK GLOBAL REACH	127,298
GRANDEUR PEAK GLOBAL STALWARTS	138,740
ALLIANCEBERNSTEIN FUND DYNAMIC	2,328
RWC FUNDS	179,029
RICHIEDENTE: CASATI MAURO ELIDO/AMUNDI SGR SPA / AZIONARIO EUROPA	157,793
ELEMENTS INTERNATIONAL SMALL	15,540
BLACKROCK EUROFUND	243,856
METZLER INTERNATIONAL INVESTME	690,000
UBS EUROPEAN SMALL CAP	72,456
COLISEE IFC	164,400
LYXOR INDEX FUND LYXOR STOXX	46,396
MUL LYXOR ITALIA EQUITY	11,300
LYXOR MSCI EMU SMALL CAP UE	9,168
MU LUX LYXOR EURO STOXX	467,280
AMUNDI FUNDS II PIONEER	139,167
AGENTE: STATE STREET BANK AND TRUST COMPANY/TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINOIS	254,638
AGENTE: STATE STREET BANK AND TRUST COMPANY/FIDELITY ADVISOR SER VIII: FIDELITY ADVISOR DIVERSIFIED INTL FD	158,100
AGENTE: STATE STREET BANK AND TRUST COMPANY/SCHWAB FUNDAMENTAL INTERNATIONAL SMALL COMPANY ETF	92,362
AGENTE: STATE STREET BANK AND TRUST COMPANY/JOHN HANCOCK FUNDS II TECHNICAL OPPORTUNITIES FUND	48,610
AGENTE: STATE STREET BANK AND TRUST COMPANY/INSTITUTIONAL RETIREMENT TRUST	2,402,531
AGENTE: STATE STREET BANK AND TRUST COMPANY/AMERICAN BUREAU OF SHIPPING	68
AGENTE: STATE STREET BANK AND TRUST COMPANY/TR + CUS SERVICES BK LTD, AS TRU FOR FISHER GLBL SMALL CAP EQFD	187,364
AGENTE: STATE STREET BANK AND TRUST COMPANY/BMO GLOBAL BANKS HEDGED TO CAD INDEX ETF	854
AGENTE: STATE STREET BANK AND TRUST COMPANY/THE CAPTIVE INVESTORS FUND	65,500
AGENTE: STATE STREET BANK AND TRUST COMPANY/CAREFIRST, INC, RETIREMENT PLAN TRUST	105,000
AGENTE: STATE STREET BANK AND TRUST COMPANY/PACE ALTERNATIVE STRATEGIES INVESTMENTS	4,074
AGENTE: STATE STREET BANK AND TRUST COMPANY/FISHER INVESTMENTS INSTITUTIONAL FUNDS PLC	42,407
AGENTE: STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON COLL INV TR-FRANKLIN EAFE PLUS EQUITY TRUST	30,000
AGENTE: STATE STREET BANK AND TRUST COMPANY/FRANKLIN FTSE EUROPE EX U,K, INDEX ETF	7,203
AGENTE: STATE STREET BANK AND TRUST COMPANY/TAX - MANAGED INTERNATIONAL EQUITY PORTFOLIO	4,241
AGENTE: STATE STREET BANK AND TRUST COMPANY/AMERICAN FUNDS INSURANCE SERIES INTERNATIONAL FUND	1,037,559
AGENTE: STATE STREET BANK AND TRUST COMPANY/AMERICAN FUNDS INSURANCE SERIES GLOBAL GROWTH FUND	401,687
AGENTE: STATE STREET BANK AND TRUST COMPANY/AMERICAN FUNDS INSURANCE SERIES GLOBAL BALANCED FUND	125,000
AGENTE: STATE STREET BANK AND TRUST COMPANY/GMO ALPHA ONLY FUND	7,063
AGENTE: STATE STREET BANK AND TRUST COMPANY/JNL/INVESCO INTERNATIONAL GROWTH FUND	1,208,132
AGENTE: STATE STREET BANK AND TRUST COMPANY/INVESCO V.I, INTERNATIONAL GROWTH FUND	1,550,078
AGENTE: STATE STREET BANK AND TRUST COMPANY/INVESCO GLOBAL GROWTH FUND	713,793
AGENTE: STATE STREET BANK AND TRUST COMPANY/INVESCO EUROPEAN GROWTH FUND	1,752,275
AGENTE: STATE STREET BANK AND TRUST COMPANY/COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	19,330
AGENTE: STATE STREET BANK AND TRUST COMPANY/COUNTY OF LOS ANGELES SAVINGS PLAN	4,020
AGENTE: STATE STREET BANK AND TRUST COMPANY/MERCER GLOBAL SMALL CAP EQUITY FUND	46,112
AGENTE: STATE STREET BANK AND TRUST COMPANY/LOCKHEED MARTIN CORP DEFINED CONTRIBUTION PLAN MASTER TRUST	28,742
AGENTE: STATE STREET BANK AND TRUST COMPANY/FISHER GLOBAL SMALL CAP EQUITY FUND	8,926
AGENTE: STATE STREET BANK AND TRUST COMPANY/FIDELITY INTERNATIONAL HIGH QUALITY INDEX ETF	1,983
AGENTE: STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR OP- FONDS WFF	5,761
AGENTE: STATE STREET BANK AND TRUST COMPANY/SCOTIA BALANCED OPPORTUNITIES FUND	20,300
AGENTE: STATE STREET BANK AND TRUST COMPANY/FRANKLIN TEMPLETON COLL INV TR-SIERRA FRANKLIN EAFE PLUS EQ TR	450,000
AGENTE: STATE STREET BANK AND TRUST COMPANY/TJ-QUALIFIED, LLC	92,230
AGENTE: STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DEAM-FONDS BPT	53,915
AGENTE: STATE STREET BANK AND TRUST COMPANY/VANGUARD FTSE DEVEL EX NTH AMER HIGH DIVIDEND YIELD INDEX ETF	397
AGENTE: STATE STREET BANK AND TRUST COMPANY/INVESCO INSTITUTIONAL TRUST INTERNATIONAL GROWTH EQUITY FUND	61,213
AGENTE: STATE STREET BANK AND TRUST COMPANY/WILMINGTON TRUST, NATIONAL ASSOCIATION	40,000
AGENTE: STATE STREET BANK AND TRUST COMPANY/WISDOMTREE EUROPE QUALITY DIVIDEND	12,262

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GROWTH FUND		
AGENTE:STATE STREET BANK AND TRUST COMPANY/SSGA RUSSELL FD GL EX-US INDEX NONLENDING QP COMMON TRUST FUND		2,491
AGENTE:STATE STREET BANK AND TRUST COMPANY/MSCI EAFE PROV SCREENED INDEX NON - LENDING COMMON TR FUND		4,797
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT S.A, FOR ARERO - DER WELTFONDS		6,961
AGENTE:STATE STREET BANK AND TRUST COMPANY/GAM MULTISTOCK		124,207
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DWS EUROPE DYNAMIC		80,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DWS EUROVESTA		592,232
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE		25,660
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY		95,975
AGENTE:STATE STREET BANK AND TRUST COMPANY/DWS INVESTMENT GMBH FOR DWS QI EUROPEAN EQUITY		49,392
AGENTE:STATE STREET BANK AND TRUST COMPANY/SPDR S&P WORLD (EX-US) ETF		95,286
AGENTE:STATE STREET BANK AND TRUST COMPANY/BLACKROCK AM DE FOR ISHARES STOXX EUROPE MID 200 UCITS ETF(DE)		97,652
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE TRUSTEES OF ELECTRONIC DATA SYSTEMS 1994 PENSION SCHEME		10,969
AGENTE:STATE STREET BANK AND TRUST COMPANY/THE TRUSTEES OF ELECTRONIC DATA SYSTEMS LTD RETIREMENT PLAN		33,251
AGENTE:STATE STREET BANK AND TRUST COMPANY/SPDR S+P WORLD EX AUSTRALIA FUND		1,907
AGENTE:STATE STREET BANK AND TRUST COMPANY/PANAGORA DYNAMIC GLOBAL EQUITY FUND		24,029
AGENTE:NORTHERN TRUST GLOBAL SERVICES LTD/STICHTING BEDRIJFST VOOR HET BEROEPSVERVOER OVER DE WEG		2,719
AGENTE:NORTHERN TRUST COMPANY/TRUST FOR THE PENSION PLAN OF THE CHUBB CORPORATION		135,795
AGENTE:NORTHERN TRUST COMPANY/DUPONT AND RELATED COMP DEFINED CONTRIBUTION PLAN MASTER TR		45,732
AGENTE:NORTHERN TRUST COMPANY/BEAT DRUGS FUND ASSOCIATION		752
AGENTE:NORTHERN TRUST COMPANY/STATES OF GUERNSEY SUPERANNUATION FUND		5,051
AGENTE:NORTHERN TRUST COMPANY/FIDELITY ADVISOR SERIES VIII FIDELITY ADVISOR OVERSEAS FUND		217,100
AGENTE:NORTHERN TRUST COMPANY/FIDELITY INVESTMENT TRUST FIDELITY DIVERSIFIED INTERNATIONAL K6 FUND		223,845
AGENTE:NORTHERN TRUST COMPANY/FISHER INVESTMENTS GLOBAL SMALL CAP UNIT TRUST FUND		104,377
AGENTE:NORTHERN TRUST COMPANY/RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND		15,316
AGENTE:NORTHERN TRUST COMPANY/HARDING LOEVNER FUNDS, INC, INTER EQUITY RESEARCH PORTFOLIO		5,169
AGENTE:NORTHERN TRUST COMPANY/HARDING LOEVNER FUNDS, INC, - GLOBAL EQUITY RESEARCH PORTFOLIO		2,542
AGENTE:NORTHERN TRUST COMPANY/STATE OF IDAHO ENDOWMENT FUND INVESTMENT BOARD		18,758
AGENTE:NORTHERN TRUST COMPANY/THE TRUSTEES OF THE LEVERHULME TRUST		79,500
AGENTE:NORTHERN TRUST COMPANY/MONTGOMERY COUNTY CONSOLIDATED RET HEALTH BENEFITS TR		81,100
AGENTE:NORTHERN TRUST COMPANY/IWA - FOREST INDUSTRY PENSION PLAN		135,500
AGENTE:NORTHERN TRUST COMPANY/TORONTO TRANSIT COMMISSON PENSION FUND SOCIETY		369,637
AGENTE:NORTHERN TRUST COMPANY/LEGAL & GENERAL EUROPEAN INDEX TRUST		241,442
AGENTE:NORTHERN TRUST COMPANY/LEGAL & GENERAL INTERNATIONAL INDEX TRUST		26,634
AGENTE:NORTHERN TRUST COMPANY/HARDING LOEVNER FUNDS PLC		912
AGENTE:NORTHERN TRUST COMPANY/LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME		97,000
AGENTE:STATE STREET BANK AND TRUST COMPANY/WASHINGTON STATE INVESTMENT BOARD		130,583
AGENTE:STATE STREET BANK AND TRUST COMPANY/INVESCO INTERNATIONAL GROWTH FUND		6,355,685
AGENTE:STATE STREET BANK AND TRUST COMPANY/MERCER QIF CCF		48,544
AGENTE:STATE STREET BANK AND TRUST COMPANY/STATE OF MONTANA BOARD OF INVESTMENTS		54,958
AGENTE:STATE STREET BANK AND TRUST COMPANY/TENNESSEE CONSOLIDATED RETIREMENT SYSTEM		377,175

Number of proxies represented by badge: **416** **141,141,476**

3	Proxy givers of <b>ESPOSITO MARCO</b>	Badge n° <b>6125</b> Shares
	AGENTE:SCHRODERS ITALY SIM/ANIMA SGR SPA	2,914,050
	INVESCO FUNDS	36,187
	BLACKROCK GLOBAL FUNDS	2,033,717
	AGENTE:BROWN BROTHERS HA-LU/WELLINGTON MANAGEMENT PORTFOLIOS	236,055
	AGENTE:BNP PARIBAS 2S-PARIS/AXA VALEURS EURO	2,083,000
	AGENTE:BNP PARIBAS 2S-PARIS/AXA OPTIMAL INCOME	1,857,910
	AGENTE:JP MORGAN CHASE BANK/CHINA LIFE INSURANCE COMPANY LIMITED	42,720
	AGENTE:JP MORGAN CHASE BANK/ONEPATH GLOBAL SHARES - SMALL CAP UNHEDGED) INDEXPOOL	26,862
	AGENTE:JP MORGAN CHASE BANK/TEACHERS' RETIREMENT SYSTEM OF THE CITY OF NEW YORK	38,304

**FinecoBank S.p.A.**  
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AGENTE:JP MORGAN CHASE BANK/VANGUARD INTERNATIONAL EXPLORER FUND	1,063,800
AGENTE:JP MORGAN CHASE BANK/MI-FONDS 392	368,900
AGENTE:JP MORGAN CHASE BANK/ENTERGY CORP,RETIREMENT PLANS MASTER TR,	104,321
AGENTE:HSBC BANK PLC/TR EUROPEAN GROWTH TRUST PLC	471,060
AGENTE:BANK LOMBAR OD & C/LOMBARD ODIER FUNDS (SWITZERLAND) SA	24,386
SCHRODER INTERNATIONAL SELECTION FUND	3,484
ALASKA PERMANENT FUND CORPORATION	10,799
THE CLEVELAND CLINIC FOUNDATION	39,719
BELL ATLANTIC MASTER TRUST	24,336
UNISYS MASTER TRUST	38,021
CF DV ACWI EX-U.S. IMI FUND	2,133
AGENTE:STATE STREET BANK AND TRUST COMPANY/WASHINGTON STATE INVESTMENT BOARD	16,717
AGENTE:BNP PARIBAS 2S-PARIS/FCP HELIUM	160,000
AGENTE:BP2S-FRANKFURT/ALLIANZGI FONDS BAT LS	73,600
AGENTE:JP MORGAN CHASE BANK/VGV POOLFONDS METZLER	342,000
VANGUARD EUROPEAN STOCK INDEX FUND	768,166
VANGUARD FTSE ALL-WORLD EX US INDEX FUND	691,690
AGENTE:BROWN BROTHERS HARR/VANGUARD FUNDS PLC	203,567
MOMENTUM INVESTMENT FUNDS SICAV SIF	92,780
AGENTE:JP MORGAN CHASE BANK/MERIFIN CAPITAL B,V,	44,600
AGENTE:JP MORGAN CHASE BANK/ARTEMIS EUROPEAN OPPORTUNITIES FUND	831,083
AGENTE:JP MORGAN CHASE BANK/T ROWE PRICE INTERNATIONAL EQUITY INDEX	14,257
AGENTE:JP MORGAN CHASE BANK/STICHTING PENSIOENFONDS VOOR HUISARTSEN	28,704
AGENTE:JP MORGAN CHASE BANK/NEW MEXICO STATE INVESTMENT COUNCIL	53,302
AGENTE:JP MORGAN CHASE BANK/BUREAU OF LABOR FUNDS-LABOR PENSION FUND	14,010
AGENTE:BNP PARIBAS 2S-PARIS/FCPE TOTAL ACTIONS EUROPEENNES	700,000
AGENTE:BQUE FEDERATIVE-STR/FCP BRONGNIART AVENIR	120,000
AGENTE:HSBC BANK PLC/REASSURE LIMITED	106,860
AGENTE:HSBC BANK PLC/HSBC EUROPEAN INDEX FUND	100,896
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	1
ALABAMA TRUST FUND	118,205
COX ENTERPRISES INC MASTER TRUST	56,588
PENSION RESERVES INVESTMENT TRUST FUND	528,371
TIMESQUARE FOCUS FUND LP	3,500
AGENTE:BNP PARIBAS 2S-PARIS/FCP AVIVA INVESTORS SMALL & MID CAPS EUR	179,414
NORDEA 1 SICAV	669,864
AGENTE:BROWN BROTHERS HARR/JAPAN TRUSTEE SERVICES BANK LTD	52,148
AGENTE:JP MORGAN CHASE BANK/AVIVA LIFE & PENSIONS UK LIMITED	107,107
AGENTE:JP MORGAN CHASE BANK/BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	232,394
AGENTE:JP MORGAN CHASE BANK/SCHRODER ADVANCED BETA GLOBAL EQUITY SMA	44,410
AGENTE:BROWN BROTHERS HA-LU/ING DIRECT	35,202
FRANKLIN TEMPLETON INVESTMENT FUNDS	1,633,206
JPMORGAN INVESTMENT FUNDS	516,112
T. ROWE PRICE FUNDS SICAV	170,221
AGENTE:BP2S LUXEMBOURG/BNP PARIBAS A FUND	36,427
AGENTE:BROWN BROTHERS HARR/VANGUARD INVESTMENT SERIES PLC	142,150
AGENTE:BNP PARIBAS 2S-PARIS/AFER ACTION PME	778,661
AGENTE:BNP PARIBAS 2S-PARIS/BNP PARIBAS SMALL CAP EUROLAND	1,720,372
AGENTE:BNP PARIBAS 2S-PARIS/BNP PARIBAS ACTIONS PME	453,128
AGENTE:BNP PARIBAS 2S-PARIS/TOTAL GESTION FLEX PATRI	46,511
AGENTE:BP2S LUXEMBOURG/PARVEST	2,947,903
AGENTE:BP2S LUXEMBOURG/BNP PARIBAS L1	37,114
AGENTE:BP2S LUXEMBOURG/BNP PARIBAS B PENSION BALANCED	1,401,828
AGENTE:BP2S LUXEMBOURG/BNP PARIBAS B PENSION STABILITY	103,258
AGENTE:BP2S LUXEMBOURG/METROPOLITAN RENTASTRO	393,186
AGENTE:JP MORGAN CHASE BANK/UBS ASSET MANAGEMENT LIFE LTD	166,784
AGENTE:JP MORGAN CHASE BANK/T, ROWE PRICE INTERNATIONAL DISCOVERY FU	4,575,580
AGENTE:JP MORGAN CHASE BANK/PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	131,178
AGENTE:JP MORGAN CHASE BANK/T ROWE PRICE GLOBAL ALLOCATION FUND INC	16,243
AGENTE:JP MORGAN CHASE BANK/T ROWE INTL SMALL CAP EQUITY TRUST	466,929
AGENTE:HSBC BANK PLC/AXA FRAMLINGTON FINANCIAL FUND	164,157
AGENTE:BROWN BROTHERS HA-LU/NATIXIS INTERNT FUNDS LUX I	103,000
AGENTE:BNP PARIBAS 2S-PARIS/FCP SCANDIUM	62,500
AGENTE:BP2S-FRANKFURT/ALLIANZGI FONDS PF1	9,043
AGENTE:BP2S-FRANKFURT/ALLIANZGI FONDS AFE	64,768
AGENTE:JP MORGAN CHASE BANK/SCHRODER PENSION MANAGEMENT LTD	14,865
AGENTE:JP MORGAN CHASE BANK/MFS INTERNATIONAL NEW DISCOVERY FUND	2,502,438
AGENTE:HSBC BANK PLC/FTSE ALL WORLD INDEX FUND	22,272
AGENTE:HSBC BANK PLC/FRIENDS LIFE AND PENSIONS LIMITED	46,015
AGENTE:BNP PARIBAS 2S-PARIS/FCP VILLIERS ACTIONS EDRA	505,500
AGENTE:NOMURA BK SA LUXEMB/NMM3 EUEQ MFS ACCOUNT	3,196
ALLEGHENY COLLEGE	8,300
CITI RETIREMENT SAVINGS PLAN	53,365



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UWF TROW INTL DISCOVERY	53,878
SUBSIDIZED SCHOOLS P FUND NORTHERN	5,026
55016 UP INTERNATIONALE AKTIER	240,915
EIR EIE WELLINGTON INT	93,495
WILM MULTI MGR INTL FD OBERWEIS	198,188
PS FTSERAFI EUSM UCITS ETF BNYMTCIL	3,206
PS FR DEVEL MARK EX US SMALL PORT	25,356
AST TRP DIVERS REAL GWTH PORT PDMO	1,728
AST RCM WORLD TRENDS PORT PDBF	164,000
WELLINGTON MGMT CY LLPQUALITY EDUC FD	82,310
IQ 50 PERCENT HEDGED FTSE EURO ETF	379
DEUTSCHE XTRK MSCI EMU HDG EQ ETF	2,527
BLL AQUILA LIFE EUROPEAN EQUITY	333,695
EATON VANCE MGMT INTL SMALL CAP	712
VANGUARD INTL HIGH DIV YLD INDEX FD	48,983
HP INC MASTER TRUST	86,600
BGF EURO MKTS FD EURO EQUITY PF	4,926,484
BNYMTD RAMAM WORLD RECOVERY FUND	100,740
ATFF AMERICAN CENTURY	53,433
1216 APG DME FINANC	1,030,888
PHC NT SMALL CAP	32,071
BNYMTD RM GLOBAL HIGH ALPHA FUND	28,810
BNYMTD BLK CONTINENTAL EURO INC	1,888,403
BNYMTD BLK CONT EUR EQ TRCK FD INV	257,660
VOYA MULTI MANAGER INTERNATIONAL EQUITY FUND	49,626
INDIANA PUBLIC RETIREMENT SYSTEM	20,228
BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	79,577
SOUTH CAROLINA RETIREMENT SYSTEMS GROUP TRUST	288
PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	1,116
JPMORGAN FUNDS	167,723
INTERNATIONAL EQUITY FUND	29,089
AGENTE:JP MORGAN BANK LUXEM/NORDEA EUROPE FUND	754,674
AGENTE:JP MORGAN BANK LUXEM/NORDEA PRO EUROPEAN FUND	382,740
STANDARD LIFE INVESTMENTS GLOBAL SICAV II	112,874
ADVANCED SERIES TRUST AST T ROWE PRICE GROWTH OPPORTUNITIES PORTFOLIO GATEWAY CENTER	54,891
BNYMTD CF MITON EUROPEAN OPPS FUND	1,445,322
NATIONAL BANK TRUST	617,632
POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	62
AMG CHICAGO EQUITY PARTNERS BALANCED FUND	900
MANNING AND NAPIER FUND INC RAINIER INTERNATIONAL DISCOVERY FUND	875,930
NYKREDIT ENGROS GLOBAL OPPORTUNITIES	69,971
AXA MPS FINANCIAL DAC	450,000
BNYMTD FTF FRANKLIN EUROPEAN OPP FD	5,634
MI FONDS K12 SPK	25,637
SLI EUROPEAN SMALLER COMPANIES	2,913,233
BLL DC EUROPEAN GROWTH FD AG PF	237,443
BNYMTD BIEF CONT EUR INV	70,196
BNYMTD BLK CONT EURO FD	1,275,517
BGF EUROPEAN SPECIAL SITUATIONS FUND	2,034,771
BGF CONT EURO FLEXIBLE FD EURO EQFD	5,629,560
DEUTSCHE XTRK MSCI STH EUR HDG ETF	199
MSV JP MORGAN	48,163
MIN DEF PF OMAN AMUNDI EURSILV	35,335
BNYMTD BLK EURO DYNAMIC FD	5,524,579
KENTUCKY RETIREMENT SYSTEMS	500,000
KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	200,000
CAPITAL INTERNATIONAL FUND	169,460
AGENTE:BNPPSS MADRID BRANCH/AXA ASSICURAZIONI SPA	43,000
AGENTE:BROWN BROTHERS HARR/HUNTINGTON NATIONAL BANK TAXABLE ACC	8,270
AGENTE:BROWN BROTHERS HARR/PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	4,488
AGENTE:HONGKONG/SHANGHAI BK/HSBC GROUP HONG KONG LOCAL STAFF RETIREMENT BENEFIT SCHEME	3,732
AGENTE:BP2S-FRANKFURT/DEKA MASTER HAEK I	70,686
AGENTE:BP2S-FRANKFURT/ALLIANZGI FONDS PTV2	89,056
AGENTE:BP2S-FRANKFURT/ALLIANZGI FONDS PF2	60,014
AGENTE:BP2S-FRANKFURT/ALLIANZ GI FONDS QUONIAM SMC	271,622
AGENTE:BP2S LUXEMBOURG/JANUS HENDERSON HORIZON FUND	379,884
AGENTE:BP2S LUXEMBOURG/JANUS HENDERSON FUND	269,847
AGENTE:BP2S LUXEMBOURG/BNP PARIBAS B PENSION GROWTH	230,127
AGENTE:BNP PARIBAS 2S-PARIS/BNP PARIBAS MIDCAP EUROPE	184,370
AGENTE:BNP PARIBAS 2S-PARIS/FCP BNPP ACTIONS ENTREPRENEURS	784,336
AGENTE:BNP PARIBAS 2S-PARIS/FCP CARDIF BNPP IP SMID CAP EURO	857,446
AGENTE:BNP PARIBAS 2S-PARIS/FCP CNP ASSUR SMID CAP EUROPE	99,816

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AGENTE:BNP PARIBAS 2S-PARIS/COMPT EUROPE	80,000
AGENTE:BNP PARIBAS 2S-PARIS/AXIVA ACTION 1	26,976
AGENTE:BNP PARIBAS 2S-PARIS/SAKKARAH 7	8,716
AGENTE:BNP PARIBAS 2S-PARIS/IPA CORPORATE ACTIONS AND INCOME	134,634
AGENTE:BNP PARIBAS 2S-PARIS/RAVGDT DIVERSIFIE II LBPAM	40,325
AGENTE:JP MORGAN CHASE BANK/JEFFREY LLC	77,313
AGENTE:JP MORGAN CHASE BANK/WSSP INTERNATIONAL EQUITIES TRUST	68,156
AGENTE:JP MORGAN CHASE BANK/EUROPACIFIC GROWTH FUND	18,278,998
AGENTE:JP MORGAN CHASE BANK/ISHARES ALLCOUNTRY EQUITY INDEX FUND	2,386
AGENTE:JP MORGAN CHASE BANK/INTERNATIONAL GROWTH AND INCOME FUND	3,542,962
AGENTE:JP MORGAN CHASE BANK/JPMORGAN LIFE LIMITED	36,589
AGENTE:JP MORGAN CHASE BANK/SANLAM LIFE AND PENSIONS UK LIMITED	84,019
AGENTE:JP MORGAN BANK LUXEM/STICHTING SHELL PENSIOENFONDS	110,632
AGENTE:JP MORGAN CHASE BANK/SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND	56,654
AGENTE:JP MORGAN CHASE BANK/ALLIANZGI-FONDS DSPT	10,596
AGENTE:JP MORGAN CHASE BANK/BUREAU OF LABOR FUNDS-LABOR RETIREMENT FUND	4,664
AGENTE:JP MORGAN CHASE BANK/BLACKROCK INSTITUTIONAL TRUST COMPANY N.A, INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	2,177,473
AGENTE:JP MORGAN CHASE BANK/JP MORGAN CHASE RETIREMENT PLAN	75,159
AGENTE:HSBC BANK PLC/FRIENDS LIFE FUNDS LIMITED	77,941
AGENTE:BROWN BROTHERS HARR/PIONEER FLEXIBLE OPPORTUNITIES FUND	215,544
AGENTE:JP MORGAN CHASE BANK/FIDUCIARY TRUST COMPANY INTERNATIONAL AS	102,000
AGENTE:JP MORGAN CHASE BANK/VANGUARD INTERNATIONAL SMALL COMPANIES INDEX FUND	40,873
AGENTE:BROWN BROTHERS HARR/FIRST TRUST EUROPE ALPHADEX FUND	169,970
AGENTE:BROWN BROTHERS HARR/RAINIER INT SMALL CAP EQUITY COL TR FUND	349,830
AGENTE:BROWN BROTHERS HARR/FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND	43,411
AGENTE:BROWN BROTHERS HARR/VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO	1,313
AGENTE:BROWN BROTHERS HARR/FIRST TRUST EUROZONE ALPHADEX ETF	37,489
AGENTE:BNP PARIBAS 2S -LDN/JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND	42,487
AGENTE:BNP PARIBAS 2S-PARIS/CARDIF BNPP IP SMID CAP EUROPE	169,778
AGENTE:RBC INVESTOR SERVICE/ALBERTA TEACHERS RETIREMENT FUND BOARD	404,454
AGENTE:RBC INVESTOR SERVICE/THE EMPIRE LIFE INSURANCE COMPANY	261,288
AGENTE:RBC INVESTOR SERVICE/C,R, HYDRO-QUEBEC - TEMP2	92,160
AGENTE:RBC INVESTOR SERVICE/CANADA POST CORPORATION REGISTERED PENSION PLAN	12,362
AGENTE:RBC INVESTOR SERVICE/RBC INTERNATIONAL EQUITY INDEX ETF	7,584
AGENTE:RBC INVESTOR SERVICE/MOVESTIC SICAV	53,500
AGENTE:JP MORGAN CHASE BANK/SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND	34,987
AGENTE:JP MORGAN CHASE BANK/SHELL TRUST (BERMUDA) LIMITED AS TRUSTEE OF THE SHELL INTERNATIONAL PENSION FUND	7,552
AGENTE:JP MORGAN CHASE BANK/WESTPAC WHOLESAL UNHEDGED INT SHARE FUN	43,815
AGENTE:JP MORGAN CHASE BANK/FONDO CONSOLIDADO DE RESERVAS PREVISIONALES	80,112
AGENTE:JP MORGAN CHASE BANK/BT WHOLESAL MULTI-MANAGER INTERNATIONAL SHARE FUND	16,746
AGENTE:JP MORGAN CHASE BANK/STICHTING PENSIOENFONDS VOPAK	146,456
AGENTE:JP MORGAN CHASE BANK/VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	6,121,446
AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	32,234
AMERICAN ELECTRIC POWER SYSTEM RETIREE MEDICALTRUST FOR CERTAIN UNION EMPLOYEES	8,546
FIRST TRUST IPOX EUROPE EQUITY OPPORTUNITIES ETF	1,592
GREAT WEST CORE STRATEGIES- INTERN	55,000
GLOBAL TR CO TS INTL SMLL CP 309779	82,400
LEGAL AND GENERAL UCITS ETF PLC	11,483
ERIE COMMUNITY FOUNDATION	11,300
1171 APG DME CCL	276,400
THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	10,058
BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	15,964
INVESCO CANADIAN BALANCED FUND	267,206
INVESCO CANADIAN PREMIER GROWTH CLASS	232,194
INVESCO CANADIAN PREMIER GROWTH FUND	269,480
INVESCO CORE CANADIAN BALANCED CLASS	27,316
INVESCO EUROPEAN GROWTH CLASS	73,204
INVESCO GLOBAL GROWTH CLASS	83,158
INVESCO INTERNATIONAL GROWTH CLASS	460,692
AGENTE:STATE STREET BANK AND TRUST COMPANY/INVESCO INTERNATIONAL GROWTH FUND	398,089
INVESCO GLOBAL GROWTH EQUITY POOL	4,231
GREAT WEST MFS INTERNATIONAL GROWTH FUND	226,502
GREAT WEST INTERNATIONAL GROWTH	400,000
AMG TIMESSQUARE GLOBAL SMALL CAP FUND	1,500
BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	7,956
PFI GLB MULTI STRATEGY WELLINGTON	25,311

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CTJ RE STANLIB GLOBAL EQUITY FD AB	4,000
IQ 50 PERCENT HEDGED FTSE INTL ETF	10,217
VIRTUS MULTI STRATEGY TARGET RETURN FUND	1,262
LAWRENCE LIVERMORE NATIONAL SECURITY LLC	320,242
SLI GBL SICAV CON EU EQ IN FD	61,656
THE TEXAS A AND M UNIVERSITY SYSTEM	286,692
BNYMTCIL FT EURO ALPHADDEX UCITS ETF	200,051
COUNTY AND MUNICIPAL GOVERNMENT CAPITAL IMPROVEMENT TRUST FUND	45,737
ENSIGN PEAK GRANDEUR PEAK INT	353,918
AMG TIMESQUARE INTL SM CAP	1,816,100
BLK GTR EU INV TST PL INV PF BNYMTD	795,858
OPERATING ENGINEERS LOCAL 101 PENSION FUND	130,000
VERIZON MASTER SAVINGS TRUST	86,033
FGT FRK INTERNATIONAL GROWTH FD	2,500,000
AVIVA INVESTORS INVESTMENT SOLUTIONS	89,194
AGENTE:THE BANK OF NOVA SCO/CC AND L US Q MARKET NEUTRAL ONSHORE FUND II	41,700
AGENTE:THE BANK OF NOVA SCO/CC AND L Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD	1,500
AGENTE:CREDIT SUISSE SECURI/CC AND L Q 130/30 FUND II	30,200
AGENTE:THE BANK OF NOVA SCO/CC AND L Q US EQUITY EXTENSION FUND	175
AGENTE:THE BANK OF NOVA SCO/CC&L ALL STRATEGIES FUND	500
AGENTE:BROWN BROTHERS HARR/SCHWAB FUNDAM INTER SMALL- COMP INDEX FD	39,889
AGENTE:BROWN BROTHERS HARR/THE MASTER TRUST BANK OF JAPAN LTD	29,373
AGENTE:BROWN BROTHERS HARR/WELLINGTON TRUST COMP COMM TRUST INT OPP	137,909
AGENTE:BROWN BROTHERS HARR/DEVELOPED INTERNATIONAL EQUITY SELECT ETF	2,020
AGENTE:BROWN BROTHERS HARR/FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL	16,894
AGENTE:BROWN BROTHERS HARR/THE MASTER TRUST BANK OF JAPAN LTD	110,427
AGENTE:BROWN BROTHERS HARR/LACM WORLD SMALL CAP EQUITY FUND LP	1,998
AGENTE:BROWN BROTHERS HARR/THE MASTER TRUST BANK OF JAPAN LTD	61,815
AGENTE:BROWN BROTHERS HARR/CORNERSTONE ADVISORS GLOBAL PUBLIC EQUITY FUND	5,360
AGENTE:BNP PARIBAS 2S -LDN/JANUS HENDERSON EUROPEAN SMALLER COMPANIES FUND	316,699
AGENTE:BP2S SINGAPORE/INFO COMMUNI MEDIA DEVELOPMENT AUTHORITY	5,482
AGENTE:BNP PARIBAS 2S-PARIS/FCP AXA EURO VALEURS RESPONSABLES	199,300
AGENTE:BNP PARIBAS 2S-PARIS/FCP FCE INVEST EURO	107,829
AGENTE:BNP PARIBAS 2S-PARIS/BNP PARIBAS ASSET MANAGEMENT (FRANCE)	117,031
AGENTE:BNP PARIBAS 2S-PARIS/FRANCE PLACEMENT EURO	659,500
AGENTE:BNP PARIBAS 2S-PARIS/FCP CNP ACTIONS EMU UBS	132,136
AGENTE:BNP PARIBAS 2S-PARIS/FCP FRANCE PLACEMENT INTERNATIONAL	400,000
AGENTE:BNP PARIBAS 2S-PARIS/CAISSE DES DEPOTS ET CONSIGNATIONS	8,508
AGENTE:BNP PARIBAS 2S-PARIS/FONDS DE RESERVE POUR LES RETRAITES	651,243
AGENTE:PICTET & CIE(EUROPE)/PICTET - SMALL CAP EUROPE	230,113
AGENTE:JP MORGAN CHASE BANK/STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST	223,190
AGENTE:JP MORGAN CHASE BANK/MANAGED PORTFOLIO SERIES INTERNATIONAL SHARES FUND3	7,880
AGENTE:JP MORGAN CHASE BANK/FIDELITY INVESTMENTS MONEY MANAGEMENT INC	2,792
AGENTE:JP MORGAN CHASE BANK/UNITED GLOBAL INNOVATION FUND	4,506
AGENTE:JP MORGAN CHASE BANK/VANGUARD ETHICALLY CONSCIOUS INTERNATIONAL SHARES INDEX FUND	3,402
AGENTE:JP MORGAN CHASE BANK/JPMORGAN CHASE BANK - PB - UNITED STATES TRUSTS - CRA TREATY	1,320
AGENTE:JP MORGAN CHASE BANK/CAPITAL WORLD GROWTH & INCOME FUND INC	7,750,000
AGENTE:JP MORGAN CHASE BANK/ABU DHABI RETIREMENT PENSIONS AND BENEFITS	28,431
AGENTE:JP MORGAN CHASE BANK/FLEXSHAR,MORN,DEV,MARK,EX-US FAC,TILT IN	6,110
AGENTE:JP MORGAN CHASE BANK/FIDELITY DIVERSIFIED INTERNATIONAL FUND	1,580,600
AGENTE:JP MORGAN CHASE BANK/GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	4,800
AGENTE:JP MORGAN CHASE BANK/VANGUARD ESG INTERNATIONAL STOCK ETF	5,147
AGENTE:JP MORGAN CHASE BANK/MTB FOR GOVERNMENT PENSION FD45828	114,264
AGENTE:JP MORGAN CHASE BANK/FIDELITY INVESTMENT TRUST: FIDELITY OVER	2,899,200
AGENTE:JP MORGAN CHASE BANK/VARIABLE INSURANCE PRODUCTS FUND OVERSEAS FUND	557,100
AGENTE:JP MORGAN CHASE BANK/AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACK	191,899
AGENTE:JP MORGAN CHASE BANK/BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II	305,563
AGENTE:JP MORGAN CHASE BANK/MSCI WORLD SMALL CAP EQUITY ESG SCREENED INDEX FUND B	9,899
AGENTE:JP MORGAN CHASE BANK/AMERICAN UNIVERSITY	2,401
AGENTE:JP MORGAN CHASE BANK/AMEREN HEALTH AND WELFARE TRUST	121,276
AGENTE:JP MORGAN CHASE BANK/AXA BELGIUM S A	312
AGENTE:JP MORGAN CHASE BANK/JPMORGAN BETABUILDERS EUROPE ETF	139,730
AGENTE:JP MORGAN CHASE BANK/EQ ADVIS TR EQ INVESCO INTL GROWTH PORTF	192,354
AGENTE:JP MORGAN CHASE BANK/AVIVA INVESTORS FUND LLC	4,538
AGENTE:RBC INVESTOR SERVICE/SUN LIFE MULTI STRATEGY TARGET RETURN FU	1,866
AGENTE:RBC INVESTOR SERVICE/CC&L ALTERNATIVE GLOBAL EQUITY FUND	2,100
AGENTE:RBC INVESTOR SERVICE/RBC GLOBAL ASSET MANAGEMENT INC	7,394
AGENTE:RBC INVESTOR SERVICE/IA CLARINGTON GLOBAL MULTI ASSET FUND	4,365

**FinecoBank S.p.A.**  
**Ordinary/Extraordinary Shareholders' Meeting**  
**in single call**  
**\* LIST OF PROXY GIVERS \***

AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE INSURANCE COMPANY	48,455
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM MODERATE GROWTH PORTF	42,073
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM GROWTH PORTFOLIO	36,020
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM DIVERSIF INCOME PORTF	2,504
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM CONSERVATIVE PORTFOLI	11,373
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM BALNCED PORTFOLIO	24,938
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EMBLEM AGRRESSIVE GROW PORT	9,799
AGENTE:RBC INVESTOR SERVICE/EMPIRE UL PHANTOM IF	277
AGENTE:RBC INVESTOR SERVICE/EMPIRE UL PHANTOM SEG9	18,384
AGENTE:RBC INVESTOR SERVICE/EMPIRE UL PHANTOM SEG8	1,191
AGENTE:RBC INVESTOR SERVICE/EMPIRE UL PHANTOM SEG5	7,877
AGENTE:RBC INVESTOR SERVICE/EMPIRE PENSION EQUITY FUND	18,480
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE PREMIER EQUITY FD	25,486
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE INTL EQUITY FUND	171,100
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE INCOME FUND	27,288
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE GLOBAL EQUITY FUND	178,698
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE GLOBAL DIV GROW FD	102,189
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE GLOBAL BALANCED FD	146,456
AGENTE:RBC INVESTOR SERVICE/EMPIRE LIFE EQUITY GROW FD 3	325
AGENTE:SCHRODERS ITALY SIM/ANIMA SGR SPA ANIMA CRESCITA ITALIA	760,661
AGENTE:JP MORGAN BANK LUXEM/INVESTERINGSF NORDEA INV EURO SMALL CAP	29,180
AGENTE:JP MORGAN BANK LUXEM/INVESTERINGSF NORDEA INVEST EUROPA	146,519
AGENTE:JP MORGAN CHASE BANK/TCORPIM INTERNATIONAL SHARE (UNHEDGED) F	93,781
AGENTE:RBC INVESTOR SERVICE/STEADYHAND INVESTMENT MANAGEMENT LTD	13,400
AGENTE:HSBC BANK PLC/AI STRATEGIC GLOBAL EQUITY FUND	46,699
AGENTE:HSBC BANK PLC/AI GLOBAL EQUITY FUND	59,463
AGENTE:HSBC BANK PLC/AXA FRAMLINGTON EUROPEAN FUND	70,000
AGENTE:HSBC TRINKAUS AND BU/METZLER ASSET MANAGEMENT GMBH	731,814
AGENTE:CS AG DUBLIN BRANCH/GLG EUROPEAN LONG-SHORT FUND	4
AGENTE:BNP PARIBAS 2S-PARIS/FCP ASTORG CROISSANCE MID CAP	42,345
AGENTE:BNP PARIBAS 2S-PARIS/FCP LBPAM ACTIONS EURO MIDCAP	50,280
JANUS HENDERSON INVESTORS	7,994
AGENTE:JP MORGAN CHASE BANK/ENTERGY CORP,RETIREMENT PLANS MASTER TR,	98,531
ALASKA PERMANENT FUND CORPORATION	96,905
AGENTE:JP MORGAN CHASE BANK/NEW MEXICO STATE INVESTMENT COUNCIL	31,421
AGENTE:BROWN BROTHERS HARR/JAPAN TRUSTEE SERVICES BANK LTD	24,032
AGENTE:JP MORGAN CHASE BANK/BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	5,818
HP INC MASTER TRUST	4,452

Number of proxies represented by badge: **326** **137,602,339**

4 Proxy givers of **FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPR DESIGNATO EX ART.135 UNDECIES TUF)** Badge n° **6644**

GENERALI AMBITION	Shares
GENERALI INVESTMENTS SICAV	280,000
GENERALI SMART FUNDS SICAV	1,298,419
GENERALI ITALIA SPA	91,052
	57,459

Number of proxies represented by badge: **4** **1,726,930**



Finecobank S.p.A.  
Piazza Durante, 11  
20131 Milan  
ITALY

(hereinafter the 'Supervised Entity')

Notified via:  
UniCredit S.p.A.

cc: Banca d'Italia

ECB-SSM-2019-ITUNI-16

Frankfurt am Main, 9 April 2019

## Decision on amendments to the statutes of the Supervised Entity

Dear Sir or Madam,

I am writing to notify you that the Governing Council of the European Central Bank (ECB), on the basis of a draft proposal of the Supervisory Board under Article 26(8) of Council Regulation (EU) No 1024/2013<sup>1</sup>, has decided to confirm that the amendments to the statutes of the Supervised Entity summarised below do not jeopardise its sound and prudent management.

This Decision is subject to the condition that the Supervised Entity's extraordinary shareholders' meeting or any other competent body set out in the applicable law approves the amendments.

This Decision is adopted pursuant to Article 4(1)(d) and (e) and Article 9(1) of Regulation (EU) No 1024/2013 in conjunction with Article 56 of Italian Legislative Decree 385/1993 of 1 September 1993, i.e. the Consolidated Law on banking (hereinafter the 'TUB')<sup>2</sup>.

This Decision is based on your application submitted on 10 January 2019.

### 1. Facts on which the decision is based

- 1.1 On 10 January 2019, UniCredit S.p.A., acting on behalf of the Supervised Entity, requested the ECB's confirmation pursuant to Article 56 of the TUB that the proposed amendments to its statutes, as described in paragraph 1.2, do not jeopardise the Supervised Entity's sound and prudent management.

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1 Council Regulation (EU) No 1024/2013 of 15 October 2013 conferring specific tasks on the European Central Bank concerning policies relating to the prudential supervision of credit institutions (OJ L 287, 29.10.2013, p. 63).

2 Decreto legislativo 1° settembre 1993 n. 385 Testo unico bancario.

- 1.2 The proposed amendments to the statutes (amendment to paragraph 12, new paragraphs 14, 15 and 16) aim to grant to the board of directors, pursuant to Article 2443 of the Italian Civil Code, the authority to decide capital increases for specific amounts according to Article 2349 of the Italian Civil Code.
- 1.3 The proposed amendments were approved by the Supervised Entity's board of directors on 10 January 2019.

## **2. Assessment**

- 2.1 The ECB has assessed the proposed amendments to the statutes against the criteria set out in Article 56 TUB and the Banca d'Italia Circular No 229/1999.
- 2.2 The ECB notes that the extraordinary shareholders' meeting of the Supervised Entity has not yet approved the proposed amendments to the statutes of the Supervised Entity.
- 2.3 Based on the above, the ECB concludes that the proposed amendments do not jeopardise the sound and prudent management of the Supervised Entity.

## **3. General**

- 3.1 The ECB has taken this Decision on the basis of the facts provided and statements made by the Supervised Entity. If any of those facts or statements were not true, or no longer reflect the state of affairs described, this could constitute sufficient grounds to revoke this Decision.
- 3.2 For the purposes of Article 2436 of the Italian Civil Code, this Decision is without prejudice to any assessment by a public notary or the Companies Register on the conformity of the amendments to the statutes with applicable law.
- 3.3 If the Supervised Entity ceases to comply with any requirement or obligation set out in this Decision, or if the applicable law changes, and without prejudice to any other cases set out in the applicable law providing for revocation, the ECB will reconsider the terms of the Decision, including revoking it in full or in part.
- 3.4 This Decision takes effect on the day of its notification to the addressee.

## **4. Administrative and judicial review**

- 4.1 A review of this Decision by the ECB's Administrative Board of Review may be requested under the conditions and within the time limits set out in Article 24 of Regulation (EU) No 1024/2013 and Decision ECB/2014/16 of the European Central Bank<sup>3</sup>. A request for a review should be sent preferably by electronic mail to [ABoR@ecb.europa.eu](mailto:ABoR@ecb.europa.eu), or by post to:

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<sup>3</sup> Decision ECB/2014/16 of the European Central Bank of 14 April 2014 concerning the establishment of an Administrative Board of Review and its Operating Rules (OJ L 175, 14.6.2014, p. 47).

The Secretary of the Administrative Board of Review  
European Central Bank  
Sonnemannstrasse 22  
60314 Frankfurt am Main  
Germany

- 4.2 This Decision may be challenged before the Court of Justice of the European Union under the conditions and within the time limits provided for in Article 263 of the Treaty on the Functioning of the European Union.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Pedro Gustavo Teixeira'. The signature is written in a cursive, flowing style.

*The Secretary of the Governing Council*

Pedro Gustavo TEIXEIRA

**EXTRAORDINARY SHAREHOLDERS' GENERAL MEETING**

**DIRECTORS' REPORT**

- 1. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian civil Code, of the authority to resolve, on one or more occasions for a maximum period of five years starting from the date of the Shareholders' resolution, to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 95,021.85 (to be allocated in full to share capital) with the emission of up to 287,945 FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation and with regular dividend entitlement, to be granted to the Identified Staff 2019 of FinecoBank in execution of the 2019 Incentive System; corresponding updates of the Articles of Association.**
- 2. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian civil Code, of the authority to resolve in 2024 to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 30,731.91 corresponding to up to 93,127 FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation and with regular dividend entitlement, to be granted to the Identified Staff 2018 of FinecoBank to complete the execution of the 2018 Incentive System; corresponding updates of the Articles of Association.**
- 3. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian civil Code, of the authority to resolve in 2020 to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 23,333.64 corresponding to up to 70,708 FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation and with regular dividend entitlement, to be granted to the Identified Staff 2014 of FinecoBank to complete the execution of the 2014 Incentive System; corresponding updates of the Articles of Association.**
- 4. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian civil Code, of the authority to resolve in 2020 to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 139,517.07 corresponding to up to 422,779 FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation and with regular dividend entitlement, to be granted to the Beneficiaries of the 2014-2017 Multi Year Plan Top Management to complete the execution of the Plan; corresponding updates of the Articles of Association.**

Dear Shareholders,

We have called this Extraordinary Shareholders' Meeting to submit for your approval the proposal to delegate authority to the Board of Directors, pursuant to section 2443 of the civil Code, to increase the share capital pursuant under section 2349 of the civil Code (granting of free ordinary shares to employees of FinecoBank) in order to:

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1. execute the “2019 Incentive System” (hereinafter the “**2019 System**”) submitted to the approval of ordinary session of the Shareholders’ Meeting
2. complete the execution of the “2018 Incentive System” (hereinafter the “**2018 System**”) as per the approval of the Shareholders’ Meeting of April 11<sup>th</sup>, 2018, as well as to
3. complete the execution of the “2014 Incentive System” (hereinafter the “**2014 System**”) as per the approval of the Shareholders’ Meeting of June 5<sup>th</sup>, 2014, as well as to
4. complete the execution of the “2014- 2017 Multi Year Plan Top Management” (hereinafter the “**2014 -2017 Plan**”) as per the approval of the Shareholders’ Meeting of June 5<sup>th</sup>, 2014

We also submit for your approval the consequent amendments required to the Articles of Association.

## **1. DELEGATION FOR CAPITAL INCREASE TO SUPPORT THE 2019 INCENTIVE SYSTEM**

It has been submitted to the approval Ordinary Shareholders’ Meeting the 2019 System based on financial instruments, in order to align shareholders’ and Management interests, reward long term value creation and motivate and retain key resources of FinecoBank.

The 2018 System aims to incentive in a multi-year period the following employees: Chief Executive Officer and General Manager (CEO/GM), Deputy General Managers (DGM), Executive Vice President (EVP), Senior Vice President (SVP), employees with total remuneration greater than € 500,000 in the last year, employees included within 0.3% of staff with the highest remuneration, employees whose remuneration is within the remuneration ranges of senior management and/or other Identified Staff and other selected roles (including new hires). The overall number of beneficiaries as at January 10<sup>th</sup>, 2019 is equal to 13<sup>(1)</sup>.

Individual bonuses will be allocated to the beneficiaries of 2019 System based on available bonus pool, individual performance evaluation, internal benchmarking for specific roles and bonus cap as defined by the Ordinary Shareholders’ Meeting.

Overall incentive pay-out shall be done over a multi-year period (2020-2025) in a balanced structure of “upfront” (following the moment of performance evaluation) and deferred payments, in cash and in shares, providing that the beneficiaries will be still employees at the moment of each payout pursuant to the schemes below:

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<sup>(1)</sup> The overall number of FinecoBank *Identified Staff* is 14, including the Fineco Asset Management DAC CEO, to whom a 2019 Fineco Asset Management DAC Incentive System will be assigned.

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EXTRAORDINARY SHAREHOLDERS' MEETING  
ITEMS 1, 2, 3 AND 4 ON THE AGENDA

	2020	2021	2022	2023	2024	2025
CEO/GM and other roles provided by law with 'significant amount' <sup>(1)</sup> of variable pay	20% cash	20% Shares	12% cash	12% Shares	12% Shares	12% cash 12% Shares
other roles provided by law with non 'significant amount' <sup>(2)</sup> of variable pay	25% cash	25% Shares	10% cash	10% Shares	10% Shares	10% cash 10% Shares
Other Identified Staff with 'significant amount' <sup>(3)</sup> of variable pay	20% cash	5% cash 20% Shares	5% cash 15% Shares	20% cash 15% Shares	-	-
Other Identified Staff with non 'significant amount of variable pay	30% cash	30% Shares	10% Shares	20% cash 10% Shares	-	-

The number of shares to be allocated in the respective instalments shall be defined in 2020, on the basis of the arithmetic mean of the official closing market price of Fineco ordinary shares during the month preceding the Board resolution that evaluates 2019 performance achievements (the maximum number of shares to support the 2019 System is estimated equal to 360,722).

Considering the number of beneficiaries and the total number of financial instruments to be allocated, the optimal method identified to execute the 2019 System is the resolution – on one or more occasions - by the Board of Directors upon power of attorney delegated by this Shareholders' Meeting under section 2443 of the Italian civil Code, of a free capital increase, as allowed by section 2349 of the Italian civil Code, within five years of the date of the Shareholders' resolution, for a maximum amount of Eur 95,021.85 (attributable entirely to capital), with the issuance of up to 287,945 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank. In compliance with section 2349 of the civil Code, the consequent amendments to the Articles of Association are submitted to today's Shareholders' Meeting.

Being understood that, under the provision of section 2443 of the Italian civil Code, the power of attorney to the Board of Directors for capital increase can't have a duration higher than five years from the date of the registration of relevant Shareholders' resolution, in order to complete the execution of 2019 System - having a 6-years duration - it will be submitted to one of the future Shareholders' Meetings approval the proposed assignment of a further power of attorney to the Board of Directors for capital increase to service the above mentioned 2019 System through the allocation of

<sup>(1)</sup> I.e. € 430,000, equal to 25% of total remuneration of Italian High Earner pursuant to the last EBA report (Benchmarking and High Earners Report). The threshold is adopted at UniCredit Group level and includes both short and long term yearly pro-quota variable pay. Said threshold has been chosen since – as provided by law – is less than 10 times the average 2017 total remuneration of Group employees.

<sup>(2)</sup> Eg. CEO/GM 1st reporting line.

<sup>(3)</sup> See footnote 2 above..

a maximum overall number of 72,827 Fineco ordinary shares, corresponding to a capital increase of a maximum of € 24,032.91.

It is highlighted that a maximum number of Fineco ordinary shares equal to 36,077 will be devoted to possible new hiring of Identified Staff from external market also in reference to the so called “*bonus buy-out*” to be paid to possible new hires who are entitled to receive previous incentive plans assigned by previous Employer. The pay-out scheme offered in such cases will mirror the one as defined by the previous Employer and regardless in compliance with actual regulations.

The capital increase would be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of profits or a portion of available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance.

In case it would not be possible to proceed with the issuance (full or partial) of the Fineco ordinary shares to support the 2019 System (including the case in which the amount of the “*Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank*” would not be sufficient), an equivalent amount in cash will be allocated to the beneficiaries, determined on base of arithmetic mean of the official closing market price of Fineco ordinary shares during the month preceding every Board resolution concerning the payout.

Should the aforementioned delegation of power of attorney be exercised to its maximum amount, the newly issued shares would represent an overall 0.05% of existing share capital (0.06% considering the maximum number of shares equal to 360,772 which include also the 72,827 shares for the allocation of the last instalments in shares in 2025).

## **2. DELEGATION FOR CAPITAL INCREASE TO SUPPORT THE 2018 INCENTIVE SYSTEM**

As known, on April 11<sup>th</sup>, 2018 the Ordinary Shareholders' Meeting approved the 2018 Incentive System aimed to incentivize the Identified Staff of FinecoBank, over a multi-year period (2019-2024), through a balanced structure of “upfront” (following the moment of performance evaluation) and deferred payments, in cash and/or in Fineco ordinary shares.

In the same date, the ExtraOrdinary Shareholders' Meeting approved to give to the Board of Directors the power of attorney to issue the necessary free ordinary shares to execute the 2018 System.

Considering that, pursuant to Article 2443 of the civil Code, the power of attorney to the Directors for capital increase can't have a duration higher than five years from the date of the registration of relevant Shareholders' resolution, during the above mentioned meeting it was anticipated to Shareholders the need to submit to a future Shareholders' Meeting approval the proposed assignment of a further power of attorney to allocate the last share instalment to be executed in 2024, as foreseen by 2018 System.

Having said that, it is submitted for the approval of today's meeting, the proposal to give to the Board of Directors the power of attorney, that will be executed in 2024, to resolve a free capital increase for a maximum number of 93,127 ordinary shares, corresponding to up to Eur 30,731,91 calculated on the basis of the par value of Fineco ordinary share equal to € 0.33, consequently amending the Articles of Association.

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The above mentioned capital increase would be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of profits or a portion of available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance.

### **3. DELEGATION FOR CAPITAL INCREASE TO SUPPORT THE 2014 INCENTIVE SYSTEM**

As known, on June 5<sup>h</sup>, 2014 the Ordinary Shareholders' Meeting approved the 2014 Incentive System aimed to incentivize the Identified Staff of FinecoBank, over a multi-year period (2015-2020), through a balanced structure of “upfront” (following the moment of performance evaluation) and deferred payments, in cash and/or in Fineco ordinary shares.

In the same date, the ExtraOrdinary Shareholders' Meeting approved to give to the Board of Directors the power of attorney to issue the necessary free ordinary shares to execute the 2014 System.

Considering that, pursuant to Article 2443 of the civil Code, the power of attorney to the Directors for capital increase can't have a duration higher than five years from the date of the registration of relevant Shareholders' resolution, during the above mentioned meeting it was anticipated to Shareholders – “upon the expiring of the power of attorney” - the need to submit to the Shareholders' Meeting approval the proposed assignment of a further power of attorney to allocate the last share instalment to be executed in 2020, as foreseen by 2014 System.

Having said that, it is submitted for the approval of today's meeting, the proposal to give to the Board of Directors the power of attorney, that will be executed in 2024, to resolve a free capital increase for a maximum number of 70,708 ordinary shares, corresponding to up to Eur 23,333.64 calculated on the basis of the par value of Fineco ordinary share equal to € 0.33, consequently amending the Articles of Association.

The above mentioned capital increase would be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of profits or a portion of available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance.

### **4. DELEGATION FOR CAPITAL INCREASE TO SUPPORT THE 2014 – 2017 MULTI YEAR PLAN TOP MANAGEMENT**

As known, on June 5<sup>h</sup>, 2014 the Ordinary Shareholders' Meeting approved the 2014 - 2017 Multi Year Plan Top Management aimed to provide the Beneficiaries with an incentive in Fineco free ordinary shares in 4 yearly tranches in the 2014-2017 period. Each tranche is paid after a three year vesting period (the last tranche awarded in 2017 will be paid to the Beneficiaries of the 2014-2017 Plan in 2020).

In the same date, the ExtraOrdinary Shareholders' Meeting approved to give to the Board of Directors the power of attorney to issue the necessary free ordinary shares to execute the 2014 -2017 Plan.

EXTRAORDINARY SHAREHOLDERS' MEETING  
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Considering that, pursuant to Article 2443 of the civil Code, the power of attorney to the Directors for capital increase can't have a duration higher than five years from the date of the registration of relevant Shareholders' resolution, during the above mentioned meeting it was anticipated to Shareholders – “upon the expiring of the power of attorney” - the need to submit to the Shareholders' Meeting approval the proposed assignment of a further power of attorney to allocate the last share instalment to be executed in 2020, as foreseen by the 2014 – 2017 Plan.

Having said that, it is submitted for the approval of today's meeting, the proposal to give to the Board of Directors the power of attorney, that will be executed in 2020, to resolve a free capital increase for a maximum number of 442,779 ordinary shares, corresponding to up to Eur 139,517.07 calculated on the basis of the par value of Fineco ordinary share equal to € 0.33, consequently amending the Articles of Association.

The above mentioned capital increase would be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of profits or a portion of available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance.

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In light of the above, it is proposed to amend Art. 5 of the Articles of Association, through the amendment of the paragraph n. 12 and the insertion of three additional paragraph (n. 14, 15 and 16). Changes submitted to Shareholders' approval are shown in the synoptic table below.

CURRENT TEXT	PROPOSED AMENDMENT
<b>TITLE II – SHARE CAPITAL - SHARES - BONDS</b>	
<p>Article 5</p> <p>1. The share capital, fully subscribed and paid up, is equal to Euro 200,773,450.35 represented by n. 608,404,395 ordinary shares with a par value of Euro 0.33.</p> <p>2. The share capital may be increased by way of a shareholders' resolution, through the issuance of shares, also bearing various rights, in compliance with legal requirements. In the event of an increase in share capital through a rights issue, the pre-emptive rights of shareholders may be excluded, limited to ten percent of the pre-existing share capital, provided that the issue price of the new shares corresponds to the market value of those already outstanding and that this is confirmed by a special report prepared by the appointed independent auditors.</p>	<p>Article 5</p> <p>(unchanged)</p> <p>(unchanged)</p>

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EXTRAORDINARY SHAREHOLDERS' MEETING  
ITEMS 1, 2, 3 AND 4 ON THE AGENDA

<p>3. Ordinary shares are registered shares.</p>	<p>(unchanged)</p>
<p>4. The shares are indivisible and in the event of joint ownership they shall be regulated according to law.</p>	<p>(unchanged)</p>
<p>5. The extraordinary Shareholders' Meeting may resolve upon the allocation of profits to the employees of the Company in accordance with current regulations.</p>	<p>(unchanged)</p>
<p>6. The Shareholders' service address for their dealings with the Company shall be the address stated in the Shareholders' registry.</p>	<p>(unchanged)</p>
<p>7. The status of shareholder implies unconditional acceptance of the deed of incorporation and of the articles of association.</p>	<p>(unchanged)</p>
<p>8. The Board of Directors, shall be empowered, pursuant to Article 2443 of the Civil Code, for a period of five years starting from the beginning of the negotiation on the Italian regulated market, to increase the share capital, free of charge – in one or more tranches – to implement the employee incentive schemes approved by the ordinary Shareholders' Meeting held on June 5, 2014, for a maximum amount of Euro 1,155,000.00 (entirely attributable to capital for Euro 0.33 per share, equal to the nominal unit value), issuing a maximum number of 3,500,000 new ordinary shares having a nominal value of Euro 0.33 each, with the same characteristics as those outstanding, with regular dividend rights, by assigning the corresponding maximum amount of profit and/or profit reserves resulting from the last financial statements in question approved pursuant to Article 2349 of the Civil Code, according to the terms, conditions and methods provided for in the incentive schemes.</p>	<p>(unchanged)</p>
<p>The Board of Directors, in partial execution of the authority granted in accordance with Article 2443 of the Civil Code by the Extraordinary Shareholders' Meeting of 5 June 2014, resolved on 9 February 2015 to increase the share capital by a nominal Euro</p>	

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79,761 corresponding to 241,700 ordinary shares with a nominal value of Euro 0.33 each, to service the implementation of employee incentive plans. The Board of Directors, in partial exercise of the powers conferred on the same pursuant to Article 2443 of the Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, decided, on February 8, 2016, to increase the share capital by the nominal amount of Euro 95,601.99, corresponding to 289,703 ordinary shares with par value of Euro 0.33 each, to service the implementation of employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 7, 2017 to increase the share capital by a nominal amount of Euro 294,372.21, corresponding to 892,037 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 7, 2017 to increase the share capital by a nominal amount of Euro 5,237.76, corresponding to 15,872 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 163,182.69, corresponding to 494,493 ordinary shares with a par value of Euro 0.33 each, to service the

<p>implementation of the employee incentive plans</p> <p>The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 37.105,20, corresponding to overall 112,440 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the employee incentive plans.</p> <p>9. The Board of Directors has the right, pursuant to Article 2443 of the Civil Code, to resolve a free increase in share capital, pursuant to Article 2349 of the Civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 23, 2015, for a maximum amount of Euro 131,159.49, with the issue of up to 397,453 new FinecoBank ordinary shares, as well as (ii) from the date of the shareholders' resolution dated April 12, 2016, for a maximum amount of Euro 32,789.79 with the issue of up to 99,363 new FinecoBank ordinary shares; attributable entirely to capital at Euro 0.33 per share, equal to the par value of each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Staff of FinecoBank, which covers key positions for the achievement of the overall objectives in execution of the 2015 System.</p> <p>The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of April 23, 2015, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 27,758.61, corresponding to 84,117 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the employee incentive plans</p>	<p>(unchanged)</p>
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<p>10. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve a free increase in share capital, pursuant to Article 2349 of the civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 12, 2016, for a maximum amount of Eur 88,440,00 (to be allocated in full to share capital at Eur 0.33 per share, corresponding to the nominal value per share) with the issue of up to 268,000 new FinecoBank ordinary shares, as well as (ii) from the date of the shareholders' resolution dated April 11, 2017, for a maximum amount of Eur 22,110 with the issue of up to 67,000 new FinecoBank ordinary shares; attributable entirely to capital at Eur 0.33 per share, equal to the par value of each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Staff of FinecoBank, which covers key positions for the achievement of the overall objectives in execution of the 2016 System.</p>	<p>(unchanged)</p>
<p>11. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to carry out a free share capital increase, pursuant to Article 2349 of the civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 11, 2017, for a maximum amount of Eur 128,700.00 (attributable entirely to capital) with the issue of up to 390,000 new FinecoBank ordinary shares as well as (ii) from the date of the shareholders' resolution dated April 11, 2018, for a maximum amount of Eur 29,700.00 (attributable entirely to capital) with the issue of up to 90,000 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2017 System.</p>	<p>(unchanged)</p>

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12. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders' resolution dated April 11, 2018, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 136,031.94 (attributable entirely to capital) with the issue of up to 412,218 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2018 System.

13. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders' resolution dated April 11, 2018, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 324,743.10 (attributable entirely to capital) with the issue of up to 984,070 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Employees in execution of the 2018 -2020 Long Term Incentive Plan.

12. The Board of Directors has the right, pursuant to Article 2443 of the civil Code to carry out a free share capital increase, pursuant to Article 2349 of the civil Code, ~~to resolve, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 11, 2018, a free increase in share capital, pursuant to Article 2349 of the civil Code,~~ for a maximum amount of Eur 136,031.94 (attributable entirely to capital) with the issue of up to 412,218 new FinecoBank ordinary shares ~~with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2018 System~~ as well as (ii) from the date of the shareholders' resolution dated April 10, 2019, for a maximum amount of Eur 30,731.91 (attributable entirely to capital) with the issue of up to 93,127 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2018 System.

(unchanged)

14. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 23,333,64 (attributable entirely to capital) with the issuance of up to 70,708 new FinecoBank

	<p>ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff to complete the execution of the 2014 Incentive System</p> <p>15. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 139,517.07 (attributable entirely to capital) with the issuance of up to 422,779 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Beneficiaries of the “2014-2017 Multi Year Plan Top Management” FinecoBank Employees to complete the execution of the 2014-2017 Plan.</p> <p>16. The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders' resolution dated April 10, 2019, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 95,021.85 (attributable entirely to capital) with the issuance of up to 287,945 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff in execution of the 2019 Incentive System.</p>
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It should be noted that the amendments to the Articles of Association of FinecoBank submitted to the approval of today Shareholders' Meeting are subject to the measure of examination by the Supervisory Authorities pursuant to the provisions of Article 56 of Legislative Decree September 1<sup>st</sup> 1993 no. 385/93.

The aforementioned amendments will be effective starting from the registration of the Extraordinary Shareholders' Meeting resolution at the relevant “Registro delle Imprese”.

Dear Shareholders,

in relation to the above, considering as approved by today's ordinary Shareholders' Meeting the adoption of the 2019 Incentive System, you are invited to approve the following resolution:

*"Please note that this is a convenient translation of an Italian document provided for information purposes only. Therefore, the Italian version of such document shall prevail in all respects on the English translation."*

*“The Extraordinary Shareholders’ Meeting of FinecoBank S.p.A., having heard the Board of Directors’ proposal,*

**RESOLVES**

1. *to grant the Board of Directors, under the provisions of section 2443 of the Italian civil Code, the authority to resolve – in 2024 – a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of € 30,731.91 corresponding to up to 93,127 Fineco ordinary shares, to be granted to FinecoBank Identified Staff, in order to complete the execution of the 2018 System approved by the Ordinary Shareholders’ Meeting on April 11, 2018. Such an increase in capital shall be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of a portion of profits or available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance;*
2. *further to the resolution passed in point 1, to amend the paragraph no. 12 in clause 5 of the Articles of Association with the following new text:*

*“The Board of Directors has the right, pursuant to Article 2443 of the civil Code to carry out a free share capital increase, pursuant to Article 2349 of the civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders’ resolution dated April 11, 2018, for a maximum amount of Eur 136,031.94 (attributable entirely to capital) with the issue of up to 412,218 new FinecoBank ordinary shares as well as (ii) from the date of the shareholders’ resolution dated April 10, 2019, for a maximum amount of Eur 30,731.91 (attributable entirely to capital) with the issue of up to 93,127 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2018 System”;*

3. *to grant the Board of Directors, under the provisions of section 2443 of the Italian civil Code, the authority to resolve - in 2020 - to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 23,333.64 (attributable entirely to capital), corresponding to up to 70,708 Fineco ordinary shares with a nominal value of € 0.33 each, with the same characteristics as those outstanding, with regular dividend entitlement, to be granted to Identified Staff of FinecoBank, in order to complete the execution of the 2014 System approved by the Ordinary Shareholders’ Meeting on June 5<sup>th</sup> 2014. Such an increase in capital shall be carried out using the special reserve known as “Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank” set up for this purpose which, if case, may be increased via allocation of a portion of profits or available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance;*

4. *to insert a new paragraph (no. 14) in clause 5 of the Articles of Association with the following text:*

*“The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 23,333,64 (attributable entirely to capital) with the issuance of up to 70,708 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff to complete the execution of the 2014 Incentive System”;*

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5. *to grant the Board of Directors, under the provisions of section 2443 of the Italian civil Code, the authority to resolve - in 2020 - to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 139,517.07 (attributable entirely to capital), corresponding to up to 422,779 Fineco ordinary shares with a nominal value of € 0.33 each, with the same characteristics as those outstanding, with regular dividend entitlement, to be granted to the Beneficiaries of the "2014-2017 Multi Year Plan Top Management" by the Ordinary Shareholders' Meeting on June 5<sup>th</sup> 2014. Such an increase in capital shall be carried out using the special reserve known as "Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank" set up for this purpose which, if case, may be increased via allocation of a portion of profits or available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance;*
6. *to insert a new paragraph (no. 15) in clause 5 of the Articles of Association with the following text:*

*"The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 139,517.07 (attributable entirely to capital) with the issuance of up to 422,779 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Beneficiaries of the "2014-2017 Multi Year Plan Top Management" to complete the execution of the 2014-2017 Plan";*
7. *to grant the Board of Directors, under the provisions of section 2443 of the Italian civil Code, the authority to resolve, on one or more occasions for a maximum period of five years from the date of Shareholders' resolution, to carry out a free capital increase, as allowed by section 2349 of the Italian civil Code, for a maximum amount of Eur 95,021.85 (attributable entirely to capital), corresponding to up to 287,945 Fineco ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those outstanding, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff in execution of the 2019 Incentive System approved by today's Ordinary Shareholders' Meeting. Such an increase in capital shall be carried out using the special reserve known as "Provisions Linked to the Medium-Term Incentive System for the staff of FinecoBank" set up for this purpose which, if case, may be increased via allocation of a portion of profits or available statutory reserves, formed from the distribution of company profits that shall be identified by the Board of Directors at the moment of share issuance;*
8. *to insert a new paragraph (no. 16) in clause 5 of the Articles of Association with the following text:*

*"The Board of Directors has the right, pursuant to Article 2443 of the civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders' resolution dated April 10, 2019, a free increase in share capital, pursuant to Article 2349 of the civil Code, for a maximum amount of Eur 95,021.85 (attributable entirely to capital) with the issuance of up to 287,945 new FinecoBank ordinary shares with a nominal value of €0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff in execution of the 2019 Incentive System";*
9. *to delegate to the Board of Directors all the necessary powers for issuing the new shares;*
10. *to give to the Chief Executive Officer and General Manager all necessary power of attorney to:*
  - (i) *provide for implementing the above resolutions under the terms of the law;*

EXTRAORDINARY SHAREHOLDERS' MEETING  
ITEMS 1, 2, 3 AND 4 ON THE AGENDA

- (ii) *accept or adopt all amendments and additions (not changing substantially the content of the resolutions) which should be necessary for registration at the "Registro delle Imprese";*
- (iii) *proceed with the deposit and registration, under the terms of the law, with explicit and advanced approval and ratification;*
- (iv) *make the consequent amendments to clause 5 of the Articles of Association, as described in the resolution above.*

Extraordinary Shareholders' Meeting of April 10, 2019RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**Attendees:**

n° **760** shareholders entitled to vote took part in the voting on own behalf or by proxy

n° **495,655,638** ordinary shares

**The counting of votes produced the following results:**

		<b>% OF ORDINARY SHARE CAPITAL PRESENT (Voting Quorum)</b>	<b>%OF ORINARY SHARE ENTITLED TO VOTE</b>	<b>%CAP.SOC.</b>
<b>Favour</b>	490,534,555	98.966806	98.966806	80.558975
<b>Against</b>	5,120,710	1.033118	1.033118	0.840958
<b>SubTotal</b>	495,655,265	99.999925	99.999925	81.399933
<b>Abstentions</b>	373	0.000075	0.000075	0.000061
<b>Not Voting</b>	0	0.000000	0.000000	0.000000
<b>SubTotal</b>	373	0.000075	0.000075	0.000061
<b>Total</b>	495,655,638	100.000000	100.000000	81.399995

**Note:** Number of votes necessary to approve the proposal: **330,437,093** equal to 66.666667 of the ordinary shares entitled to vote.

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
6125 ESPOSITO MARCO	0	0	0
**D NORDEA 1 SICAV	669,864	0	669,864
**D NATIXIS INTERNET FUNDS LUX I	103,000	0	103,000
**D DEKA MASTER HAEK I	70,686	0	70,686
**D FCP SCANDIUM	62,500	0	62,500
**D CAISSE DES DEPOTS ET CONSIGNATIONS	8,508	0	8,508
**D VGV POOLFONDS METZLER	342,000	0	342,000
**D MI-FONDS 392	368,900	0	368,900
**D STICHTING PENSIOENFONDS VOOR HUISARTSEN	28,704	0	28,704
**D ALBERTA TEACHERS RETIREMENT FUND BOARD	404,454	0	404,454
**D FCP BRONGNIART AVENIR	120,000	0	120,000
**D INVESTERINGSF NORDEA INV EURO SMALL CAP	29,180	0	29,180
**D INVESTERINGSF NORDEA INVEST EUROPA	146,519	0	146,519
**D NORDEA PRO EUROPEAN FUND	382,740	0	382,740
**D NORDEA EUROPE FUND	754,674	0	754,674
**D MI FONDS K12 SPK	25,637	0	25,637
6946 CLERICI CAMILLA	0	0	0
**D THE BAKERY AND CONFECTIONERY UNION AND INDUSTRY INTERNATIONAL PENSION FUND	120,215	0	120,215
**D METZLER INTERNATIONAL INVESTME	690,000	0	690,000
**D CNP ASSUR SMALL CAP	193,000	0	193,000
**D OSTRUM ACTIONS SMALL MID CAP EURO	226,000	0	226,000
**D STICHTING PGGM DEPOSITARY	373,275	0	373,275
**D BMO GLOBAL BANKS HEDGED TO CAD INDEX ETF	854	0	854
<b>Totale votes</b>	<b>5,120,710</b>		
<b>Percentage of voters %</b>	<b>1.033118</b>		
<b>Percentage of share capital %</b>	<b>0.840958</b>		

Shareholders: 21  
Shareholders on own behalf: 0

People: 3  
Shareholders by proxy: 21

DE\* proxy to the natural person above mentioned with the badge number  
\*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number



Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**ABSTENTIONS**

Surname	Tot. Votes	On own behalf	Proxy
6811 AUSILIO ROSA GIUSEPPINA	373	373	0
<b>Total votes</b>	373		
<b>Percentage of voters %</b>	0.000075		
<b>Percentage of share capital %</b>	0.000061		

Shareholders:  
Shareholders on own  
behalf:

1 People:  
1 Shareholders by  
proxy:

2 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)  
RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**NOT VOTING**

Cognome	Tot. Voti	Proprio	Delega
<b>Total votes</b>	0		
<b>Percentage of voters %</b>	0.000000		
<b>Percentage of share capital %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

0 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)  
RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
6121 ROSSI MARCO	73,439	73,439	0
6125 ESPOSITO MARCO	0	0	0
**D MOMENTUM INVESTMENT FUNDS SICAV SIF	92,780	0	92,780
**D JPMORGAN FUNDS	167,723	0	167,723
**D JPMORGAN INVESTMENT FUNDS	516,112	0	516,112
**D FRANKLIN TEMPLETON INVESTMENT FUNDS	1,633,206	0	1,633,206
**D T, ROWE PRICE FUNDS SICAV	170,221	0	170,221
**D AVIVA INVESTORS INVESTMENT SOLUTIONS	89,194	0	89,194
**D CAPITAL INTERNATIONAL FUND	169,460	0	169,460
**D SCHRODER INTERNATIONAL SELECTION FUND	3,484	0	3,484
**D NMM3 EUEQ MFS ACCOUNT	3,196	0	3,196
**D JANUS HENDERSON INVESTORS	7,994	0	7,994
**D CC AND L US Q MARKET NEUTRAL ONSHORE FUND II	41,700	0	41,700
**D CC AND L Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD	1,500	0	1,500
**D CC AND L Q 130/30 FUND II	30,200	0	30,200
**D CC AND L Q US EQUITY EXTENSION FUND	175	0	175
**D CC&L ALL STRATEGIES FUND	500	0	500
**D WELLINGTON MANAGEMENT PORTFOLIOS	236,055	0	236,055
**D ING DIRECT	35,202	0	35,202
**D HUNTINGTON NATIONAL BANK TAXABLE ACC	8,270	0	8,270
**D SCHWAB FUNDAM INTER SMALL- COMP INDEX FD	39,889	0	39,889
**D THE MASTER TRUST BANK OF JAPAN LTD	29,373	0	29,373
**D PIONEER FLEXIBLE OPPORTUNITIES FUND	215,544	0	215,544
**D FIRST TRUST EUROPE ALPHADEX FUND	169,970	0	169,970
**D WELLINGTON TRUST COMP COMM TRUST INT OPP	137,909	0	137,909
**D VANGUARD FUNDS PLC	203,567	0	203,567
**D RAINIER INT SMALL CAP EQUITY COL TR FUND	349,830	0	349,830
**D VANGUARD INVESTMENT SERIES PLC	142,150	0	142,150
**D FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND	43,411	0	43,411
**D DEVELOPED INTERNATION EQUITY SELECT ETF	2,020	0	2,020
**D VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO	1,313	0	1,313
**D FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL	16,894	0	16,894
**D JAPAN TRUSTEE SERVICES BANK LTD	24,032	0	24,032
**D THE MASTER TRUST BANK OF JAPAN LTD	110,427	0	110,427
**D LACM WORLD SMALL CAP EQUITY FUND LP	1,998	0	1,998
**D THE MASTER TRUST BANK OF JAPAN LTD	61,815	0	61,815
**D JAPAN TRUSTEE SERVICES BANK LTD	52,148	0	52,148
**D FIRST TRUST EUROZONE ALPHADEX ETF	37,489	0	37,489
**D CORNERSTONE ADVISORS GLOBAL PUBLIC EQUITY FUND	5,360	0	5,360
**D PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	4,488	0	4,488
**D ALLIANZGI FONDS BAT LS	73,600	0	73,600
**D ALLIANZGI FONDS AFE	64,768	0	64,768
**D ALLIANZGI FONDS PTV2	89,056	0	89,056
**D ALLIANZGI FONDS PF1	9,043	0	9,043
**D ALLIANZGI FONDS PF2	60,014	0	60,014

Shareholders: 738 People: 16  
 Shareholders on own behalf: 12 Shareholders by proxy: 726

DE\* proxy to the natural person above mentioned with the badge number  
 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations")

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D ALLIANZ GI FONDS QUONIAM SMC	271,622	0	271,622
**D AXA ASSICURAZIONI SPA	43,000	0	43,000
**D PARVEST	2,947,903	0	2,947,903
**D JANUS HENDERSON HORIZON FUND	379,884	0	379,884
**D JANUS HENDERSON FUND	269,847	0	269,847
**D BNP PARIBAS A FUND	36,427	0	36,427
**D BNP PARIBAS L1	37,114	0	37,114
**D BNP PARIBAS B PENSION GROWTH	230,127	0	230,127
**D BNP PARIBAS B PENSION STABILITY	103,258	0	103,258
**D METROPOLITAN RENTASTRO	393,186	0	393,186
**D BNP PARIBAS B PENSION BALANCED	1,401,828	0	1,401,828
**D JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND	42,487	0	42,487
**D JANUS HENDERSON EUROPEAN SMALLER COMPANIES FUND	316,699	0	316,699
**D INFO COMMUNI MEDIA DEVELOPMENT AUTHORITY	5,482	0	5,482
**D BNP PARIBAS MIDCAP EUROPE	184,370	0	184,370
**D TOTAL GESTION FLEX PATRI	46,511	0	46,511
**D FCP BNPP ACTIONS ENTREPRENEURS	784,336	0	784,336
**D FCP HELIUM	160,000	0	160,000
**D BNP PARIBAS ACTIONS PME	453,128	0	453,128
**D FCP CARDIF BNPP IP SMID CAP EURO	857,446	0	857,446
**D FCP CNP ASSUR SMID CAP EUROPE	99,816	0	99,816
**D BNP PARIBAS SMALL CAP EUROLAND	1,720,372	0	1,720,372
**D FCP AXA EURO VALEURS RESPONSABLES	199,300	0	199,300
**D COMPT EUROPE	80,000	0	80,000
**D AXIVA ACTION 1	26,976	0	26,976
**D AXA VALEURS EURO	2,083,000	0	2,083,000
**D FCPE TOTAL ACTIONS EUROPEENNES	700,000	0	700,000
**D CARDIF BNPP IP SMID CAP EUROPE	169,778	0	169,778
**D FCP FCE INVEST EURO	107,829	0	107,829
**D BNP PARIBAS ASSET MANAGEMENT (FRANCE)	117,031	0	117,031
**D FRANCE PLACEMENT EURO	659,500	0	659,500
**D FCP AVIVA INVESTORS SMALL & MID CAPS EUR	179,414	0	179,414
**D FCP CNP ACTIONS EMU UBS	132,136	0	132,136
**D AXA OPTIMAL INCOME	1,857,910	0	1,857,910
**D SAKKARAH 7	8,716	0	8,716
**D AFER ACTION PME	778,661	0	778,661
**D FCP FRANCE PLACEMENT INTERNATIONAL	400,000	0	400,000
**D IPA CORPORATE ACTIONS AND INCOME	134,634	0	134,634
**D FONDS DE RESERVE POUR LES RETRAITES	651,243	0	651,243
**D FCP VILLIERS ACTIONS EDRAM	505,500	0	505,500
**D PICTET - SMALL CAP EUROPE	230,113	0	230,113
**D MOVESTIC SICAV	53,500	0	53,500
**D SHELL TRUST (BERMUDA) LIMITED AS TRUSTEE OF THE SHELL INTERNATIONAL PENSION FUND	7,552	0	7,552
**D SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND	34,987	0	34,987
**D TEACHERS` RETIREMENT SYSTEM OF THE CITY OF NEW YORK	38,304	0	38,304

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RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST	223,190	0	223,190
**D UBS ASSET MANAGEMENT LIFE LTD	166,784	0	166,784
**D MANAGED PORTFOLIO SERIES INTERNATIONAL SHARES FUND3	7,880	0	7,880
**D FIDELITY INVESTMENTS MONEY MANAGEMENT INC	2,792	0	2,792
**D UNITED GLOBAL INNOVATION FUND	4,506	0	4,506
**D MERIFIN CAPITAL B,V,	44,600	0	44,600
**D FONDO CONSOLIDADO DE RESERVAS PREVISIONALES	80,112	0	80,112
**D WESTPAC WHOLESALE UNHEDGED INT SHARE FUN	43,815	0	43,815
**D VANGUARD ETHICALLY CONSCIOUS INTERNATIONAL SHARES INDEX FUND	3,402	0	3,402
**D JEFFREY LLC	77,313	0	77,313
**D JPMORGAN CHASE BANK - PB - UNITED STATES TRUSTS - CRA TREATY	1,320	0	1,320
**D ENTERGY CORP,RETIREMENT PLANS MASTER TR,	98,531	0	98,531
**D ISHARES ALLCOUNTRY EQUITY INDEX FUND	2,386	0	2,386
**D EUROPACIFIC GROWTH FUND	18,278,998	0	18,278,998
**D CAPITAL WORLD GROWTH & INCOME FUND INC	7,750,000	0	7,750,000
**D STICHTING PENSIOENFONDS VOPAK	146,456	0	146,456
**D ABU DHABI RETIREMENT PENSIONS AND BENEFITS	28,431	0	28,431
**D T, ROWE PRICE INTERNATIONAL DISCOVERY FU	4,575,580	0	4,575,580
**D FLEXSHAR,MORN,DEV,MARK,EX-US FAC,TILT IN	6,110	0	6,110
**D MFS INTERNATIONAL NEW DISCOVERY FUND	2,502,438	0	2,502,438
**D T ROWE PRICE INTERNATIONAL EQUITY INDEX	14,257	0	14,257
**D T ROWE PRICE GLOBAL ALLOCATION FUND INC	16,243	0	16,243
**D FIDELITY DIVERSIFIED INTERNATIONAL FUND	1,580,600	0	1,580,600
**D GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	4,800	0	4,800
**D PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	131,178	0	131,178
**D SANLAM LIFE AND PENSIONS UK LIMITED	84,019	0	84,019
**D JPMORGAN LIFE LIMITED	36,589	0	36,589
**D AVIVA LIFE & PENSIONS UK LIMITED	107,107	0	107,107
**D SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND	56,654	0	56,654
**D VANGUARD ESG INTERNATIONAL STOCK ETF	5,147	0	5,147
**D VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	6,121,446	0	6,121,446
**D MTB FOR GOVERNMENT PENSION FD45828	114,264	0	114,264
**D VANGUARD INTERNATIONAL EXPLORER FUND	1,063,800	0	1,063,800
**D ALLIANZGI-FONDS DSPT	10,596	0	10,596
**D FIDELITY INVESTMENT TRUST: FIDELITY OVER	2,899,200	0	2,899,200
**D VARIABLE INSURANCE PRODUCTS FUND OVERSEAS FUND	557,100	0	557,100
**D BUREAU OF LABOR FUNDS-LABOR RETIREMENT FUND	4,664	0	4,664
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	5,818	0	5,818
**D BUREAU OF LABOR FUNDS-LABOR PENSION FUND	14,010	0	14,010
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	232,394	0	232,394
**D AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACK	191,899	0	191,899
**D ARTEMIS EUROPEAN OPPORTUNITIES FUND	831,083	0	831,083
**D BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II	305,563	0	305,563
**D BLACKROCK INSTITUTIONAL TRUST COMPANY N,A, INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	2,177,473	0	2,177,473
**D MSCI WORLD SMALL CAP EQUITY ESG SCREENED INDEX FUND B	9,899	0	9,899

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D AMERICAN UNIVERSITY	2,401	0	2,401
**D AMEREN HEALTH AND WELFARE TRUST	121,276	0	121,276
**D WASHINGTON STATE INVESTMENT BOARD	16,717	0	16,717
**D AXA BELGIUM S A	312	0	312
**D JPMORGAN BETABUILDERS EUROPE ETF	139,730	0	139,730
**D VANGUARD INTERNATIONAL SMALL COMPANIES INDEX FUND	40,873	0	40,873
**D JP MORGAN CHASE RETIREMENT PLAN	75,159	0	75,159
**D ENTERGY CORP,RETIREMENT PLANS MASTER TR,	104,321	0	104,321
**D T ROWE INTL SMALL CAP EQUITY TRUST	466,929	0	466,929
**D NEW MEXICO STATE INVESTMENT COUNCIL	53,302	0	53,302
**D EQ ADVIS TR EQ INVESCO INTL GROWTH PORTF	192,354	0	192,354
**D AVIVA INVESTORS FUND LLC	4,538	0	4,538
**D CANADA POST CORPORATION REGISTERED PENSION PLAN	12,362	0	12,362
**D SUN LIFE MULTI STRATEGY TARGET RETURN FU	1,866	0	1,866
**D CC&L ALTERNATIVE GLOBAL EQUITY FUND	2,100	0	2,100
**D RBC GLOBAL ASSET MANAGEMENT INC	7,394	0	7,394
**D IA CLARINGTON GLOBAL MULTI ASSET FUND	4,365	0	4,365
**D C,R, HYDRO-QUEBEC - TEMP2	92,160	0	92,160
**D EMPIRE LIFE INSURANCE COMPANY	48,455	0	48,455
**D EMPIRE LIFE EMBLEM MODERATE GROWTH PORTF	42,073	0	42,073
**D EMPIRE LIFE EMBLEM GROWTH PORTFOLIO	36,020	0	36,020
**D EMPIRE LIFE EMBLEM DIVERSIF INCOME PORTF	2,504	0	2,504
**D EMPIRE LIFE EMBLEM CONSERVATIVE PORTFOLI	11,373	0	11,373
**D EMPIRE LIFE EMBLEM BALNCED PORTFOLIO	24,938	0	24,938
**D EMPIRE LIFE EMBLEM AGRRESSIVE GROW PORT	9,799	0	9,799
**D EMPIRE UL PHANTOM IF	277	0	277
**D THE EMPIRE LIFE INSURANCE COMPANY	261,288	0	261,288
**D EMPIRE UL PHANTOM SEG9	18,384	0	18,384
**D EMPIRE UL PHANTOM SEG8	1,191	0	1,191
**D EMPIRE UL PHANTOM SEG5	7,877	0	7,877
**D EMPIRE PENSION EQUITY FUND	18,480	0	18,480
**D EMPIRE LIFE PREMIER EQUITY FD	25,486	0	25,486
**D EMPIRE LIFE INTL EQUITY FUND	171,100	0	171,100
**D EMPIRE LIFE INCOME FUND	27,288	0	27,288
**D EMPIRE LIFE GLOBAL EQUITY FUND	178,698	0	178,698
**D EMPIRE LIFE GLOBAL DIV GROW FD	102,189	0	102,189
**D EMPIRE LIFE GLOBAL BALANCED FD	146,456	0	146,456
**D EMPIRE LIFE EQUITY GROW FD 3	325	0	325
**D ANIMA SGR SPA	2,914,050	0	2,914,050
**D ANIMA SGR SPA ANIMA CRESCITA ITALIA	760,661	0	760,661
**D STICHTING SHELL PENSIOENFONDS	110,632	0	110,632
**D FIDUCIARY TRUST COMPANY INTERNATIONAL AS	102,000	0	102,000
**D INTERNATIONAL GROWTH AND INCOME FUND	3,542,962	0	3,542,962
**D WSSP INTERNATIONAL EQUITIES TRUST	68,156	0	68,156
**D TCRPIM INTERNATIONAL SHARE (UNHEDGED) F	93,781	0	93,781

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D ONEPATH GLOBAL SHARES - SMALL CAP UNHEDGED) INDEXPOOL	26,862	0	26,862
**D BT WHOLESALE MULTI-MANAGER INTERNATIONAL SHARE FUND	16,746	0	16,746
**D SCHRODER PENSION MANAGEMENT LTD	14,865	0	14,865
**D CHINA LIFE INSURANCE COMPANY LIMITED	42,720	0	42,720
**D SCHRODER ADVANCED BETA GLOBAL EQUITY SMA	44,410	0	44,410
**D NEW MEXICO STATE INVESTMENT COUNCIL	31,421	0	31,421
**D STEADYHAND INVESTMENT MANAGEMENT LTD	13,400	0	13,400
**D LOMBARD ODIER FUNDS (SWITZERLAND) SA	24,386	0	24,386
**D HSBC GROUP HONG KONG LOCAL STAFF RETIREMENT BENEFIT SCHEME	3,732	0	3,732
**D FTSE ALL WORLD INDEX FUND	22,272	0	22,272
**D AI STRATEGIC GLOBAL EQUITY FUND	46,699	0	46,699
**D REASSURE LIMITED	106,860	0	106,860
**D AI GLOBAL EQUITY FUND	59,463	0	59,463
**D FRIENDS LIFE AND PENSIONS LIMITED	46,015	0	46,015
**D FRIENDS LIFE FUNDS LIMITED	77,941	0	77,941
**D HSBC EUROPEAN INDEX FUND	100,896	0	100,896
**D AXA FRAMLINGTON EUROPEAN FUND	70,000	0	70,000
**D AXA FRAMLINGTON FINANCIAL FUND	164,157	0	164,157
**D TR EUROPEN GROWTH TRUST PLC	471,060	0	471,060
**D METZLER ASSET MANAGEMENT GMBH	731,814	0	731,814
**D GLG EUROPEAN LONG-SHORT FUND	4	0	4
**D FCP ASTORG CROISSANCE MID CAP	42,345	0	42,345
**D FCP LBPAM ACTIONS EURO MIDCAP	50,280	0	50,280
**D RAVGDT DIVERSIFIE II LBPAM	40,325	0	40,325
**D RBC INTERNATIONAL EQUITY INDEX ETF	7,584	0	7,584
**D CITI RETIREMENT SAVINGS PLAN	53,365	0	53,365
**D UWF TROW INTL DISCOVERY	53,878	0	53,878
**D STANDARD LIFE INVESTMENTS GLOBAL SICAV II	112,874	0	112,874
**D SUBSIDIZED SCHOOLS P FUND NORTHERN	5,026	0	5,026
**D INTERNATIONAL EQUITY FUND	29,089	0	29,089
**D AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	32,234	0	32,234
**D AMERICAN ELECTRIC POWER SYSTEM RETIREE MEDICALTRUST FOR CERTAIN UNION EMPLOYEES	8,546	0	8,546
**D 55016 UP INTERNATIONALE AKTIER	240,915	0	240,915
**D FIRST TRUST IPOX EUROPE EQUITY OPPORTUNITIES ETF	1,592	0	1,592
**D GREAT WEST CORE STRATEGIES- INTERN	55,000	0	55,000
**D AST TRP DIVERS REAL GWTH PORT PDMO	1,728	0	1,728
**D ADVANCED SERIES TRUST AST T ROWE PRICE GROWTH OPPORTUNITIES PORTFOLIO GATEWAY CENTER	54,891	0	54,891
**D GLOBAL TR CO TS INTL SMLL CP 309779	82,400	0	82,400
**D BNYMTD CF MITON EUROPEAN OPFS FUND	1,445,322	0	1,445,322
**D LEGAL AND GENERAL UCITS ETF PLC	11,483	0	11,483
**D NATIONAL BANK TRUST	617,632	0	617,632
**D VANGUARD FTSE ALL-WORLD EX US INDEX FUND	691,690	0	691,690
**D VANGUARD EUROPEAN STOCK INDEX FUND	768,166	0	768,166
**D TIMESQUARE FOCUS FUND LP	3,500	0	3,500
**D ALLEGHENY COLLEGE	8,300	0	8,300

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

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**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D ERIE COMMUNITY FOUNDATION	11,300	0	11,300
**D 1171 APG DME CCL	276,400	0	276,400
**D 1216 APG DME FINANC	1,030,888	0	1,030,888
**D UNISYS MASTER TRUST	38,021	0	38,021
**D THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	10,058	0	10,058
**D CF DV ACWI EX-U,S, IMI FUND	2,133	0	2,133
**D BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	15,964	0	15,964
**D MANNING AND NAPIER FUND INC RAINIER INTERNATIONAL DISCOVERY FUND	875,930	0	875,930
**D INVESCO CANADIAN BALANCED FUND	267,206	0	267,206
**D INVESCO CANADIAN PREMIER GROWTH CLASS	232,194	0	232,194
**D INVESCO CANADIAN PREMIER GROWTH FUND	269,480	0	269,480
**D INVESCO CORE CANADIAN BALANCED CLASS	27,316	0	27,316
**D INVESCO EUROPEAN GROWTH CLASS	73,204	0	73,204
**D INVESCO GLOBAL GROWTH CLASS	83,158	0	83,158
**D INVESCO INTERNATIONAL GROWTH CLASS	460,692	0	460,692
**D INVESCO INTERNATIONAL GROWTH FUND	398,089	0	398,089
**D INVESCO GLOBAL GROWTH EQUITY POOL	4,231	0	4,231
**D NYKREDIT ENGROS GLOBAL OPPORTUNITIES	69,971	0	69,971
**D EIR EIE WELLINGTON INT	93,495	0	93,495
**D WILM MULTI MGR INTL FD OBERWEIS	198,188	0	198,188
**D PS FTSERAFI EUSM UCITS ETF BNYMTCIL	3,206	0	3,206
**D PS FR DEVEL MARK EX US SMALL PORT	25,356	0	25,356
**D GREAT WEST MFS INTERNATIONAL GROWTH FUND	226,502	0	226,502
**D GREAT WEST INTERNATIONAL GROWTH	400,000	0	400,000
**D COX ENTERPRISES INC MASTER TRUST	56,588	0	56,588
**D AMG TIMESQUARE GLOBAL SMALL CAP FUND	1,500	0	1,500
**D BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	7,956	0	7,956
**D AST RCM WORLD TRENDS PORT PDBF	164,000	0	164,000
**D PENSION RESERVES INVESTMENT TRUST FUND	528,371	0	528,371
**D WELLINGTON MGMT CY LLPQUALITY EDUC FD	82,310	0	82,310
**D BLACKROCK GLOBAL FUNDS	2,033,717	0	2,033,717
**D PFI GLB MULTI STRATEGY WELLINGTON	25,311	0	25,311
**D CTJ RE STANLIB GLOBAL EQUITY FD AB	4,000	0	4,000
**D HP INC MASTER TRUST	86,600	0	86,600
**D IQ 50 PERCENT HEDGED FTSE INTL ETF	10,217	0	10,217
**D IQ 50 PERCENT HEDGED FTSE EURO ETF	379	0	379
**D AXA MPS FINANCIAL DAC	450,000	0	450,000
**D DEUTSCHE XTRK MSCI EMU HDG EQ ETF	2,527	0	2,527
**D BLL AQUILA LIFE EUROPEAN EQUITY	333,695	0	333,695
**D BNYMTD FTF FRANKLIN EUROPEAN OPP FD	5,634	0	5,634
**D VIRTUS MULTI STRATEGY TARGET RETURN FUND	1,262	0	1,262
**D POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	62	0	62
**D THE CLEVELAND CLINIC FOUNDATION	39,719	0	39,719
**D EATON VANCE MGMT INTL SMALL CAP	712	0	712
**D LAWRENCE LIVERMORE NATIONAL SECURITY LLC	320,242	0	320,242

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Extraordinary Shareholders' Meeting of April 10, 2019

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D SLI EUROPEAN SMALLER COMPANIES	2,913,233	0	2,913,233
**D SLI GBL SICAV CON EU EQ IN FD	61,656	0	61,656
**D HP INC MASTER TRUST	4,452	0	4,452
**D INVESCO FUNDS	36,187	0	36,187
**D THE TEXAS A AND M UNIVERSITY SYSTEM	286,692	0	286,692
**D VANGUARD INTL HIGH DIV YLD INDEX FD	48,983	0	48,983
**D BLL DC EUROPEAN GROWTH FD AG PF	237,443	0	237,443
**D BNYMTD BIEF CONT EUR INV	70,196	0	70,196
**D BNYMTD BLK CONT EURO FD	1,275,517	0	1,275,517
**D BGF EURO MKTS FD EURO EQUITY PF	4,926,484	0	4,926,484
**D BGF EUROPEAN SPECIAL SITUATIONS FUND	2,034,771	0	2,034,771
**D BGF CONT EURO FLEXIBLE FD EURO EQFD	5,629,560	0	5,629,560
**D BNYMTD RAMAM WORLD RECOVERY FUND	100,740	0	100,740
**D DEUTSCHE XTRK MSCI STH EUR HDG ETF	199	0	199
**D BNYMTCIL FT EURO ALPHADIX UCITS ETF	200,051	0	200,051
**D COUNTY AND MUNICIPAL GOVERNMENT CAPITAL IMPROVEMENT TRUST FUND	45,737	0	45,737
**D ALABAMA TRUST FUND	118,205	0	118,205
**D ATFF AMERICAN CENTURY	53,433	0	53,433
**D MSV JP MORGAN	48,163	0	48,163
**D ALASKA PERMANENT FUND CORPORATION	10,799	0	10,799
**D ALASKA PERMANENT FUND CORPORATION	96,905	0	96,905
**D ENSIGN PEAK GRANDEUR PEAK INT	353,918	0	353,918
**D MIN DEF PF OMAN AMUNDI EURSILV	35,335	0	35,335
**D BNYMTD BLK EURO DYNAMIC FD	5,524,579	0	5,524,579
**D PHC NT SMALL CAP	32,071	0	32,071
**D BNYMTD RM GLOBAL HIGH ALPHA FUND	28,810	0	28,810
**D AMG CHICAGO EQUITY PARTNERS BALANCED FUND	900	0	900
**D AMG TIMESSQUARE INTL SM CAP	1,816,100	0	1,816,100
**D BNYMTD BLK CONTINENTAL EURO INC	1,888,403	0	1,888,403
**D BLK GTR EU INV TST PL INV PF BNYMTD	795,858	0	795,858
**D BNYMTD BLK CONT EUR EQ TRCK FD INV	257,660	0	257,660
**D OPERATING ENGINEERS LOCAL 101 PENSION FUND	130,000	0	130,000
**D BELL ATLANTIC MASTER TRUST	24,336	0	24,336
**D VERIZON MASTER SAVINGS TRUST	86,033	0	86,033
**D VOYA MULTI MANAGER INTERNATIONAL EQUITY FUND	49,626	0	49,626
**D INDIANA PUBLIC RETIREMENT SYSTEM	20,228	0	20,228
**D KENTUCKY RETIREMENT SYSTEMS	500,000	0	500,000
**D KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	200,000	0	200,000
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	1	0	1
**D BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	79,577	0	79,577
**D SOUTH CAROLINA RETIREMENT SYSTEMS GROUP TRUST	288	0	288
**D PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	1,116	0	1,116
**D FGT FRK INTERNATIONAL GROWTH FD	2,500,000	0	2,500,000
6254 CAGLIA MARIA	0	0	0
DE* UNICREDIT S.P.A.	215,066,403	0	215,066,403

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
6467 LOIZZI GERMANA	3	3	0
6482 GHIBAUDI LEOPOLDO	9,000	9,000	0
6515 CERASUOLO STEFANO	16,017	16,017	0
*RA* FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPR DESIGNATO EX ART,135 UNDECIES TUF)	1,726,930	0	1,726,930
6689 CEI GIOVANNI FRANCESCO	6,371	6,371	0
6875 BONETTI EMANUELE	10	10	0
6941 ZACCARDI ANTONELLA	1	1	0
6946 CLERICI CAMILLA	0	0	0
**D CANDRIAM EQUITIES B SA	82,054	0	82,054
**D JAMES W DERRICK	10,950	0	10,950
**D MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST	77,215	0	77,215
**D BOLLMAKERS LODGE 154 RETIREMENT PLA N	5,210	0	5,210
**D MANNING AND NAPIER FUND INC,OVE RS EAS SERIES	760,510	0	760,510
**D BRIDGE BUILDER INTERNATIONAL EQUITY FUND	1,107,600	0	1,107,600
**D MIAMI DADE COMMUNITY COLLEGE FOUNDATION	4,135	0	4,135
**D PNC BANK NA 2HOPKINS PLAZA LOWE R B 6	13,315	0	13,315
**D FIRST STATE TRUST COMPANY FORMU LTRIPLE BENEFICIARIES	470	0	470
**D MANNING AND NAPIER ADVISORS INC	221,640	0	221,640
**D DANIEL P COWAN	320	0	320
**D ANTHONY K, KESMAN TRUSTEE	685	0	685
**D MANNING AND NAPIER FUND INC,-BLEND ED ASSET MODERATE SERIES	2,050	0	2,050
**D SUSAN M, SNYDER	315	0	315
**D WILLIAM J, BLEIL	515	0	515
**D MANNING AND NAPIER FUND INC INTERNATIONAL SERIES	104,410	0	104,410
**D ALFRED F, KRAUSE	155	0	155
**D MICHAEL HOTARY	220	0	220
**D MANNING AND NAPIER FUND INC PRO BLEND MODERATE TERM SERIES	8,830	0	8,830
**D LISA FRIEDLANDER	1,610	0	1,610
**D ALFRED AND KATHRYNE KRAUSE	125	0	125
**D MARTIN J, FARRELL	1,475	0	1,475
**D GRANDEUR PEAK INTERNATIONAL	1,116,664	0	1,116,664
**D GRANDEUR PEAK GLOBAL OPPORTUNI	441,441	0	441,441
**D GRANDEUR PEAK GLOBAL REACH	127,298	0	127,298
**D GRANDEUR PEAK GLOBAL STALWARTS	138,740	0	138,740
**D ALLIANCEBERNSTEIN FUND DYNAMIC	2,328	0	2,328
**D RWC FUNDS	179,029	0	179,029
**D AMUNDI SGR SPA / AZIONARIO EUROPA	157,793	0	157,793
**D ELEMENTS INTERNATIONAL SMALL	15,540	0	15,540
**D BLACKROCK EUROFUND	243,856	0	243,856
**D UBS EUROPEAN SMALL CAP	72,456	0	72,456
**D CIPAV ALOIS	69,622	0	69,622
**D SOGECAP ACTIONS SMALL CAP	995,455	0	995,455
**D COLISEE IFC	164,400	0	164,400
**D SG ACTIONS EUROPE MID CAP	196,930	0	196,930
**D LYXOR EURO STOXX 300	35,146	0	35,146

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Shareholders: 738 People: 16  
 Shareholders on own behalf: 12 Shareholders by proxy: 726

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D LYXOR INDEX FUND LYXOR STOXX	46,396	0	46,396
**D MUL LYXOR ITALIA EQUITY	11,300	0	11,300
**D LYXOR MSCI EMU SMALL CAP UE	9,168	0	9,168
**D MU LUX LYXOR EURO STOXX	467,280	0	467,280
**D AMUNDI FUNDS II PIONEER	139,167	0	139,167
**D AMUNDI SF EURO EQ MARKET PLUS	39,904	0	39,904
**D AMUNDI FUNDS II-EURO POTENTIAL	2,411,802	0	2,411,802
**D SEDEC FINANCE	9,399	0	9,399
**D AMUNDI FUNDS EQUITY EUROLAND SMALL	1,245,007	0	1,245,007
**D AMUNDI FUNDS EQUITY EUROPE SMALL	738,767	0	738,767
**D PRIVILEGE - JP MORGAN PAN EUROPEAN	7,596	0	7,596
**D LO FUNDS - CONTINENTAL EUROPE SMALL	850,000	0	850,000
**D EDMOND DE ROTHSCHILD FUND EQUITY	761,900	0	761,900
**D ROPS EURO P	104,561	0	104,561
**D I,2,C, ACTIONS	480,000	0	480,000
**D ECUREUIL RETRAITE EURO ACTIONS 4	310,000	0	310,000
**D ROPS-SMART INDEX EURO	86,154	0	86,154
**D LCF PHARMA INTERNATIONAL	64,940	0	64,940
**D FCP GROUPAMA PHARMA DIVERSIFIE	83,492	0	83,492
**D CONTI GESTION	58,500	0	58,500
**D EDMOND DE ROTHSCHILD ASSET	176,100	0	176,100
**D NEUFLIZE VIE OPPORTUNITES	55,000	0	55,000
**D ASSURDIX	44,516	0	44,516
**D CPR SILVER AGE	2,079,075	0	2,079,075
**D AMUNDI ETF FTSE ITALIA PIR UCITS	9,332	0	9,332
**D GROUPAMA AVENIR EURO	4,395,166	0	4,395,166
**D GROUPAMA AVENIR ALL CAP EURO	133,000	0	133,000
**D GROUPAMA EUROPE STOCK	5,522	0	5,522
**D SEEYOND EQUITY FACTOR INVESTING	9,402	0	9,402
**D BEST BUSINESS MODELS	1,086,000	0	1,086,000
**D MONDIAL VALOR	1,628	0	1,628
**D VENDOME SELECTION EUROPE	134,000	0	134,000
**D LBPAM ACTIONS FINANCE	33,349	0	33,349
**D TUTELAIRE ACTIONS	18,800	0	18,800
**D LBPAM ACTIONS EURO	319,567	0	319,567
**D AA - FORTIS ACTIONS PETIT CAP	356,514	0	356,514
**D EDMOND DE ROTHSCHILD EURO	275,560	0	275,560
**D EDMOND DE ROTHSCHILD EUROPE MIDCAP	142,000	0	142,000
**D EDMOND DE ROTHSCHILD EQUITY EUROPE	185,280	0	185,280
**D UNION INVESTMENT LUXEMBOURG SA	83,150	0	83,150
**D MAN GLG TOPAZ LIMITED MAPLES CORPORATE SERVICES LIMITED	30,078	0	30,078
**D MAN NUMERIC ALTERNATIVE RISK PREMIA EQUITY SIZE	1,178,900	0	1,178,900
**D AHL DESERTWOOD FUND LIMITED C/O CITCO TRUSTEES (CAYMAN) LIMITED	20,977	0	20,977
**D UBS FUND MANAGEMENT (SWITZERLAND) AG,	83,980	0	83,980
**D CONNOR CLARK & LUNN INVESTMENT MANAGEMENT LTD	500	0	500

Shareholders:	738	People:	16
Shareholders on own behalf:	12	Shareholders by proxy:	726

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D UBS (LUX) EQUITY SICAV	303,561	0	303,561
**D UBS FUND MANAGEMENT(LUXEMBOURG) SA	209,534	0	209,534
**D MLC INVESTMENTS, MLC LIMITED	28,628	0	28,628
**D UBS FUND MGT (CH) AG CH0516/UBSCHIF2-EGSCPII	123,224	0	123,224
**D CH0526 - UBS (CH) INSTITUTIONAL FUND - EQUITIES GLOBAL SMALL CAP PASSIVE II	15,606	0	15,606
**D NORGES BANK	95,217	0	95,217
**D AEGON CUSTODY B,V	490,891	0	490,891
**D AHL DIRECTIONAL EQUITIES MASTER LIMITED	8,177	0	8,177
**D AHL GENESIS 2 LIMITED C/O MAPLES CORPORATE SERVICES LIMITED	16,854	0	16,854
**D AHL GENESIS LIMITED	9,922	0	9,922
**D ATLAS QUANTITATIVE TRADING FUND LTD	52,640	0	52,640
**D BHC MOMENTUM MASTER FUND LP C/O WALKERS CORPORATE LIMITED	7,025	0	7,025
**D BIENVILLE ARGENTINA OPPORTUNITIES FUND 2,0 LP C/O PHS CORPORATE SERVICES INC	1,923	0	1,923
**D CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT,PLC	1,791,744	0	1,791,744
**D CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	326	0	326
**D IRISH LIFE ASSURANCE,	157,144	0	157,144
**D JOHN HANCOCK FUNDS III INTERNATIONAL GROWTH FUND	395,504	0	395,504
**D JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL GROWTH STOCK TRUST	67,802	0	67,802
**D LEGAL AND GENERAL	89,988	0	89,988
**D LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED	1,451,479	0	1,451,479
**D LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	8,597	0	8,597
**D SLIC ER EX UK SM CM FD XESC	273,095	0	273,095
**D SLIC II - STANDARD LIFE INVESTMENTS	269,600	0	269,600
**D STANDARD LIFE ASSURANCE LIMITED,	3,805,490	0	3,805,490
**D STANDARD LIFE INVESTMENT COMPANY GLOBAL SMALLER	2,994,221	0	2,994,221
**D THREADNEEDLE (LUX	1,432,414	0	1,432,414
**D THREADNEEDLE (LUX) EUROPEAN SMALLER COMPANIES	3,685,963	0	3,685,963
**D THREADNEEDLE (LUX)- TLUX PAN EURO SMALLER COMPANIES	2,424,170	0	2,424,170
**D THREADNEEDLE INVESTMENT FUNDS ICVC	1,025,326	0	1,025,326
**D TRANSAMERICA AIM INTERNATIONAL GROW	59,402	0	59,402
**D ELEMENT CAPITAL MASTER FUND LIMITED C/O ELEMENT CAP MGMT LLC	35,943	0	35,943
**D MAN QUALIFYING INVESTOR FUNDS PLC-MAN GLG ELS MASTER QIF C/O GLG PARTNERS LP	664	0	664
**D MAN MULTI-STRATEGY MASTER FUND C/O MAN SOLUTION LIMITED	49	0	49
**D GOVERNMENT OF NORWAY	8,535,765	0	8,535,765
**D INVESCO INTERNATIONAL GROWTH FUND	6,355,685	0	6,355,685
**D TEACHERS` RETIREMENT SYSTEM OF THE STATE OF ILLINOIS	254,638	0	254,638
**D MANUFACTURERS AND TRADERS TRUST COMPANY	1,225	0	1,225
**D FEDERATED KAUFMANN FUND	4,500,000	0	4,500,000
**D FEDERATED KAUFMANN FUND II	121,900	0	121,900
**D FEDERATED KAUFMANN SMALL CAP FUND	1,550,930	0	1,550,930
**D FIDELITY ADVISOR SER VIII:FIDELITY ADVISOR DIVERSIFIED INTL FD	158,100	0	158,100
**D INTERNATIONAL MONETARY FUND	20,583	0	20,583
**D LAUDUS INTERNATIONAL MARKETMASTERS FUND	381,095	0	381,095
**D SCHWAB INTERNATIONAL EQUITY ETF	426,629	0	426,629
**D SCHWAB FUNDAMENTAL INTERNATIONAL SMALL COMPANY ETF	92,362	0	92,362

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D JOHN HANCOCK FUNDS II TECHNICAL OPPORTUNITIES FUND	48,610	0	48,610
**D WELLINGTON GLOBAL OPPORTUNITIES FUND (CANADA)	119,912	0	119,912
**D WELLINGTON INTERNATIONAL OPPORTUNITIES FUND (CANADA)	14,711	0	14,711
**D MANNING AND NAPIER	599,715	0	599,715
**D MFS HERITAGE TRUST COMPANY COLLECTIVE INVESTMENT TRUST	122,205	0	122,205
**D ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS GHS	104,163	0	104,163
**D INSTITUTIONAL RETIREMENT TRUST	2,402,531	0	2,402,531
**D AMERICAN BUREAU OF SHIPPING	68	0	68
**D TR + CUS SERVICES BK LTD,AS TRU FOR FISHER GLBL SMALL CAP EQFD	187,364	0	187,364
**D AMERICAN CENTURY STRATEGIC ASSET ALL, INC, STRAT ALL CONS F	5,174	0	5,174
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRAT ALL MODERATE F	23,279	0	23,279
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRATEGIC ALL AGGR F	24,162	0	24,162
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, INTL OPPORTUNITIES	646,378	0	646,378
**D AMERICAN CENTURY WORLD MUTUAL FUNDS INC - NT INT SM MID CAP F	396,082	0	396,082
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, - GLO SMALL CAP FD	15,254	0	15,254
**D AMERICAN CENTURY RETIREMENT DATE TRUST	191,974	0	191,974
**D ANIMA FUNDS PLC	114,985	0	114,985
**D STATE OF ALASKA RETIREMENT AND BENEFITS PLANS	17,051	0	17,051
**D SIEFORE XXI BANORTE CONS, SOC ANON DE CAPITAL VARIABLE	536,261	0	536,261
**D THE CAPTIVE INVESTORS FUND	65,500	0	65,500
**D CAREFIRST, INC, RETIREMENT PLAN TRUST	105,000	0	105,000
**D PACE ALTERNATIVE STRATEGIES INVESTMENTS	4,074	0	4,074
**D UBS (US) GROUP TRUST	14,800	0	14,800
**D UAW RETIREE MEDICAL BENEFITS TRUST	69,119	0	69,119
**D SCPMG KEOGH PLAN	7,577	0	7,577
**D CALVERT WORLD VALUES F INC - CALVERT INT OPPORTUNITIES FUND	115,510	0	115,510
**D CALVERT RESP INX SRS, INC,-CLVRT DVD MRKTS EX-U,S, RSP INX FD	2,736	0	2,736
**D XTRACKER (IE) PUBLIC LIMITED COMPANY	8,483	0	8,483
**D THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	54,394	0	54,394
**D MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN	269,031	0	269,031
**D VALIC COMPANY I - ASSET ALLOCATION FUND	2,893	0	2,893
**D FISHER INVESTMENTS INSTITUTIONAL FUNDS PLC	42,407	0	42,407
**D PARAMETRIC INTERNATIONAL EQUITY FUND	8,950	0	8,950
**D EATON VANCE INTERNATIONAL SMALL-CAP FUND	21,857	0	21,857
**D FRANKLIN TEMPLETON COLL INV TR-FRANKLIN EAFE PLUS EQUITY TRUST	30,000	0	30,000
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	3,280	0	3,280
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	12,735	0	12,735
**D FRANKLIN TEMPLETON ETF TRUST-FRANKL LIBERTY INT OPPORTUN ETF	10,759	0	10,759
**D FRANKLIN FTSE EUROPE EX U,K, INDEX ETF	7,203	0	7,203
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	195	0	195
**D TAX - MANAGED INTERNATIONAL EQUITY PORTFOLIO	4,241	0	4,241
**D THE GABELLI GLOBAL SMALL AND MID CAP VALUE TRUST	53,000	0	53,000
**D THE GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND	27,000	0	27,000
**D ALLIANZ ACTIONS EURO PME-ETI	85,200	0	85,200
**D GUARDIAN INTERNATIONAL GROWTH VIP FUND	121,981	0	121,981

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D GAM STAR FUND P,L,C,	4,296,530	0	4,296,530
**D E,SUN COMM BANK LTD IN ITS CAP AMC OF NOM EUR MID SM CAP GR F	20,498	0	20,498
**D HARTFORD INTERNATIONAL OPPORTUNITIES HLS FUND	418,556	0	418,556
**D THE HARTFORD INTERNATIONAL GROWTH FUND	91,340	0	91,340
**D THE HARTFORD INTERNATIONAL OPPORTUNITIES FUND	1,045,383	0	1,045,383
**D HARTFORD INTERNATIONAL EQUITY FUND	199,550	0	199,550
**D AMERICAN FUNDS INSURANCE SERIES INTERNATIONAL FUND	1,037,559	0	1,037,559
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL GROWTH FUND	401,687	0	401,687
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL BALANCED FUND	125,000	0	125,000
**D TCW INTERNATIONAL SMALL CAP FUND	14,583	0	14,583
**D MAINSTAY EPOCH CAPITAL GROWTH FUND	90,977	0	90,977
**D GMO ALPHA ONLY FUND	7,063	0	7,063
**D JNL/INVESCO INTERNATIONAL GROWTH FUND	1,208,132	0	1,208,132
**D ANCHOR SERIES TRUST SA WELLINGTON MULTI-ASSET INCOME PTF	9,932	0	9,932
**D ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM	63,108	0	63,108
**D INVESCO V,I, INTERNATIONAL GROWTH FUND	1,550,078	0	1,550,078
**D INVESCO GLOBAL GROWTH FUND	713,793	0	713,793
**D INVESCO EUROPEAN GROWTH FUND	1,752,275	0	1,752,275
**D KANSAS PUBLIC EMPLOYEES RETIREMENT SYSTEM	123,900	0	123,900
**D KP INTERNATIONAL EQUITY FUND	25,442	0	25,442
**D COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	19,330	0	19,330
**D COUNTY OF LOS ANGELES SAVINGS PLAN	4,020	0	4,020
**D MARYLAND STATE RETIREMENT & PENSION SYSTEM	16,942	0	16,942
**D MERCER GLOBAL SMALL CAP EQUITY FUND	46,112	0	46,112
**D MGI FUNDS PLC	81,766	0	81,766
**D MERCER QIF CCF	48,544	0	48,544
**D GTAA PANTHER FUND L,P	2,713	0	2,713
**D MERCER QIF CCF	919,578	0	919,578
**D LOCKHEED MARTIN CORP DEFINED CONTRIBUTION PLAN MASTER TRUST	28,742	0	28,742
**D STATE OF MONTANA BOARD OF INVESTMENTS	54,958	0	54,958
**D STATE OF MONTANA BOARD OF INVESTMENTS	206,077	0	206,077
**D STATE OF NEW JERSEY COMMON PENSION FUND D	208,513	0	208,513
**D NEW YORK STATE DEFERRED COMPENSATION PLAN	70,716	0	70,716
**D FISHER GLOBAL SMALL CAP EQUITY FUND	8,926	0	8,926
**D CITY OF NEW YORK GROUP TRUST	405,302	0	405,302
**D PIMCO EQUITY SERIES:PIMCO RAFI DYNAMIC MULTI-FACTOR INT EQ ETF	955	0	955
**D GTAA PINEBRIDGE LP	16,238	0	16,238
**D FIDELITY INTERNATIONAL HIGH QUALITY INDEX ETF	1,983	0	1,983
**D PRINCIPAL EXCHANGE-TRADED FDS-PRINC INT MULTI-FACTOR INDEX ETF	1,422	0	1,422
**D DWS INVESTMENT GMBH FOR OP- FONDS WFF	5,761	0	5,761
**D WELLINGTON GLOBAL OPPORTUNITIES EX-JAPAN FUND	31,704	0	31,704
**D THRIVENT MODERATE ALLOCATION PORTFOLIO	31,910	0	31,910
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION PORTFOLIO	18,536	0	18,536
**D THRIVENT AGGRESSIVE ALLOCATION PORTFOLIO	3,536	0	3,536
**D THRIVENT MODERATE ALLOCATION FUND	5,760	0	5,760

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

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**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION FUND	11,202	0	11,202
**D THRIVENT AGGRESSIVE ALLOCATION FUND	3,182	0	3,182
**D THRIVENT BALANCED INCOME PLUS FUND	16,349	0	16,349
**D THRIVENT BALANCED INCOME PLUS PORTFOLIO	18,166	0	18,166
**D THRIVENT LARGE CAP STOCK FUND	200,666	0	200,666
**D THRIVENT LARGE CAP STOCK PORTFOLIO	117,391	0	117,391
**D THRIVENT CORE INTERNATIONAL EQUITY FUND	311,296	0	311,296
**D THRIVENT DIVERSIFIED INCOME PLUS FUND	22,113	0	22,113
**D THRIVENT DIVERSIFIED INCOME PLUS PORTFOLIO	16,969	0	16,969
**D RUSSELL INVESTMENTS OVERSEAS EQUITY POOL	34,098	0	34,098
**D RUSSELL INSTITUTIONAL FUNDS,LLC-RUSSELL INTL EQUITY FUND	44,190	0	44,190
**D RUSSELL INVESTMENTS OVERSEAS EQUITY FUND	15,947	0	15,947
**D BANK OF KOREA	153,715	0	153,715
**D SCOTIA BALANCED OPPORTUNITIES FUND	20,300	0	20,300
**D FRANKLIN TEMPLETON COLL INV TR-SIERRA FRANKLIN EAFE PLUS EQ TR	450,000	0	450,000
**D STATE STREET IRELAND UNIT TRUST	2,002	0	2,002
**D SSGA SPDR ETFS EUROPE II PUBLIC LIMITED COMPANY	31,323	0	31,323
**D SUNSUPER SUPERANNUATION FUND	42,483	0	42,483
**D CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	653,509	0	653,509
**D DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF	6,388	0	6,388
**D CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	4,281,945	0	4,281,945
**D TJ-NONQUALIFIED, LLC	95,450	0	95,450
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	605,765	0	605,765
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	377,175	0	377,175
**D TJ-QUALIFIED, LLC	92,230	0	92,230
**D PINEBRIDGE GLOBAL FUNDS	22,413	0	22,413
**D DWS INVESTMENT GMBH FOR DEAM-FONDS BPT	53,915	0	53,915
**D CAPITAL GROUP GLOBAL EQUITY FUND (CANADA)	3,125,000	0	3,125,000
**D CAPITAL GROUP GLOBAL BALANCED FUND (CANADA)	320,000	0	320,000
**D VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	6,023	0	6,023
**D VANGUARD FTSE DEVELOPED ALL CAP EX NORTH AMERICA INDEX ETF	13,703	0	13,703
**D VANGUARD DEVEL ALL-CAP EX NORTH AMERICA EQT IND POOLED FUND	1,110	0	1,110
**D VANGUARD GLOBAL MOMENTUM FACTOR ETF	2,468	0	2,468
**D VANGUARD FTSE DEVEL EX NTH AMER HIGH DIVIDEND YIELD INDEX ETF	397	0	397
**D VANGUARD INVESTMENTS II COMMON CONTRACTUAL FUND	30,305	0	30,305
**D VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND	45,597	0	45,597
**D VANGUARD FTSE DEVELOPED EUROPE INDEX ETF	1,123	0	1,123
**D INVESCO INSTITUTIONAL TRUST INTERNATIONAL GROWTH EQUITY FUND	61,213	0	61,213
**D VALIC COMPANY II INTERNATIONAL OPPORTUNITIES FUND	113,558	0	113,558
**D THE WELLINGTON TR COM NATIONAL ASS MULT COLLECT INV F TRUST	103,805	0	103,805
**D THE WELLINGTON TR CO NAT ASS MULT COM GLB OPPORT PTF	56,583	0	56,583
**D THE WELLINGTON TR CO NAT ASS MULT COLLECTIVE INV F TRUST II	211,827	0	211,827
**D WELLS FARGO BK DECL OF TR EST INV FUNDS FOR EMPLOYEE BEN TR	69,371	0	69,371
**D WELLS FARGO MASTER TRUST-WELLS FRGO FACTR ENHANCED INT PRFTFLIO	25,603	0	25,603
**D WILMINGTON TRUST, NATIONAL ASSOCIATION	40,000	0	40,000

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D WISDOMTREE ISSUER PUBLIC LIMITED COMPANY	1,316	0	1,316
**D WELLINGTON HEDGED ALPHA OPPORTUNITIES FUND, L,P,	19,268	0	19,268
**D WASHINGTON STATE INVESTMENT BOARD	130,583	0	130,583
**D WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND	10,104	0	10,104
**D WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND	9,129	0	9,129
**D WISDOMTREE INTERNATIONAL EQUITY FUND	45,279	0	45,279
**D WISDOMTREE INTERNATIONAL MIDCAP DIVIDEND FUND	45,653	0	45,653
**D WISDOMTREE EUROPE QUALITY DIVIDEND GROWTH FUND	12,262	0	12,262
**D WISDOMTREE EUROPE HEDGED SMALLCAP EQUITY FUND	115,478	0	115,478
**D PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY	98,478	0	98,478
**D WELLINGTON MANAGEMENT FUNDS (IRELAND) PLC	2,081	0	2,081
**D SSGA RUSSELL FD GL EX-US INDEX NONLENDING QP COMMON TRUST FUND	2,491	0	2,491
**D SS BK AND TRUST COMPANY INV FUNDS FOR TAXEXEMPT RETIREMENT PL	769,893	0	769,893
**D MSCI EAFE PROV SCREENED INDEX NON - LENDING COMMON TR FUND	4,797	0	4,797
**D VANGUARD TOTAL WORLD STOCK INDEX FUND	135,751	0	135,751
**D VANGUARD DEVELOPED MARKETS INDEX FUND	2,363,012	0	2,363,012
**D DEUTSCHE AM MULTI ASSET PIR FUND	143,592	0	143,592
**D DB X-TRACKERS	368,937	0	368,937
**D DWS INVESTMENT S,A, FOR ARERO - DER WELTFONDS	6,961	0	6,961
**D GAM MULTISTOCK	124,207	0	124,207
**D UBS ETF	117,004	0	117,004
**D DWS INVESTMENT GMBH FOR DWS EUROPE DYNAMIC	80,000	0	80,000
**D DWS INVESTMENT GMBH FOR DWS EUROVESTA	592,232	0	592,232
**D DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE	25,660	0	25,660
**D DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY	95,975	0	95,975
**D DWS INVESTMENT GMBH FOR DWS QI EUROPEAN EQUITY	49,392	0	49,392
**D ISHARES MSCI EAFE SMALL CAP ETF	1,705,145	0	1,705,145
**D ISHARES MSCI EUROPE SMALL-CAP ETF	84,262	0	84,262
**D ISHARES CORE MSCI EAFE ETF	1,586,923	0	1,586,923
**D ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	249,390	0	249,390
**D ISHARES CORE MSCI INTERNATIONAL DEVELOPED MARKETS ETF	55,393	0	55,393
**D ISHARES CORE MSCI EAFE IMI INDEX ETF	41,832	0	41,832
**D ISHARES MSCI EUROPE IMI INDEX ETF	8,959	0	8,959
**D ISHARES CORE MSCI EUROPE ETF	161,327	0	161,327
**D CONNECTICUT GENERAL LIFE INSURANCE COMPANY	827	0	827
**D IBM 401K PLUS PLAN	86,186	0	86,186
**D RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST	166,595	0	166,595
**D COLLEGE RETIREMENT EQUITIES FUND	330,638	0	330,638
**D RUSSELL INVESTMENT COMPANY - RUSSELL INTERN DEVELOPED MKT F	268,260	0	268,260
**D RUSSELL INVESTMENT FUNDS INTERNATIONAL DEVELOPED MARKETS FUND	53,187	0	53,187
**D SPDR S&P WORLD (EX-US) ETF	95,286	0	95,286
**D MULTI-STYLE, MULTI-MANAGER FUNDS PLC	26,733	0	26,733
**D MSCI EAFE SMALL CAP PROV INDEX SEC COMMON TR F	147,607	0	147,607
**D ISHARES PUBLIC LIMITED COMPANY	300,518	0	300,518
**D ISHARES II PUBLIC LIMITED COMPANY	147,636	0	147,636

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Shareholders:	738	People:	16
Shareholders on own behalf:	12	Shareholders by proxy:	726

DE\* proxy to the natural person above mentioned with the badge number

\*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number



Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D ISHARES VII PLC	625,686	0	625,686
**D ISHARES III PUBLIC LIMITED COMPANY	49,356	0	49,356
**D ISHARES I INVESTK MIT TGV F ISHS ST, EUROPE600 BS UCITS ETF DE	222,120	0	222,120
**D BLACKROCK AM DE FOR ISHS EURO STOXX BANKS 30-15 UCITS ETF (DE)	1,198,085	0	1,198,085
**D BLACKROCK AM DE FOR ISHARES EURO STOXX UCITS ETF (DE)	127,177	0	127,177
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE MID 200 UCITS ETF(DE)	97,652	0	97,652
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE)	273,368	0	273,368
**D BLACKROCK AM SCH AG OBO BIFS WORLD EX SW SMALL CAP EQ INDEX F	1,807	0	1,807
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND LLC	5,252	0	5,252
**D MANAGED PENSION FUNDS LIMITED	165,416	0	165,416
**D THE TRUSTEES OF CONOCOPHILLIPS PENSION PLAN	6,888	0	6,888
**D FAMILY INVESTMENTS CHILD TRUST FUND	11,150	0	11,150
**D FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND	9,961	0	9,961
**D HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND	347,373	0	347,373
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS 1994 PENSION SCHEME	10,969	0	10,969
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS LTD RETIREMENT PLAN	33,251	0	33,251
**D STICHTING PHILIPS PENSIOENFONDS	56,707	0	56,707
**D VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND FD	72,671	0	72,671
**D VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX F	134,143	0	134,143
**D VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND	1,213	0	1,213
**D SPDR S+P WORLD EX AUSTRALIA FUND	1,907	0	1,907
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	20,446	0	20,446
**D PANAGORA DYNAMIC GLOBAL EQUITY FUND	24,029	0	24,029
**D CANADA PENSION PLAN INVESTMENT BOARD	175,900	0	175,900
**D THE TRUSTEES OF BP PENSION FUND	280,946	0	280,946
**D BATTELLE MEMORIAL INSTITUTE	12,240	0	12,240
**D TRUST FOR THE PENSION PLAN OF THE CHUBB CORPORATION	135,795	0	135,795
**D DUPONT AND RELATED COMP DEFINED CONTRIBUTION PLAN MASTER TR	45,732	0	45,732
**D MORGAN STANLEY DEFINED CONTRIBUTION MASTER TRUST	45,328	0	45,328
**D WHEELS COMMON INVESTMENT FUND	4,261	0	4,261
**D UNITED MINE WORKERS OF AMERICA 1974 PENSION TRUST	49,146	0	49,146
**D STATE OF UTAH, SCHOOL AND INSTITUTIONAL TRUST FUNDS	7,141	0	7,141
**D THE CURATORS OF THE UNIVERSITY OF MISSOURI	40,552	0	40,552
**D BEAT DRUGS FUND ASSOCIATION	752	0	752
**D DFI LP EQUITY (PASSIVE)	1,693	0	1,693
**D NTGI-QM COMMON DAILY ALL COUNWD EX-US INV MKT INDEX F NONLEND	10,336	0	10,336
**D STATES OF GUERNSEY SUPERANNUATION FUND	5,051	0	5,051
**D INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN	369,111	0	369,111
**D FIDELITY ADVISOR SERIES VIII FIDELITY ADVISOR OVERSEAS FUND	217,100	0	217,100
**D FIDELITY INVESTMENT TRUST FIDELITY DIVERSIFIED INTERNATIONAL K6 FUND	223,845	0	223,845
**D FISHER INVESTMENTS GLOBAL SMALL CAP UNIT TRUST FUND	104,377	0	104,377
**D BLUE SKY GROUP	100,000	0	100,000
**D NEW ZEALAND SUPERANNUATION FUND	26,728	0	26,728
**D RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND	15,316	0	15,316
**D PYRAMIS GROUP TRUST FOR EMPLOYEE BENEFIT PLANS	28,446	0	28,446

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST	15,170	0	15,170
**D THE HEALTH FOUNDATION	25,840	0	25,840
**D HARDING LOEVNER FUNDS, INC, INTER EQUITY RESEARCH PORTFOLIO	5,169	0	5,169
**D HARDING LOEVNER FUNDS, INC, - GLOBAL EQUITY RESEARCH PORTFOLIO	2,542	0	2,542
**D STATE OF IDAHO ENDOWMENT FUND INVESTMENT BOARD	18,758	0	18,758
**D THE TRUSTEES OF THE LEVERHULME TRUST	79,500	0	79,500
**D NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST	416,265	0	416,265
**D NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	368,110	0	368,110
**D SUTTER HEALTH MASTER RETIREMENT TRUST	388,300	0	388,300
**D EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	37,833	0	37,833
**D GENERAL PENSION AND SOCIAL SECURITY AUTHORITY	60,671	0	60,671
**D LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	41,051	0	41,051
**D LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST	191,724	0	191,724
**D MONTGOMERY COUNTY CONSOLIDATED RET HEALTH BENEFITS TR	81,100	0	81,100
**D MIDWEST OPERATING ENGINEERS PENSION TRUST FUND	700,000	0	700,000
**D UTAH STATE RETIREMENT SYSTEMS	63,829	0	63,829
**D FORD MOTOR COMPANY OF CANADA, LIMITED PENSION TRUST	1,181	0	1,181
**D IWA - FOREST INDUSTRY PENSION PLAN	135,500	0	135,500
**D TORONTO TRANSIT COMMISSON PENSION FUND SOCIETY	369,637	0	369,637
**D THE TRUSTEES OF ZURICH FINANCIAL SERVICES UK PENSION SCHEME	665,609	0	665,609
**D THE TRUSTEES OF CHEVRON UK PENSION PLAN	2,761	0	2,761
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	161,116	0	161,116
**D COLONIAL FIRST STATE INVESTMENT FUND 50	13,187	0	13,187
**D MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO	9,866	0	9,866
**D LEGAL & GENERAL GLOBAL EQUITY INDEX FUND	1,487	0	1,487
**D LEGAL & GENERAL EUROPEAN INDEX TRUST	241,442	0	241,442
**D LEGAL & GENERAL INTERNATIONAL INDEX TRUST	26,634	0	26,634
**D AMG FUNDS PLC	110,700	0	110,700
**D HARDING LOEVNER FUNDS PLC	912	0	912
**D SSGA GROSS ROLL UP UNIT TRUST	14,274	0	14,274
**D LEGAL & GENERAL ICAV	669	0	669
**D LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME	5,796	0	5,796
**D BLACKROCK AUTHORISED CONTRACTUAL SCHEME I	277,968	0	277,968
**D STATE TEACHERS RETIREMENT SYSTEM OF OHIO	161,245	0	161,245
**D LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME	97,000	0	97,000
**D VERDIPAPIRFONDET KLP AKSJGLOBAL SMALL CAP INDEKS I	60,413	0	60,413
**D STICHTING BEDRIJFST VOOR HET BEROEPSVERVOER OVER DE WEG	2,719	0	2,719
**D UNIVEST	100	0	100
**D RENAISSANCE INTERNATIONAL EQUITY PRIVATE POOL	9,193	0	9,193
**D THE GREAT-WEST LIFE ASSURANCE COMPANY	40,001	0	40,001
**D LONDON LIFE INSURANCE COMPANY	319,462	0	319,462
**D MACKENZIE INTERNATIONAL EQUITY INDEX ETF	160	0	160
**D MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	1,638	0	1,638
**D MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	1,796	0	1,796
**D ONTARIO PENSION BOARD ,	216,750	0	216,750

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to implement the 2019 Incentive System****IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D CC & L INTERNATIONAL EQUITY FUND	10,300	0	10,300
**D CC&L Q GROUP GLOBAL EQUITY FUND	6,600	0	6,600
**D EPOCH GLOBAL EQUITY FUND	407,820	0	407,820
**D EPOCH EUROPEAN EQUITY FUND	29,342	0	29,342
**D IMPERIAL INTERNATIONAL EQUITY POOL	409,668	0	409,668
**D IMPERIAL OVERSEAS EQUITY POOL	21,821	0	21,821
**D CIBC INTERNATIONAL SMALL COMPANIES FUND	30,407	0	30,407
**D ALLIANZ GLOBAL INVESTORS FUND	741,352	0	741,352
**D AXA WORLD FUNDS	12,362,539	0	12,362,539
**D BLACKROCK STRATEGIC FUNDS	139,170	0	139,170
**D INDEXIQ	37,382	0	37,382
**D MFS MERIDIAN FUNDS	639,019	0	639,019
**D KIEGER FUND I	19,599	0	19,599
6949 FOGLI MAURIZIO	769	769	0
6967 PRANDINI GIULIANO	6,500	6,500	0
6968 RODINO` DEMETRIO	2	2	0
7602 DE TOMASI PAOLA	6,000	6,000	0
7790 TIMUS ANDREEA	5	5	0

<b>Total votes</b>	490,534,555
<b>Percentage of voters %</b>	98.966806
<b>Percentage of share capital %</b>	80.558975

Shareholders:  
Shareholders on own  
behalf:

738 People:  
12 Shareholders by  
proxy:

16  
726

DE\* proxy to the natural person above mentioned with the badge number  
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Extraordinary Shareholders' Meeting of April 10, 2019RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**Attendees:**

n° **760** shareholders entitled to vote took part in the voting on own behalf or by proxy

n° **495,655,638** ordinary shares

**The counting of votes produced the following results:**

		<b>% OF ORDINARY SHARE CAPITAL PRESENT (Voting Quorum)</b>	<b>% OF ORINARY SHARE ENTITLED TO VOTE</b>	<b>%SHARE CAPITAL</b>
<b>Favour</b>	491,119,428	99.084806	99.084806	80.655027
<b>Against</b>	4,536,210	0.915194	0.915194	0.744968
<b>SubTotal</b>	495,655,638	100.000000	100.000000	81.399995
<b>Abstentions</b>	0	0.000000	0.000000	0.000000
<b>Not Voting</b>	0	0.000000	0.000000	0.000000
<b>SubTotal</b>	0	0.000000	0.000000	0.000000
<b>Total</b>	495,655,638	100.000000	100.000000	81.399995

**Note:** Number of votes necessary to approve the proposal: **330,437,093** equal to 66.666667 of the ordinary shares entitled to vote.

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
6125 ESPOSITO MARCO	0	0	0
**D NORDEA 1 SICAV	669,864	0	669,864
**D DEKA MASTER HAEK I	70,686	0	70,686
**D CAISSE DES DEPOTS ET CONSIGNATIONS	8,508	0	8,508
**D VGV POOLFONDS METZLER	342,000	0	342,000
**D MI-FONDS 392	368,900	0	368,900
**D STICHTING PENSIOENFONDS VOOR HUISARTSEN	28,704	0	28,704
**D ALBERTA TEACHERS RETIREMENT FUND BOARD	404,454	0	404,454
**D FCP BRONGNIART AVENIR	120,000	0	120,000
**D INVESTERINGSF NORDEA INV EURO SMALL CAP	29,180	0	29,180
**D INVESTERINGSF NORDEA INVEST EUROPA	146,519	0	146,519
**D NORDEA PRO EUROPEAN FUND	382,740	0	382,740
**D NORDEA EUROPE FUND	754,674	0	754,674
**D MI FONDS K12 SPK	25,637	0	25,637
6946 CLERICI CAMILLA	0	0	0
**D THE BAKERY AND CONFECTIONERY UNION AND INDUSTRY INTERNATIONAL PENSION FUND	120,215	0	120,215
**D METZLER INTERNATIONAL INVESTME	690,000	0	690,000
**D STICHTING PGGM DEPOSITARY	373,275	0	373,275
**D BMO GLOBAL BANKS HEDGED TO CAD INDEX ETF	854	0	854
<b>Total votes</b>	4,536,210		
<b>Percentage of voters%</b>	0.915194		
<b>Percentage of share capital %</b>	0.744968		

Shareholders:  
Shareholders on own  
behalf:

17 People:  
0 Shareholders by  
proxy:

3 DE\* proxy to the natural person above mentioned with the badge number  
17 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**ABSTENTIONS**

Surname	Tot. Votes	On own behalf	Proxy
<b>Total votes</b>	0		
<b>Percentage of voters %</b>	0.000000		
<b>Percentage of share capital %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

1 DE\* proxy to the natural person above mentioned with the badge number  
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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**NON VOTING**

Surname	Tot. Votes	On own behalf	Proxy
<b>Totale voti</b>	0		
<b>Percentuale votanti %</b>	0.000000		
<b>Percentuale Capitale %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

0 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)  
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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
6121 ROSSI MARCO	73,439	73,439	0
6125 ESPOSITO MARCO	0	0	0
**D MOMENTUM INVESTMENT FUNDS SICAV SIF	92,780	0	92,780
**D JPMORGAN FUNDS	167,723	0	167,723
**D JPMORGAN INVESTMENT FUNDS	516,112	0	516,112
**D FRANKLIN TEMPLETON INVESTMENT FUNDS	1,633,206	0	1,633,206
**D T, ROWE PRICE FUNDS SICAV	170,221	0	170,221
**D AVIVA INVESTORS INVESTMENT SOLUTIONS	89,194	0	89,194
**D CAPITAL INTERNATIONAL FUND	169,460	0	169,460
**D SCHRODER INTERNATIONAL SELECTION FUND	3,484	0	3,484
**D NMM3 EUEQ MFS ACCOUNT	3,196	0	3,196
**D JANUS HENDERSON INVESTORS	7,994	0	7,994
**D CC AND L US Q MARKET NEUTRAL ONSHORE FUND II	41,700	0	41,700
**D CC AND L Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD	1,500	0	1,500
**D CC AND L Q 130/30 FUND II	30,200	0	30,200
**D CC AND L Q US EQUITY EXTENSION FUND	175	0	175
**D CC&L ALL STRATEGIES FUND	500	0	500
**D WELLINGTON MANAGEMENT PORTFOLIOS	236,055	0	236,055
**D ING DIRECT	35,202	0	35,202
**D NATIXIS INTERNT FUNDS LUX I	103,000	0	103,000
**D HUNTINGTON NATIONAL BANK TAXABLE ACC	8,270	0	8,270
**D SCHWAB FUNDAM INTER SMALL- COMP INDEX FD	39,889	0	39,889
**D THE MASTER TRUST BANK OF JAPAN LTD	29,373	0	29,373
**D PIONEER FLEXIBLE OPPORTUNITIES FUND	215,544	0	215,544
**D FIRST TRUST EUROPE ALPHADAX FUND	169,970	0	169,970
**D WELLINGTON TRUST COMP COMM TRUST INT OPP	137,909	0	137,909
**D VANGUARD FUNDS PLC	203,567	0	203,567
**D RAINIER INT SMALL CAP EQUITY COL TR FUND	349,830	0	349,830
**D VANGUARD INVESTMENT SERIES PLC	142,150	0	142,150
**D FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND	43,411	0	43,411
**D DEVELOPED INTERNATIONAL EQUITY SELECT ETF	2,020	0	2,020
**D VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO	1,313	0	1,313
**D FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL	16,894	0	16,894
**D JAPAN TRUSTEE SERVICES BANK LTD	24,032	0	24,032
**D THE MASTER TRUST BANK OF JAPAN LTD	110,427	0	110,427
**D LACM WORLD SMALL CAP EQUITY FUND LP	1,998	0	1,998
**D THE MASTER TRUST BANK OF JAPAN LTD	61,815	0	61,815
**D JAPAN TRUSTEE SERVICES BANK LTD	52,148	0	52,148
**D FIRST TRUST EUROZONE ALPHADAX ETF	37,489	0	37,489
**D CORNERSTONE ADVISORS GLOBAL PUBLIC EQUITY FUND	5,360	0	5,360
**D PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	4,488	0	4,488
**D ALLIANZGI FONDS BAT LS	73,600	0	73,600
**D ALLIANZGI FONDS AFE	64,768	0	64,768
**D ALLIANZGI FONDS PTV2	89,056	0	89,056
**D ALLIANZGI FONDS PF1	9,043	0	9,043



Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D ALLIANZGI FONDS PF2	60,014	0	60,014
**D ALLIANZ GI FONDS QUONIAM SMC	271,622	0	271,622
**D AXA ASSICURAZIONI SPA	43,000	0	43,000
**D PARVEST	2,947,903	0	2,947,903
**D JANUS HENDERSON HORIZON FUND	379,884	0	379,884
**D JANUS HENDERSON FUND	269,847	0	269,847
**D BNP PARIBAS A FUND	36,427	0	36,427
**D BNP PARIBAS L1	37,114	0	37,114
**D BNP PARIBAS B PENSION GROWTH	230,127	0	230,127
**D BNP PARIBAS B PENSION STABILITY	103,258	0	103,258
**D METROPOLITAN RENTASTRO	393,186	0	393,186
**D BNP PARIBAS B PENSION BALANCED	1,401,828	0	1,401,828
**D JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND	42,487	0	42,487
**D JANUS HENDERSON EUROPEAN SMALLER COMPANIES FUND	316,699	0	316,699
**D INFO COMMUNI MEDIA DEVELOPMENT AUTHORITY	5,482	0	5,482
**D BNP PARIBAS MIDCAP EUROPE	184,370	0	184,370
**D TOTAL GESTION FLEX PATRI	46,511	0	46,511
**D FCP BNPP ACTIONS ENTREPRENEURS	784,336	0	784,336
**D FCP HELIUM	160,000	0	160,000
**D BNP PARIBAS ACTIONS PME	453,128	0	453,128
**D FCP SCANDIUM	62,500	0	62,500
**D FCP CARDIF BNPP IP SMID CAP EURO	857,446	0	857,446
**D FCP CNP ASSUR SMID CAP EUROPE	99,816	0	99,816
**D BNP PARIBAS SMALL CAP EUROLAND	1,720,372	0	1,720,372
**D FCP AXA EURO VALEURS RESPONSABLES	199,300	0	199,300
**D COMPT EUROPE	80,000	0	80,000
**D AXIVA ACTION 1	26,976	0	26,976
**D AXA VALEURS EURO	2,083,000	0	2,083,000
**D FCPE TOTAL ACTIONS EUROPEENNES	700,000	0	700,000
**D CARDIF BNPP IP SMID CAP EUROPE	169,778	0	169,778
**D FCP FCE INVEST EURO	107,829	0	107,829
**D BNP PARIBAS ASSET MANAGEMENT (FRANCE)	117,031	0	117,031
**D FRANCE PLACEMENT EURO	659,500	0	659,500
**D FCP AVIVA INVESTORS SMALL & MID CAPS EUR	179,414	0	179,414
**D FCP CNP ACTIONS EMU UBS	132,136	0	132,136
**D AXA OPTIMAL INCOME	1,857,910	0	1,857,910
**D SAKKARAH 7	8,716	0	8,716
**D AFER ACTION PME	778,661	0	778,661
**D FCP FRANCE PLACEMENT INTERNATIONAL	400,000	0	400,000
**D IPA CORPORATE ACTIONS AND INCOME	134,634	0	134,634
**D FONDS DE RESERVE POUR LES RETRAITES	651,243	0	651,243
**D FCP VILLIERS ACTIONS EDRAM	505,500	0	505,500
**D PICTET - SMALL CAP EUROPE	230,113	0	230,113
**D MOVESTIC SICAV	53,500	0	53,500
**D SHELL TRUST (BERMUDA) LIMITED AS TRUSTEE OF THE SHELL INTERNATIONAL PENSION FUND	7,552	0	7,552

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND	34,987	0	34,987
**D TEACHERS` RETIREMENT SYSTEM OF THE CITY OF NEW YORK	38,304	0	38,304
**D STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST	223,190	0	223,190
**D UBS ASSET MANAGEMENT LIFE LTD	166,784	0	166,784
**D MANAGED PORTFOLIO SERIES INTERNATIONAL SHARES FUND3	7,880	0	7,880
**D FIDELITY INVESTMENTS MONEY MANAGEMENT INC	2,792	0	2,792
**D UNITED GLOBAL INNOVATION FUND	4,506	0	4,506
**D MERIFIN CAPITAL B,V,	44,600	0	44,600
**D FONDO CONSOLIDADO DE RESERVAS PREVISIONALES	80,112	0	80,112
**D WESTPAC WHOLESALE UNHEDGED INT SHARE FUN	43,815	0	43,815
**D VANGUARD ETHICALLY CONSCIOUS INTERNATIONAL SHARES INDEX FUND	3,402	0	3,402
**D JEFFREY LLC	77,313	0	77,313
**D JPMORGAN CHASE BANK - PB - UNITED STATES TRUSTS - CRA TREATY	1,320	0	1,320
**D ENERGY CORP,RETIREMENT PLANS MASTER TR,	98,531	0	98,531
**D ISHARES ALLCOUNTRY EQUITY INDEX FUND	2,386	0	2,386
**D EUROPACIFIC GROWTH FUND	18,278,998	0	18,278,998
**D CAPITAL WORLD GROWTH & INCOME FUND INC	7,750,000	0	7,750,000
**D STICHTING PENSIOENFONDS VOPAK	146,456	0	146,456
**D ABU DHABI RETIREMENT PENSIONS AND BENEFITS	28,431	0	28,431
**D T, ROWE PRICE INTERNATIONAL DISCOVERY FU	4,575,580	0	4,575,580
**D FLEXSHAR,MORN,DEV,MARK,EX-US FAC,TILT IN	6,110	0	6,110
**D MFS INTERNATIONAL NEW DISCOVERY FUND	2,502,438	0	2,502,438
**D T ROWE PRICE INTERNATIONAL EQUITY INDEX	14,257	0	14,257
**D T ROWE PRICE GLOBAL ALLOCATION FUND INC	16,243	0	16,243
**D FIDELITY DIVERSIFIED INTERNATIONAL FUND	1,580,600	0	1,580,600
**D GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	4,800	0	4,800
**D PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	131,178	0	131,178
**D SANLAM LIFE AND PENSIONS UK LIMITED	84,019	0	84,019
**D JPMORGAN LIFE LIMITED	36,589	0	36,589
**D AVIVA LIFE & PENSIONS UK LIMITED	107,107	0	107,107
**D SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND	56,654	0	56,654
**D VANGUARD ESG INTERNATIONAL STOCK ETF	5,147	0	5,147
**D VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	6,121,446	0	6,121,446
**D MTB FOR GOVERNMENT PENSION FD45828	114,264	0	114,264
**D VANGUARD INTERNATIONAL EXPLORER FUND	1,063,800	0	1,063,800
**D ALLIANZGI-FONDS DSPT	10,596	0	10,596
**D FIDELITY INVESTMENT TRUST: FIDELITY OVER	2,899,200	0	2,899,200
**D VARIABLE INSURANCE PRODUCTS FUND OVERSEAS FUND	557,100	0	557,100
**D BUREAU OF LABOR FUNDS-LABOR RETIREMENT FUND	4,664	0	4,664
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	5,818	0	5,818
**D BUREAU OF LABOR FUNDS-LABOR PENSION FUND	14,010	0	14,010
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	232,394	0	232,394
**D AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACK	191,899	0	191,899
**D ARTEMIS EUROPEAN OPPORTUNITIES FUND	831,083	0	831,083
**D BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II	305,563	0	305,563

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D BLACKROCK INSTITUTIONAL TRUST COMPANY N,A, INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	2,177,473	0	2,177,473
**D MSCI WORLD SMALL CAP EQUITY ESG SCREENED INDEX FUND B	9,899	0	9,899
**D AMERICAN UNIVERSITY	2,401	0	2,401
**D AMEREN HEALTH AND WELFARE TRUST	121,276	0	121,276
**D WASHINGTON STATE INVESTMENT BOARD	16,717	0	16,717
**D AXA BELGIUM S A	312	0	312
**D JPMORGAN BETABUILDERS EUROPE ETF	139,730	0	139,730
**D VANGUARD INTERNATIONAL SMALL COMPANIES INDEX FUND	40,873	0	40,873
**D JP MORGAN CHASE RETIREMENT PLAN	75,159	0	75,159
**D ENERGY CORP,RETIREMENT PLANS MASTER TR,	104,321	0	104,321
**D T ROWE INTL SMALL CAP EQUITY TRUST	466,929	0	466,929
**D NEW MEXICO STATE INVESTMENT COUNCIL	53,302	0	53,302
**D EQ ADVIS TR EQ INVESCO INTL GROWTH PORTF	192,354	0	192,354
**D AVIVA INVESTORS FUND LLC	4,538	0	4,538
**D CANADA POST CORPORATION REGISTERED PENSION PLAN	12,362	0	12,362
**D SUN LIFE MULTI STRATEGY TARGET RETURN FU	1,866	0	1,866
**D CC&L ALTERNATIVE GLOBAL EQUITY FUND	2,100	0	2,100
**D RBC GLOBAL ASSET MANAGEMENT INC	7,394	0	7,394
**D IA CLARINGTON GLOBAL MULTI ASSET FUND	4,365	0	4,365
**D C,R, HYDRO-QUEBEC - TEMP2	92,160	0	92,160
**D EMPIRE LIFE INSURANCE COMPANY	48,455	0	48,455
**D EMPIRE LIFE EMBLEM MODERATE GROWTH PORTF	42,073	0	42,073
**D EMPIRE LIFE EMBLEM GROWTH PORTFOLIO	36,020	0	36,020
**D EMPIRE LIFE EMBLEM DIVERSIF INCOME PORTF	2,504	0	2,504
**D EMPIRE LIFE EMBLEM CONSERVATIVE PORTFOLI	11,373	0	11,373
**D EMPIRE LIFE EMBLEM BALNCED PORTFOLIO	24,938	0	24,938
**D EMPIRE LIFE EMBLEM AGRRESSIVE GROW PORT	9,799	0	9,799
**D EMPIRE UL PHANTOM IF	277	0	277
**D THE EMPIRE LIFE INSURANCE COMPANY	261,288	0	261,288
**D EMPIRE UL PHANTOM SEG9	18,384	0	18,384
**D EMPIRE UL PHANTOM SEG8	1,191	0	1,191
**D EMPIRE UL PHANTOM SEG5	7,877	0	7,877
**D EMPIRE PENSION EQUITY FUND	18,480	0	18,480
**D EMPIRE LIFE PREMIER EQUITY FD	25,486	0	25,486
**D EMPIRE LIFE INTL EQUITY FUND	171,100	0	171,100
**D EMPIRE LIFE INCOME FUND	27,288	0	27,288
**D EMPIRE LIFE GLOBAL EQUITY FUND	178,698	0	178,698
**D EMPIRE LIFE GLOBAL DIV GROW FD	102,189	0	102,189
**D EMPIRE LIFE GLOBAL BALANCED FD	146,456	0	146,456
**D EMPIRE LIFE EQUITY GROW FD 3	325	0	325
**D ANIMA SGR SPA	2,914,050	0	2,914,050
**D ANIMA SGR SPA ANIMA CRESCITA ITALIA	760,661	0	760,661
**D STICHTING SHELL PENSIOENFONDS	110,632	0	110,632
**D FIDUCIARY TRUST COMPANY INTERNATIONAL AS	102,000	0	102,000
**D INTERNATIONAL GROWTH AND INCOME FUND	3,542,962	0	3,542,962

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D WSSP INTERNATIONAL EQUITIES TRUST	68,156	0	68,156
**D TCRPIM INTERNATIONAL SHARE (UNHEDGED) F	93,781	0	93,781
**D ONEPATH GLOBAL SHARES - SMALL CAP UNHEDGED) INDEXPOOL	26,862	0	26,862
**D BT WHOLESALE MULTI-MANAGER INTERNATIONAL SHARE FUND	16,746	0	16,746
**D SCHRODER PENSION MANAGEMENT LTD	14,865	0	14,865
**D CHINA LIFE INSURANCE COMPANY LIMITED	42,720	0	42,720
**D SCHRODER ADVANCED BETA GLOBAL EQUITY SMA	44,410	0	44,410
**D NEW MEXICO STATE INVESTMENT COUNCIL	31,421	0	31,421
**D STEADYHAND INVESTMENT MANAGEMENT LTD	13,400	0	13,400
**D LOMBARD ODIER FUNDS (SWITZERLAND) SA	24,386	0	24,386
**D HSBC GROUP HONG KONG LOCAL STAFF RETIREMENT BENEFIT SCHEME	3,732	0	3,732
**D FTSE ALL WORLD INDEX FUND	22,272	0	22,272
**D AI STRATEGIC GLOBAL EQUITY FUND	46,699	0	46,699
**D REASSURE LIMITED	106,860	0	106,860
**D AI GLOBAL EQUITY FUND	59,463	0	59,463
**D FRIENDS LIFE AND PENSIONS LIMITED	46,015	0	46,015
**D FRIENDS LIFE FUNDS LIMITED	77,941	0	77,941
**D HSBC EUROPEAN INDEX FUND	100,896	0	100,896
**D AXA FRAMLINGTON EUROPEAN FUND	70,000	0	70,000
**D AXA FRAMLINGTON FINANCIAL FUND	164,157	0	164,157
**D TR EUROPEAN GROWTH TRUST PLC	471,060	0	471,060
**D METZLER ASSET MANAGEMENT GMBH	731,814	0	731,814
**D GLG EUROPEAN LONG-SHORT FUND	4	0	4
**D FCP ASTORG CROISSANCE MID CAP	42,345	0	42,345
**D FCP LBPAM ACTIONS EURO MIDCAP	50,280	0	50,280
**D RAVGDT DIVERSIFIE II LBPAM	40,325	0	40,325
**D RBC INTERNATIONAL EQUITY INDEX ETF	7,584	0	7,584
**D CITI RETIREMENT SAVINGS PLAN	53,365	0	53,365
**D UWF TROW INTL DISCOVERY	53,878	0	53,878
**D STANDARD LIFE INVESTMENTS GLOBAL SICAV II	112,874	0	112,874
**D SUBSIDIZED SCHOOLS P FUND NORTHERN	5,026	0	5,026
**D INTERNATIONAL EQUITY FUND	29,089	0	29,089
**D AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	32,234	0	32,234
**D AMERICAN ELECTRIC POWER SYSTEM RETIREE MEDICALTRUST FOR CERTAIN UNION EMPLOYEES	8,546	0	8,546
**D 55016 UP INTERNATIONALE AKTIER	240,915	0	240,915
**D FIRST TRUST IPOX EUROPE EQUITY OPPORTUNITIES ETF	1,592	0	1,592
**D GREAT WEST CORE STRATEGIES- INTERN	55,000	0	55,000
**D AST TRP DIVERS REAL GWTH PORT PDMO	1,728	0	1,728
**D ADVANCED SERIES TRUST AST T ROWE PRICE GROWTH OPPORTUNITIES PORTFOLIO GATEWAY CENTER	54,891	0	54,891
**D GLOBAL TR CO TS INTL SMLL CP 309779	82,400	0	82,400
**D BNYMTD CF MITON EUROPEAN OPPTS FUND	1,445,322	0	1,445,322
**D LEGAL AND GENERAL UCITS ETF PLC	11,483	0	11,483
**D NATIONAL BANK TRUST	617,632	0	617,632
**D VANGUARD FTSE ALL-WORLD EX US INDEX FUND	691,690	0	691,690
**D VANGUARD EUROPEAN STOCK INDEX FUND	768,166	0	768,166

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D TIMESQUARE FOCUS FUND LP	3,500	0	3,500
**D ALLEGHENY COLLEGE	8,300	0	8,300
**D ERIE COMMUNITY FOUNDATION	11,300	0	11,300
**D 1171 APG DME CCL	276,400	0	276,400
**D 1216 APG DME FINANC	1,030,888	0	1,030,888
**D UNISYS MASTER TRUST	38,021	0	38,021
**D THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	10,058	0	10,058
**D CF DV ACWI EX-U,S, IMI FUND	2,133	0	2,133
**D BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	15,964	0	15,964
**D MANNING AND NAPIER FUND INC RAINIER INTERNATIONAL DISCOVERY FUND	875,930	0	875,930
**D INVESCO CANADIAN BALANCED FUND	267,206	0	267,206
**D INVESCO CANADIAN PREMIER GROWTH CLASS	232,194	0	232,194
**D INVESCO CANADIAN PREMIER GROWTH FUND	269,480	0	269,480
**D INVESCO CORE CANADIAN BALANCED CLASS	27,316	0	27,316
**D INVESCO EUROPEAN GROWTH CLASS	73,204	0	73,204
**D INVESCO GLOBAL GROWTH CLASS	83,158	0	83,158
**D INVESCO INTERNATIONAL GROWTH CLASS	460,692	0	460,692
**D INVESCO INTERNATIONAL GROWTH FUND	398,089	0	398,089
**D INVESCO GLOBAL GROWTH EQUITY POOL	4,231	0	4,231
**D NYKREDIT ENGROS GLOBAL OPPORTUNITIES	69,971	0	69,971
**D EIR EIE WELLINGTON INT	93,495	0	93,495
**D WILM MULTI MGR INTL FD OBERWEIS	198,188	0	198,188
**D PS FTSERAFI EUSM UCITS ETF BNYMTCIL	3,206	0	3,206
**D PS FR DEVEL MARK EX US SMALL PORT	25,356	0	25,356
**D GREAT WEST MFS INTERNATIONAL GROWTH FUND	226,502	0	226,502
**D GREAT WEST INTERNATIONAL GROWTH	400,000	0	400,000
**D COX ENTERPRISES INC MASTER TRUST	56,588	0	56,588
**D AMG TIMESQUARE GLOBAL SMALL CAP FUND	1,500	0	1,500
**D BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	7,956	0	7,956
**D AST RCM WORLD TRENDS PORT PDBF	164,000	0	164,000
**D PENSION RESERVES INVESTMENT TRUST FUND	528,371	0	528,371
**D WELLINGTON MGMT CY LLPQUALITY EDUC FD	82,310	0	82,310
**D BLACKROCK GLOBAL FUNDS	2,033,717	0	2,033,717
**D PFI GLB MULTI STRATEGY WELLINGTON	25,311	0	25,311
**D CTJ RE STANLIB GLOBAL EQUITY FD AB	4,000	0	4,000
**D HP INC MASTER TRUST	86,600	0	86,600
**D IQ 50 PERCENT HEDGED FTSE INTL ETF	10,217	0	10,217
**D IQ 50 PERCENT HEDGED FTSE EURO ETF	379	0	379
**D AXA MPS FINANCIAL DAC	450,000	0	450,000
**D DEUTSCHE XTRK MSCI EMU HDG EQ ETF	2,527	0	2,527
**D BLL AQUILA LIFE EUROPEAN EQUITY	333,695	0	333,695
**D BNYMTD FTF FRANKLIN EUROPEAN OPP FD	5,634	0	5,634
**D VIRTUS MULTI STRATEGY TARGET RETURN FUND	1,262	0	1,262
**D POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	62	0	62
**D THE CLEVELAND CLINIC FOUNDATION	39,719	0	39,719

Extraordinary Shareholders' Meeting of April 10, 2019

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**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D EATON VANCE MGMT INTL SMALL CAP	712	0	712
**D LAWRENCE LIVERMORE NATIONAL SECURITY LLC	320,242	0	320,242
**D SLI EUROPEAN SMALLER COMPANIES	2,913,233	0	2,913,233
**D SLI GBL SICAV CON EU EQ IN FD	61,656	0	61,656
**D HP INC MASTER TRUST	4,452	0	4,452
**D INVESCO FUNDS	36,187	0	36,187
**D THE TEXAS A AND M UNIVERSITY SYSTEM	286,692	0	286,692
**D VANGUARD INTL HIGH DIV YLD INDEX FD	48,983	0	48,983
**D BLL DC EUROPEAN GROWTH FD AG PF	237,443	0	237,443
**D BNYMTD BIEF CONT EUR INV	70,196	0	70,196
**D BNYMTD BLK CONT EURO FD	1,275,517	0	1,275,517
**D BGF EURO MKTS FD EURO EQUITY PF	4,926,484	0	4,926,484
**D BGF EUROPEAN SPECIAL SITUATIONS FUND	2,034,771	0	2,034,771
**D BGF CONT EURO FLEXIBLE FD EURO EQFD	5,629,560	0	5,629,560
**D BNYMTD RAMAM WORLD RECOVERY FUND	100,740	0	100,740
**D DEUTSCHE XTRK MSCI STH EUR HDG ETF	199	0	199
**D BNYMTCIL FT EURO ALPHADEX UCITS ETF	200,051	0	200,051
**D COUNTY AND MUNICIPAL GOVERNMENT CAPITAL IMPROVEMENT TRUST FUND	45,737	0	45,737
**D ALABAMA TRUST FUND	118,205	0	118,205
**D ATFF AMERICAN CENTURY	53,433	0	53,433
**D MSV JP MORGAN	48,163	0	48,163
**D ALASKA PERMANENT FUND CORPORATION	10,799	0	10,799
**D ALASKA PERMANENT FUND CORPORATION	96,905	0	96,905
**D ENSIGN PEAK GRANDEUR PEAK INT	353,918	0	353,918
**D MIN DEF PF OMAN AMUNDI EURSILV	35,335	0	35,335
**D BNYMTD BLK EURO DYNAMIC FD	5,524,579	0	5,524,579
**D PHC NT SMALL CAP	32,071	0	32,071
**D BNYMTD RM GLOBAL HIGH ALPHA FUND	28,810	0	28,810
**D AMG CHICAGO EQUITY PARTNERS BALANCED FUND	900	0	900
**D AMG TIMESQUARE INTL SM CAP	1,816,100	0	1,816,100
**D BNYMTD BLK CONTINENTAL EURO INC	1,888,403	0	1,888,403
**D BLK GTR EU INV TST PL INV PF BNYMTD	795,858	0	795,858
**D BNYMTD BLK CONT EUR EQ TRCK FD INV	257,660	0	257,660
**D OPERATING ENGINEERS LOCAL 101 PENSION FUND	130,000	0	130,000
**D BELL ATLANTIC MASTER TRUST	24,336	0	24,336
**D VERIZON MASTER SAVINGS TRUST	86,033	0	86,033
**D VOYA MULTI MANAGER INTERNATIONAL EQUITY FUND	49,626	0	49,626
**D INDIANA PUBLIC RETIREMENT SYSTEM	20,228	0	20,228
**D KENTUCKY RETIREMENT SYSTEMS	500,000	0	500,000
**D KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	200,000	0	200,000
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	1	0	1
**D BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	79,577	0	79,577
**D SOUTH CAROLINA RETIREMENT SYSTEMS GROUP TRUST	288	0	288
**D PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	1,116	0	1,116
**D FGT FRK INTERNATIONAL GROWTH FD	2,500,000	0	2,500,000

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## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
6254 CAGLIA MARIA	0	0	0
DE* UNICREDIT S.P.A.	215,066,403	0	215,066,403
6467 LOIZZI GERMANA	3	3	0
6482 GHIBAUDI LEOPOLDO	9,000	9,000	0
6515 CERASUOLO STEFANO	16,017	16,017	0
*RA* FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPR DESIGNATO EX ART.135 UNDECIES TUF)	1,726,930	0	1,726,930
6689 CEI GIOVANNI FRANCESCO	6,371	6,371	0
6811 AUSILIO ROSA GIUSEPPINA	373	373	0
6875 BONETTI EMANUELE	10	10	0
6941 ZACCARDI ANTONELLA	1	1	0
6946 CLERICI CAMILLA	0	0	0
**D CANDRIAM EQUITIES B SA	82,054	0	82,054
**D JAMES W DERRICK	10,950	0	10,950
**D MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST	77,215	0	77,215
**D BOLLMAKERS LODGE 154 RETIREMENT PLA N	5,210	0	5,210
**D MANNING AND NAPIER FUND INC,OVE RS EAS SERIES	760,510	0	760,510
**D BRIDGE BUILDER INTERNATIONAL EQUITY FUND	1,107,600	0	1,107,600
**D MIAMI DADE COMMUNITY COLLEGE FOUNDATION	4,135	0	4,135
**D PNC BANK NA 2HOPKINS PLAZA LOWE R B 6	13,315	0	13,315
**D FIRST STATE TRUST COMPANY FORMU LTRIPLE BENEFICIARIES	470	0	470
**D MANNING AND NAPIER ADVISORS INC	221,640	0	221,640
**D DANIEL P COWAN	320	0	320
**D ANTHONY K. KESMAN TRUSTEE	685	0	685
**D MANNING AND NAPIER FUND INC,-BLEND ED ASSET MODERATE SERIES	2,050	0	2,050
**D SUSAN M. SNYDER	315	0	315
**D WILLIAM J. BLEIL	515	0	515
**D MANNING AND NAPIER FUND INC INTERNATIONAL SERIES	104,410	0	104,410
**D ALFRED F. KRAUSE	155	0	155
**D MICHAEL HOTARY	220	0	220
**D MANNING AND NAPIER FUND INC PRO BLEND MODERATE TERM SERIES	8,830	0	8,830
**D LISA FRIEDLANDER	1,610	0	1,610
**D ALFRED AND KATHRYNE KRAUSE	125	0	125
**D MARTIN J. FARRELL	1,475	0	1,475
**D GRANDEUR PEAK INTERNATIONAL	1,116,664	0	1,116,664
**D GRANDEUR PEAK GLOBAL OPPORTUNI	441,441	0	441,441
**D GRANDEUR PEAK GLOBAL REACH	127,298	0	127,298
**D GRANDEUR PEAK GLOBAL STALWARTS	138,740	0	138,740
**D ALLIANCEBERNSTEIN FUND DYNAMIC	2,328	0	2,328
**D RWC FUNDS	179,029	0	179,029
**D AMUNDI SGR SPA / AZIONARIO EUROPA	157,793	0	157,793
**D ELEMENTS INTERNATIONAL SMALL	15,540	0	15,540
**D BLACKROCK EUROFUND	243,856	0	243,856
**D UBS EUROPEAN SMALL CAP	72,456	0	72,456
**D CIPAV ALOIS	69,622	0	69,622
**D SOGECAP ACTIONS SMALL CAP	995,455	0	995,455

Shareholders: 743 People: 17  
 Shareholders on own behalf: 13 Shareholders by proxy: 730

DE\* proxy to the natural person above mentioned with the badge number

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D COLISEE IFC	164,400	0	164,400
**D SG ACTIONS EUROPE MID CAP	196,930	0	196,930
**D LYXOR EURO STOXX 300	35,146	0	35,146
**D LYXOR INDEX FUND LYXOR STOXX	46,396	0	46,396
**D MUL LYXOR ITALIA EQUITY	11,300	0	11,300
**D LYXOR MSCI EMU SMALL CAP UE	9,168	0	9,168
**D MU LUX LYXOR EURO STOXX	467,280	0	467,280
**D AMUNDI FUNDS II PIONEER	139,167	0	139,167
**D AMUNDI SF EURO EQ MARKET PLUS	39,904	0	39,904
**D AMUNDI FUNDS II-EURO POTENTIAL	2,411,802	0	2,411,802
**D SEDEC FINANCE	9,399	0	9,399
**D AMUNDI FUNDS EQUITY EUROLAND SMALL	1,245,007	0	1,245,007
**D AMUNDI FUNDS EQUITY EUROPE SMALL	738,767	0	738,767
**D PRIVILEGE - JP MORGAN PAN EUROPEAN	7,596	0	7,596
**D LO FUNDS - CONTINENTAL EUROPE SMALL	850,000	0	850,000
**D EDMOND DE ROTHSCHILD FUND EQUITY	761,900	0	761,900
**D ROPS EURO P	104,561	0	104,561
**D I.2.C. ACTIONS	480,000	0	480,000
**D ECUREUIL RETRAITE EURO ACTIONS 4	310,000	0	310,000
**D ROPS-SMART INDEX EURO	86,154	0	86,154
**D LCF PHARMA INTERNATIONAL	64,940	0	64,940
**D FCP GROUPAMA PHARMA DIVERSIFIE	83,492	0	83,492
**D CONTI GESTION	58,500	0	58,500
**D EDMOND DE ROTHSCHILD ASSET	176,100	0	176,100
**D CNP ASSUR SMALL CAP	193,000	0	193,000
**D NEUFLIZE VIE OPPORTUNITES	55,000	0	55,000
**D ASSURDIX	44,516	0	44,516
**D CPR SILVER AGE	2,079,075	0	2,079,075
**D AMUNDI ETF FTSE ITALIA PIR UCITS	9,332	0	9,332
**D GROUPAMA AVENIR EURO	4,395,166	0	4,395,166
**D GROUPAMA AVENIR ALL CAP EURO	133,000	0	133,000
**D GROUPAMA EUROPE STOCK	5,522	0	5,522
**D SEEYOND EQUITY FACTOR INVESTING	9,402	0	9,402
**D BEST BUSINESS MODELS	1,086,000	0	1,086,000
**D MONDIAL VALOR	1,628	0	1,628
**D VENDOME SELECTION EUROPE	134,000	0	134,000
**D OSTRUM ACTIONS SMALL MID CAP EURO	226,000	0	226,000
**D LBPAM ACTIONS FINANCE	33,349	0	33,349
**D TUTELAIRE ACTIONS	18,800	0	18,800
**D LBPAM ACTIONS EURO	319,567	0	319,567
**D AA - FORTIS ACTIONS PETIT CAP	356,514	0	356,514
**D EDMOND DE ROTHSCHILD EURO	275,560	0	275,560
**D EDMOND DE ROTHSCHILD EUROPE MIDCAP	142,000	0	142,000
**D EDMOND DE ROTHSCHILD EQUITY EUROPE	185,280	0	185,280
**D UNION INVESTMENT LUXEMBOURG SA	83,150	0	83,150

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D MAN GLG TOPAZ LIMITED MAPLES CORPORATE SERVICES LIMITED	30,078	0	30,078
**D MAN NUMERIC ALTERNATIVE RISK PREMIA EQUITY SIZE	1,178,900	0	1,178,900
**D AHL DESERTWOOD FUND LIMITED C/O CITCO TRUSTEES (CAYMAN) LIMITED	20,977	0	20,977
**D UBS FUND MANAGEMENT (SWITZERLAND) AG,	83,980	0	83,980
**D CONNOR CLARK & LUNN INVESTMENT MANAGEMENT LTD	500	0	500
**D UBS (LUX) EQUITY SICAV	303,561	0	303,561
**D UBS FUND MANAGEMENT(LUXEMBOURG) SA	209,534	0	209,534
**D MLC INVESTMENTS, MLC LIMITED	28,628	0	28,628
**D UBS FUND MGT (CH) AG CH0516/UBSCHIF2-EGSCPII	123,224	0	123,224
**D CH0526 - UBS (CH) INSTITUTIONAL FUND - EQUITIES GLOBAL SMALL CAP PASSIVE II	15,606	0	15,606
**D NORGES BANK	95,217	0	95,217
**D AEGON CUSTODY B,V	490,891	0	490,891
**D AHL DIRECTIONAL EQUITIES MASTER LIMITED	8,177	0	8,177
**D AHL GENESIS 2 LIMITED C/O MAPLES CORPORATE SERVICES LIMITED	16,854	0	16,854
**D AHL GENESIS LIMITED	9,922	0	9,922
**D ATLAS QUANTITATIVE TRADING FUND LTD	52,640	0	52,640
**D BHC MOMENTUM MASTER FUND LP C/O WALKERS CORPORATE LIMITED	7,025	0	7,025
**D BIENVILLE ARGENTINA OPPORTUNITIES FUND 2,0 LP C/O PHS CORPORATE SERVICES INC	1,923	0	1,923
**D CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT,PLC	1,791,744	0	1,791,744
**D CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	326	0	326
**D IRISH LIFE ASSURANCE,	157,144	0	157,144
**D JOHN HANCOCK FUNDS III INTERNATIONAL GROWTH FUND	395,504	0	395,504
**D JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL GROWTH STOCK TRUST	67,802	0	67,802
**D LEGAL AND GENERAL	89,988	0	89,988
**D LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED	1,451,479	0	1,451,479
**D LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	8,597	0	8,597
**D SLIC ER EX UK SM CM FD XESC	273,095	0	273,095
**D SLIC II - STANDARD LIFE INVESTMENTS	269,600	0	269,600
**D STANDARD LIFE ASSURANCE LIMITED,	3,805,490	0	3,805,490
**D STANDARD LIFE INVESTMENT COMPANY GLOBAL SMALLER	2,994,221	0	2,994,221
**D THREADNEEDLE (LUX	1,432,414	0	1,432,414
**D THREADNEEDLE (LUX) EUROPEAN SMALLER COMPANIES	3,685,963	0	3,685,963
**D THREADNEEDLE (LUX)- TLUX PAN EURO SMALLER COMPANIES	2,424,170	0	2,424,170
**D THREADNEEDLE INVESTMENT FUNDS ICVC	1,025,326	0	1,025,326
**D TRANSAMERICA AIM INTERNATIONAL GROW	59,402	0	59,402
**D ELEMENT CAPITAL MASTER FUND LIMITED C/O ELEMENT CAP MGMT LLC	35,943	0	35,943
**D MAN QUALIFYING INVESTOR FUNDS PLC-MAN GLG ELS MASTER QIF C/O GLG PARTNERS LP	664	0	664
**D MAN MULTI-STRATEGY MASTER FUND C/O MAN SOLUTION LIMITED	49	0	49
**D GOVERNMENT OF NORWAY	8,535,765	0	8,535,765
**D INVESCO INTERNATIONAL GROWTH FUND	6,355,685	0	6,355,685
**D TEACHERS` RETIREMENT SYSTEM OF THE STATE OF ILLINOIS	254,638	0	254,638
**D MANUFACTURERS AND TRADERS TRUST COMPANY	1,225	0	1,225
**D FEDERATED KAUFMANN FUND	4,500,000	0	4,500,000
**D FEDERATED KAUFMANN FUND II	121,900	0	121,900
**D FEDERATED KAUFMANN SMALL CAP FUND	1,550,930	0	1,550,930

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D FIDELITY ADVISOR SER VIII:FIDELITY ADVISOR DIVERSIFIED INTL FD	158,100	0	158,100
**D INTERNATIONAL MONETARY FUND	20,583	0	20,583
**D LAUDUS INTERNATIONAL MARKETMASTERS FUND	381,095	0	381,095
**D SCHWAB INTERNATIONAL EQUITY ETF	426,629	0	426,629
**D SCHWAB FUNDAMENTAL INTERNATIONAL SMALL COMPANY ETF	92,362	0	92,362
**D JOHN HANCOCK FUNDS II TECHNICAL OPPORTUNITIES FUND	48,610	0	48,610
**D WELLINGTON GLOBAL OPPORTUNITIES FUND (CANADA)	119,912	0	119,912
**D WELLINGTON INTERNATIONAL OPPORTUNITIES FUND (CANADA)	14,711	0	14,711
**D MANNING AND NAPIER	599,715	0	599,715
**D MFS HERITAGE TRUST COMPANY COLLECTIVE INVESTMENT TRUST	122,205	0	122,205
**D ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS GHS	104,163	0	104,163
**D INSTITUTIONAL RETIREMENT TRUST	2,402,531	0	2,402,531
**D AMERICAN BUREAU OF SHIPPING	68	0	68
**D TR + CUS SERVICES BK LTD,AS TRU FOR FISHER GLBL SMALL CAP EQFD	187,364	0	187,364
**D AMERICAN CENTURY STRATEGIC ASSET ALL, INC, STRAT ALL CONS F	5,174	0	5,174
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRAT ALL MODERATE F	23,279	0	23,279
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRATEGIC ALL AGGR F	24,162	0	24,162
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC. INTL OPPORTUNITIES	646,378	0	646,378
**D AMERICAN CENTURY WORLD MUTUAL FUNDS INC - NT INT SM MID CAP F	396,082	0	396,082
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC. - GLO SMALL CAP FD	15,254	0	15,254
**D AMERICAN CENTURY RETIREMENT DATE TRUST	191,974	0	191,974
**D ANIMA FUNDS PLC	114,985	0	114,985
**D STATE OF ALASKA RETIREMENT AND BENEFITS PLANS	17,051	0	17,051
**D SIEFORE XXI BANORTE CONS, SOC ANON DE CAPITAL VARIABLE	536,261	0	536,261
**D THE CAPTIVE INVESTORS FUND	65,500	0	65,500
**D CAREFIRST, INC, RETIREMENT PLAN TRUST	105,000	0	105,000
**D PACE ALTERNATIVE STRATEGIES INVESTMENTS	4,074	0	4,074
**D UBS (US) GROUP TRUST	14,800	0	14,800
**D UAW RETIREE MEDICAL BENEFITS TRUST	69,119	0	69,119
**D SCPMG KEOGH PLAN	7,577	0	7,577
**D CALVERT WORLD VALUES F INC - CALVERT INT OPPORTUNITIES FUND	115,510	0	115,510
**D CALVERT RESP INX SRS, INC,-CLVRT DVD MRKTS EX-U,S, RSP INX FD	2,736	0	2,736
**D XTRACKER (IE) PUBLIC LIMITED COMPANY	8,483	0	8,483
**D THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	54,394	0	54,394
**D MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN	269,031	0	269,031
**D VALIC COMPANY I - ASSET ALLOCATION FUND	2,893	0	2,893
**D FISHER INVESTMENTS INSTITUTIONAL FUNDS PLC	42,407	0	42,407
**D PARAMETRIC INTERNATIONAL EQUITY FUND	8,950	0	8,950
**D EATON VANCE INTERNATIONAL SMALL-CAP FUND	21,857	0	21,857
**D FRANKLIN TEMPLETON COLL INV TR-FRANKLIN EAFE PLUS EQUITY TRUST	30,000	0	30,000
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	3,280	0	3,280
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	12,735	0	12,735
**D FRANKLIN TEMPLETON ETF TRUST-FRANKL LIBERTY INT OPPORTUN ETF	10,759	0	10,759
**D FRANKLIN FTSE EUROPE EX U,K, INDEX ETF	7,203	0	7,203
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	195	0	195

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D TAX - MANAGED INTERNATIONAL EQUITY PORTFOLIO	4,241	0	4,241
**D THE GABELLI GLOBAL SMALL AND MID CAP VALUE TRUST	53,000	0	53,000
**D THE GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND	27,000	0	27,000
**D ALLIANZ ACTIONS EURO PME-ETI	85,200	0	85,200
**D GUARDIAN INTERNATIONAL GROWTH VIP FUND	121,981	0	121,981
**D GAM STAR FUND P.L.C.	4,296,530	0	4,296,530
**D E,SUN COMM BANK LTD IN ITS CAP AMC OF NOM EUR MID SM CAP GR F	20,498	0	20,498
**D HARTFORD INTERNATIONAL OPPORTUNITIES HLS FUND	418,556	0	418,556
**D THE HARTFORD INTERNATIONAL GROWTH FUND	91,340	0	91,340
**D THE HARTFORD INTERNATIONAL OPPORTUNITIES FUND	1,045,383	0	1,045,383
**D HARTFORD INTERNATIONAL EQUITY FUND	199,550	0	199,550
**D AMERICAN FUNDS INSURANCE SERIES INTERNATIONAL FUND	1,037,559	0	1,037,559
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL GROWTH FUND	401,687	0	401,687
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL BALANCED FUND	125,000	0	125,000
**D TCW INTERNATIONAL SMALL CAP FUND	14,583	0	14,583
**D MAINSTAY EPOCH CAPITAL GROWTH FUND	90,977	0	90,977
**D GMO ALPHA ONLY FUND	7,063	0	7,063
**D JNL/INVESCO INTERNATIONAL GROWTH FUND	1,208,132	0	1,208,132
**D ANCHOR SERIES TRUST SA WELLINGTON MULTI-ASSET INCOME PTF	9,932	0	9,932
**D ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM	63,108	0	63,108
**D INVESCO V.I. INTERNATIONAL GROWTH FUND	1,550,078	0	1,550,078
**D INVESCO GLOBAL GROWTH FUND	713,793	0	713,793
**D INVESCO EUROPEAN GROWTH FUND	1,752,275	0	1,752,275
**D KANSAS PUBLIC EMPLOYEES RETIREMENT SYSTEM	123,900	0	123,900
**D KP INTERNATIONAL EQUITY FUND	25,442	0	25,442
**D COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	19,330	0	19,330
**D COUNTY OF LOS ANGELES SAVINGS PLAN	4,020	0	4,020
**D MARYLAND STATE RETIREMENT & PENSION SYSTEM	16,942	0	16,942
**D MERCER GLOBAL SMALL CAP EQUITY FUND	46,112	0	46,112
**D MGI FUNDS PLC	81,766	0	81,766
**D MERCER QIF CCF	48,544	0	48,544
**D GTAA PANTHER FUND L.P	2,713	0	2,713
**D MERCER QIF CCF	919,578	0	919,578
**D LOCKHEED MARTIN CORP DEFINED CONTRIBUTION PLAN MASTER TRUST	28,742	0	28,742
**D STATE OF MONTANA BOARD OF INVESTMENTS	54,958	0	54,958
**D STATE OF MONTANA BOARD OF INVESTMENTS	206,077	0	206,077
**D STATE OF NEW JERSEY COMMON PENSION FUND D	208,513	0	208,513
**D NEW YORK STATE DEFERRED COMPENSATION PLAN	70,716	0	70,716
**D FISHER GLOBAL SMALL CAP EQUITY FUND	8,926	0	8,926
**D CITY OF NEW YORK GROUP TRUST	405,302	0	405,302
**D PIMCO EQUITY SERIES:PIMCO RAFI DYNAMIC MULTI-FACTOR INT EQ ETF	955	0	955
**D GTAA PINEBRIDGE LP	16,238	0	16,238
**D FIDELITY INTERNATIONAL HIGH QUALITY INDEX ETF	1,983	0	1,983
**D PRINCIPAL EXCHANGE-TRADED FDS-PRINC INT MULTI-FACTOR INDEX ETF	1,422	0	1,422
**D DWS INVESTMENT GMBH FOR OP- FONDS WFF	5,761	0	5,761

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D WELLINGTON GLOBAL OPPORTUNITIES EX-JAPAN FUND	31,704	0	31,704
**D THRIVENT MODERATE ALLOCATION PORTFOLIO	31,910	0	31,910
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION PORTFOLIO	18,536	0	18,536
**D THRIVENT AGGRESSIVE ALLOCATION PORTFOLIO	3,536	0	3,536
**D THRIVENT MODERATE ALLOCATION FUND	5,760	0	5,760
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION FUND	11,202	0	11,202
**D THRIVENT AGGRESSIVE ALLOCATION FUND	3,182	0	3,182
**D THRIVENT BALANCED INCOME PLUS FUND	16,349	0	16,349
**D THRIVENT BALANCED INCOME PLUS PORTFOLIO	18,166	0	18,166
**D THRIVENT LARGE CAP STOCK FUND	200,666	0	200,666
**D THRIVENT LARGE CAP STOCK PORTFOLIO	117,391	0	117,391
**D THRIVENT CORE INTERNATIONAL EQUITY FUND	311,296	0	311,296
**D THRIVENT DIVERSIFIED INCOME PLUS FUND	22,113	0	22,113
**D THRIVENT DIVERSIFIED INCOME PLUS PORTFOLIO	16,969	0	16,969
**D RUSSELL INVESTMENTS OVERSEAS EQUITY POOL	34,098	0	34,098
**D RUSSELL INSTITUTIONAL FUNDS,LLC-RUSSELL INTL EQUITY FUND	44,190	0	44,190
**D RUSSELL INVESTMENTS OVERSEAS EQUITY FUND	15,947	0	15,947
**D BANK OF KOREA	153,715	0	153,715
**D SCOTIA BALANCED OPPORTUNITIES FUND	20,300	0	20,300
**D FRANKLIN TEMPLETON COLL INV TR-SIERRA FRANKLIN EAFE PLUS EQ TR	450,000	0	450,000
**D STATE STREET IRELAND UNIT TRUST	2,002	0	2,002
**D SSGA SPDR ETFs EUROPE II PUBLIC LIMITED COMPANY	31,323	0	31,323
**D SUNSUPER SUPERANNUATION FUND	42,483	0	42,483
**D CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	653,509	0	653,509
**D DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF	6,388	0	6,388
**D CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	4,281,945	0	4,281,945
**D TJ-NONQUALIFIED, LLC	95,450	0	95,450
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	605,765	0	605,765
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	377,175	0	377,175
**D TJ-QUALIFIED, LLC	92,230	0	92,230
**D PINEBRIDGE GLOBAL FUNDS	22,413	0	22,413
**D DWS INVESTMENT GMBH FOR DEAM-FONDS BPT	53,915	0	53,915
**D CAPITAL GROUP GLOBAL EQUITY FUND (CANADA)	3,125,000	0	3,125,000
**D CAPITAL GROUP GLOBAL BALANCED FUND (CANADA)	320,000	0	320,000
**D VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	6,023	0	6,023
**D VANGUARD FTSE DEVELOPED ALL CAP EX NORTH AMERICA INDEX ETF	13,703	0	13,703
**D VANGUARD DEVEL ALL-CAP EX NORTH AMERICA EQT IND POOLED FUND	1,110	0	1,110
**D VANGUARD GLOBAL MOMENTUM FACTOR ETF	2,468	0	2,468
**D VANGUARD FTSE DEVEL EX NTH AMER HIGH DIVIDEND YIELD INDEX ETF	397	0	397
**D VANGUARD INVESTMENTS II COMMON CONTRACTUAL FUND	30,305	0	30,305
**D VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND	45,597	0	45,597
**D VANGUARD FTSE DEVELOPED EUROPE INDEX ETF	1,123	0	1,123
**D INVESCO INSTITUTIONAL TRUST INTERNATIONAL GROWTH EQUITY FUND	61,213	0	61,213
**D VALIC COMPANY II INTERNATIONAL OPPORTUNITIES FUND	113,558	0	113,558
**D THE WELLINGTON TR COM NATIONAL ASS MULT COLLECT INV F TRUST	103,805	0	103,805

Extraordinary Shareholders' Meeting of April 10, 2019

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**IN FAVOUR**

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**D THE WELLINGTON TR CO NAT ASS MULT COM GLB OPPORT PTF	56,583	0	56,583
**D THE WELLINGTON TR CO NAT ASS MULT COLLECTIVE INV F TRUST II	211,827	0	211,827
**D WELLS FARGO BK DECL OF TR EST INV FUNDS FOR EMPLOYEE BEN TR	69,371	0	69,371
**D WELLS FARGO MASTER TRUST-WELLS FRGO FACTR ENHANCED INT PRTFLIO	25,603	0	25,603
**D WILMINGTON TRUST, NATIONAL ASSOCIATION	40,000	0	40,000
**D WISDOMTREE ISSUER PUBLIC LIMITED COMPANY	1,316	0	1,316
**D WELLINGTON HEDGED ALPHA OPPORTUNITIES FUND, L,P,	19,268	0	19,268
**D WASHINGTON STATE INVESTMENT BOARD	130,583	0	130,583
**D WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND	10,104	0	10,104
**D WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND	9,129	0	9,129
**D WISDOMTREE INTERNATIONAL EQUITY FUND	45,279	0	45,279
**D WISDOMTREE INTERNATIONAL MIDCAP DIVIDEND FUND	45,653	0	45,653
**D WISDOMTREE EUROPE QUALITY DIVIDEND GROWTH FUND	12,262	0	12,262
**D WISDOMTREE EUROPE HEDGED SMALLCAP EQUITY FUND	115,478	0	115,478
**D PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY	98,478	0	98,478
**D WELLINGTON MANAGEMENT FUNDS (IRELAND) PLC	2,081	0	2,081
**D SSGA RUSSELL FD GL EX-US INDEX NONLENDING QP COMMON TRUST FUND	2,491	0	2,491
**D SS BK AND TRUST COMPANY INV FUNDS FOR TAXEXEMPT RETIREMENT PL	769,893	0	769,893
**D MSCI EAFE PROV SCREENED INDEX NON - LENDING COMMON TR FUND	4,797	0	4,797
**D VANGUARD TOTAL WORLD STOCK INDEX FUND	135,751	0	135,751
**D VANGUARD DEVELOPED MARKETS INDEX FUND	2,363,012	0	2,363,012
**D DEUTSCHE AM MULTI ASSET PIR FUND	143,592	0	143,592
**D DB X-TRACKERS	368,937	0	368,937
**D DWS INVESTMENT S.A. FOR ARERO - DER WELTFONDS	6,961	0	6,961
**D GAM MULTISTOCK	124,207	0	124,207
**D UBS ETF	117,004	0	117,004
**D DWS INVESTMENT GMBH FOR DWS EUROPE DYNAMIC	80,000	0	80,000
**D DWS INVESTMENT GMBH FOR DWS EUROVESTA	592,232	0	592,232
**D DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE	25,660	0	25,660
**D DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY	95,975	0	95,975
**D DWS INVESTMENT GMBH FOR DWS QI EUROPEAN EQUITY	49,392	0	49,392
**D ISHARES MSCI EAFE SMALL CAP ETF	1,705,145	0	1,705,145
**D ISHARES MSCI EUROPE SMALL-CAP ETF	84,262	0	84,262
**D ISHARES CORE MSCI EAFE ETF	1,586,923	0	1,586,923
**D ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	249,390	0	249,390
**D ISHARES CORE MSCI INTERNATIONAL DEVELOPED MARKETS ETF	55,393	0	55,393
**D ISHARES CORE MSCI EAFE IMI INDEX ETF	41,832	0	41,832
**D ISHARES MSCI EUROPE IMI INDEX ETF	8,959	0	8,959
**D ISHARES CORE MSCI EUROPE ETF	161,327	0	161,327
**D CONNECTICUT GENERAL LIFE INSURANCE COMPANY	827	0	827
**D IBM 401K PLUS PLAN	86,186	0	86,186
**D RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST	166,595	0	166,595
**D COLLEGE RETIREMENT EQUITIES FUND	330,638	0	330,638
**D RUSSELL INVESTMENT COMPANY - RUSSELL INTERN DEVELOPED MKT F	268,260	0	268,260
**D RUSSELL INVESTMENT FUNDS INTERNATIONAL DEVELOPED MARKETS FUND	53,187	0	53,187

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D SPDR S&P WORLD (EX-US) ETF	95,286	0	95,286
**D MULTI-STYLE, MULTI-MANAGER FUNDS PLC	26,733	0	26,733
**D MSCI EAFE SMALL CAP PROV INDEX SEC COMMON TR F	147,607	0	147,607
**D ISHARES PUBLIC LIMITED COMPANY	300,518	0	300,518
**D ISHARES II PUBLIC LIMITED COMPANY	147,636	0	147,636
**D ISHARES VII PLC	625,686	0	625,686
**D ISHARES III PUBLIC LIMITED COMPANY	49,356	0	49,356
**D ISHARES I INVESTK MIT TGV F ISHS ST, EUROPE600 BS UCITS ETF DE	222,120	0	222,120
**D BLACKROCK AM DE FOR ISHS EURO STOXX BANKS 30-15 UCITS ETF (DE)	1,198,085	0	1,198,085
**D BLACKROCK AM DE FOR ISHARES EURO STOXX UCITS ETF (DE)	127,177	0	127,177
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE MID 200 UCITS ETF(DE)	97,652	0	97,652
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE)	273,368	0	273,368
**D BLACKROCK AM SCH AG OBO BIFS WORLD EX SW SMALL CAP EQ INDEX F	1,807	0	1,807
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND LLC	5,252	0	5,252
**D MANAGED PENSION FUNDS LIMITED	165,416	0	165,416
**D THE TRUSTEES OF CONOCOPHILLIPS PENSION PLAN	6,888	0	6,888
**D FAMILY INVESTMENTS CHILD TRUST FUND	11,150	0	11,150
**D FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND	9,961	0	9,961
**D HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND	347,373	0	347,373
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS 1994 PENSION SCHEME	10,969	0	10,969
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS LTD RETIREMENT PLAN	33,251	0	33,251
**D STICHTING PHILIPS PENSIOENFONDS	56,707	0	56,707
**D VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND FD	72,671	0	72,671
**D VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX F	134,143	0	134,143
**D VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND	1,213	0	1,213
**D SPDR S+P WORLD EX AUSTRALIA FUND	1,907	0	1,907
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	20,446	0	20,446
**D PANAGORA DYNAMIC GLOBAL EQUITY FUND	24,029	0	24,029
**D CANADA PENSION PLAN INVESTMENT BOARD	175,900	0	175,900
**D THE TRUSTEES OF BP PENSION FUND	280,946	0	280,946
**D BATTELLE MEMORIAL INSTITUTE	12,240	0	12,240
**D TRUST FOR THE PENSION PLAN OF THE CHUBB CORPORATION	135,795	0	135,795
**D DUPONT AND RELATED COMP DEFINED CONTRIBUTION PLAN MASTER TR	45,732	0	45,732
**D MORGAN STANLEY DEFINED CONTRIBUTION MASTER TRUST	45,328	0	45,328
**D WHEELS COMMON INVESTMENT FUND	4,261	0	4,261
**D UNITED MINE WORKERS OF AMERICA 1974 PENSION TRUST	49,146	0	49,146
**D STATE OF UTAH, SCHOOL AND INSTITUTIONAL TRUST FUNDS	7,141	0	7,141
**D THE CURATORS OF THE UNIVERSITY OF MISSOURI	40,552	0	40,552
**D BEAT DRUGS FUND ASSOCIATION	752	0	752
**D DFI LP EQUITY (PASSIVE)	1,693	0	1,693
**D NTGI-QM COMMON DAILY ALL COUNWD EX-US INV MKT INDEX F NONLEND	10,336	0	10,336
**D STATES OF GUERNSEY SUPERANNUATION FUND	5,051	0	5,051
**D INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN	369,111	0	369,111
**D FIDELITY ADVISOR SERIES VIII FIDELITY ADVISOR OVERSEAS FUND	217,100	0	217,100
**D FIDELITY INVESTMENT TRUST FIDELITY DIVERSIFIED INTERNATIONAL K6 FUND	223,845	0	223,845

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D FISHER INVESTMENTS GLOBAL SMALL CAP UNIT TRUST FUND	104,377	0	104,377
**D BLUE SKY GROUP	100,000	0	100,000
**D NEW ZEALAND SUPERANNUATION FUND	26,728	0	26,728
**D RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND	15,316	0	15,316
**D PYRAMIS GROUP TRUST FOR EMPLOYEE BENEFIT PLANS	28,446	0	28,446
**D FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST	15,170	0	15,170
**D THE HEALTH FOUNDATION	25,840	0	25,840
**D HARDING LOEVNER FUNDS, INC, INTER EQUITY RESEARCH PORTFOLIO	5,169	0	5,169
**D HARDING LOEVNER FUNDS, INC, - GLOBAL EQUITY RESEARCH PORTFOLIO	2,542	0	2,542
**D STATE OF IDAHO ENDOWMENT FUND INVESTMENT BOARD	18,758	0	18,758
**D THE TRUSTEES OF THE LEVERHULME TRUST	79,500	0	79,500
**D NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST	416,265	0	416,265
**D NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	368,110	0	368,110
**D SUTTER HEALTH MASTER RETIREMENT TRUST	388,300	0	388,300
**D EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	37,833	0	37,833
**D GENERAL PENSION AND SOCIAL SECURITY AUTHORITY	60,671	0	60,671
**D LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	41,051	0	41,051
**D LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST	191,724	0	191,724
**D MONTGOMERY COUNTY CONSOLIDATED RET HEALTH BENEFITS TR	81,100	0	81,100
**D MIDWEST OPERATING ENGINEERS PENSION TRUST FUND	700,000	0	700,000
**D UTAH STATE RETIREMENT SYSTEMS	63,829	0	63,829
**D FORD MOTOR COMPANY OF CANADA, LIMITED PENSION TRUST	1,181	0	1,181
**D IWA - FOREST INDUSTRY PENSION PLAN	135,500	0	135,500
**D TORONTO TRANSIT COMMISSION PENSION FUND SOCIETY	369,637	0	369,637
**D THE TRUSTEES OF ZURICH FINANCIAL SERVICES UK PENSION SCHEME	665,609	0	665,609
**D THE TRUSTEES OF CHEVRON UK PENSION PLAN	2,761	0	2,761
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	161,116	0	161,116
**D COLONIAL FIRST STATE INVESTMENT FUND 50	13,187	0	13,187
**D MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO	9,866	0	9,866
**D LEGAL & GENERAL GLOBAL EQUITY INDEX FUND	1,487	0	1,487
**D LEGAL & GENERAL EUROPEAN INDEX TRUST	241,442	0	241,442
**D LEGAL & GENERAL INTERNATIONAL INDEX TRUST	26,634	0	26,634
**D AMG FUNDS PLC	110,700	0	110,700
**D HARDING LOEVNER FUNDS PLC	912	0	912
**D SSGA GROSS ROLL UP UNIT TRUST	14,274	0	14,274
**D LEGAL & GENERAL ICAV	669	0	669
**D LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME	5,796	0	5,796
**D BLACKROCK AUTHORISED CONTRACTUAL SCHEME I	277,968	0	277,968
**D STATE TEACHERS RETIREMENT SYSTEM OF OHIO	161,245	0	161,245
**D LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME	97,000	0	97,000
**D VERDIPAPIRFONDET KLP AKSJEGLOBAL SMALL CAP INDEKS I	60,413	0	60,413
**D STICHTING BEDRIJFST VOOR HET BEROEPSVERVOER OVER DE WEG	2,719	0	2,719
**D UNIVEST	100	0	100
**D RENAISSANCE INTERNATIONAL EQUITY PRIVATE POOL	9,193	0	9,193
**D THE GREAT-WEST LIFE ASSURANCE COMPANY	40,001	0	40,001

Shareholders: 743 People: 17  
 Shareholders on own behalf: 13 Shareholders by proxy: 730

DE\* proxy to the natural person above mentioned with the badge number  
 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2018 Incentive System**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D LONDON LIFE INSURANCE COMPANY	319,462	0	319,462
**D MACKENZIE INTERNATIONAL EQUITY INDEX ETF	160	0	160
**D MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	1,638	0	1,638
**D MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	1,796	0	1,796
**D ONTARIO PENSION BOARD ,	216,750	0	216,750
**D CC & L INTERNATIONAL EQUITY FUND	10,300	0	10,300
**D CC&L Q GROUP GLOBAL EQUITY FUND	6,600	0	6,600
**D EPOCH GLOBAL EQUITY FUND	407,820	0	407,820
**D EPOCH EUROPEAN EQUITY FUND	29,342	0	29,342
**D IMPERIAL INTERNATIONAL EQUITY POOL	409,668	0	409,668
**D IMPERIAL OVERSEAS EQUITY POOL	21,821	0	21,821
**D CIBC INTERNATIONAL SMALL COMPANIES FUND	30,407	0	30,407
**D ALLIANZ GLOBAL INVESTORS FUND	741,352	0	741,352
**D AXA WORLD FUNDS	12,362,539	0	12,362,539
**D BLACKROCK STRATEGIC FUNDS	139,170	0	139,170
**D INDEXIQ	37,382	0	37,382
**D MFS MERIDIAN FUNDS	639,019	0	639,019
**D KIEGER FUND I	19,599	0	19,599
6949 FOGLI MAURIZIO	769	769	0
6967 PRANDINI GIULIANO	6,500	6,500	0
6968 RODINO` DEMETRIO	2	2	0
7602 DE TOMASI PAOLA	6,000	6,000	0
7790 TIMUS ANDREEA	5	5	0

**Total votes** 491,119,428  
**Percentage of voters %** 99.084806  
**Percentage of share capital %** 80.655027

Shareholders: 743 People: 17 DE\* proxy to the natural person above mentioned with the badge number  
Shareholders on own behalf: 13 Shareholders by proxy: 730 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)



Extraordinary Shareholders' Meeting of April 10, 2019RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System**

**Attendees:**

n° **760** shareholders entitled to vote took part in the voting on own behalf or by proxy

n° **495,655,638** ordinary shares

**The counting of votes produced the following results:**

		<b>% OF ORDINARY SHARE CAPITAL PRESENT (Voting Quorum)</b>	<b>% OF ORDINARY SHARE ENTITLED TO VOTE</b>	<b>%SHARE CAPITAL</b>
<b>Favour</b>	491,119.428	99.084806	99.084806	80.655027
<b>Against</b>	4,536,210	0.915194	0.915194	0.744968
<b>SubTotal</b>	495,655,638	100.000000	100.000000	81.399995
<b>Abstentions</b>	0	0.000000	0.000000	0.000000
<b>Not voting</b>	0	0.000000	0.000000	0.000000
<b>SubTotal</b>	0	0.000000	0.000000	0.000000
<b>Total</b>	495,655,638	100,000000	100.000000	81.399995

**Note:** Number of votes necessary to approve the proposal: **330,437.093** equal to 66.666667 of the ordinary shares entitled to vote.

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014****AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
6125 ESPOSITO MARCO	0	0	0
**D NORDEA 1 SICAV	669,864	0	669,864
**D DEKA MASTER HAEK I	70,686	0	70,686
**D CAISSE DES DEPOTS ET CONSIGNATIONS	8,508	0	8,508
**D VGV POOLFONDS METZLER	342,000	0	342,000
**D MI-FONDS 392	368,900	0	368,900
**D STICHTING PENSIOENFONDS VOOR HUISARTSEN	28,704	0	28,704
**D ALBERTA TEACHERS RETIREMENT FUND BOARD	404,454	0	404,454
**D FCP BRONGNIART AVENIR	120,000	0	120,000
**D INVESTERINGSF NORDEA INV EURO SMALL CAP	29,180	0	29,180
**D INVESTERINGSF NORDEA INVEST EUROPA	146,519	0	146,519
**D NORDEA PRO EUROPEAN FUND	382,740	0	382,740
**D NORDEA EUROPE FUND	754,674	0	754,674
**D MI FONDS K12 SPK	25,637	0	25,637
6946 CLERICI CAMILLA	0	0	0
**D THE BAKERY AND CONFECTIONERY UNION AND INDUSTRY INTERNATIONAL PENSION FUND	120,215	0	120,215
**D METZLER INTERNATIONAL INVESTME	690,000	0	690,000
**D STICHTING PGGM DEPOSITARY	373,275	0	373,275
**D BMO GLOBAL BANKS HEDGED TO CAD INDEX ETF	854	0	854
<b>Total votes</b>	<b>4,536,210</b>		
<b>Percentage of voters%</b>	<b>0.915194</b>		
<b>Percentage of share capital %</b>	<b>0.744968</b>		

Shareholders:  
Shareholders on own  
behalf:17 People:  
0 Shareholders by  
proxy:3 DE\* proxy to the natural person above mentioned with the badge number  
17 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**ABSTENTIONS**

Surname	Tot. Votes	On on behalf	Proxy
<b>Totale votes</b>	0		
<b>Percentage of voters %</b>	0.000000		
<b>Percentage of share capital %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

1 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**NON VOTING**

Surname	Tot. Votes	On own behalf	Proxy
<b>Totale votes</b>	0		
<b>Percentage of voters %</b>	0.000000		
<b>Percentage of share cpaital %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

0 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
6121 ROSSI MARCO	73,439	73,439	0
6125 ESPOSITO MARCO	0	0	0
**D MOMENTUM INVESTMENT FUNDS SICAV SIF	92,780	0	92,780
**D JPMORGAN FUNDS	167,723	0	167,723
**D JPMORGAN INVESTMENT FUNDS	516,112	0	516,112
**D FRANKLIN TEMPLETON INVESTMENT FUNDS	1,633,206	0	1,633,206
**D T, ROWE PRICE FUNDS SICAV	170,221	0	170,221
**D AVIVA INVESTORS INVESTMENT SOLUTIONS	89,194	0	89,194
**D CAPITAL INTERNATIONAL FUND	169,460	0	169,460
**D SCHRODER INTERNATIONAL SELECTION FUND	3,484	0	3,484
**D NMM3 EUEQ MFS ACCOUNT	3,196	0	3,196
**D JANUS HENDERSON INVESTORS	7,994	0	7,994
**D CC AND L US Q MARKET NEUTRAL ONSHORE FUND II	41,700	0	41,700
**D CC AND L Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD	1,500	0	1,500
**D CC AND L Q 130/30 FUND II	30,200	0	30,200
**D CC AND L Q US EQUITY EXTENSION FUND	175	0	175
**D CC&L ALL STRATEGIES FUND	500	0	500
**D WELLINGTON MANAGEMENT PORTFOLIOS	236,055	0	236,055
**D ING DIRECT	35,202	0	35,202
**D NATIXIS INTERNT FUNDS LUX I	103,000	0	103,000
**D HUNTINGTON NATIONAL BANK TAXABLE ACC	8,270	0	8,270
**D SCHWAB FUNDAM INTER SMALL- COMP INDEX FD	39,889	0	39,889
**D THE MASTER TRUST BANK OF JAPAN LTD	29,373	0	29,373
**D PIONEER FLEXIBLE OPPORTUNITIES FUND	215,544	0	215,544
**D FIRST TRUST EUROPE ALPHADEx FUND	169,970	0	169,970
**D WELLINGTON TRUST COMP COMM TRUST INT OPP	137,909	0	137,909
**D VANGUARD FUNDS PLC	203,567	0	203,567
**D RAINIER INT SMALL CAP EQUITY COL TR FUND	349,830	0	349,830
**D VANGUARD INVESTMENT SERIES PLC	142,150	0	142,150
**D FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND	43,411	0	43,411
**D DEVELOPED INTERNATION EQUITY SELECT ETF	2,020	0	2,020
**D VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO	1,313	0	1,313
**D FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL	16,894	0	16,894
**D JAPAN TRUSTEE SERVICES BANK LTD	24,032	0	24,032
**D THE MASTER TRUST BANK OF JAPAN LTD	110,427	0	110,427
**D LACM WORLD SMALL CAP EQUITY FUND LP	1,998	0	1,998
**D THE MASTER TRUST BANK OF JAPAN LTD	61,815	0	61,815
**D JAPAN TRUSTEE SERVICES BANK LTD	52,148	0	52,148
**D FIRST TRUST EUROZONE ALPHADEx ETF	37,489	0	37,489
**D CORNERSTONE ADVISORS GLOBAL PUBLIC EQUITY FUND	5,360	0	5,360
**D PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	4,488	0	4,488
**D ALLIANZGI FONDS BAT LS	73,600	0	73,600
**D ALLIANZGI FONDS AFE	64,768	0	64,768
**D ALLIANZGI FONDS PTV2	89,056	0	89,056
**D ALLIANZGI FONDS PF1	9,043	0	9,043

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D ALLIANZGI FONDS PF2	60,014	0	60,014
**D ALLIANZ GI FONDS QUONIAM SMC	271,622	0	271,622
**D AXA ASSICURAZIONI SPA	43,000	0	43,000
**D PARVEST	2,947,903	0	2,947,903
**D JANUS HENDERSON HORIZON FUND	379,884	0	379,884
**D JANUS HENDERSON FUND	269,847	0	269,847
**D BNP PARIBAS A FUND	36,427	0	36,427
**D BNP PARIBAS L1	37,114	0	37,114
**D BNP PARIBAS B PENSION GROWTH	230,127	0	230,127
**D BNP PARIBAS B PENSION STABILITY	103,258	0	103,258
**D METROPOLITAN RENTASTRO	393,186	0	393,186
**D BNP PARIBAS B PENSION BALANCED	1,401,828	0	1,401,828
**D JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND	42,487	0	42,487
**D JANUS HENDERSON EUROPEAN SMALLER COMPANIES FUND	316,699	0	316,699
**D INFO COMMUNI MEDIA DEVELOPMENT AUTHORITY	5,482	0	5,482
**D BNP PARIBAS MIDCAP EUROPE	184,370	0	184,370
**D TOTAL GESTION FLEX PATRI	46,511	0	46,511
**D FCP BNPP ACTIONS ENTREPRENEURS	784,336	0	784,336
**D FCP HELIUM	160,000	0	160,000
**D BNP PARIBAS ACTIONS PME	453,128	0	453,128
**D FCP SCANDIUM	62,500	0	62,500
**D FCP CARDIF BNPP IP SMID CAP EURO	857,446	0	857,446
**D FCP CNP ASSUR SMID CAP EUROPE	99,816	0	99,816
**D BNP PARIBAS SMALL CAP EUROLAND	1,720,372	0	1,720,372
**D FCP AXA EURO VALEURS RESPONSABLES	199,300	0	199,300
**D COMPT EUROPE	80,000	0	80,000
**D AXIVA ACTION 1	26,976	0	26,976
**D AXA VALEURS EURO	2,083,000	0	2,083,000
**D FCPE TOTAL ACTIONS EUROPEENNES	700,000	0	700,000
**D CARDIF BNPP IP SMID CAP EUROPE	169,778	0	169,778
**D FCP FCE INVEST EURO	107,829	0	107,829
**D BNP PARIBAS ASSET MANAGEMENT (FRANCE)	117,031	0	117,031
**D FRANCE PLACEMENT EURO	659,500	0	659,500
**D FCP AVIVA INVESTORS SMALL & MID CAPS EUR	179,414	0	179,414
**D FCP CNP ACTIONS EMU UBS	132,136	0	132,136
**D AXA OPTIMAL INCOME	1,857,910	0	1,857,910
**D SAKKARAH 7	8,716	0	8,716
**D AFER ACTION PME	778,661	0	778,661
**D FCP FRANCE PLACEMENT INTERNATIONAL	400,000	0	400,000
**D IPA CORPORATE ACTIONS AND INCOME	134,634	0	134,634
**D FONDS DE RESERVE POUR LES RETRAITES	651,243	0	651,243
**D FCP VILLIERS ACTIONS EDRAM	505,500	0	505,500
**D PICTET - SMALL CAP EUROPE	230,113	0	230,113
**D MOVESTIC SICAV	53,500	0	53,500
**D SHELL TRUST (BERMUDA) LIMITED AS TRUSTEE OF THE SHELL INTERNATIONAL PENSION FUND	7,552	0	7,552

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND	34,987	0	34,987
**D TEACHERS` RETIREMENT SYSTEM OF THE CITY OF NEW YORK	38,304	0	38,304
**D STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST	223,190	0	223,190
**D UBS ASSET MANAGEMENT LIFE LTD	166,784	0	166,784
**D MANAGED PORTFOLIO SERIES INTERNATIONAL SHARES FUND3	7,880	0	7,880
**D FIDELITY INVESTMENTS MONEY MANAGEMENT INC	2,792	0	2,792
**D UNITED GLOBAL INNOVATION FUND	4,506	0	4,506
**D MERIFIN CAPITAL B,V,	44,600	0	44,600
**D FONDO CONSOLIDADO DE RESERVAS PREVISIONALES	80,112	0	80,112
**D WESTPAC WHOLESALE UNHEDGED INT SHARE FUN	43,815	0	43,815
**D VANGUARD ETHICALLY CONSCIOUS INTERNATIONAL SHARES INDEX FUND	3,402	0	3,402
**D JEFFREY LLC	77,313	0	77,313
**D JPMORGAN CHASE BANK - PB - UNITED STATES TRUSTS - CRA TREATY	1,320	0	1,320
**D ENERGY CORP,RETIREMENT PLANS MASTER TR,	98,531	0	98,531
**D ISHARES ALLCOUNTRY EQUITY INDEX FUND	2,386	0	2,386
**D EUROPACIFIC GROWTH FUND	18,278,998	0	18,278,998
**D CAPITAL WORLD GROWTH & INCOME FUND INC	7,750,000	0	7,750,000
**D STICHTING PENSIOENFONDS VOPAK	146,456	0	146,456
**D ABU DHABI RETIREMENT PENSIONS AND BENEFITS	28,431	0	28,431
**D T, ROWE PRICE INTERNATIONAL DISCOVERY FU	4,575,580	0	4,575,580
**D FLEXSHAR,MORN,DEV,MARK,EX-US FAC,TILT IN	6,110	0	6,110
**D MFS INTERNATIONAL NEW DISCOVERY FUND	2,502,438	0	2,502,438
**D T ROWE PRICE INTERNATIONAL EQUITY INDEX	14,257	0	14,257
**D T ROWE PRICE GLOBAL ALLOCATION FUND INC	16,243	0	16,243
**D FIDELITY DIVERSIFIED INTERNATIONAL FUND	1,580,600	0	1,580,600
**D GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	4,800	0	4,800
**D PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	131,178	0	131,178
**D SANLAM LIFE AND PENSIONS UK LIMITED	84,019	0	84,019
**D JPMORGAN LIFE LIMITED	36,589	0	36,589
**D AVIVA LIFE & PENSIONS UK LIMITED	107,107	0	107,107
**D SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND	56,654	0	56,654
**D VANGUARD ESG INTERNATIONAL STOCK ETF	5,147	0	5,147
**D VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	6,121,446	0	6,121,446
**D MTB FOR GOVERNMENT PENSION FD45828	114,264	0	114,264
**D VANGUARD INTERNATIONAL EXPLORER FUND	1,063,800	0	1,063,800
**D ALLIANZGI-FONDS DSPT	10,596	0	10,596
**D FIDELITY INVESTMENT TRUST: FIDELITY OVER	2,899,200	0	2,899,200
**D VARIABLE INSURANCE PRODUCTS FUND OVERSEAS FUND	557,100	0	557,100
**D BUREAU OF LABOR FUNDS-LABOR RETIREMENT FUND	4,664	0	4,664
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	5,818	0	5,818
**D BUREAU OF LABOR FUNDS-LABOR PENSION FUND	14,010	0	14,010
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	232,394	0	232,394
**D AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACK	191,899	0	191,899
**D ARTEMIS EUROPEAN OPPORTUNITIES FUND	831,083	0	831,083
**D BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II	305,563	0	305,563

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D BLACKROCK INSTITUTIONAL TRUST COMPANY N,A, INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	2,177,473	0	2,177,473
**D MSCI WORLD SMALL CAP EQUITY ESG SCREENED INDEX FUND B	9,899	0	9,899
**D AMERICAN UNIVERSITY	2,401	0	2,401
**D AMEREN HEALTH AND WELFARE TRUST	121,276	0	121,276
**D WASHINGTON STATE INVESTMENT BOARD	16,717	0	16,717
**D AXA BELGIUM S A	312	0	312
**D JPMORGAN BETABUILDERS EUROPE ETF	139,730	0	139,730
**D VANGUARD INTERNATIONAL SMALL COMPANIES INDEX FUND	40,873	0	40,873
**D JP MORGAN CHASE RETIREMENT PLAN	75,159	0	75,159
**D ENERGY CORP,RETIREMENT PLANS MASTER TR,	104,321	0	104,321
**D T ROWE INTL SMALL CAP EQUITY TRUST	466,929	0	466,929
**D NEW MEXICO STATE INVESTMENT COUNCIL	53,302	0	53,302
**D EQ ADVIS TR EQ INVESCO INTL GROWTH PORTF	192,354	0	192,354
**D AVIVA INVESTORS FUND LLC	4,538	0	4,538
**D CANADA POST CORPORATION REGISTERED PENSION PLAN	12,362	0	12,362
**D SUN LIFE MULTI STRATEGY TARGET RETURN FU	1,866	0	1,866
**D CC&L ALTERNATIVE GLOBAL EQUITY FUND	2,100	0	2,100
**D RBC GLOBAL ASSET MANAGEMENT INC	7,394	0	7,394
**D IA CLARINGTON GLOBAL MULTI ASSET FUND	4,365	0	4,365
**D C,R, HYDRO-QUEBEC - TEMP2	92,160	0	92,160
**D EMPIRE LIFE INSURANCE COMPANY	48,455	0	48,455
**D EMPIRE LIFE EMBLEM MODERATE GROWTH PORTF	42,073	0	42,073
**D EMPIRE LIFE EMBLEM GROWTH PORTFOLIO	36,020	0	36,020
**D EMPIRE LIFE EMBLEM DIVERSIF INCOME PORTF	2,504	0	2,504
**D EMPIRE LIFE EMBLEM CONSERVATIVE PORTFOLI	11,373	0	11,373
**D EMPIRE LIFE EMBLEM BALNCED PORTFOLIO	24,938	0	24,938
**D EMPIRE LIFE EMBLEM AGRRESSIVE GROW PORT	9,799	0	9,799
**D EMPIRE UL PHANTOM IF	277	0	277
**D THE EMPIRE LIFE INSURANCE COMPANY	261,288	0	261,288
**D EMPIRE UL PHANTOM SEG9	18,384	0	18,384
**D EMPIRE UL PHANTOM SEG8	1,191	0	1,191
**D EMPIRE UL PHANTOM SEG5	7,877	0	7,877
**D EMPIRE PENSION EQUITY FUND	18,480	0	18,480
**D EMPIRE LIFE PREMIER EQUITY FD	25,486	0	25,486
**D EMPIRE LIFE INTL EQUITY FUND	171,100	0	171,100
**D EMPIRE LIFE INCOME FUND	27,288	0	27,288
**D EMPIRE LIFE GLOBAL EQUITY FUND	178,698	0	178,698
**D EMPIRE LIFE GLOBAL DIV GROW FD	102,189	0	102,189
**D EMPIRE LIFE GLOBAL BALANCED FD	146,456	0	146,456
**D EMPIRE LIFE EQUITY GROW FD 3	325	0	325
**D ANIMA SGR SPA	2,914,050	0	2,914,050
**D ANIMA SGR SPA ANIMA CRESCITA ITALIA	760,661	0	760,661
**D STICHTING SHELL PENSIOENFONDS	110,632	0	110,632
**D FIDUCIARY TRUST COMPANY INTERNATIONAL AS	102,000	0	102,000
**D INTERNATIONAL GROWTH AND INCOME FUND	3,542,962	0	3,542,962

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D WSSP INTERNATIONAL EQUITIES TRUST	68,156	0	68,156
**D TCRPIM INTERNATIONAL SHARE (UNHEDGED) F	93,781	0	93,781
**D ONEPATH GLOBAL SHARES - SMALL CAP UNHEDGED) INDEXPOOL	26,862	0	26,862
**D BT WHOLESALE MULTI-MANAGER INTERNATIONAL SHARE FUND	16,746	0	16,746
**D SCHRODER PENSION MANAGEMENT LTD	14,865	0	14,865
**D CHINA LIFE INSURANCE COMPANY LIMITED	42,720	0	42,720
**D SCHRODER ADVANCED BETA GLOBAL EQUITY SMA	44,410	0	44,410
**D NEW MEXICO STATE INVESTMENT COUNCIL	31,421	0	31,421
**D STEADYHAND INVESTMENT MANAGEMENT LTD	13,400	0	13,400
**D LOMBARD ODIER FUNDS (SWITZERLAND) SA	24,386	0	24,386
**D HSBC GROUP HONG KONG LOCAL STAFF RETIREMENT BENEFIT SCHEME	3,732	0	3,732
**D FTSE ALL WORLD INDEX FUND	22,272	0	22,272
**D AI STRATEGIC GLOBAL EQUITY FUND	46,699	0	46,699
**D REASSURE LIMITED	106,860	0	106,860
**D AI GLOBAL EQUITY FUND	59,463	0	59,463
**D FRIENDS LIFE AND PENSIONS LIMITED	46,015	0	46,015
**D FRIENDS LIFE FUNDS LIMITED	77,941	0	77,941
**D HSBC EUROPEAN INDEX FUND	100,896	0	100,896
**D AXA FRAMLINGTON EUROPEAN FUND	70,000	0	70,000
**D AXA FRAMLINGTON FINANCIAL FUND	164,157	0	164,157
**D TR EUROPEAN GROWTH TRUST PLC	471,060	0	471,060
**D METZLER ASSET MANAGEMENT GMBH	731,814	0	731,814
**D GLG EUROPEAN LONG-SHORT FUND	4	0	4
**D FCP ASTORG CROISSANCE MID CAP	42,345	0	42,345
**D FCP LBPAM ACTIONS EURO MIDCAP	50,280	0	50,280
**D RAVGDT DIVERSIFIE II LBPAM	40,325	0	40,325
**D RBC INTERNATIONAL EQUITY INDEX ETF	7,584	0	7,584
**D CITI RETIREMENT SAVINGS PLAN	53,365	0	53,365
**D UWF TROW INTL DISCOVERY	53,878	0	53,878
**D STANDARD LIFE INVESTMENTS GLOBAL SICAV II	112,874	0	112,874
**D SUBSIDIZED SCHOOLS P FUND NORTHERN	5,026	0	5,026
**D INTERNATIONAL EQUITY FUND	29,089	0	29,089
**D AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	32,234	0	32,234
**D AMERICAN ELECTRIC POWER SYSTEM RETIREE MEDICALTRUST FOR CERTAIN UNION EMPLOYEES	8,546	0	8,546
**D 55016 UP INTERNATIONALE AKTIER	240,915	0	240,915
**D FIRST TRUST IPOX EUROPE EQUITY OPPORTUNITIES ETF	1,592	0	1,592
**D GREAT WEST CORE STRATEGIES- INTERN	55,000	0	55,000
**D AST TRP DIVERS REAL GWTH PORT PDMO	1,728	0	1,728
**D ADVANCED SERIES TRUST AST T ROWE PRICE GROWTH OPPORTUNITIES PORTFOLIO GATEWAY CENTER	54,891	0	54,891
**D GLOBAL TR CO TS INTL SMLL CP 309779	82,400	0	82,400
**D BNYMTD CF MITON EUROPEAN OPPTS FUND	1,445,322	0	1,445,322
**D LEGAL AND GENERAL UCITS ETF PLC	11,483	0	11,483
**D NATIONAL BANK TRUST	617,632	0	617,632
**D VANGUARD FTSE ALL-WORLD EX US INDEX FUND	691,690	0	691,690
**D VANGUARD EUROPEAN STOCK INDEX FUND	768,166	0	768,166

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D TIMESQUARE FOCUS FUND LP	3,500	0	3,500
**D ALLEGHENY COLLEGE	8,300	0	8,300
**D ERIE COMMUNITY FOUNDATION	11,300	0	11,300
**D 1171 APG DME CCL	276,400	0	276,400
**D 1216 APG DME FINANC	1,030,888	0	1,030,888
**D UNISYS MASTER TRUST	38,021	0	38,021
**D THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	10,058	0	10,058
**D CF DV ACWI EX-U,S, IMI FUND	2,133	0	2,133
**D BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	15,964	0	15,964
**D MANNING AND NAPIER FUND INC RAINIER INTERNATIONAL DISCOVERY FUND	875,930	0	875,930
**D INVESCO CANADIAN BALANCED FUND	267,206	0	267,206
**D INVESCO CANADIAN PREMIER GROWTH CLASS	232,194	0	232,194
**D INVESCO CANADIAN PREMIER GROWTH FUND	269,480	0	269,480
**D INVESCO CORE CANADIAN BALANCED CLASS	27,316	0	27,316
**D INVESCO EUROPEAN GROWTH CLASS	73,204	0	73,204
**D INVESCO GLOBAL GROWTH CLASS	83,158	0	83,158
**D INVESCO INTERNATIONAL GROWTH CLASS	460,692	0	460,692
**D INVESCO INTERNATIONAL GROWTH FUND	398,089	0	398,089
**D INVESCO GLOBAL GROWTH EQUITY POOL	4,231	0	4,231
**D NYKREDIT ENGROS GLOBAL OPPORTUNITIES	69,971	0	69,971
**D EIR EIE WELLINGTON INT	93,495	0	93,495
**D WILM MULTI MGR INTL FD OBERWEIS	198,188	0	198,188
**D PS FTSERAFI EUSM UCITS ETF BNYMTCIL	3,206	0	3,206
**D PS FR DEVEL MARK EX US SMALL PORT	25,356	0	25,356
**D GREAT WEST MFS INTERNATIONAL GROWTH FUND	226,502	0	226,502
**D GREAT WEST INTERNATIONAL GROWTH	400,000	0	400,000
**D COX ENTERPRISES INC MASTER TRUST	56,588	0	56,588
**D AMG TIMESQUARE GLOBAL SMALL CAP FUND	1,500	0	1,500
**D BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	7,956	0	7,956
**D AST RCM WORLD TRENDS PORT PDBF	164,000	0	164,000
**D PENSION RESERVES INVESTMENT TRUST FUND	528,371	0	528,371
**D WELLINGTON MGMT CY LLPQUALITY EDUC FD	82,310	0	82,310
**D BLACKROCK GLOBAL FUNDS	2,033,717	0	2,033,717
**D PFI GLB MULTI STRATEGY WELLINGTON	25,311	0	25,311
**D CTJ RE STANLIB GLOBAL EQUITY FD AB	4,000	0	4,000
**D HP INC MASTER TRUST	86,600	0	86,600
**D IQ 50 PERCENT HEDGED FTSE INTL ETF	10,217	0	10,217
**D IQ 50 PERCENT HEDGED FTSE EURO ETF	379	0	379
**D AXA MPS FINANCIAL DAC	450,000	0	450,000
**D DEUTSCHE XTRK MSCI EMU HDG EQ ETF	2,527	0	2,527
**D BLL AQUILA LIFE EUROPEAN EQUITY	333,695	0	333,695
**D BNYMTD FTF FRANKLIN EUROPEAN OPP FD	5,634	0	5,634
**D VIRTUS MULTI STRATEGY TARGET RETURN FUND	1,262	0	1,262
**D POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	62	0	62
**D THE CLEVELAND CLINIC FOUNDATION	39,719	0	39,719

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

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**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D EATON VANCE MGMT INTL SMALL CAP	712	0	712
**D LAWRENCE LIVERMORE NATIONAL SECURITY LLC	320,242	0	320,242
**D SLI EUROPEAN SMALLER COMPANIES	2,913,233	0	2,913,233
**D SLI GBL SICAV CON EU EQ IN FD	61,656	0	61,656
**D HP INC MASTER TRUST	4,452	0	4,452
**D INVESCO FUNDS	36,187	0	36,187
**D THE TEXAS A AND M UNIVERSITY SYSTEM	286,692	0	286,692
**D VANGUARD INTL HIGH DIV YLD INDEX FD	48,983	0	48,983
**D BLL DC EUROPEAN GROWTH FD AG PF	237,443	0	237,443
**D BNYMTD BIEF CONT EUR INV	70,196	0	70,196
**D BNYMTD BLK CONT EURO FD	1,275,517	0	1,275,517
**D BGF EURO MKTS FD EURO EQUITY PF	4,926,484	0	4,926,484
**D BGF EUROPEAN SPECIAL SITUATIONS FUND	2,034,771	0	2,034,771
**D BGF CONT EURO FLEXIBLE FD EURO EQFD	5,629,560	0	5,629,560
**D BNYMTD RAMAM WORLD RECOVERY FUND	100,740	0	100,740
**D DEUTSCHE XTRK MSCI STH EUR HDG ETF	199	0	199
**D BNYMTCIL FT EURO ALPHADEX UCITS ETF	200,051	0	200,051
**D COUNTY AND MUNICIPAL GOVERNMENT CAPITAL IMPROVEMENT TRUST FUND	45,737	0	45,737
**D ALABAMA TRUST FUND	118,205	0	118,205
**D ATFF AMERICAN CENTURY	53,433	0	53,433
**D MSV JP MORGAN	48,163	0	48,163
**D ALASKA PERMANENT FUND CORPORATION	10,799	0	10,799
**D ALASKA PERMANENT FUND CORPORATION	96,905	0	96,905
**D ENSIGN PEAK GRANDEUR PEAK INT	353,918	0	353,918
**D MIN DEF PF OMAN AMUNDI EURSILV	35,335	0	35,335
**D BNYMTD BLK EURO DYNAMIC FD	5,524,579	0	5,524,579
**D PHC NT SMALL CAP	32,071	0	32,071
**D BNYMTD RM GLOBAL HIGH ALPHA FUND	28,810	0	28,810
**D AMG CHICAGO EQUITY PARTNERS BALANCED FUND	900	0	900
**D AMG TIMESQUARE INTL SM CAP	1,816,100	0	1,816,100
**D BNYMTD BLK CONTINENTAL EURO INC	1,888,403	0	1,888,403
**D BLK GTR EU INV TST PL INV PF BNYMTD	795,858	0	795,858
**D BNYMTD BLK CONT EUR EQ TRCK FD INV	257,660	0	257,660
**D OPERATING ENGINEERS LOCAL 101 PENSION FUND	130,000	0	130,000
**D BELL ATLANTIC MASTER TRUST	24,336	0	24,336
**D VERIZON MASTER SAVINGS TRUST	86,033	0	86,033
**D VOYA MULTI MANAGER INTERNATIONAL EQUITY FUND	49,626	0	49,626
**D INDIANA PUBLIC RETIREMENT SYSTEM	20,228	0	20,228
**D KENTUCKY RETIREMENT SYSTEMS	500,000	0	500,000
**D KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	200,000	0	200,000
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	1	0	1
**D BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	79,577	0	79,577
**D SOUTH CAROLINA RETIREMENT SYSTEMS GROUP TRUST	288	0	288
**D PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	1,116	0	1,116
**D FGT FRK INTERNATIONAL GROWTH FD	2,500,000	0	2,500,000

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
6254 CAGLIA MARIA	0	0	0
DE* UNICREDIT S,P,A,	215,066,403	0	215,066,403
6467 LOIZZI GERMANA	3	3	0
6482 GHIBAUDI LEOPOLDO	9,000	9,000	0
6515 CERASUOLO STEFANO	16,017	16,017	0
*RA* FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPR DESIGNATO EX ART,135 UNDECIES TUF)	1,726,930	0	1,726,930
6689 CEI GIOVANNI FRANCESCO	6,371	6,371	0
6811 AUSILIO ROSA GIUSEPPINA	373	373	0
6875 BONETTI EMANUELE	10	10	0
6941 ZACCARDI ANTONELLA	1	1	0
6946 CLERICI CAMILLA	0	0	0
**D CANDRIAM EQUITIES B SA	82,054	0	82,054
**D JAMES W DERRICK	10,950	0	10,950
**D MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST	77,215	0	77,215
**D BOLLMAKERS LODGE 154 RETIREMENT PLA N	5,210	0	5,210
**D MANNING AND NAPIER FUND INC,OVE RS EAS SERIES	760,510	0	760,510
**D BRIDGE BUILDER INTERNATIONAL EQUITY FUND	1,107,600	0	1,107,600
**D MIAMI DADE COMMUNITY COLLEGE FOUNDATION	4,135	0	4,135
**D PNC BANK NA 2HOPKINS PLAZA LOWE R B 6	13,315	0	13,315
**D FIRST STATE TRUST COMPANY FORMU LTRIPLE BENEFICIARIES	470	0	470
**D MANNING AND NAPIER ADVISORS INC	221,640	0	221,640
**D DANIEL P COWAN	320	0	320
**D ANTHONY K, KESMAN TRUSTEE	685	0	685
**D MANNING AND NAPIER FUND INC,-BLEND ED ASSET MODERATE SERIES	2,050	0	2,050
**D SUSAN M, SNYDER	315	0	315
**D WILLIAM J, BLEIL	515	0	515
**D MANNING AND NAPIER FUND INC INTERNATIONAL SERIES	104,410	0	104,410
**D ALFRED F, KRAUSE	155	0	155
**D MICHAEL HOTARY	220	0	220
**D MANNING AND NAPIER FUND INC PRO BLEND MODERATE TERM SERIES	8,830	0	8,830
**D LISA FRIEDLANDER	1,610	0	1,610
**D ALFRED AND KATHRYNE KRAUSE	125	0	125
**D MARTIN J, FARRELL	1,475	0	1,475
**D GRANDEUR PEAK INTERNATIONAL	1,116,664	0	1,116,664
**D GRANDEUR PEAK GLOBAL OPPORTUNI	441,441	0	441,441
**D GRANDEUR PEAK GLOBAL REACH	127,298	0	127,298
**D GRANDEUR PEAK GLOBAL STALWARTS	138,740	0	138,740
**D ALLIANCEBERNSTEIN FUND DYNAMIC	2,328	0	2,328
**D RWC FUNDS	179,029	0	179,029
**D AMUNDI SGR SPA / AZIONARIO EUROPA	157,793	0	157,793
**D ELEMENTS INTERNATIONAL SMALL	15,540	0	15,540
**D BLACKROCK EUOFUND	243,856	0	243,856
**D UBS EUROPEAN SMALL CAP	72,456	0	72,456
**D CIPAV ALOIS	69,622	0	69,622
**D SOGECAP ACTIONS SMALL CAP	995,455	0	995,455

Shareholders: 743 People: 17  
 Shareholders on own behalf: 13 Shareholders by proxy: 730

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D COLISEE IFC	164,400	0	164,400
**D SG ACTIONS EUROPE MID CAP	196,930	0	196,930
**D LYXOR EURO STOXX 300	35,146	0	35,146
**D LYXOR INDEX FUND LYXOR STOXX	46,396	0	46,396
**D MUL LYXOR ITALIA EQUITY	11,300	0	11,300
**D LYXOR MSCI EMU SMALL CAP UE	9,168	0	9,168
**D MU LUX LYXOR EURO STOXX	467,280	0	467,280
**D AMUNDI FUNDS II PIONEER	139,167	0	139,167
**D AMUNDI SF EURO EQ MARKET PLUS	39,904	0	39,904
**D AMUNDI FUNDS II-EURO POTENTIAL	2,411,802	0	2,411,802
**D SEDEC FINANCE	9,399	0	9,399
**D AMUNDI FUNDS EQUITY EUROLAND SMALL	1,245,007	0	1,245,007
**D AMUNDI FUNDS EQUITY EUROPE SMALL	738,767	0	738,767
**D PRIVILEGE - JP MORGAN PAN EUROPEAN	7,596	0	7,596
**D LO FUNDS - CONTINENTAL EUROPE SMALL	850,000	0	850,000
**D EDMOND DE ROTHSCHILD FUND EQUITY	761,900	0	761,900
**D ROPS EURO P	104,561	0	104,561
**D I,2,C, ACTIONS	480,000	0	480,000
**D ECUREUIL RETRAITE EURO ACTIONS 4	310,000	0	310,000
**D ROPS-SMART INDEX EURO	86,154	0	86,154
**D LCF PHARMA INTERNATIONAL	64,940	0	64,940
**D FCP GROUPAMA PHARMA DIVERSIFIE	83,492	0	83,492
**D CONTI GESTION	58,500	0	58,500
**D EDMOND DE ROTHSCHILD ASSET	176,100	0	176,100
**D CNP ASSUR SMALL CAP	193,000	0	193,000
**D NEUFLIZE VIE OPPORTUNITES	55,000	0	55,000
**D ASSURDIX	44,516	0	44,516
**D CPR SILVER AGE	2,079,075	0	2,079,075
**D AMUNDI ETF FTSE ITALIA PIR UCITS	9,332	0	9,332
**D GROUPAMA AVENIR EURO	4,395,166	0	4,395,166
**D GROUPAMA AVENIR ALL CAP EURO	133,000	0	133,000
**D GROUPAMA EUROPE STOCK	5,522	0	5,522
**D SEEYOND EQUITY FACTOR INVESTING	9,402	0	9,402
**D BEST BUSINESS MODELS	1,086,000	0	1,086,000
**D MONDIAL VALOR	1,628	0	1,628
**D VENDOME SELECTION EUROPE	134,000	0	134,000
**D OSTRUM ACTIONS SMALL MID CAP EURO	226,000	0	226,000
**D LBPAM ACTIONS FINANCE	33,349	0	33,349
**D TUTELAIRE ACTIONS	18,800	0	18,800
**D LBPAM ACTIONS EURO	319,567	0	319,567
**D AA - FORTIS ACTIONS PETIT CAP	356,514	0	356,514
**D EDMOND DE ROTHSCHILD EURO	275,560	0	275,560
**D EDMOND DE ROTHSCHILD EUROPE MIDCAP	142,000	0	142,000
**D EDMOND DE ROTHSCHILD EQUITY EUROPE	185,280	0	185,280
**D UNION INVESTMENT LUXEMBOURG SA	83,150	0	83,150

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D MAN GLG TOPAZ LIMITED MAPLES CORPORATE SERVICES LIMITED	30,078	0	30,078
**D MAN NUMERIC ALTERNATIVE RISK PREMIA EQUITY SIZE	1,178,900	0	1,178,900
**D AHL DESERTWOOD FUND LIMITED C/O CITCO TRUSTEES (CAYMAN) LIMITED	20,977	0	20,977
**D UBS FUND MANAGEMENT (SWITZERLAND) AG,	83,980	0	83,980
**D CONNOR CLARK & LUNN INVESTMENT MANAGEMENT LTD	500	0	500
**D UBS (LUX) EQUITY SICAV	303,561	0	303,561
**D UBS FUND MANAGEMENT(LUXEMBOURG) SA	209,534	0	209,534
**D MLC INVESTMENTS, MLC LIMITED	28,628	0	28,628
**D UBS FUND MGT (CH) AG CH0516/UBSCHIF2-EGSCPII	123,224	0	123,224
**D CH0526 - UBS (CH) INSTITUTIONAL FUND - EQUITIES GLOBAL SMALL CAP PASSIVE II	15,606	0	15,606
**D NORGES BANK	95,217	0	95,217
**D AEGON CUSTODY B,V	490,891	0	490,891
**D AHL DIRECTIONAL EQUITIES MASTER LIMITED	8,177	0	8,177
**D AHL GENESIS 2 LIMITED C/O MAPLES CORPORATE SERVICES LIMITED	16,854	0	16,854
**D AHL GENESIS LIMITED	9,922	0	9,922
**D ATLAS QUANTITATIVE TRADING FUND LTD	52,640	0	52,640
**D BHC MOMENTUM MASTER FUND LP C/O WALKERS CORPORATE LIMITED	7,025	0	7,025
**D BIENVILLE ARGENTINA OPPORTUNITIES FUND 2,0 LP C/O PHS CORPORATE SERVICES INC	1,923	0	1,923
**D CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT,PLC	1,791,744	0	1,791,744
**D CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	326	0	326
**D IRISH LIFE ASSURANCE,	157,144	0	157,144
**D JOHN HANCOCK FUNDS III INTERNATIONAL GROWTH FUND	395,504	0	395,504
**D JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL GROWTH STOCK TRUST	67,802	0	67,802
**D LEGAL AND GENERAL	89,988	0	89,988
**D LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED	1,451,479	0	1,451,479
**D LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	8,597	0	8,597
**D SLIC ER EX UK SM CM FD XESC	273,095	0	273,095
**D SLIC II - STANDARD LIFE INVESTMENTS	269,600	0	269,600
**D STANDARD LIFE ASSURANCE LIMITED,	3,805,490	0	3,805,490
**D STANDARD LIFE INVESTMENT COMPANY GLOBAL SMALLER	2,994,221	0	2,994,221
**D THREADNEEDLE (LUX	1,432,414	0	1,432,414
**D THREADNEEDLE (LUX) EUROPEAN SMALLER COMPANIES	3,685,963	0	3,685,963
**D THREADNEEDLE (LUX)- TLUX PAN EURO SMALLER COMPANIES	2,424,170	0	2,424,170
**D THREADNEEDLE INVESTMENT FUNDS ICVC	1,025,326	0	1,025,326
**D TRANSAMERICA AIM INTERNATIONAL GROW	59,402	0	59,402
**D ELEMENT CAPITAL MASTER FUND LIMITED C/O ELEMENT CAP MGMT LLC	35,943	0	35,943
**D MAN QUALIFYING INVESTOR FUNDS PLC-MAN GLG ELS MASTER QIF C/O GLG PARTNERS LP	664	0	664
**D MAN MULTI-STRATEGY MASTER FUND C/O MAN SOLUTION LIMITED	49	0	49
**D GOVERNMENT OF NORWAY	8,535,765	0	8,535,765
**D INVESCO INTERNATIONAL GROWTH FUND	6,355,685	0	6,355,685
**D TEACHERS` RETIREMENT SYSTEM OF THE STATE OF ILLINOIS	254,638	0	254,638
**D MANUFACTURERS AND TRADERS TRUST COMPANY	1,225	0	1,225
**D FEDERATED KAUFMANN FUND	4,500,000	0	4,500,000
**D FEDERATED KAUFMANN FUND II	121,900	0	121,900
**D FEDERATED KAUFMANN SMALL CAP FUND	1,550,930	0	1,550,930

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

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## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D FIDELITY ADVISOR SER VIII:FIDELITY ADVISOR DIVERSIFIED INTL FD	158,100	0	158,100
**D INTERNATIONAL MONETARY FUND	20,583	0	20,583
**D LAUDUS INTERNATIONAL MARKETMASTERS FUND	381,095	0	381,095
**D SCHWAB INTERNATIONAL EQUITY ETF	426,629	0	426,629
**D SCHWAB FUNDAMENTAL INTERNATIONAL SMALL COMPANY ETF	92,362	0	92,362
**D JOHN HANCOCK FUNDS II TECHNICAL OPPORTUNITIES FUND	48,610	0	48,610
**D WELLINGTON GLOBAL OPPORTUNITIES FUND (CANADA)	119,912	0	119,912
**D WELLINGTON INTERNATIONAL OPPORTUNITIES FUND (CANADA)	14,711	0	14,711
**D MANNING AND NAPIER	599,715	0	599,715
**D MFS HERITAGE TRUST COMPANY COLLECTIVE INVESTMENT TRUST	122,205	0	122,205
**D ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS GHS	104,163	0	104,163
**D INSTITUTIONAL RETIREMENT TRUST	2,402,531	0	2,402,531
**D AMERICAN BUREAU OF SHIPPING	68	0	68
**D TR + CUS SERVICES BK LTD,AS TRU FOR FISHER GLBL SMALL CAP EQFD	187,364	0	187,364
**D AMERICAN CENTURY STRATEGIC ASSET ALL, INC, STRAT ALL CONS F	5,174	0	5,174
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRAT ALL MODERATE F	23,279	0	23,279
**D AMERICAN CENTURY STRAT ASSET ALL, INC, STRATEGIC ALL AGGR F	24,162	0	24,162
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, INTL OPPORTUNITIES	646,378	0	646,378
**D AMERICAN CENTURY WORLD MUTUAL FUNDS INC - NT INT SM MID CAP F	396,082	0	396,082
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC, - GLO SMALL CAP FD	15,254	0	15,254
**D AMERICAN CENTURY RETIREMENT DATE TRUST	191,974	0	191,974
**D ANIMA FUNDS PLC	114,985	0	114,985
**D STATE OF ALASKA RETIREMENT AND BENEFITS PLANS	17,051	0	17,051
**D SIEFORE XXI BANORTE CONS, SOC ANON DE CAPITAL VARIABLE	536,261	0	536,261
**D THE CAPTIVE INVESTORS FUND	65,500	0	65,500
**D CAREFIRST, INC, RETIREMENT PLAN TRUST	105,000	0	105,000
**D PACE ALTERNATIVE STRATEGIES INVESTMENTS	4,074	0	4,074
**D UBS (US) GROUP TRUST	14,800	0	14,800
**D UAW RETIREE MEDICAL BENEFITS TRUST	69,119	0	69,119
**D SCPMG KEOGH PLAN	7,577	0	7,577
**D CALVERT WORLD VALUES F INC - CALVERT INT OPPORTUNITIES FUND	115,510	0	115,510
**D CALVERT RESP INX SRS, INC,-CLVRT DVD MRKTS EX-U,S, RSP INX FD	2,736	0	2,736
**D XTRACKER (IE) PUBLIC LIMITED COMPANY	8,483	0	8,483
**D THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	54,394	0	54,394
**D MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN	269,031	0	269,031
**D VALIC COMPANY I - ASSET ALLOCATION FUND	2,893	0	2,893
**D FISHER INVESTMENTS INSTITUTIONAL FUNDS PLC	42,407	0	42,407
**D PARAMETRIC INTERNATIONAL EQUITY FUND	8,950	0	8,950
**D EATON VANCE INTERNATIONAL SMALL-CAP FUND	21,857	0	21,857
**D FRANKLIN TEMPLETON COLL INV TR-FRANKLIN EAFE PLUS EQUITY TRUST	30,000	0	30,000
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	3,280	0	3,280
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	12,735	0	12,735
**D FRANKLIN TEMPLETON ETF TRUST-FRANKL LIBERTY INT OPPORTUN ETF	10,759	0	10,759
**D FRANKLIN FTSE EUROPE EX U,K, INDEX ETF	7,203	0	7,203
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	195	0	195

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D TAX - MANAGED INTERNATIONAL EQUITY PORTFOLIO	4,241	0	4,241
**D THE GABELLI GLOBAL SMALL AND MID CAP VALUE TRUST	53,000	0	53,000
**D THE GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND	27,000	0	27,000
**D ALLIANZ ACTIONS EURO PME-ETI	85,200	0	85,200
**D GUARDIAN INTERNATIONAL GROWTH VIP FUND	121,981	0	121,981
**D GAM STAR FUND P,L,C,	4,296,530	0	4,296,530
**D E,SUN COMM BANK LTD IN ITS CAP AMC OF NOM EUR MID SM CAP GR F	20,498	0	20,498
**D HARTFORD INTERNATIONAL OPPORTUNITIES HLS FUND	418,556	0	418,556
**D THE HARTFORD INTERNATIONAL GROWTH FUND	91,340	0	91,340
**D THE HARTFORD INTERNATIONAL OPPORTUNITIES FUND	1,045,383	0	1,045,383
**D HARTFORD INTERNATIONAL EQUITY FUND	199,550	0	199,550
**D AMERICAN FUNDS INSURANCE SERIES INTERNATIONAL FUND	1,037,559	0	1,037,559
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL GROWTH FUND	401,687	0	401,687
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL BALANCED FUND	125,000	0	125,000
**D TCW INTERNATIONAL SMALL CAP FUND	14,583	0	14,583
**D MAINSTAY EPOCH CAPITAL GROWTH FUND	90,977	0	90,977
**D GMO ALPHA ONLY FUND	7,063	0	7,063
**D JNL/INVESCO INTERNATIONAL GROWTH FUND	1,208,132	0	1,208,132
**D ANCHOR SERIES TRUST SA WELLINGTON MULTI-ASSET INCOME PTF	9,932	0	9,932
**D ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM	63,108	0	63,108
**D INVESCO V,I, INTERNATIONAL GROWTH FUND	1,550,078	0	1,550,078
**D INVESCO GLOBAL GROWTH FUND	713,793	0	713,793
**D INVESCO EUROPEAN GROWTH FUND	1,752,275	0	1,752,275
**D KANSAS PUBLIC EMPLOYEES RETIREMENT SYSTEM	123,900	0	123,900
**D KP INTERNATIONAL EQUITY FUND	25,442	0	25,442
**D COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	19,330	0	19,330
**D COUNTY OF LOS ANGELES SAVINGS PLAN	4,020	0	4,020
**D MARYLAND STATE RETIREMENT & PENSION SYSTEM	16,942	0	16,942
**D MERCER GLOBAL SMALL CAP EQUITY FUND	46,112	0	46,112
**D MGI FUNDS PLC	81,766	0	81,766
**D MERCER QIF CCF	48,544	0	48,544
**D GTAA PANTHER FUND L,P	2,713	0	2,713
**D MERCER QIF CCF	919,578	0	919,578
**D LOCKHEED MARTIN CORP DEFINED CONTRIBUTION PLAN MASTER TRUST	28,742	0	28,742
**D STATE OF MONTANA BOARD OF INVESTMENTS	54,958	0	54,958
**D STATE OF MONTANA BOARD OF INVESTMENTS	206,077	0	206,077
**D STATE OF NEW JERSEY COMMON PENSION FUND D	208,513	0	208,513
**D NEW YORK STATE DEFERRED COMPENSATION PLAN	70,716	0	70,716
**D FISHER GLOBAL SMALL CAP EQUITY FUND	8,926	0	8,926
**D CITY OF NEW YORK GROUP TRUST	405,302	0	405,302
**D PIMCO EQUITY SERIES:PIMCO RAFI DYNAMIC MULTI-FACTOR INT EQ ETF	955	0	955
**D GTAA PINEBRIDGE LP	16,238	0	16,238
**D FIDELITY INTERNATIONAL HIGH QUALITY INDEX ETF	1,983	0	1,983
**D PRINCIPAL EXCHANGE-TRADED FDS-PRINC INT MULTI-FACTOR INDEX ETF	1,422	0	1,422
**D DWS INVESTMENT GMBH FOR OP- FONDS WFF	5,761	0	5,761

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

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**IN FAVOUR**

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**D WELLINGTON GLOBAL OPPORTUNITIES EX-JAPAN FUND	31,704	0	31,704
**D THRIVENT MODERATE ALLOCATION PORTFOLIO	31,910	0	31,910
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION PORTFOLIO	18,536	0	18,536
**D THRIVENT AGGRESSIVE ALLOCATION PORTFOLIO	3,536	0	3,536
**D THRIVENT MODERATE ALLOCATION FUND	5,760	0	5,760
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION FUND	11,202	0	11,202
**D THRIVENT AGGRESSIVE ALLOCATION FUND	3,182	0	3,182
**D THRIVENT BALANCED INCOME PLUS FUND	16,349	0	16,349
**D THRIVENT BALANCED INCOME PLUS PORTFOLIO	18,166	0	18,166
**D THRIVENT LARGE CAP STOCK FUND	200,666	0	200,666
**D THRIVENT LARGE CAP STOCK PORTFOLIO	117,391	0	117,391
**D THRIVENT CORE INTERNATIONAL EQUITY FUND	311,296	0	311,296
**D THRIVENT DIVERSIFIED INCOME PLUS FUND	22,113	0	22,113
**D THRIVENT DIVERSIFIED INCOME PLUS PORTFOLIO	16,969	0	16,969
**D RUSSELL INVESTMENTS OVERSEAS EQUITY POOL	34,098	0	34,098
**D RUSSELL INSTITUTIONAL FUNDS,LLC-RUSSELL INTL EQUITY FUND	44,190	0	44,190
**D RUSSELL INVESTMENTS OVERSEAS EQUITY FUND	15,947	0	15,947
**D BANK OF KOREA	153,715	0	153,715
**D SCOTIA BALANCED OPPORTUNITIES FUND	20,300	0	20,300
**D FRANKLIN TEMPLETON COLL INV TR-SIERRA FRANKLIN EAFE PLUS EQ TR	450,000	0	450,000
**D STATE STREET IRELAND UNIT TRUST	2,002	0	2,002
**D SSGA SPDR ETFS EUROPE II PUBLIC LIMITED COMPANY	31,323	0	31,323
**D SUNSUPER SUPERANNUATION FUND	42,483	0	42,483
**D CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	653,509	0	653,509
**D DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF	6,388	0	6,388
**D CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	4,281,945	0	4,281,945
**D TJ-NONQUALIFIED, LLC	95,450	0	95,450
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	605,765	0	605,765
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	377,175	0	377,175
**D TJ-QUALIFIED, LLC	92,230	0	92,230
**D PINEBRIDGE GLOBAL FUNDS	22,413	0	22,413
**D DWS INVESTMENT GMBH FOR DEAM-FONDS BPT	53,915	0	53,915
**D CAPITAL GROUP GLOBAL EQUITY FUND (CANADA)	3,125,000	0	3,125,000
**D CAPITAL GROUP GLOBAL BALANCED FUND (CANADA)	320,000	0	320,000
**D VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	6,023	0	6,023
**D VANGUARD FTSE DEVELOPED ALL CAP EX NORTH AMERICA INDEX ETF	13,703	0	13,703
**D VANGUARD DEVEL ALL-CAP EX NORTH AMERICA EQT IND POOLED FUND	1,110	0	1,110
**D VANGUARD GLOBAL MOMENTUM FACTOR ETF	2,468	0	2,468
**D VANGUARD FTSE DEVEL EX NTH AMER HIGH DIVIDEND YIELD INDEX ETF	397	0	397
**D VANGUARD INVESTMENTS II COMMON CONTRACTUAL FUND	30,305	0	30,305
**D VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND	45,597	0	45,597
**D VANGUARD FTSE DEVELOPED EUROPE INDEX ETF	1,123	0	1,123
**D INVESCO INSTITUTIONAL TRUST INTERNATIONAL GROWTH EQUITY FUND	61,213	0	61,213
**D VALIC COMPANY II INTERNATIONAL OPPORTUNITIES FUND	113,558	0	113,558
**D THE WELLINGTON TR COM NATIONAL ASS MULT COLLECT INV F TRUST	103,805	0	103,805

Extraordinary Shareholders' Meeting of April 10, 2019

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**D THE WELLINGTON TR CO NAT ASS MULT COM GLB OPPORT PTF	56,583	0	56,583
**D THE WELLINGTON TR CO NAT ASS MULT COLLECTIVE INV F TRUST II	211,827	0	211,827
**D WELLS FARGO BK DECL OF TR EST INV FUNDS FOR EMPLOYEE BEN TR	69,371	0	69,371
**D WELLS FARGO MASTER TRUST-WELLS FRGO FACTR ENHANCED INT PRTFLIO	25,603	0	25,603
**D WILMINGTON TRUST, NATIONAL ASSOCIATION	40,000	0	40,000
**D WISDOMTREE ISSUER PUBLIC LIMITED COMPANY	1,316	0	1,316
**D WELLINGTON HEDGED ALPHA OPPORTUNITIES FUND, L,P,	19,268	0	19,268
**D WASHINGTON STATE INVESTMENT BOARD	130,583	0	130,583
**D WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND	10,104	0	10,104
**D WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND	9,129	0	9,129
**D WISDOMTREE INTERNATIONAL EQUITY FUND	45,279	0	45,279
**D WISDOMTREE INTERNATIONAL MIDCAP DIVIDEND FUND	45,653	0	45,653
**D WISDOMTREE EUROPE QUALITY DIVIDEND GROWTH FUND	12,262	0	12,262
**D WISDOMTREE EUROPE HEDGED SMALLCAP EQUITY FUND	115,478	0	115,478
**D PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY	98,478	0	98,478
**D WELLINGTON MANAGEMENT FUNDS (IRELAND) PLC	2,081	0	2,081
**D SSGA RUSSELL FD GL EX-US INDEX NONLENDING QP COMMON TRUST FUND	2,491	0	2,491
**D SS BK AND TRUST COMPANY INV FUNDS FOR TAXEXEMPT RETIREMENT PL	769,893	0	769,893
**D MSCI EAFE PROV SCREENED INDEX NON - LENDING COMMON TR FUND	4,797	0	4,797
**D VANGUARD TOTAL WORLD STOCK INDEX FUND	135,751	0	135,751
**D VANGUARD DEVELOPED MARKETS INDEX FUND	2,363,012	0	2,363,012
**D DEUTSCHE AM MULTI ASSET PIR FUND	143,592	0	143,592
**D DB X-TRACKERS	368,937	0	368,937
**D DWS INVESTMENT S,A, FOR ARERO - DER WELTFONDS	6,961	0	6,961
**D GAM MULTISTOCK	124,207	0	124,207
**D UBS ETF	117,004	0	117,004
**D DWS INVESTMENT GMBH FOR DWS EUROPE DYNAMIC	80,000	0	80,000
**D DWS INVESTMENT GMBH FOR DWS EUROVESTA	592,232	0	592,232
**D DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE	25,660	0	25,660
**D DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY	95,975	0	95,975
**D DWS INVESTMENT GMBH FOR DWS QI EUROPEAN EQUITY	49,392	0	49,392
**D ISHARES MSCI EAFE SMALL CAP ETF	1,705,145	0	1,705,145
**D ISHARES MSCI EUROPE SMALL-CAP ETF	84,262	0	84,262
**D ISHARES CORE MSCI EAFE ETF	1,586,923	0	1,586,923
**D ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	249,390	0	249,390
**D ISHARES CORE MSCI INTERNATIONAL DEVELOPED MARKETS ETF	55,393	0	55,393
**D ISHARES CORE MSCI EAFE IMI INDEX ETF	41,832	0	41,832
**D ISHARES MSCI EUROPE IMI INDEX ETF	8,959	0	8,959
**D ISHARES CORE MSCI EUROPE ETF	161,327	0	161,327
**D CONNECTICUT GENERAL LIFE INSURANCE COMPANY	827	0	827
**D IBM 401K PLUS PLAN	86,186	0	86,186
**D RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST	166,595	0	166,595
**D COLLEGE RETIREMENT EQUITIES FUND	330,638	0	330,638
**D RUSSELL INVESTMENT COMPANY - RUSSELL INTERN DEVELOPED MKT F	268,260	0	268,260
**D RUSSELL INVESTMENT FUNDS INTERNATIONAL DEVELOPED MARKETS FUND	53,187	0	53,187

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D SPDR S&P WORLD (EX-US) ETF	95,286	0	95,286
**D MULTI-STYLE, MULTI-MANAGER FUNDS PLC	26,733	0	26,733
**D MSCI EAFE SMALL CAP PROV INDEX SEC COMMON TR F	147,607	0	147,607
**D ISHARES PUBLIC LIMITED COMPANY	300,518	0	300,518
**D ISHARES II PUBLIC LIMITED COMPANY	147,636	0	147,636
**D ISHARES VII PLC	625,686	0	625,686
**D ISHARES III PUBLIC LIMITED COMPANY	49,356	0	49,356
**D ISHARES I INVESTK MIT TGV F ISHS ST, EUROPE600 BS UCITS ETF DE	222,120	0	222,120
**D BLACKROCK AM DE FOR ISHS EURO STOXX BANKS 30-15 UCITS ETF (DE)	1,198,085	0	1,198,085
**D BLACKROCK AM DE FOR ISHARES EURO STOXX UCITS ETF (DE)	127,177	0	127,177
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE MID 200 UCITS ETF(DE)	97,652	0	97,652
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE)	273,368	0	273,368
**D BLACKROCK AM SCH AG OBO BIFS WORLD EX SW SMALL CAP EQ INDEX F	1,807	0	1,807
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND LLC	5,252	0	5,252
**D MANAGED PENSION FUNDS LIMITED	165,416	0	165,416
**D THE TRUSTEES OF CONOCOPHILLIPS PENSION PLAN	6,888	0	6,888
**D FAMILY INVESTMENTS CHILD TRUST FUND	11,150	0	11,150
**D FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND	9,961	0	9,961
**D HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND	347,373	0	347,373
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS 1994 PENSION SCHEME	10,969	0	10,969
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS LTD RETIREMENT PLAN	33,251	0	33,251
**D STICHTING PHILIPS PENSIOENFONDS	56,707	0	56,707
**D VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND FD	72,671	0	72,671
**D VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX F	134,143	0	134,143
**D VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND	1,213	0	1,213
**D SPDR S+P WORLD EX AUSTRALIA FUND	1,907	0	1,907
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	20,446	0	20,446
**D PANAGORA DYNAMIC GLOBAL EQUITY FUND	24,029	0	24,029
**D CANADA PENSION PLAN INVESTMENT BOARD	175,900	0	175,900
**D THE TRUSTEES OF BP PENSION FUND	280,946	0	280,946
**D BATTELLE MEMORIAL INSTITUTE	12,240	0	12,240
**D TRUST FOR THE PENSION PLAN OF THE CHUBB CORPORATION	135,795	0	135,795
**D DUPONT AND RELATED COMP DEFINED CONTRIBUTION PLAN MASTER TR	45,732	0	45,732
**D MORGAN STANLEY DEFINED CONTRIBUTION MASTER TRUST	45,328	0	45,328
**D WHEELS COMMON INVESTMENT FUND	4,261	0	4,261
**D UNITED MINE WORKERS OF AMERICA 1974 PENSION TRUST	49,146	0	49,146
**D STATE OF UTAH, SCHOOL AND INSTITUTIONAL TRUST FUNDS	7,141	0	7,141
**D THE CURATORS OF THE UNIVERSITY OF MISSOURI	40,552	0	40,552
**D BEAT DRUGS FUND ASSOCIATION	752	0	752
**D DFI LP EQUITY (PASSIVE)	1,693	0	1,693
**D NTGI-QM COMMON DAILY ALL COUNWD EX-US INV MKT INDEX F NONLEND	10,336	0	10,336
**D STATES OF GUERNSEY SUPERANNUATION FUND	5,051	0	5,051
**D INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN	369,111	0	369,111
**D FIDELITY ADVISOR SERIES VIII FIDELITY ADVISOR OVERSEAS FUND	217,100	0	217,100
**D FIDELITY INVESTMENT TRUST FIDELITY DIVERSIFIED INTERNATIONAL K6 FUND	223,845	0	223,845

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D FISHER INVESTMENTS GLOBAL SMALL CAP UNIT TRUST FUND	104,377	0	104,377
**D BLUE SKY GROUP	100,000	0	100,000
**D NEW ZEALAND SUPERANNUATION FUND	26,728	0	26,728
**D RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND	15,316	0	15,316
**D PYRAMIS GROUP TRUST FOR EMPLOYEE BENEFIT PLANS	28,446	0	28,446
**D FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST	15,170	0	15,170
**D THE HEALTH FOUNDATION	25,840	0	25,840
**D HARDING LOEVNER FUNDS, INC, INTER EQUITY RESEARCH PORTFOLIO	5,169	0	5,169
**D HARDING LOEVNER FUNDS, INC, - GLOBAL EQUITY RESEARCH PORTFOLIO	2,542	0	2,542
**D STATE OF IDAHO ENDOWMENT FUND INVESTMENT BOARD	18,758	0	18,758
**D THE TRUSTEES OF THE LEVERHULME TRUST	79,500	0	79,500
**D NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST	416,265	0	416,265
**D NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	368,110	0	368,110
**D SUTTER HEALTH MASTER RETIREMENT TRUST	388,300	0	388,300
**D EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	37,833	0	37,833
**D GENERAL PENSION AND SOCIAL SECURITY AUTHORITY	60,671	0	60,671
**D LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	41,051	0	41,051
**D LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST	191,724	0	191,724
**D MONTGOMERY COUNTY CONSOLIDATED RET HEALTH BENEFITS TR	81,100	0	81,100
**D MIDWEST OPERATING ENGINEERS PENSION TRUST FUND	700,000	0	700,000
**D UTAH STATE RETIREMENT SYSTEMS	63,829	0	63,829
**D FORD MOTOR COMPANY OF CANADA, LIMITED PENSION TRUST	1,181	0	1,181
**D IWA - FOREST INDUSTRY PENSION PLAN	135,500	0	135,500
**D TORONTO TRANSIT COMMISSION PENSION FUND SOCIETY	369,637	0	369,637
**D THE TRUSTEES OF ZURICH FINANCIAL SERVICES UK PENSION SCHEME	665,609	0	665,609
**D THE TRUSTEES OF CHEVRON UK PENSION PLAN	2,761	0	2,761
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	161,116	0	161,116
**D COLONIAL FIRST STATE INVESTMENT FUND 50	13,187	0	13,187
**D MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO	9,866	0	9,866
**D LEGAL & GENERAL GLOBAL EQUITY INDEX FUND	1,487	0	1,487
**D LEGAL & GENERAL EUROPEAN INDEX TRUST	241,442	0	241,442
**D LEGAL & GENERAL INTERNATIONAL INDEX TRUST	26,634	0	26,634
**D AMG FUNDS PLC	110,700	0	110,700
**D HARDING LOEVNER FUNDS PLC	912	0	912
**D SSGA GROSS ROLL UP UNIT TRUST	14,274	0	14,274
**D LEGAL & GENERAL ICAV	669	0	669
**D LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME	5,796	0	5,796
**D BLACKROCK AUTHORISED CONTRACTUAL SCHEME I	277,968	0	277,968
**D STATE TEACHERS RETIREMENT SYSTEM OF OHIO	161,245	0	161,245
**D LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME	97,000	0	97,000
**D VERDIPAPIRFONDET KLP AKSJEGLOBAL SMALL CAP INDEKS I	60,413	0	60,413
**D STICHTING BEDRIJFST VOOR HET BEROEPSVERVOER OVER DE WEG	2,719	0	2,719
**D UNIVEST	100	0	100
**D RENAISSANCE INTERNATIONAL EQUITY PRIVATE POOL	9,193	0	9,193
**D THE GREAT-WEST LIFE ASSURANCE COMPANY	40,001	0	40,001

Shareholders: 743 People: 17  
 Shareholders on own behalf: 13 Shareholders by proxy: 730

DE\* proxy to the natural person above mentioned with the badge number  
 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING

Subject : **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014 Incentive System 2014**

## IN FAVOUR

Surname	Tot. Votes	On own behalf	Proxy
**D LONDON LIFE INSURANCE COMPANY	319,462	0	319,462
**D MACKENZIE INTERNATIONAL EQUITY INDEX ETF	160	0	160
**D MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	1,638	0	1,638
**D MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	1,796	0	1,796
**D ONTARIO PENSION BOARD ,	216,750	0	216,750
**D CC & L INTERNATIONAL EQUITY FUND	10,300	0	10,300
**D CC&L Q GROUP GLOBAL EQUITY FUND	6,600	0	6,600
**D EPOCH GLOBAL EQUITY FUND	407,820	0	407,820
**D EPOCH EUROPEAN EQUITY FUND	29,342	0	29,342
**D IMPERIAL INTERNATIONAL EQUITY POOL	409,668	0	409,668
**D IMPERIAL OVERSEAS EQUITY POOL	21,821	0	21,821
**D CIBC INTERNATIONAL SMALL COMPANIES FUND	30,407	0	30,407
**D ALLIANZ GLOBAL INVESTORS FUND	741,352	0	741,352
**D AXA WORLD FUNDS	12,362,539	0	12,362,539
**D BLACKROCK STRATEGIC FUNDS	139,170	0	139,170
**D INDEXIQ	37,382	0	37,382
**D MFS MERIDIAN FUNDS	639,019	0	639,019
**D KIEGER FUND I	19,599	0	19,599
6949 FOGLI MAURIZIO	769	769	0
6967 PRANDINI GIULIANO	6,500	6,500	0
6968 RODINO` DEMETRIO	2	2	0
7602 DE TOMASI PAOLA	6,000	6,000	0
7790 TIMUS ANDREEA	5	5	0

**Total votes** 491,119,428  
**Percentage of voters %** 99.084806  
**Percentage of share capital %** 80.655027

Shareholders: 743 People: 17 DE\* proxy to the natural person above mentioned with the badge number  
Shareholders on own behalf: 13 Shareholders by proxy: 730 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

Extraordinary Shareholders' Meeting of April 10, 2019RESULTS OF VOTING

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**

**Attendees:**

n° **760** shareholders entitled to vote took part in the voting on own behalf or by proxy

n° **495,655,638** ordinary shares

**The counting of votes produced the following results:**

		<b>% OF ORDINARY SHARE CAPITAL PRESENT (Voting Quorum)</b>	<b>% OF ORINARY SHARE ENTITLED TO VOTE</b>	<b>%SHARE CAPITAL</b>
<b>Favour</b>	429,459.963	86.644826	86.644826	70.528883
<b>Against</b>	64,472.262	13.007471	13.007471	10.588080
<b>SubTotal</b>	493,932.225	99.652296	99.652296	81.116964
<b>Abstentions</b>	1,723,413	0.347704	0.347704	0.283031
<b>Not Voting</b>	0	0.000000	0.000000	0.000000
<b>SubTotal</b>	1,723,413	0.347704	0.347704	0.283031
<b>Total</b>	495,655,638	100.000000	100.000000	81.399995

**Note:** Number of votes necessary to approve the proposal: **330,437,093** equal to 66.666667 of the ordinary shares entitled to vote.

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
6125 ESPOSITO MARCO	0	0	0
**D JPMORGAN FUNDS	167,723	0	167,723
**D JPMORGAN INVESTMENT FUNDS	516,112	0	516,112
**D FRANKLIN TEMPLETON INVESTMENT FUNDS	1,633,206	0	1,633,206
**D T, ROWE PRICE FUNDS SICAV	170,221	0	170,221
**D AVIVA INVESTORS INVESTMENT SOLUTIONS	89,194	0	89,194
**D NORDEA 1 SICAV	669,864	0	669,864
**D SCHRODER INTERNATIONAL SELECTION FUND	3,484	0	3,484
**D CC AND L US Q MARKET NEUTRAL ONSHORE FUND II	41,700	0	41,700
**D CC AND L Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD	1,500	0	1,500
**D CC AND L Q 130/30 FUND II	30,200	0	30,200
**D CC AND L Q US EQUITY EXTENSION FUND	175	0	175
**D CC&L ALL STRATEGIES FUND	500	0	500
**D NATIXIS INTERNT FUNDS LUX I	103,000	0	103,000
**D FIRST TRUST EUROPE ALPHADEX FUND	169,970	0	169,970
**D FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND	43,411	0	43,411
**D DEVELOPED INTERNATION EQUITY SELECT ETF	2,020	0	2,020
**D VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO	1,313	0	1,313
**D FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL	16,894	0	16,894
**D FIRST TRUST EUROZONE ALPHADEX ETF	37,489	0	37,489
**D CORNERSTONE ADVISORS GLOBAL PUBLIC EQUITY FUND	5,360	0	5,360
**D PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	4,488	0	4,488
**D DEKA MASTER HAEK I	70,686	0	70,686
**D PARVEST	2,947,903	0	2,947,903
**D BNP PARIBAS A FUND	36,427	0	36,427
**D BNP PARIBAS L1	37,114	0	37,114
**D BNP PARIBAS B PENSION GROWTH	230,127	0	230,127
**D BNP PARIBAS B PENSION STABILITY	103,258	0	103,258
**D METROPOLITAN RENTASTRO	393,186	0	393,186
**D BNP PARIBAS B PENSION BALANCED	1,401,828	0	1,401,828
**D INFO COMMUNI MEDIA DEVELOPMENT AUTHORITY	5,482	0	5,482
**D BNP PARIBAS MIDCAP EUROPE	184,370	0	184,370
**D FCP BNPP ACTIONS ENTREPRENEURS	784,336	0	784,336
**D FCP HELIUM	160,000	0	160,000
**D BNP PARIBAS ACTIONS PME	453,128	0	453,128
**D FCP SCANDIUM	62,500	0	62,500
**D FCP CARDIF BNPP IP SMID CAP EURO	857,446	0	857,446
**D FCP CNP ASSUR SMID CAP EUROPE	99,816	0	99,816
**D BNP PARIBAS SMALL CAP EUROLAND	1,720,372	0	1,720,372
**D CARDIF BNPP IP SMID CAP EUROPE	169,778	0	169,778
**D FCP FCE INVEST EURO	107,829	0	107,829
**D BNP PARIBAS ASSET MANAGEMENT (FRANCE)	117,031	0	117,031
**D FRANCE PLACEMENT EURO	659,500	0	659,500
**D FCP AVIVA INVESTORS SMALL & MID CAPS EUR	179,414	0	179,414
**D FCP CNP ACTIONS EMU UBS	132,136	0	132,136

Shareholders: 328 People: 3  
 Shareholders on own behalf: 0 Shareholders by proxy: 328

DE\* proxy to the natural person above mentioned with the badge number  
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RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D AFER ACTION PME	778,661	0	778,661
**D FCP FRANCE PLACEMENT INTERNATIONAL	400,000	0	400,000
**D IPA CORPORATE ACTIONS AND INCOME	134,634	0	134,634
**D CAISSE DES DEPOTS ET CONSIGNATIONS	8,508	0	8,508
**D FONDS DE RESERVE POUR LES RETRAITES	651,243	0	651,243
**D FCP VILLIERS ACTIONS EDRAM	505,500	0	505,500
**D PICTET - SMALL CAP EUROPE	230,113	0	230,113
**D MOVESTIC SICAV	53,500	0	53,500
**D SHELL TRUST (BERMUDA) LIMITED AS TRUSTEE OF THE SHELL INTERNATIONAL PENSION FUND	7,552	0	7,552
**D SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND	34,987	0	34,987
**D UBS ASSET MANAGEMENT LIFE LTD	166,784	0	166,784
**D MANAGED PORTFOLIO SERIES INTERNATIONAL SHARES FUND3	7,880	0	7,880
**D UNITED GLOBAL INNOVATION FUND	4,506	0	4,506
**D WESTPAC WHOLESALE UNHEDGED INT SHARE FUN	43,815	0	43,815
**D JEFFREY LLC	77,313	0	77,313
**D ENTERGY CORP,RETIREMENT PLANS MASTER TR, T, ROWE PRICE INTERNATIONAL DISCOVERY FU	98,531	0	98,531
**D T ROWE PRICE INTERNATIONAL EQUITY INDEX	4,575,580	0	4,575,580
**D T ROWE PRICE GLOBAL ALLOCATION FUND INC	14,257	0	14,257
**D T ROWE PRICE GLOBAL ALLOCATION FUND INC	16,243	0	16,243
**D GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND	4,800	0	4,800
**D JPMORGAN LIFE LIMITED	36,589	0	36,589
**D AVIVA LIFE & PENSIONS UK LIMITED	107,107	0	107,107
**D SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND	56,654	0	56,654
**D VGV POOLFONDS METZLER	342,000	0	342,000
**D MI-FONDS 392	368,900	0	368,900
**D STICHTING PENSIOENFONDS VOOR HUISARTSEN	28,704	0	28,704
**D BUREAU OF LABOR FUNDS-LABOR RETIREMENT FUND	4,664	0	4,664
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	5,818	0	5,818
**D BUREAU OF LABOR FUNDS-LABOR PENSION FUND	14,010	0	14,010
**D AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACK	191,899	0	191,899
**D ARTEMIS EUROPEAN OPPORTUNITIES FUND	831,083	0	831,083
**D JPMORGAN BETABUILDERS EUROPE ETF	139,730	0	139,730
**D JP MORGAN CHASE RETIREMENT PLAN	75,159	0	75,159
**D T ROWE INTL SMALL CAP EQUITY TRUST	466,929	0	466,929
**D AVIVA INVESTORS FUND LLC	4,538	0	4,538
**D CANADA POST CORPORATION REGISTERED PENSION PLAN	12,362	0	12,362
**D SUN LIFE MULTI STRATEGY TARGET RETURN FU	1,866	0	1,866
**D CC&L ALTERNATIVE GLOBAL EQUITY FUND	2,100	0	2,100
**D RBC GLOBAL ASSET MANAGEMENT INC	7,394	0	7,394
**D IA CLARINGTON GLOBAL MULTI ASSET FUND	4,365	0	4,365
**D ALBERTA TEACHERS RETIREMENT FUND BOARD	404,454	0	404,454
**D ANIMA SGR SPA	2,914,050	0	2,914,050
**D ANIMA SGR SPA ANIMA CRESCITA ITALIA	760,661	0	760,661
**D FCP BRONGNIART AVENIR	120,000	0	120,000
**D INVESTERINGSF NORDEA INV EURO SMALL CAP	29,180	0	29,180

Shareholders: 328 People: 3  
 Shareholders on own behalf: 0 Shareholders by proxy: 328

DE\* proxy to the natural person above mentioned with the badge number  
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RL\* legal representation to the natural person above mentioned with the badge number



Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D INVESTERINGSF NORDEA INVEST EUROPA	146,519	0	146,519
**D NORDEA PRO EUROPEAN FUND	382,740	0	382,740
**D NORDEA EUROPE FUND	754,674	0	754,674
**D STICHTING SHELL PENSIOENFONDS	110,632	0	110,632
**D FIDUCIARY TRUST COMPANY INTERNATIONAL AS	102,000	0	102,000
**D WSSP INTERNATIONAL EQUITIES TRUST	68,156	0	68,156
**D TCORPIM INTERNATIONAL SHARE (UNHEDGED) F	93,781	0	93,781
**D BT WHOLESALE MULTI-MANAGER INTERNATIONAL SHARE FUND	16,746	0	16,746
**D SCHRODER PENSION MANAGEMENT LTD	14,865	0	14,865
**D SCHRODER ADVANCED BETA GLOBAL EQUITY SMA	44,410	0	44,410
**D NEW MEXICO STATE INVESTMENT COUNCIL	31,421	0	31,421
**D FTSE ALL WORLD INDEX FUND	22,272	0	22,272
**D HSBC EUROPEAN INDEX FUND	100,896	0	100,896
**D FCP ASTORG CROISSANCE MID CAP	42,345	0	42,345
**D FCP LBPAM ACTIONS EURO MIDCAP	50,280	0	50,280
**D RAVGDT DIVERSIFIE II LBPAM	40,325	0	40,325
**D CITI RETIREMENT SAVINGS PLAN	53,365	0	53,365
**D UWF TROW INTL DISCOVERY	53,878	0	53,878
**D AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	32,234	0	32,234
**D AMERICAN ELECTRIC POWER SYSTEM RETIREE MEDICALTRUST FOR CERTAIN UNION EMPLOYEES	8,546	0	8,546
**D 55016 UP INTERNATIONALE AKTIER	240,915	0	240,915
**D FIRST TRUST IPOX EUROPE EQUITY OPPORTUNITIES ETF	1,592	0	1,592
**D GREAT WEST CORE STRATEGIES- INTERN	55,000	0	55,000
**D AST TRP DIVERS REAL GWTH PORT PDMO	1,728	0	1,728
**D ADVANCED SERIES TRUST AST T ROWE PRICE GROWTH OPPORTUNITIES PORTFOLIO GATEWAY CENTER	54,891	0	54,891
**D LEGAL AND GENERAL UCITS ETF PLC	11,483	0	11,483
**D 1171 APG DME CCL	276,400	0	276,400
**D 1216 APG DME FINANC	1,030,888	0	1,030,888
**D THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	10,058	0	10,058
**D CF DV ACWI EX-U,S, IMI FUND	2,133	0	2,133
**D BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	15,964	0	15,964
**D WILM MULTI MGR INTL FD OBERWEIS	198,188	0	198,188
**D GREAT WEST MFS INTERNATIONAL GROWTH FUND	226,502	0	226,502
**D GREAT WEST INTERNATIONAL GROWTH	400,000	0	400,000
**D COX ENTERPRISES INC MASTER TRUST	56,588	0	56,588
**D PENSION RESERVES INVESTMENT TRUST FUND	528,371	0	528,371
**D CTJ RE STANLIB GLOBAL EQUITY FD AB	4,000	0	4,000
**D IQ 50 PERCENT HEDGED FTSE INTL ETF	10,217	0	10,217
**D IQ 50 PERCENT HEDGED FTSE EURO ETF	379	0	379
**D DEUTSCHE XTRK MSCI EMU HDG EQ ETF	2,527	0	2,527
**D BNYMTD FTF FRANKLIN EUROPEAN OPP FD	5,634	0	5,634
**D VIRTUS MULTI STRATEGY TARGET RETURN FUND	1,262	0	1,262
**D MI FONDS K12 SPK	25,637	0	25,637
**D EATON VANCE MGMT INTL SMALL CAP	712	0	712
**D HP INC MASTER TRUST	4,452	0	4,452

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D BNYMTD RAMAM WORLD RECOVERY FUND	100,740	0	100,740
**D DEUTSCHE XTRK MSCI STH EUR HDG ETF	199	0	199
**D BNYMTCIL FT EURO ALPHADEX UCITS ETF	200,051	0	200,051
**D ATFF AMERICAN CENTURY	53,433	0	53,433
**D MSV JP MORGAN	48,163	0	48,163
**D ALASKA PERMANENT FUND CORPORATION	96,905	0	96,905
**D BNYMTD RM GLOBAL HIGH ALPHA FUND	28,810	0	28,810
**D OPERATING ENGINEERS LOCAL 101 PENSION FUND	130,000	0	130,000
**D KENTUCKY RETIREMENT SYSTEMS	500,000	0	500,000
**D KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	200,000	0	200,000
**D BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	79,577	0	79,577
**D SOUTH CAROLINA RETIREMENT SYSTEMS GROUP TRUST	288	0	288
**D FGT FRK INTERNATIONAL GROWTH FD	2,500,000	0	2,500,000
6946 CLERICI CAMILLA	0	0	0
**D CANDRIAM EQUITIES B SA	82,054	0	82,054
**D THE BAKERY AND CONFECTIONERY UNION AND INDUSTRY INTERNATIONAL PENSION FUND	120,215	0	120,215
**D ALLIANCEBERNSTEIN FUND DYNAMIC	2,328	0	2,328
**D RWC FUNDS	179,029	0	179,029
**D ELEMENTS INTERNATIONAL SMALL	15,540	0	15,540
**D METZLER INTERNATIONAL INVESTME	690,000	0	690,000
**D UBS EUROPEAN SMALL CAP	72,456	0	72,456
**D LYXOR EURO STOXX 300	35,146	0	35,146
**D LYXOR INDEX FUND LYXOR STOXX	46,396	0	46,396
**D MUL LYXOR ITALIA EQUITY	11,300	0	11,300
**D LYXOR MSCI EMU SMALL CAP UE	9,168	0	9,168
**D MU LUX LYXOR EURO STOXX	467,280	0	467,280
**D PRIVILEGE - JP MORGAN PAN EUROPEAN	7,596	0	7,596
**D LO FUNDS - CONTINENTAL EUROPE SMALL	850,000	0	850,000
**D EDMOND DE ROTHSCHILD FUND EQUITY	761,900	0	761,900
**D LCF PHARMA INTERNATIONAL	64,940	0	64,940
**D FCP GROUPAMA PHARMA DIVERSIFIE	83,492	0	83,492
**D CONTI GESTION	58,500	0	58,500
**D EDMOND DE ROTHSCHILD ASSET	176,100	0	176,100
**D CNP ASSUR SMALL CAP	193,000	0	193,000
**D NEUFLIZE VIE OPPORTUNITES	55,000	0	55,000
**D GROUPAMA AVENIR EURO	4,395,166	0	4,395,166
**D GROUPAMA AVENIR ALL CAP EURO	133,000	0	133,000
**D GROUPAMA EUROPE STOCK	5,522	0	5,522
**D SEEYOND EQUITY FACTOR INVESTING	9,402	0	9,402
**D BEST BUSINESS MODELS	1,086,000	0	1,086,000
**D MONDIAL VALOR	1,628	0	1,628
**D VENDOME SELECTION EUROPE	134,000	0	134,000
**D OSTRUM ACTIONS SMALL MID CAP EURO	226,000	0	226,000
**D LBPAM ACTIONS FINANCE	33,349	0	33,349
**D TUTELAIRE ACTIONS	18,800	0	18,800

Shareholders: 328 People: 3  
 Shareholders on own behalf: 0 Shareholders by proxy: 328

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RL\* legal representation to the natural person above mentioned with the badge number

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D LBPAM ACTIONS EURO	319,567	0	319,567
**D AA - FORTIS ACTIONS PETIT CAP	356,514	0	356,514
**D EDMOND DE ROTHSCHILD EURO	275,560	0	275,560
**D EDMOND DE ROTHSCHILD EUROPE MIDCAP	142,000	0	142,000
**D EDMOND DE ROTHSCHILD EQUITY EUROPE	185,280	0	185,280
**D UBS FUND MANAGEMENT (SWITZERLAND) AG,	83,980	0	83,980
**D CONNOR CLARK & LUNN INVESTMENT MANAGEMENT LTD	500	0	500
**D UBS (LUX) EQUITY SICAV	303,561	0	303,561
**D UBS FUND MANAGEMENT(LUXEMBOURG) SA	209,534	0	209,534
**D MLC INVESTMENTS, MLC LIMITED	28,628	0	28,628
**D UBS FUND MGT (CH) AG CH0516/UBSCHIF2-EGSCPII	123,224	0	123,224
**D CH0526 - UBS (CH) INSTITUTIONAL FUND - EQUITIES GLOBAL SMALL CAP PASSIVE II	15,606	0	15,606
**D AEGON CUSTODY B.V	490,891	0	490,891
**D IRISH LIFE ASSURANCE	157,144	0	157,144
**D LEGAL AND GENERAL	89,988	0	89,988
**D LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED	1,451,479	0	1,451,479
**D LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	8,597	0	8,597
**D STICHTING PGGM DEPOSITARY	373,275	0	373,275
**D ELEMENT CAPITAL MASTER FUND LIMITED C/O ELEMENT CAP MGMT LLC	35,943	0	35,943
**D AMERICAN BUREAU OF SHIPPING	68	0	68
**D TR + CUS SERVICES BK LTD,AS TRU FOR FISHER GLBL SMALL CAP EQFD	187,364	0	187,364
**D AMERICAN CENTURY STRATEGIC ASSET ALL, INC. STRAT ALL CONS F	5,174	0	5,174
**D AMERICAN CENTURY STRAT ASSET ALL, INC. STRAT ALL MODERATE F	23,279	0	23,279
**D AMERICAN CENTURY STRAT ASSET ALL, INC. STRATEGIC ALL AGGR F	24,162	0	24,162
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC. INTL OPPORTUNITIES	646,378	0	646,378
**D AMERICAN CENTURY WORLD MUTUAL FUNDS INC - NT INT SM MID CAP F	396,082	0	396,082
**D AMERICAN CENTURY WORLD MUTUAL FUNDS, INC. - GLO SMALL CAP FD	15,254	0	15,254
**D AMERICAN CENTURY RETIREMENT DATE TRUST	191,974	0	191,974
**D ANIMA FUNDS PLC	114,985	0	114,985
**D STATE OF ALASKA RETIREMENT AND BENEFITS PLANS	17,051	0	17,051
**D BMO GLOBAL BANKS HEDGED TO CAD INDEX ETF	854	0	854
**D CAREFIRST, INC. RETIREMENT PLAN TRUST	105,000	0	105,000
**D PACE ALTERNATIVE STRATEGIES INVESTMENTS	4,074	0	4,074
**D UBS (US) GROUP TRUST	14,800	0	14,800
**D UAW RETIREE MEDICAL BENEFITS TRUST	69,119	0	69,119
**D CALVERT WORLD VALUES F INC - CALVERT INT OPPORTUNITIES FUND	115,510	0	115,510
**D CALVERT RESP INX SRS, INC.-CLVRT DVD MRKTS EX-U.S. RSP INX FD	2,736	0	2,736
**D XTRACKER (IE) PUBLIC LIMITED COMPANY	8,483	0	8,483
**D THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	54,394	0	54,394
**D VALIC COMPANY I - ASSET ALLOCATION FUND	2,893	0	2,893
**D FISHER INVESTMENTS INSTITUTIONAL FUNDS PLC	42,407	0	42,407
**D PARAMETRIC INTERNATIONAL EQUITY FUND	8,950	0	8,950
**D EATON VANCE INTERNATIONAL SMALL-CAP FUND	21,857	0	21,857
**D FRANKLIN TEMPLETON COLL INV TR-FRANKLIN EAFE PLUS EQUITY TRUST	30,000	0	30,000
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	3,280	0	3,280

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	12,735	0	12,735
**D FRANKLIN TEMPLETON ETF TRUST-FRANKL LIBERTY INT OPPORTUN ETF	10,759	0	10,759
**D FRANKLIN FTSE EUROPE EX U,K, INDEX ETF	7,203	0	7,203
**D FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	195	0	195
**D TAX - MANAGED INTERNATIONAL EQUITY PORTFOLIO	4,241	0	4,241
**D GUARDIAN INTERNATIONAL GROWTH VIP FUND	121,981	0	121,981
**D MAINSTAY EPOCH CAPITAL GROWTH FUND	90,977	0	90,977
**D GMO ALPHA ONLY FUND	7,063	0	7,063
**D ANCHOR SERIES TRUST SA WELLINGTON MULTI-ASSET INCOME PTF	9,932	0	9,932
**D ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM	63,108	0	63,108
**D MARYLAND STATE RETIREMENT & PENSION SYSTEM	16,942	0	16,942
**D MERCER GLOBAL SMALL CAP EQUITY FUND	46,112	0	46,112
**D MGI FUNDS PLC	81,766	0	81,766
**D MERCER QIF CCF	48,544	0	48,544
**D GTAA PANTHER FUND L,P	2,713	0	2,713
**D LOCKHEED MARTIN CORP DEFINED CONTRIBUTION PLAN MASTER TRUST	28,742	0	28,742
**D STATE OF MONTANA BOARD OF INVESTMENTS	54,958	0	54,958
**D FISHER GLOBAL SMALL CAP EQUITY FUND	8,926	0	8,926
**D CITY OF NEW YORK GROUP TRUST	405,302	0	405,302
**D PIMCO EQUITY SERIES:PIMCO RAFI DYNAMIC MULTI-FACTOR INT EQ ETF	955	0	955
**D GTAA PINEBRIDGE LP	16,238	0	16,238
**D FIDELITY INTERNATIONAL HIGH QUALITY INDEX ETF	1,983	0	1,983
**D PRINCIPAL EXCHANGE-TRADED FDS-PRINC INT MULTI-FACTOR INDEX ETF	1,422	0	1,422
**D DWS INVESTMENT GMBH FOR OP- FONDS WFF	5,761	0	5,761
**D THRIVENT MODERATE ALLOCATION PORTFOLIO	31,910	0	31,910
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION PORTFOLIO	18,536	0	18,536
**D THRIVENT AGGRESSIVE ALLOCATION PORTFOLIO	3,536	0	3,536
**D THRIVENT MODERATE ALLOCATION FUND	5,760	0	5,760
**D THRIVENT MODERATELY AGGRESSIVE ALLOCATION FUND	11,202	0	11,202
**D THRIVENT AGGRESSIVE ALLOCATION FUND	3,182	0	3,182
**D THRIVENT BALANCED INCOME PLUS FUND	16,349	0	16,349
**D THRIVENT BALANCED INCOME PLUS PORTFOLIO	18,166	0	18,166
**D THRIVENT LARGE CAP STOCK FUND	200,666	0	200,666
**D THRIVENT LARGE CAP STOCK PORTFOLIO	117,391	0	117,391
**D THRIVENT CORE INTERNATIONAL EQUITY FUND	311,296	0	311,296
**D THRIVENT DIVERSIFIED INCOME PLUS FUND	22,113	0	22,113
**D THRIVENT DIVERSIFIED INCOME PLUS PORTFOLIO	16,969	0	16,969
**D BANK OF KOREA	153,715	0	153,715
**D SCOTIA BALANCED OPPORTUNITIES FUND	20,300	0	20,300
**D FRANKLIN TEMPLETON COLL INV TR-SIERRA FRANKLIN EAFE PLUS EQ TR	450,000	0	450,000
**D DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF	6,388	0	6,388
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	377,175	0	377,175
**D PINEBRIDGE GLOBAL FUNDS	22,413	0	22,413
**D DWS INVESTMENT GMBH FOR DEAM-FONDS BPT	53,915	0	53,915
**D VALIC COMPANY II INTERNATIONAL OPPORTUNITIES FUND	113,558	0	113,558

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D WELLS FARGO BK DECL OF TR EST INV FUNDS FOR EMPLOYEE BEN TR	69,371	0	69,371
**D WELLS FARGO MASTER TRUST-WELLS FRGO FACTR ENHANCED INT PRFTLLO	25,603	0	25,603
**D WILMINGTON TRUST, NATIONAL ASSOCIATION	40,000	0	40,000
**D WISDOMTREE ISSUER PUBLIC LIMITED COMPANY	1,316	0	1,316
**D WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND	10,104	0	10,104
**D WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND	9,129	0	9,129
**D WISDOMTREE INTERNATIONAL EQUITY FUND	45,279	0	45,279
**D WISDOMTREE INTERNATIONAL MIDCAP DIVIDEND FUND	45,653	0	45,653
**D WISDOMTREE EUROPE QUALITY DIVIDEND GROWTH FUND	12,262	0	12,262
**D WISDOMTREE EUROPE HEDGED SMALLCAP EQUITY FUND	115,478	0	115,478
**D DEUTSCHE AM MULTI ASSET PIR FUND	143,592	0	143,592
**D DB X-TRACKERS	368,937	0	368,937
**D DWS INVESTMENT S.A. FOR ARERO - DER WELTFONDS	6,961	0	6,961
**D UBS ETF	117,004	0	117,004
**D DWS INVESTMENT GMBH FOR DWS EUROPE DYNAMIC	80,000	0	80,000
**D DWS INVESTMENT GMBH FOR DWS EUROVESTA	592,232	0	592,232
**D DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE	25,660	0	25,660
**D DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY	95,975	0	95,975
**D DWS INVESTMENT GMBH FOR DWS QI EUROPEAN EQUITY	49,392	0	49,392
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND LLC	5,252	0	5,252
**D THE TRUSTEES OF CONOCOPHILLIPS PENSION PLAN	6,888	0	6,888
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS 1994 PENSION SCHEME	10,969	0	10,969
**D THE TRUSTEES OF ELECTRONIC DATA SYSTEMS LTD RETIREMENT PLAN	33,251	0	33,251
**D PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	20,446	0	20,446
**D PANAGORA DYNAMIC GLOBAL EQUITY FUND	24,029	0	24,029
**D THE TRUSTEES OF BP PENSION FUND	280,946	0	280,946
**D BATTELLE MEMORIAL INSTITUTE	12,240	0	12,240
**D DUPONT AND RELATED COMP DEFINED CONTRIBUTION PLAN MASTER TR	45,732	0	45,732
**D STATE OF UTAH, SCHOOL AND INSTITUTIONAL TRUST FUNDS	7,141	0	7,141
**D THE CURATORS OF THE UNIVERSITY OF MISSOURI	40,552	0	40,552
**D FISHER INVESTMENTS GLOBAL SMALL CAP UNIT TRUST FUND	104,377	0	104,377
**D NEW ZEALAND SUPERANNUATION FUND	26,728	0	26,728
**D RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND	15,316	0	15,316
**D THE HEALTH FOUNDATION	25,840	0	25,840
**D THE TRUSTEES OF THE LEVERHULME TRUST	79,500	0	79,500
**D NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	368,110	0	368,110
**D LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	41,051	0	41,051
**D LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST	191,724	0	191,724
**D MIDWEST OPERATING ENGINEERS PENSION TRUST FUND	700,000	0	700,000
**D LEGAL & GENERAL GLOBAL EQUITY INDEX FUND	1,487	0	1,487
**D LEGAL & GENERAL EUROPEAN INDEX TRUST	241,442	0	241,442
**D LEGAL & GENERAL INTERNATIONAL INDEX TRUST	26,634	0	26,634
**D LEGAL & GENERAL ICAV	669	0	669
**D LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME	5,796	0	5,796
**D STATE TEACHERS RETIREMENT SYSTEM OF OHIO	161,245	0	161,245

Shareholders: 328 People: 3  
 Shareholders on own behalf: 0 Shareholders by proxy: 328

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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management AGAINST**

Surname	Tot. Votes	On own behalf	Proxy
**D LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME	97,000	0	97,000
**D VERDIPAPIRFONDET KLP AKSJEGLOBAL SMALL CAP INDEKS I	60,413	0	60,413
**D UNIVEST	100	0	100
**D RENAISSANCE INTERNATIONAL EQUITY PRIVATE POOL	9,193	0	9,193
**D THE GREAT-WEST LIFE ASSURANCE COMPANY	40,001	0	40,001
**D LONDON LIFE INSURANCE COMPANY	319,462	0	319,462
**D ONTARIO PENSION BOARD	216,750	0	216,750
**D CC & L INTERNATIONAL EQUITY FUND	10,300	0	10,300
**D CC&L Q GROUP GLOBAL EQUITY FUND	6,600	0	6,600
**D EPOCH GLOBAL EQUITY FUND	407,820	0	407,820
**D EPOCH EUROPEAN EQUITY FUND	29,342	0	29,342
**D IMPERIAL INTERNATIONAL EQUITY POOL	409,668	0	409,668
**D IMPERIAL OVERSEAS EQUITY POOL	21,821	0	21,821
**D CIBC INTERNATIONAL SMALL COMPANIES FUND	30,407	0	30,407
**D INDEXIQ	37,382	0	37,382

**Total votes** 64,472,262  
**Percentage of voters %** 13.007471  
**Percentage of share capital %** 10.588080

Shareholders: 328 People: 3  
 Shareholders on own behalf: 0 Shareholders by proxy: 328

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Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management****ABSTENTIONS**

Surname	Tot. Votes	On own behalf	Proxy
6125 ESPOSITO MARCO	0	0	0
**D ALLIANZGI FONDS BAT LS	73,600	0	73,600
**D ALLIANZGI FONDS AFE	64,768	0	64,768
**D ALLIANZGI FONDS PTV2	89,056	0	89,056
**D ALLIANZGI FONDS PF1	9,043	0	9,043
**D ALLIANZGI FONDS PF2	60,014	0	60,014
**D ALLIANZ GI FONDS QUONIAM SMC	271,622	0	271,622
**D ALLIANZGI-FONDS DSPT	10,596	0	10,596
**D AST RCM WORLD TRENDS PORT PDBF	164,000	0	164,000
**D VOYA MULTI MANAGER INTERNATIONAL EQUITY FUND	49,626	0	49,626
6811 AUSILIO ROSA GIUSEPPINA	373	373	0
6946 CLERICI CAMILLA	0	0	0
**D ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS GHS	104,163	0	104,163
**D ALLIANZ ACTIONS EURO PME-ETI	85,200	0	85,200
**D ALLIANZ GLOBAL INVESTORS FUND	741,352	0	741,352
<b>Total votes</b>	<b>1,723,413</b>		
<b>Percentage of voters %</b>	<b>0.347704</b>		
<b>Percentage of share capital %</b>	<b>0.283031</b>		

Shareholders:  
Shareholders on own  
behalf:13 People:  
1 Shareholders by  
proxy:4 DE\* proxy to the natural person above mentioned with the badge number  
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Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**

**NOT VOTING**

Surname	Tot. Votes	On own behalf	Proxy
<b>Total votes</b>	0		
<b>Percentage of voters %</b>	0.000000		
<b>Percentage of share capital %</b>	0.000000		

Shareholders:  
Shareholders on own  
behalf:

0 People:  
0 Shareholders by  
proxy:

0 DE\* proxy to the natural person above mentioned with the badge number  
0 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)  
RL\* legal representation to the natural person above mentioned with the badge number



Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**  
**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
6121 ROSSI MARCO	73,439	73,439	0
6125 ESPOSITO MARCO	0	0	0
**D MOMENTUM INVESTMENT FUNDS SICAV SIF	92,780	0	92,780
**D CAPITAL INTERNATIONAL FUND	169,460	0	169,460
**D NMM3 EUEQ MFS ACCOUNT	3,196	0	3,196
**D JANUS HENDERSON INVESTORS	7,994	0	7,994
**D WELLINGTON MANAGEMENT PORTFOLIOS	236,055	0	236,055
**D ING DIRECT	35,202	0	35,202
**D HUNTINGTON NATIONAL BANK TAXABLE ACC	8,270	0	8,270
**D SCHWAB FUNDAM INTER SMALL- COMP INDEX FD	39,889	0	39,889
**D THE MASTER TRUST BANK OF JAPAN LTD	29,373	0	29,373
**D PIONEER FLEXIBLE OPPORTUNITIES FUND	215,544	0	215,544
**D WELLINGTON TRUST COMP COMM TRUST INT OPP	137,909	0	137,909
**D VANGUARD FUNDS PLC	203,567	0	203,567
**D RAINIER INT SMALL CAP EQUITY COL TR FUND	349,830	0	349,830
**D VANGUARD INVESTMENT SERIES PLC	142,150	0	142,150
**D JAPAN TRUSTEE SERVICES BANK LTD	24,032	0	24,032
**D THE MASTER TRUST BANK OF JAPAN LTD	110,427	0	110,427
**D LACM WORLD SMALL CAP EQUITY FUND LP	1,998	0	1,998
**D THE MASTER TRUST BANK OF JAPAN LTD	61,815	0	61,815
**D JAPAN TRUSTEE SERVICES BANK LTD	52,148	0	52,148
**D AXA ASSICURAZIONI SPA	43,000	0	43,000
**D JANUS HENDERSON HORIZON FUND	379,884	0	379,884
**D JANUS HENDERSON FUND	269,847	0	269,847
**D JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND	42,487	0	42,487
**D JANUS HENDERSON EUROPEAN SMALLER COMPANIES FUND	316,699	0	316,699
**D TOTAL GESTION FLEX PATRI	46,511	0	46,511
**D FCP AXA EURO VALEURS RESPONSABLES	199,300	0	199,300
**D COMPT EUROPE	80,000	0	80,000
**D AXIVA ACTION 1	26,976	0	26,976
**D AXA VALEURS EURO	2,083,000	0	2,083,000
**D FCPE TOTAL ACTIONS EUROPEENNES	700,000	0	700,000
**D AXA OPTIMAL INCOME	1,857,910	0	1,857,910
**D SAKKARAH 7	8,716	0	8,716
**D TEACHERS` RETIREMENT SYSTEM OF THE CITY OF NEW YORK	38,304	0	38,304
**D STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST	223,190	0	223,190
**D FIDELITY INVESTMENTS MONEY MANAGEMENT INC	2,792	0	2,792
**D MERIFIN CAPITAL B.V.	44,600	0	44,600
**D FONDO CONSOLIDADO DE RESERVAS PREVISIONALES	80,112	0	80,112
**D VANGUARD ETHICALLY CONSCIOUS INTERNATIONAL SHARES INDEX FUND	3,402	0	3,402
**D JPMORGAN CHASE BANK - PB - UNITED STATES TRUSTS - CRA TREATY	1,320	0	1,320
**D ISHARES ALLCOUNTRY EQUITY INDEX FUND	2,386	0	2,386
**D EUROPACIFIC GROWTH FUND	18,278,998	0	18,278,998
**D CAPITAL WORLD GROWTH & INCOME FUND INC	7,750,000	0	7,750,000
**D STICHTING PENSIOENFONDS VOPAK	146,456	0	146,456

Shareholders: 419 People: 16  
 Shareholders on own behalf: 12 Shareholders by proxy: 407

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Extraordinary Shareholders' Meeting of April 10, 2019

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**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D ABU DHABI RETIREMENT PENSIONS AND BENEFITS	28,431	0	28,431
**D FLEXSHAR.MORN.DEV.MARK.EX-US FAC.TILT IN	6,110	0	6,110
**D MFS INTERNATIONAL NEW DISCOVERY FUND	2,502,438	0	2,502,438
**D FIDELITY DIVERSIFIED INTERNATIONAL FUND	1,580,600	0	1,580,600
**D PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	131,178	0	131,178
**D SANLAM LIFE AND PENSIONS UK LIMITED	84,019	0	84,019
**D VANGUARD ESG INTERNATIONAL STOCK ETF	5,147	0	5,147
**D VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	6,121,446	0	6,121,446
**D MTB FOR GOVERNMENT PENSION FD45828	114,264	0	114,264
**D VANGUARD INTERNATIONAL EXPLORER FUND	1,063,800	0	1,063,800
**D FIDELITY INVESTMENT TRUST: FIDELITY OVER	2,899,200	0	2,899,200
**D VARIABLE INSURANCE PRODUCTS FUND OVERSEAS FUND	557,100	0	557,100
**D BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND	232,394	0	232,394
**D BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II	305,563	0	305,563
**D BLACKROCK INSTITUTIONAL TRUST COMPANY N.A. INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	2,177,473	0	2,177,473
**D MSCI WORLD SMALL CAP EQUITY ESG SCREENED INDEX FUND B	9,899	0	9,899
**D AMERICAN UNIVERSITY	2,401	0	2,401
**D AMEREN HEALTH AND WELFARE TRUST	121,276	0	121,276
**D WASHINGTON STATE INVESTMENT BOARD	16,717	0	16,717
**D AXA BELGIUM S A	312	0	312
**D VANGUARD INTERNATIONAL SMALL COMPANIES INDEX FUND	40,873	0	40,873
**D ENERGY CORP.RETIREMENT PLANS MASTER TR,	104,321	0	104,321
**D NEW MEXICO STATE INVESTMENT COUNCIL	53,302	0	53,302
**D EQ ADVIS TR EQ INVESCO INTL GROWTH PORTF	192,354	0	192,354
**D C.R. HYDRO-QUEBEC - TEMP2	92,160	0	92,160
**D EMPIRE LIFE INSURANCE COMPANY	48,455	0	48,455
**D EMPIRE LIFE EMBLEM MODERATE GROWTH PORTF	42,073	0	42,073
**D EMPIRE LIFE EMBLEM GROWTH PORTFOLIO	36,020	0	36,020
**D EMPIRE LIFE EMBLEM DIVERSIF INCOME PORTF	2,504	0	2,504
**D EMPIRE LIFE EMBLEM CONSERVATIVE PORTFOLI	11,373	0	11,373
**D EMPIRE LIFE EMBLEM BALNCED PORTFOLIO	24,938	0	24,938
**D EMPIRE LIFE EMBLEM AGRRESSIVE GROW PORT	9,799	0	9,799
**D EMPIRE UL PHANTOM IF	277	0	277
**D THE EMPIRE LIFE INSURANCE COMPANY	261,288	0	261,288
**D EMPIRE UL PHANTOM SEG9	18,384	0	18,384
**D EMPIRE UL PHANTOM SEG8	1,191	0	1,191
**D EMPIRE UL PHANTOM SEG5	7,877	0	7,877
**D EMPIRE PENSION EQUITY FUND	18,480	0	18,480
**D EMPIRE LIFE PREMIER EQUITY FD	25,486	0	25,486
**D EMPIRE LIFE INTL EQUITY FUND	171,100	0	171,100
**D EMPIRE LIFE INCOME FUND	27,288	0	27,288
**D EMPIRE LIFE GLOBAL EQUITY FUND	178,698	0	178,698
**D EMPIRE LIFE GLOBAL DIV GROW FD	102,189	0	102,189
**D EMPIRE LIFE GLOBAL BALANCED FD	146,456	0	146,456
**D EMPIRE LIFE EQUITY GROW FD 3	325	0	325

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Surname	Tot. Votes	On own behalf	Proxy
**D INTERNATIONAL GROWTH AND INCOME FUND	3,542,962	0	3,542,962
**D ONEPATH GLOBAL SHARES - SMALL CAP UNHEDGED) INDEXPOOL	26,862	0	26,862
**D CHINA LIFE INSURANCE COMPANY LIMITED	42,720	0	42,720
**D STEADYHAND INVESTMENT MANAGEMENT LTD	13,400	0	13,400
**D LOMBARD ODIER FUNDS (SWITZERLAND) SA	24,386	0	24,386
**D HSBC GROUP HONG KONG LOCAL STAFF RETIREMENT BENEFIT SCHEME	3,732	0	3,732
**D AI STRATEGIC GLOBAL EQUITY FUND	46,699	0	46,699
**D REASSURE LIMITED	106,860	0	106,860
**D AI GLOBAL EQUITY FUND	59,463	0	59,463
**D FRIENDS LIFE AND PENSIONS LIMITED	46,015	0	46,015
**D FRIENDS LIFE FUNDS LIMITED	77,941	0	77,941
**D AXA FRAMLINGTON EUROPEAN FUND	70,000	0	70,000
**D AXA FRAMLINGTON FINANCIAL FUND	164,157	0	164,157
**D TR EUROPEN GROWTH TRUST PLC	471,060	0	471,060
**D METZLER ASSET MANAGEMENT GMBH	731,814	0	731,814
**D GLG EUROPEAN LONG-SHORT FUND	4	0	4
**D RBC INTERNATIONAL EQUITY INDEX ETF	7,584	0	7,584
**D STANDARD LIFE INVESTMENTS GLOBAL SICAV II	112,874	0	112,874
**D SUBSIDIZED SCHOOLS P FUND NORTHERN	5,026	0	5,026
**D INTERNATIONAL EQUITY FUND	29,089	0	29,089
**D GLOBAL TR CO TS INTL SMLL CP 309779	82,400	0	82,400
**D BNYMTD CF MITON EUROPEAN OPPTS FUND	1,445,322	0	1,445,322
**D NATIONAL BANK TRUST	617,632	0	617,632
**D VANGUARD FTSE ALL-WORLD EX US INDEX FUND	691,690	0	691,690
**D VANGUARD EUROPEAN STOCK INDEX FUND	768,166	0	768,166
**D TIMESQUARE FOCUS FUND LP	3,500	0	3,500
**D ALLEGHENY COLLEGE	8,300	0	8,300
**D ERIE COMMUNITY FOUNDATION	11,300	0	11,300
**D UNISYS MASTER TRUST	38,021	0	38,021
**D MANNING AND NAPIER FUND INC RAINIER INTERNATIONAL DISCOVERY FUND	875,930	0	875,930
**D INVESCO CANADIAN BALANCED FUND	267,206	0	267,206
**D INVESCO CANADIAN PREMIER GROWTH CLASS	232,194	0	232,194
**D INVESCO CANADIAN PREMIER GROWTH FUND	269,480	0	269,480
**D INVESCO CORE CANADIAN BALANCED CLASS	27,316	0	27,316
**D INVESCO EUROPEAN GROWTH CLASS	73,204	0	73,204
**D INVESCO GLOBAL GROWTH CLASS	83,158	0	83,158
**D INVESCO INTERNATIONAL GROWTH CLASS	460,692	0	460,692
**D INVESCO INTERNATIONAL GROWTH FUND	398,089	0	398,089
**D INVESCO GLOBAL GROWTH EQUITY POOL	4,231	0	4,231
**D NYKREDIT ENGROS GLOBAL OPPORTUNTIES	69,971	0	69,971
**D EIR EIE WELLINGTON INT	93,495	0	93,495
**D PS FTSERAFI EUSM UCITS ETF BNYMTCIL	3,206	0	3,206
**D PS FR DEVEL MARK EX US SMALL PORT	25,356	0	25,356
**D AMG TIMESSQUARE GLOBAL SMALL CAP FUND	1,500	0	1,500
**D BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	7,956	0	7,956

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**D WELLINGTON MGMT CY LLPQUALITY EDUC FD	82,310	0	82,310
**D BLACKROCK GLOBAL FUNDS	2,033,717	0	2,033,717
**D PFI GLB MULTI STRATEGY WELLINGTON	25,311	0	25,311
**D HP INC MASTER TRUST	86,600	0	86,600
**D AXA MPS FINANCIAL DAC	450,000	0	450,000
**D BLL AQUILA LIFE EUROPEAN EQUITY	333,695	0	333,695
**D POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	62	0	62
**D THE CLEVELAND CLINIC FOUNDATION	39,719	0	39,719
**D LAWRENCE LIVERMORE NATIONAL SECURITY LLC	320,242	0	320,242
**D SLI EUROPEAN SMALLER COMPANIES	2,913,233	0	2,913,233
**D SLI GBL SICAV CON EU EQ IN FD	61,656	0	61,656
**D INVESCO FUNDS	36,187	0	36,187
**D THE TEXAS A AND M UNIVERSITY SYSTEM	286,692	0	286,692
**D VANGUARD INTL HIGH DIV YLD INDEX FD	48,983	0	48,983
**D BLL DC EUROPEAN GROWTH FD AG PF	237,443	0	237,443
**D BNYMTD BIEF CONT EUR INV	70,196	0	70,196
**D BNYMTD BLK CONT EURO FD	1,275,517	0	1,275,517
**D BGF EURO MKTS FD EURO EQUITY PF	4,926,484	0	4,926,484
**D BGF EUROPEAN SPECIAL SITUATIONS FUND	2,034,771	0	2,034,771
**D BGF CONT EURO FLEXIBLE FD EURO EQFD	5,629,560	0	5,629,560
**D COUNTY AND MUNICIPAL GOVERNMENT CAPITAL IMPROVEMENT TRUST FUND	45,737	0	45,737
**D ALABAMA TRUST FUND	118,205	0	118,205
**D ALASKA PERMANENT FUND CORPORATION	10,799	0	10,799
**D ENSIGN PEAK GRANDEUR PEAK INT	353,918	0	353,918
**D MIN DEF PF OMAN AMUNDI EURSILV	35,335	0	35,335
**D BNYMTD BLK EURO DYNAMIC FD	5,524,579	0	5,524,579
**D PHC NT SMALL CAP	32,071	0	32,071
**D AMG CHICAGO EQUITY PARTNERS BALANCED FUND	900	0	900
**D AMG TIMESSQUARE INTL SM CAP	1,816,100	0	1,816,100
**D BNYMTD BLK CONTINENTAL EURO INC	1,888,403	0	1,888,403
**D BLK GTR EU INV TST PL INV PF BNYMTD	795,858	0	795,858
**D BNYMTD BLK CONT EUR EQ TRCK FD INV	257,660	0	257,660
**D BELL ATLANTIC MASTER TRUST	24,336	0	24,336
**D VERIZON MASTER SAVINGS TRUST	86,033	0	86,033
**D INDIANA PUBLIC RETIREMENT SYSTEM	20,228	0	20,228
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	1	0	1
**D PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	1,116	0	1,116
6254 CAGLIA MARIA	0	0	0
DE* UNICREDIT S.P.A.	215,066,403	0	215,066,403
6467 LOIZZI GERMANA	3	3	0
6482 GHIBAUDI LEOPOLDO	9,000	9,000	0
6515 CERASUOLO STEFANO	16,017	16,017	0
*RA* FULVIO FAVARO (DELEGATO DI COMPUTERSHARE SPA RAPPR DESIGNATO EX ART,135 UNDECIES TUF)	1,726,930	0	1,726,930
6689 CEI GIOVANNI FRANCESCO	6,371	6,371	0
6875 BONETTI EMANUELE	10	10	0

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6941 ZACCARDI ANTONELLA	1	1	0
6946 CLERICI CAMILLA	0	0	0
**D JAMES W DERRICK	10,950	0	10,950
**D MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST	77,215	0	77,215
**D BOLLMAKERS LODGE 154 RETIREMENT PLA N	5,210	0	5,210
**D MANNING AND NAPIER FUND INC,OVE RS EAS SERIES	760,510	0	760,510
**D BRIDGE BUILDER INTERNATIONAL EQUITY FUND	1,107,600	0	1,107,600
**D MIAMI DADE COMMUNITY COLLEGE FOUNDATION	4,135	0	4,135
**D PNC BANK NA 2HOPKINS PLAZA LOWE R B 6	13,315	0	13,315
**D FIRST STATE TRUST COMPANY FORMU LTRIPLE BENEFICIARIES	470	0	470
**D MANNING AND NAPIER ADVISORS INC	221,640	0	221,640
**D DANIEL P COWAN	320	0	320
**D ANTHONY K. KESMAN TRUSTEE	685	0	685
**D MANNING AND NAPIER FUND INC,-BLEND ED ASSET MODERATE SERIES	2,050	0	2,050
**D SUSAN M, SNYDER	315	0	315
**D WILLIAM J. BLEIL	515	0	515
**D MANNING AND NAPIER FUND INC INTERNATIONAL SERIES	104,410	0	104,410
**D ALFRED F. KRAUSE	155	0	155
**D MICHAEL HOTARY	220	0	220
**D MANNING AND NAPIER FUND INC PRO BLEND MODERATE TERM SERIES	8,830	0	8,830
**D LISA FRIEDLANDER	1,610	0	1,610
**D ALFRED AND KATHRYNE KRAUSE	125	0	125
**D MARTIN J. FARRELL	1,475	0	1,475
**D GRANDEUR PEAK INTERNATIONAL	1,116,664	0	1,116,664
**D GRANDEUR PEAK GLOBAL OPPORTUNI	441,441	0	441,441
**D GRANDEUR PEAK GLOBAL REACH	127,298	0	127,298
**D GRANDEUR PEAK GLOBAL STALWARTS	138,740	0	138,740
**D AMUNDI SGR SPA / AZIONARIO EUROPA	157,793	0	157,793
**D BLACKROCK EUROFUND	243,856	0	243,856
**D CIPAV ALOIS	69,622	0	69,622
**D SOGECAP ACTIONS SMALL CAP	995,455	0	995,455
**D COLISEE IFC	164,400	0	164,400
**D SG ACTIONS EUROPE MID CAP	196,930	0	196,930
**D AMUNDI FUNDS II PIONEER	139,167	0	139,167
**D AMUNDI SF EURO EQ MARKET PLUS	39,904	0	39,904
**D AMUNDI FUNDS II-EURO POTENTIAL	2,411,802	0	2,411,802
**D SEDEC FINANCE	9,399	0	9,399
**D AMUNDI FUNDS EQUITY EUROLAND SMALL	1,245,007	0	1,245,007
**D AMUNDI FUNDS EQUITY EUROPE SMALL	738,767	0	738,767
**D ROPS EURO P	104,561	0	104,561
**D I.2.C. ACTIONS	480,000	0	480,000
**D ECUREUIL RETRAITE EURO ACTIONS 4	310,000	0	310,000
**D ROPS-SMART INDEX EURO	86,154	0	86,154
**D ASSURDIX	44,516	0	44,516
**D CPR SILVER AGE	2,079,075	0	2,079,075

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**D AMUNDI ETF FTSE ITALIA PIR UCITS	9,332	0	9,332
**D UNION INVESTMENT LUXEMBOURG SA	83,150	0	83,150
**D MAN GLG TOPAZ LIMITED MAPLES CORPORATE SERVICES LIMITED	30,078	0	30,078
**D MAN NUMERIC ALTERNATIVE RISK PREMIA EQUITY SIZE	1,178,900	0	1,178,900
**D AHL DESERTWOOD FUND LIMITED C/O CITCO TRUSTEES (CAYMAN) LIMITED	20,977	0	20,977
**D NORGES BANK	95,217	0	95,217
**D AHL DIRECTIONAL EQUITIES MASTER LIMITED	8,177	0	8,177
**D AHL GENESIS 2 LIMITED C/O MAPLES CORPORATE SERVICES LIMITED	16,854	0	16,854
**D AHL GENESIS LIMITED	9,922	0	9,922
**D ATLAS QUANTITATIVE TRADING FUND LTD	52,640	0	52,640
**D BHC MOMENTUM MASTER FUND LP C/O WALKERS CORPORATE LIMITED	7,025	0	7,025
**D BIENVILLE ARGENTINA OPPORTUNITIES FUND 2,0 LP C/O PHS CORPORATE SERVICES INC	1,923	0	1,923
**D CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT,PLC	1,791,744	0	1,791,744
**D CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	326	0	326
**D JOHN HANCOCK FUNDS III INTERNATIONAL GROWTH FUND	395,504	0	395,504
**D JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL GROWTH STOCK TRUST	67,802	0	67,802
**D SLIC ER EX UK SM CM FD XESC	273,095	0	273,095
**D SLIC II - STANDARD LIFE INVESTMENTS	269,600	0	269,600
**D STANDARD LIFE ASSURANCE LIMITED,	3,805,490	0	3,805,490
**D STANDARD LIFE INVESTMENT COMPANY GLOBAL SMALLER	2,994,221	0	2,994,221
**D THREADNEEDLE (LUX	1,432,414	0	1,432,414
**D THREADNEEDLE (LUX) EUROPEAN SMALLER COMPANIES	3,685,963	0	3,685,963
**D THREADNEEDLE (LUX)- TLUX PAN EURO SMALLER COMPANIES	2,424,170	0	2,424,170
**D THREADNEEDLE INVESTMENT FUNDS ICVC	1,025,326	0	1,025,326
**D TRANSAMERICA AIM INTERNATIONAL GROW	59,402	0	59,402
**D MAN QUALIFYING INVESTOR FUNDS PLC-MAN GLG ELS MASTER QIF C/O GLG PARTNERS LP	664	0	664
**D MAN MULTI-STRATEGY MASTER FUND C/O MAN SOLUTION LIMITED	49	0	49
**D GOVERNMENT OF NORWAY	8,535,765	0	8,535,765
**D INVESCO INTERNATIONAL GROWTH FUND	6,355,685	0	6,355,685
**D TEACHERS` RETIREMENT SYSTEM OF THE STATE OF ILLINOIS	254,638	0	254,638
**D MANUFACTURERS AND TRADERS TRUST COMPANY	1,225	0	1,225
**D FEDERATED KAUFMANN FUND	4,500,000	0	4,500,000
**D FEDERATED KAUFMANN FUND II	121,900	0	121,900
**D FEDERATED KAUFMANN SMALL CAP FUND	1,550,930	0	1,550,930
**D FIDELITY ADVISOR SER VIII:FIDELITY ADVISOR DIVERSIFIED INTL FD	158,100	0	158,100
**D INTERNATIONAL MONETARY FUND	20,583	0	20,583
**D LAUDUS INTERNATIONAL MARKETMASTERS FUND	381,095	0	381,095
**D SCHWAB INTERNATIONAL EQUITY ETF	426,629	0	426,629
**D SCHWAB FUNDAMENTAL INTERNATIONAL SMALL COMPANY ETF	92,362	0	92,362
**D JOHN HANCOCK FUNDS II TECHNICAL OPPORTUNITIES FUND	48,610	0	48,610
**D WELLINGTON GLOBAL OPPORTUNITIES FUND (CANADA)	119,912	0	119,912
**D WELLINGTON INTERNATIONAL OPPORTUNITIES FUND (CANADA)	14,711	0	14,711
**D MANNING AND NAPIER	599,715	0	599,715
**D MFS HERITAGE TRUST COMPANY COLLECTIVE INVESTMENT TRUST	122,205	0	122,205
**D INSTITUTIONAL RETIREMENT TRUST	2,402,531	0	2,402,531

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Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**  
**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D SIEFORE XXI BANORTE CONS. SOC ANON DE CAPITAL VARIABLE	536,261	0	536,261
**D THE CAPTIVE INVESTORS FUND	65,500	0	65,500
**D SCPMG KEOGH PLAN	7,577	0	7,577
**D MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN	269,031	0	269,031
**D THE GABELLI GLOBAL SMALL AND MID CAP VALUE TRUST	53,000	0	53,000
**D THE GABELLI GLOBAL RISING INCOME AND DIVIDEND FUND	27,000	0	27,000
**D GAM STAR FUND P.L.C.	4,296,530	0	4,296,530
**D E,SUN COMM BANK LTD IN ITS CAP AMC OF NOM EUR MID SM CAP GR F	20,498	0	20,498
**D HARTFORD INTERNATIONAL OPPORTUNITIES HLS FUND	418,556	0	418,556
**D THE HARTFORD INTERNATIONAL GROWTH FUND	91,340	0	91,340
**D THE HARTFORD INTERNATIONAL OPPORTUNITIES FUND	1,045,383	0	1,045,383
**D HARTFORD INTERNATIONAL EQUITY FUND	199,550	0	199,550
**D AMERICAN FUNDS INSURANCE SERIES INTERNATIONAL FUND	1,037,559	0	1,037,559
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL GROWTH FUND	401,687	0	401,687
**D AMERICAN FUNDS INSURANCE SERIES GLOBAL BALANCED FUND	125,000	0	125,000
**D TCW INTERNATIONAL SMALL CAP FUND	14,583	0	14,583
**D JNL/INVESCO INTERNATIONAL GROWTH FUND	1,208,132	0	1,208,132
**D INVESCO V.I. INTERNATIONAL GROWTH FUND	1,550,078	0	1,550,078
**D INVESCO GLOBAL GROWTH FUND	713,793	0	713,793
**D INVESCO EUROPEAN GROWTH FUND	1,752,275	0	1,752,275
**D KANSAS PUBLIC EMPLOYEES RETIREMENT SYSTEM	123,900	0	123,900
**D KP INTERNATIONAL EQUITY FUND	25,442	0	25,442
**D COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	19,330	0	19,330
**D COUNTY OF LOS ANGELES SAVINGS PLAN	4,020	0	4,020
**D MERCER QIF CCF	919,578	0	919,578
**D STATE OF MONTANA BOARD OF INVESTMENTS	206,077	0	206,077
**D STATE OF NEW JERSEY COMMON PENSION FUND D	208,513	0	208,513
**D NEW YORK STATE DEFERRED COMPENSATION PLAN	70,716	0	70,716
**D WELLINGTON GLOBAL OPPORTUNITIES EX-JAPAN FUND	31,704	0	31,704
**D RUSSELL INVESTMENTS OVERSEAS EQUITY POOL	34,098	0	34,098
**D RUSSELL INSTITUTIONAL FUNDS,LLC-RUSSELL INTL EQUITY FUND	44,190	0	44,190
**D RUSSELL INVESTMENTS OVERSEAS EQUITY FUND	15,947	0	15,947
**D STATE STREET IRELAND UNIT TRUST	2,002	0	2,002
**D SSGA SPDR ETFS EUROPE II PUBLIC LIMITED COMPANY	31,323	0	31,323
**D SUNSUPER SUPERANNUATION FUND	42,483	0	42,483
**D CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	653,509	0	653,509
**D CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	4,281,945	0	4,281,945
**D TJ-NONQUALIFIED, LLC	95,450	0	95,450
**D TENNESSEE CONSOLIDATED RETIREMENT SYSTEM	605,765	0	605,765
**D TJ-QUALIFIED, LLC	92,230	0	92,230
**D CAPITAL GROUP GLOBAL EQUITY FUND (CANADA)	3,125,000	0	3,125,000
**D CAPITAL GROUP GLOBAL BALANCED FUND (CANADA)	320,000	0	320,000
**D VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	6,023	0	6,023
**D VANGUARD FTSE DEVELOPED ALL CAP EX NORTH AMERICA INDEX ETF	13,703	0	13,703
**D VANGUARD DEVEL ALL-CAP EX NORTH AMERICA EQT IND POOLED FUND	1,110	0	1,110

Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**  
**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D VANGUARD GLOBAL MOMENTUM FACTOR ETF	2,468	0	2,468
**D VANGUARD FTSE DEVEL EX NTH AMER HIGH DIVIDEND YIELD INDEX ETF	397	0	397
**D VANGUARD INVESTMENTS II COMMON CONTRACTUAL FUND	30,305	0	30,305
**D VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND	45,597	0	45,597
**D VANGUARD FTSE DEVELOPED EUROPE INDEX ETF	1,123	0	1,123
**D INVESCO INSTITUTIONAL TRUST INTERNATIONAL GROWTH EQUITY FUND	61,213	0	61,213
**D THE WELLINGTON TR COM NATIONAL ASS MULT COLLECT INV F TRUST	103,805	0	103,805
**D THE WELLINGTON TR CO NAT ASS MULT COM GLB OPPORT PTF	56,583	0	56,583
**D THE WELLINGTON TR CO NAT ASS MULT COLLECTIVE INV F TRUST II	211,827	0	211,827
**D WELLINGTON HEDGED ALPHA OPPORTUNITIES FUND, L,P,	19,268	0	19,268
**D WASHINGTON STATE INVESTMENT BOARD	130,583	0	130,583
**D PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY	98,478	0	98,478
**D WELLINGTON MANAGEMENT FUNDS (IRELAND) PLC	2,081	0	2,081
**D SSGA RUSSELL FD GL EX-US INDEX NONLENDING QP COMMON TRUST FUND	2,491	0	2,491
**D SS BK AND TRUST COMPANY INV FUNDS FOR TAXEXEMPT RETIREMENT PL	769,893	0	769,893
**D MSCI EAFE PROV SCREENED INDEX NON - LENDING COMMON TR FUND	4,797	0	4,797
**D VANGUARD TOTAL WORLD STOCK INDEX FUND	135,751	0	135,751
**D VANGUARD DEVELOPED MARKETS INDEX FUND	2,363,012	0	2,363,012
**D GAM MULTISTOCK	124,207	0	124,207
**D ISHARES MSCI EAFE SMALL CAP ETF	1,705,145	0	1,705,145
**D ISHARES MSCI EUROPE SMALL-CAP ETF	84,262	0	84,262
**D ISHARES CORE MSCI EAFE ETF	1,586,923	0	1,586,923
**D ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	249,390	0	249,390
**D ISHARES CORE MSCI INTERNATIONAL DEVELOPED MARKETS ETF	55,393	0	55,393
**D ISHARES CORE MSCI EAFE IMI INDEX ETF	41,832	0	41,832
**D ISHARES MSCI EUROPE IMI INDEX ETF	8,959	0	8,959
**D ISHARES CORE MSCI EUROPE ETF	161,327	0	161,327
**D CONNECTICUT GENERAL LIFE INSURANCE COMPANY	827	0	827
**D IBM 401K PLUS PLAN	86,186	0	86,186
**D RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST	166,595	0	166,595
**D COLLEGE RETIREMENT EQUITIES FUND	330,638	0	330,638
**D RUSSELL INVESTMENT COMPANY - RUSSELL INTERN DEVELOPED MKT F	268,260	0	268,260
**D RUSSELL INVESTMENT FUNDS INTERNATIONAL DEVELOPED MARKETS FUND	53,187	0	53,187
**D SPDR S&P WORLD (EX-US) ETF	95,286	0	95,286
**D MULTI-STYLE, MULTI-MANAGER FUNDS PLC	26,733	0	26,733
**D MSCI EAFE SMALL CAP PROV INDEK SEC COMMON TR F	147,607	0	147,607
**D ISHARES PUBLIC LIMITED COMPANY	300,518	0	300,518
**D ISHARES II PUBLIC LIMITED COMPANY	147,636	0	147,636
**D ISHARES VII PLC	625,686	0	625,686
**D ISHARES III PUBLIC LIMITED COMPANY	49,356	0	49,356
**D ISHARES I INVESTK MIT TGV F ISHS ST, EUROPE600 BS UCITS ETF DE	222,120	0	222,120
**D BLACKROCK AM DE FOR ISHS EURO STOXX BANKS 30-15 UCITS ETF (DE)	1,198,085	0	1,198,085
**D BLACKROCK AM DE FOR ISHARES EURO STOXX UCITS ETF (DE)	127,177	0	127,177
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE MID 200 UCITS ETF (DE)	97,652	0	97,652
**D BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE)	273,368	0	273,368



Extraordinary Shareholders' Meeting of April 10, 2019

RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D BLACKROCK AM SCH AG OBO BIFS WORLD EX SW SMALL CAP EQ INDEX F	1,807	0	1,807
**D MANAGED PENSION FUNDS LIMITED	165,416	0	165,416
**D FAMILY INVESTMENTS CHILD TRUST FUND	11,150	0	11,150
**D FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND	9,961	0	9,961
**D HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND	347,373	0	347,373
**D STICHTING PHILIPS PENSIOENFONDS	56,707	0	56,707
**D VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND FD	72,671	0	72,671
**D VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX F	134,143	0	134,143
**D VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND	1,213	0	1,213
**D SPDR S+P WORLD EX AUSTRALIA FUND	1,907	0	1,907
**D CANADA PENSION PLAN INVESTMENT BOARD	175,900	0	175,900
**D TRUST FOR THE PENSION PLAN OF THE CHUBB CORPORATION	135,795	0	135,795
**D MORGAN STANLEY DEFINED CONTRIBUTION MASTER TRUST	45,328	0	45,328
**D WHEELS COMMON INVESTMENT FUND	4,261	0	4,261
**D UNITED MINE WORKERS OF AMERICA 1974 PENSION TRUST	49,146	0	49,146
**D BEAT DRUGS FUND ASSOCIATION	752	0	752
**D DFI LP EQUITY (PASSIVE)	1,693	0	1,693
**D NTGI-QM COMMON DAILY ALL COUNWD EX-US INV MKT INDEX F NONLEND	10,336	0	10,336
**D STATES OF GUERNSEY SUPERANNUATION FUND	5,051	0	5,051
**D INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN	369,111	0	369,111
**D FIDELITY ADVISOR SERIES VIII FIDELITY ADVISOR OVERSEAS FUND	217,100	0	217,100
**D FIDELITY INVESTMENT TRUST FIDELITY DIVERSIFIED INTERNATIONAL K6 FUND	223,845	0	223,845
**D BLUE SKY GROUP	100,000	0	100,000
**D PYRAMIS GROUP TRUST FOR EMPLOYEE BENEFIT PLANS	28,446	0	28,446
**D FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST	15,170	0	15,170
**D HARDING LOEVNER FUNDS, INC. INTER EQUITY RESEARCH PORTFOLIO	5,169	0	5,169
**D HARDING LOEVNER FUNDS, INC. - GLOBAL EQUITY RESEARCH PORTFOLIO	2,542	0	2,542
**D STATE OF IDAHO ENDOWMENT FUND INVESTMENT BOARD	18,758	0	18,758
**D NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST	416,265	0	416,265
**D SUTTER HEALTH MASTER RETIREMENT TRUST	388,300	0	388,300
**D EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS	37,833	0	37,833
**D GENERAL PENSION AND SOCIAL SECURITY AUTHORITY	60,671	0	60,671
**D MONTGOMERY COUNTY CONSOLIDATED RET HEALTH BENEFITS TR	81,100	0	81,100
**D UTAH STATE RETIREMENT SYSTEMS	63,829	0	63,829
**D FORD MOTOR COMPANY OF CANADA, LIMITED PENSION TRUST	1,181	0	1,181
**D IWA - FOREST INDUSTRY PENSION PLAN	135,500	0	135,500
**D TORONTO TRANSIT COMMISSON PENSION FUND SOCIETY	369,637	0	369,637
**D THE TRUSTEES OF ZURICH FINANCIAL SERVICES UK PENSION SCHEME	665,609	0	665,609
**D THE TRUSTEES OF CHEVRON UK PENSION PLAN	2,761	0	2,761
**D PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	161,116	0	161,116
**D COLONIAL FIRST STATE INVESTMENT FUND 50	13,187	0	13,187
**D MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO	9,866	0	9,866
**D AMG FUNDS PLC	110,700	0	110,700
**D HARDING LOEVNER FUNDS PLC	912	0	912
**D SSGA GROSS ROLL UP UNIT TRUST	14,274	0	14,274

Extraordinary Shareholders' Meeting of April 10, 2019

## RESULTS OF VOTING:

Subject: **Delegation of the power to the Board of Directors to approve a free capital increase to complete the implementation of the 2014-2017 Multy Year Plan Top Management**  
**IN FAVOUR**

Surname	Tot. Votes	On own behalf	Proxy
**D BLACKROCK AUTHORISED CONTRACTUAL SCHEME I	277,968	0	277,968
**D STICHTING BEDRIJFST VOOR HET BEROEPSVERVOER OVER DE WEG	2,719	0	2,719
**D MACKENZIE INTERNATIONAL EQUITY INDEX ETF	160	0	160
**D MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	1,638	0	1,638
**D MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	1,796	0	1,796
**D AXA WORLD FUNDS	12,362,539	0	12,362,539
**D BLACKROCK STRATEGIC FUNDS	139,170	0	139,170
**D MFS MERIDIAN FUNDS	639,019	0	639,019
**D KIEGER FUND I	19,599	0	19,599
6949 FOGLI MAURIZIO	769	769	0
6967 PRANDINI GIULIANO	6,500	6,500	0
6968 RODINO` DEMETRIO	2	2	0
7602 DE TOMASI PAOLA	6,000	6,000	0
7790 TIMUS ANDREEA	5	5	0

**Total votes** 429,459,963  
**Percentage of voters %** 86.644826  
**Percentage of share capital %** 70.528883

Shareholders:  
 Shareholders on own  
 behalf:

419 People:  
 12 Shareholders by  
 proxy:

16  
 407

DE\* proxy to the natural person above mentioned with the badge number  
 \*\*D proxy to natural person above mentioned with the badge number (voting at the specific "assisted voting stations)

RL\* legal representation to the natural person above mentioned with the badge number

**ARTICLES OF ASSOCIATION**  
**FINECOBANK S.P.A.**

SECTION I  
INCORPORATION- PURPOSE - REGISTERED OFFICE – DURATION

Article 1

1. A joint stock company has been incorporated with the name: "FinecoBank Banca Fineco S.p.A." or in abbreviated form "FinecoBank S.p.A.", or else "Banca Fineco S.p.A.", or else "Fineco Banca S.p.A."
2. The Company is part of the UniCredit Banking Group. As such, it is required to comply with the regulations issued by the Parent Company as part of its management and coordination activities, including those for the implementation of the instructions given by the Bank of Italy in the interest of the Group's stability. The Directors of the Company shall provide any data and information to the Parent Company for issuing the above-mentioned regulations, as well as any data and information regarding their activities.

Article 2

1. The Company's registered office is in Milan.
2. In order to best pursue the corporate purpose, the Company may establish or close down secondary offices, branches, agencies and representation offices, however named, both in Italy and abroad.

Article 3

1. The duration of the Company is established at 31 (thirty one) December 2100 (two thousand one hundred) and may be extended or terminated earlier by resolution of the Shareholders' Meeting.

Article 4

1. The purpose of the Company is to engage in deposit-taking and lending in its various forms and with any method, including computer-based and multimedia applications, in Italy and abroad, operating there in accordance with current regulations and practices. For this purpose it may carry out, in compliance with current provisions and subject to obtaining the required authorisations, all transactions and all bank and financial services permitted by applicable laws and regulations, operating in the financial intermediation and credit market, and using any method including computer-based and multimedia applications, also through door-to-door selling and the multimedia distribution of services and products, in the same forms and manner. The company may also carry out any other activity and/or transaction that is instrumental or related to, or necessary or beneficial for the achievement of its corporate purpose and, in general, engage in any other activity that by law is reserved or permitted to companies authorised to engage in banking.
2. The Company may also issue bonds, in compliance with applicable laws. Furthermore, it may also issue bonds convertible into its shares or with purchase vouchers or the subscription of shares (warrants), in compliance with applicable laws. It may also acquire holdings in Italy and abroad.

SECTION II  
SHARE CAPITAL - SHARES – BONDS

Article 5

1. The share capital, fully subscribed and paid up, is equal to Euro 200.941.488 represented by n. 608,913,600 ordinary shares with a par value of Euro 0.33.

2. The share capital may be increased by way of a shareholders' resolution, through the issuance of shares, also bearing various rights, in compliance with legal requirements.

In the event of an increase in share capital through a rights issue, the pre-emptive rights of shareholders may be excluded, limited to ten percent of the pre-existing share capital, provided that the issue price of the new shares corresponds to the market value of those already outstanding and that this is confirmed by a special report prepared by the appointed independent auditors.

3. Ordinary shares are registered shares.

4. The shares are indivisible and in the event of joint ownership they shall be regulated according to law.

5. The Extraordinary Shareholders' Meeting may resolve upon the allocation of profits to the employees of the Company in accordance with current regulations.

6. The Shareholders' service address for their dealings with the Company shall be the address stated in the Shareholders' registry.

7. The status of shareholder implies unconditional acceptance of the deed of incorporation and of the articles of association.

8. The Board of Directors, shall be empowered, pursuant to Article 2443 of the Italian Civil Code, for a period of five years starting from the beginning of the negotiation on the Italian regulated market, to increase the share capital, free of charge – in one or more tranches – to implement the Employee incentive schemes approved by the ordinary Shareholders' Meeting held on June 5, 2014, for a maximum amount of Euro 1,155,000.00 (entirely attributable to capital for Euro 0.33 per share, equal to the nominal unit value), issuing a maximum number of 3,500,000 new ordinary shares having a nominal value of Euro 0.33 each, with the same characteristics as those outstanding, with regular dividend rights, by assigning the corresponding maximum amount of profit and/or profit reserves resulting from the last financial statements in question approved pursuant to Article 2349 of the Italian Civil Code, according to the terms, conditions and methods provided for in the incentive schemes.

The Board of Directors, in partial execution of the authority granted in accordance with Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of 5 June 2014, resolved on 9 February 2015 to increase the share capital by a nominal Euro 79,761 corresponding to 241,700 ordinary shares with a nominal value of Euro 0.33 each, to service the implementation of Employee incentive plans.

The Board of Directors, in partial exercise of the powers conferred on the same pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, decided, on February 8, 2016, to increase the share capital by the nominal amount of Euro 95,601.99, corresponding to 289,703 ordinary shares with par value of

Euro 0.33 each, to service the implementation of Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 7, 2017 to increase the share capital by a nominal amount of Euro 294,372.21, corresponding to 892,037 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 7, 2017 to increase the share capital by a nominal amount of Euro 5,237.76, corresponding to 15,872 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 163,182.69, corresponding to 494,493 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 37.105,20, corresponding to overall 112,440 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 5, 2019 to increase the share capital by a nominal amount of Euro 110.755,92, corresponding to overall 335,624 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of June 5, 2014, resolved on February 5, 2019 to increase the share capital by a nominal amount of Euro 23,333.64, corresponding to overall 70,708 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

9. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 23, 2015, for a maximum amount of Euro 131,159.49, with the issue of up to 397,453 new FinecoBank ordinary shares, as well as (ii) from the date of the shareholders' resolution dated April 12, 2016, for a maximum amount of Euro 32,789.79 with the issue of up to 99,363 new FinecoBank ordinary shares; attributable entirely to capital at Euro 0.33 per share, equal to the par value of each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Staff of FinecoBank, which covers key positions for the achievement of the overall objectives in execution of the 2015 System.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of April 23, 2015, resolved on February 6, 2018 to increase the share capital by a nominal amount of Euro 27,758.61, corresponding to 84,117 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of April 23, 2015, resolved on February 5, 2019 to increase the share capital by a nominal amount of Euro 13,878.81, corresponding to 42,057 ordinary shares with a par value of Euro 0.33

each, to service the implementation of the Employee incentive plans.

10. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 12, 2016, for a maximum amount of Eur 88,440,00 (to be allocated in full to share capital at Eur 0.33 per share, corresponding to the nominal value per share) with the issue of up to 268,000 new FinecoBank ordinary shares, as well as (ii) from the date of the shareholders' resolution dated April 11, 2017, for a maximum amount of Eur 22,110 with the issue of up to 67,000 new FinecoBank ordinary shares; attributable entirely to capital at Eur 0.33 per share, equal to the par value of each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Staff of FinecoBank, which covers key positions for the achievement of the overall objectives in execution of the 2016 System.

The Board of Directors, in partial execution of the authority granted pursuant to Article 2443 of the Italian Civil Code by the Extraordinary Shareholders' Meeting of April 12, 2016, resolved on February 5, 2019 to increase the share capital by a nominal amount of Euro 20,069.28, corresponding to 60,816 ordinary shares with a par value of Euro 0.33 each, to service the implementation of the Employee incentive plans.

11. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to carry out a free share capital increase, pursuant to Article 2349 of the Italian Civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 11, 2017, for a maximum amount of Eur 128,700.00 (attributable entirely to capital) with the issue of up to 390,000 new FinecoBank ordinary shares as well as (ii) from the date of the shareholders' resolution dated April 11, 2018, for a maximum amount of Eur 29,700.00 (attributable entirely to capital) with the issue of up to 90,000 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2017 System.

12. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code to carry out a free share capital increase, pursuant to Article 2349 of the Italian Civil Code, one or more times and for a maximum period of five years (i) from the date of the shareholders' resolution dated April 11, 2018, for a maximum amount of Eur 136,031.94 (attributable entirely to capital) with the issue of up to 412,218 new FinecoBank ordinary shares as well as (ii) from the date of the shareholders' resolution dated April 10, 2019, for a maximum amount of Eur 30,731.91 (attributable entirely to capital) with the issue of up to 93,127 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Identified Staff of FinecoBank in execution of the 2018 System.

13. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders' resolution dated April 11, 2018, a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, for a maximum amount of Eur 324,743.10 (attributable entirely to capital) with the issue of up to 984,070 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Employees in execution of the 2018-2020 Long Term Incentive Plan.

14. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, for a maximum amount of Eur 23,333,64 (attributable entirely to capital) with the issuance of up to 70,708 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff to complete the execution of the 2014 Incentive System.

15. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve, in 2020, a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, for a maximum amount of Eur 139,517.07 (attributable entirely to capital) with the issuance of up to 422,779 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the Beneficiaries of the “2014-2017 Multi Year Plan Top Management” FinecoBank Employees to complete the execution of the 2014-2017 Plan.

16. The Board of Directors has the right, pursuant to Article 2443 of the Italian Civil Code, to resolve, one or more times and for a maximum period of five years from the date of the shareholders’ resolution dated April 10, 2019, a free increase in share capital, pursuant to Article 2349 of the Italian Civil Code, for a maximum amount of Eur 95,021.85 (attributable entirely to capital) with the issuance of up to 287,945 new FinecoBank ordinary shares with a nominal value of Eur 0.33 each, with the same characteristics as those in circulation, with regular dividend entitlement, to be granted to the FinecoBank Identified Staff in execution of the 2019 Incentive System.

### SECTION III SHAREHOLDERS' MEETING

#### Article 6

1. The Shareholders’ General Meeting, duly constituted, is the body that expresses the Company’s will through its resolutions.

2. The Shareholders’ General Meeting meets in ordinary or extraordinary sessions, according to the law and may be held at the company headquarters or another place that is indicated in the notice convening the meeting, provided it is within the territory of the Italian state.

3. The operating modes of the Shareholders’ General Meeting are governed by specific Regulations.

4. The Ordinary Shareholders’ General Meeting is convened at least once a year within one hundred and twenty days from the end of the company’s financial year to deliberate on issues for which the law and the Articles of Association make it responsible.

5. In particular, the Ordinary Shareholders’ General Meeting, besides establishing the remuneration paid to the bodies it has appointed, approves: (i) the policies on remuneration and incentives in favour of members of the bodies with functions of strategic supervision, management and control and other personnel; (ii) remuneration plans based on financial instruments; (iii) the criteria for determining the compensation to be granted in the case of early termination of employment or early retirement from office, including limits set on this amount in terms of annual fixed remuneration and the maximum amount that results from their application.

6. Also, the Ordinary Shareholders’ General Meeting, upon approval of the remuneration policies, has the authority to agree a relationship between the variable and fixed component of the remuneration of individual staff members higher than 1:1 but not exceeding the ratio of 2:1 provided that the proposal is considered to be validly adopted:

- with the favourable vote of at least 2/3 of the share capital represented at the Shareholders' General Meeting, in the event that the Shareholders' General Meeting is constituted with at least half of the share capital;
  - with the favourable vote of at least 3/4 of the share capital represented at the Shareholders' General Meeting, regardless of the share capital with which it is constituted.
7. The Shareholders' General Meeting must be provided with adequate information on the implementation of remuneration policies.
8. The Extraordinary General Meeting is convened whenever necessary to resolve upon any of the matters reserved for it by the law in force.

#### Article 7

1. The Shareholders' Meeting, whether ordinary or extraordinary, shall be convened within the terms set forth in current laws and regulations, via a notice published on the Company's website and through other channels provided for under current laws and regulations.
2. The Agenda of the Shareholders' Meeting shall be determined by the person empowered to call a meeting under the terms and conditions of law and the Articles of Association.
3. In the cases provided by law, those shareholders who, alone or in conjunction with others, represent at least the percentage of share capital envisaged by current applicable regulations, shall be entitled to request that a Shareholders' Meeting be convened.
4. The right to put items on the Agenda and to submit resolution proposals on the items already on the Agenda may be exercised - in the cases, methods and time limits indicated in current regulations - by shareholders who individually or collectively represent at least the proportion of share capital required under applicable law in force at the time.
5. The Shareholders' Meeting is held in one session. The Board of Directors may provide that the Shareholders' Meeting be held in more than one session. The quorum required by current regulation shall apply.

#### Article 8

1. The holders of voting rights and in respect of whom the Company has received, from the broker holding the relevant account, the notification within the deadline set forth by applicable law, shall be entitled to attend Shareholders' Meetings.
2. If stated in the notice of call, the holders of voting rights may participate in the Shareholders' Meeting using telecommunication facilities and exercise their voting rights using electronic means, according to the procedure indicated in the notice.
3. Anyone entitled to vote can be represented at Shareholders' Meetings, in accordance with the provisions of current regulations.
4. Voting proxy may be granted by means of an electronic document with an electronic signature in accordance with the provisions of current regulations and communicated to the Company by sending it to the email address indicated in the notice of call or alternately through other methods as provided for in current laws and regulations.

#### Article 9

1. Each ordinary share confers the right to cast one vote.

#### Article 10

1. The Shareholders' Meeting is chaired by the Chairman of the Board of Directors or, if the Chairman is absent or incapacitated, by the Deputy Vice Chairman or by the other Vice Chairman, if appointed. In the event the above individuals are absent or incapacitated, the Shareholders' Meeting shall be chaired by a Director or by a Shareholder appointed by those present.
2. The Chairman of the Shareholders' Meeting has full powers to preside over the proceedings, in compliance with the criteria and procedures laid down in current



regulations and the Regulation for Shareholders' Meetings.

3. The Chairman shall be assisted by a Secretary, appointed from among those in attendance, even if a non-shareholder, by the majority of those present. In addition to the cases provided for under law, a Notary may be called on and appointed by the Chairman to act as secretary, when deemed necessary by the Chairman.

#### Article 11

1. For a Shareholders' Meeting, whether ordinary or extraordinary, in first or second call, along with the relative resolutions to be valid, the relevant legal provisions and Articles of Association must be duly observed.

#### Article 12

1. The minutes of Shareholders' Meeting shall be prepared and signed by the Chairman of the Shareholders' Meeting and the Secretary, when they are not prepared by a Notary. The copies or extracts of the minutes, signed and certified as true copies by the Chairman of the Board of Directors or by his/her representative, or by the Secretary, shall constitute full proof thereof.

### SECTION IV BOARD OF DIRECTORS

#### Article 13

1. The Company is managed by a Board of Directors composed of a minimum of 5 (five) and a maximum of 13 (thirteen) members. The composition of the Board shall be gender balanced.

2. The members of the Board of Directors must meet the professional competence and integrity requirements established by current laws and regulations.

3. Furthermore, a certain number of Directors, not less than that established by the laws and regulations in force at the time, must meet the independence requirements established by the Corporate Governance Code for Listed Companies.

4. Directors shall hold office for three financial years, except where a shorter term is established at the time of their appointment; the term ends on the date of the Shareholders' Meeting called to approve the financial statements relating to the last year of their appointment and they may be re-elected.

5. The Directors are appointed by the Shareholders' Meeting on the basis of lists submitted by entitled persons; the candidates must be listed in numerical order on the lists. Both genders must be represented on each list that has 3 (three) or more candidates, so as to ensure compliance with at least the minimum requirements of current laws and regulations on gender equality.

6. In order for a list to be valid, it must be filed at the Registered Office or the Head Office, also by means of remote communication and in accordance with the procedures stated in the notice of call which allows the identification of the parties submitting the list, no later than the twenty-five days before the date of the Shareholders' Meeting and must be made available to the public at the Registered Office, on the Company's website and through other channels provided for under current laws at least twenty-one days before the date of the Shareholders' Meeting (or within a different deadline as per applicable regulations).

7. Each party entitled to vote (as well as (i) entitled persons belonging to the same group, intended as a party, which need not be a corporation, exercising control pursuant to Article 2359 of the Italian Civil Code and any subsidiary controlled by, or under the

control of the said party, or (ii) shareholders who are party to a shareholders' agreement as per Article 122 of Legislative Decree no. 58 of 24 February 1998, or (iii) entitled persons who are otherwise associated with each other in a material relationship pursuant to current and applicable statutory or regulatory provisions) may submit individually or with others only one list, just like each candidate may only be included in one list, or otherwise be considered ineligible.

8. Lists may be submitted by parties entitled to vote who alone or together with others, hold shares with voting rights representing at least the percentage of share capital required by applicable laws and regulations in force at the time.

9. Ownership of the minimum shareholding required for submitting lists is calculated based on the shares registered to each shareholder, or to multiple shareholders combined, on the day when the lists are filed at the Company. Ownership of the number of shares necessary to submit lists must be proven pursuant to current regulations; proof may be submitted to the Company also after the lists have been filed, provided that it is submitted within the deadline for when the Company must make the lists public.

10. The entitled persons who submitted a list must also file any additional documentation and declarations required by the laws and regulations in force at the time, within the deadline indicated in paragraph 6 above, as well as the following disclosures:

- information pertaining to those who submitted the lists, with information on the total percentage of interest held;
- information on the personal and professional characteristics of the candidates included in the list;
- a statement whereby the individual candidates irrevocably accept the position (subject to their appointment) and attest, under their responsibility, that there are no grounds for their ineligibility or incompatibility to stand as candidate, and that they meet the professional competence and integrity requirements prescribed by current laws and regulations;
- a statement that the independence requirements set out in these Articles of Association have been met.

Any list that does not meet the above requirements shall be deemed to have not been submitted.

11. Each eligible voter may vote for one list only.

12. The members of the Board of Directors shall be elected as follows:

- a) a number of Directors equal to the number of board members, decreased by 1, shall be drawn - in the order in which they appear on the list - from the list receiving the majority of votes cast. The remaining Director shall be drawn- in numerical order- from the minority list that received the most votes among the minority lists;
- b) if the majority list does not reach a sufficient number of candidates for the election of the number of Directors to be appointed, according to the mechanism indicated in letter a) above, all the candidates from the majority list shall be appointed and the remaining Directors shall be drawn from the minority list, in the order in which they appear on the list, receiving the highest number of votes; if necessary, directors shall also be drawn from the second most voted minority list, always in the order in which they appear on the list, until the number of Directors to elect has been reached;
- c) if the number of candidates in the majority as well as minorities lists submitted is less than the number of the Directors to be elected, the remaining Directors shall be elected through a resolution made by the Shareholders' Meeting by relative majority, ensuring compliance with the principles of independence and gender equality prescribed by current law and regulations. If there is a tie vote between two or more candidates, a run-off will be held between these candidates by means of another vote at the Shareholders' Meeting;
- d) if only one list or no list is filed, the Shareholders' Meeting shall act in accordance with the procedures set forth in letter c) above;
- e) if the required minimum number of Independent Directors and/or Directors belonging

to the least represented gender is not elected, the Directors of the most voted list who have the highest consecutive number and do not meet the requirements in question shall be replaced by the next candidates on the same list, who meet the necessary requirements. Should it prove impossible, even after applying this criterion, to identify the Directors who meet the above requirements, the above substitution criterion shall apply to the minorities lists receiving the highest votes from which the candidates elected have been drawn;

f) if even after applying the substitution criteria referred to in letter e) above, suitable substitutions have not been found, the Shareholders' Meeting shall resolve by a relative majority. In this case, the substitutions shall be effected starting from the most voted lists and from the candidates bearing the highest number in consecutive order.

13. In the event of death, resignation, withdrawal or removal from office for any other reason of a Director, or where a Director no longer meets the professional competence and integrity requirements, the Board of Directors can take steps to coopt a Director, in compliance with the principles of minority representation and gender equality. If, in the above cases, the minimum number of independent Directors falls below the level required by the laws and regulations in force at the time and/or the number of Directors belonging to the least represented gender falls below the level prescribed by law, the Board of Directors shall replace them.

14. For the appointment of Directors needed to fill vacancies on the Board of Directors, the Shareholders' Meeting shall resolve by relative majority, ensuring that the principles of independence and gender equality established by current law and regulations are met.

#### Article 14

1. The Board of Directors elects from among its members, for three financial years - unless a different term is established by the Shareholders' Meeting pursuant to the provisions of Article 13 - a Chairman and a Secretary, who need not be one of its members and - where appropriate - one or more Vice Chairmen, one of which will act as a stand-in. In the event the Chairman is absent or incapacitated, he/she will be replaced by the Deputy Vice Chairman or, if he/she is absent, by the other Vice Chairman. Where both the Chairman and all the Vice Chairmen are absent or incapacitated, the Chairman shall be replaced by the eldest Director. In the event the Secretary is absent or incapacitated, the Board shall designate a replacement.

#### Article 15

1. The Board of Directors may appoint one Managing Director, and also determines his/her duties and powers, and may assign special duties and powers to other Board members.

2. The Board of Directors may appoint, determining the term of office and the respective duties and powers, a General Manager and one or more Deputy General Managers, who form the Head Office, together with the other employees of this office.

3. The Managing Director or – where not appointed – the General Manager shall oversee the Head Office.

4. The Managing Director shall take up the powers and duties of the General Manager if the latter has not been appointed.

5. If a Managing Director and General Manager are appointed, both positions must be held by the same person.

6. The Managing Director, or where not appointed, the General Manager shall be responsible for implementing the resolutions passed by the Board of Directors, with the assistance of the Head Office.

7. If a Managing Director has not been appointed, the General Manager shall take part in Board meetings with the power to make proposals and without voting rights.

8. The Managing Director and other Directors vested with particular responsibilities, as

well as the General Manager, where no Managing Director has been appointed, shall report to the Board of Directors on their activities, according to the procedures and time limits established by the Board, in accordance with law.

#### Article 16

1. The Board of Directors shall be convened at the Registered Office or elsewhere in Italy or abroad by the Chairman or his/her representative, usually at least once every three months and however any time the Chairman feels it necessary, or if requested by the Managing Director or by least two Directors. Meetings may also be convened on the request of a Statutory Auditor.

2. The Board shall be convened by the Chairman or by his/her replacement in accordance with Article 14 above, and may also be convened using telecommunication facilities.

3. If deemed appropriate by the Chairman of the Board of Directors, Board meetings may be held using telecommunication facilities, provided that each attendee can be identified by all the other attendees and that each of them is able to intervene in real time during the discussion of the issues at hand, as well as receive, transmit and view documents. If these requirements are met, the meeting of the Board of Directors shall be considered to have been held at the venue where it was convened.

4. Meetings shall be valid even if they are not convened as above, provided that all Directors and effective members of the Board of Statutory Auditors take part in the meeting.

5. The Board of Directors shall be chaired by the Chairman or, if he/she is absent or incapacitated, by the person replacing him/her in accordance with the provisions set out in Article 14.

6. The Chairman may invite Deputy General Managers and other employees from the management team to take part in Board meetings.

#### Article 17

1. The Board of Directors is vested with all powers necessary for managing the Company, except for those powers reserved by law and regulations, along with the Articles of Association to the Shareholders' meeting.

2. In compliance with applicable laws and the Company's Articles of Association, the Board of Directors shall adopt a Regulation on its functioning and responsibilities. This Regulation specifies, amongst other things, the limits on number of board mandates.

3. In addition to those duties and powers that cannot be delegated by law, the Board of Directors is responsible for passing resolutions - which cannot be delegated - concerning:

- the general guidelines, as well as the adoption and amendment of the Company's industrial, strategic and financial plans, within the framework of the directives imparted by the Parent Company;
- the appointment and dismissal of the General Manager/s and Deputy General Managers;
- the assessment of the overall business performance;
- adjustments to be made to the Articles of Association to bring them in line with legal requirements;
- corporate mergers and demergers in the cases provided under Articles 2505 and 2505 bis and 2506 of the Italian Civil Code;
- the reduction of capital in the event of shareholder withdrawal;
- decisions on which Directors, in addition to those indicated in these Articles of Association, may represent the Company;
- the establishment of committees or commissions with advisory, decision-making or coordination functions;
- the risk management policies, as well as the evaluation of the functionality,

efficiency and effectiveness of the internal control system and the adequacy of the organisational, administrative and accounting structure within the framework of the directives issued by the Parent Company;

- the purchase and sale of equity investments, companies and/or company divisions, without prejudice to the provisions set out in Article 2361, paragraph 2, of the Italian Civil Code;

- the purchase and sale of property;

- the approval and amendment of internal regulations;

- the appointment and dismissal of the heads of the internal audit, conformity and risk control functions;

- the opening and establishment, also for the purpose of structuring the signing authority, of secondary offices, branches, agencies, counters and representation offices, however named, in Italy and abroad, as well as closing them.

4. The Board of Directors may delegate powers to the Managing Director, the General Manager and/or Deputy General Managers, establishing the limits and operating methods, including the power to sub-delegate, where appropriate. It may also delegate its powers on an ongoing basis to other employees for the day-to-day management of the Company – including the granting of credit – as well as powers to complete specific categories of acts.

5. In the event of a demonstrable emergency, the Chairman, on the basis of a proposal made by the Managing Director, or the General Manager, may pass resolutions on any deal or transaction, with the exception of those matters reserved by law or by the Articles of Association exclusively to the Board of Directors, and shall inform the Board about the event at the next meeting.

#### Article 18

1. Meetings of the Board of Directors shall be valid only if attended by the majority of the members in office.

2. Resolutions are passed by a majority of the votes, excluding abstentions. In case of a tie, the Chairman of the meeting shall have the casting vote.

#### Article 19

1. Resolutions passed by the Board of Directors shall be recorded in the minutes transcribed in the relevant register, which are signed by the Chairman of the meeting and the Secretary.

2. Copies of the minutes, signed and certified as true by the Chairman of the Board of Directors or by his/her representative, or by the Secretary, shall constitute full proof thereof.

#### Article 20

1. The Directors shall be entitled to reimbursement of the costs incurred in carrying out their duties. The Board shall also be entitled to an annual fee, fixed and/or variable, which shall be resolved upon by the Ordinary Shareholders' Meeting and shall remain unchanged until the Meeting subsequently decides otherwise.

2. Remuneration of the Board of Directors, as resolved upon by the Shareholders' Meeting shall be distributed among its members by way of resolution by the Board. The Board of Directors may also, after consulting with the Board of Statutory Auditors, establish the remuneration of the Chairman, Vice Chairman, Managing Director and, in general, the Directors vested with specific responsibilities, pursuant to Article 2389, third paragraph, of the Italian Civil Code.

## SECTION V

## DISCLOSURES BY EXECUTIVE BODIES AND OFFICERS

### Article 21

1. Decisions made by those with delegated powers shall be disclosed to the Board according to the procedure and frequency (at least quarterly) established by the Board.
2. In particular, the executive bodies and officers shall report to the Board of Directors and the Board of Statutory Auditors, at least on a quarterly basis, on the general performance of the company, the business outlook, and transactions that have a significant effect on the results of operations and financial position- with particular regard to those that could potentially give rise to conflict of interest- carried out by the Company and its subsidiaries.

## SECTION VI REPRESENTATION OF THE COMPANY'

### Article 22

1. The representation, also in legal proceedings, and the authority to sign on behalf of the company are the right, separately, of the Chairman of the Board of Directors, the Vice Chairman, the Managing Director, the General Manager and the Vice General Managers, who have the right to designate, be it on a continuous basis or otherwise, employees of the Company and persons on secondment to the Company, as well as outside third parties, as representatives and special agents for completing single acts and operations or specific types of acts and operations and to appoint lawyers, technical consultants and arbitrators, vesting them with the appropriate powers and authorities.
2. Representation in legal proceedings includes, but is not limited to, the right to initiate and support any act and measure to protect the Company's rights and interests, which may involve requesting injunctive remedies, precautionary measures and emergency actions, and exercising enforcement actions, the exercising, withdrawal and waiver of the right to take legal action, as well as the institution and the revocation of a civil action, in any court, administrative and arbitration proceedings, before any authority and in any state, and at any level of the law, with all of the necessary powers for such purposes, including the related appointment of a representative ad litem, also of a general nature, to conduct interrogations pursuant to the law, and with all legal rights to reach agreements, settle and submit to arbitration proceedings, also out of court and to waive acts and actions.
3. The Board of Directors may also appoint individual Directors, Senior Managers, Managers and other employees of the Company and persons on secondment at the company , as well as to outside third parties to represent the company and use the company signature, determining their powers, the limits and the procedures by which they are to be exercised.
4. Where necessary for the completion of certain acts or categories of acts, the Board may also grant mandates and powers of attorney to persons from outside the Company.

## SECTION VII BOARD OF STATUTORY AUDITORS

### Article 23

1. The Ordinary Shareholders' Meeting shall appoint three Standing Auditors, one of which will be elected Chairman, and two stand-in auditors, which shall hold office for three financial years. Their term ends on the date of the Shareholders' Meeting called to approve the financial statements relating to the last year of their appointment and they may be re-elected. The law and the provisions of these Articles of Association shall be observed for

their appointment, dismissal and replacement.

2. Pursuant to the provisions of current rules and regulations, at least two Standing Auditors and one stand-in Auditor must have been entered in the Register of Auditors for at least three years and have not less than three years of experience as a statutory auditor. Statutory Auditors who are not entered in the Register of Auditors must have at least three years of experience in:

a) professional activities as a certified public accountant or lawyer, rendered primarily to the banking, insurance and financial sectors;

b) teaching, at University level, subjects concerning - in the legal field - banking, commercial and/or fiscal law, as well as financial markets and - in the business/finance field - banking operations, business economics, accountancy, the running of the securities markets, the running of the financial and international markets and corporate finance;

c) management functions at public entities governmental authorities operating in the credit, financial or insurance sector, as well as in the provision of investment services sector or collective portfolio management sector, both of which are defined in Legislative Decree no. 58 of 24 February 1998.

3. The appointment of standing and stand-in members of the Board of Statutory Auditors takes place on the basis of lists submitted by entitled persons in which the candidates must be listed in numerical order. Lists shall be divided in two sections, containing respectively up to three candidates for the position of Statutory Auditor and up to two candidates for the position of Stand-in Statutory Auditor. As a minimum, the first two candidates for the position of Statutory Auditor and the first candidate for the position of Stand-in Statutory Auditor in the respective lists must be entered in the Register of Auditors and have experience as a statutory auditor in accordance with paragraph 2. Each list for the appointment of Statutory Auditor and Stand-in Statutory Auditor must have a number of candidates belonging to the least represented gender, so as to ensure compliance with at least the minimum requirements for gender equality prescribed by current law and regulations. No candidate may appear in more than one list, or shall otherwise be disqualified.

4. In order to be valid, the lists must be filed at the Registered Office or the Head Office, also by means of remote communication and in accordance with the procedures stated in the notice of call which allows the identification of the parties filing the lists, no later than twenty-five days before the date of the Shareholders' Meeting (or within a different period of time according to applicable laws in force at the time) and must be made available to the public at the Registered Office, on the Company's website and through other channels provided for under current laws at least twenty-one days prior to the date of the Shareholders' Meeting (or within a different deadline as per applicable regulations).

5. Each party entitled to vote (as well as (i) entitled persons belonging to the same group, intended as a party, which need not be a corporation, exercising control pursuant to Article 2359 of the Italian Civil Code and any subsidiary controlled by, or under the control of the said party, or (ii) shareholders who are party to a shareholders' agreement as per Article 122 of Legislative Decree no. 58 of 24 February 1998, or (iii) entitled persons who are otherwise associated with each other in a material relationship pursuant to current and applicable statutory or regulatory provisions) may submit individually or with others only one list, just like each candidate may only be included in one list, or otherwise be considered ineligible.

6. Lists may be submitted by parties entitled to vote who alone or together with others, hold shares with voting rights representing at least the percentage of share capital required by applicable law and regulatory provisions in force at the time.

7. Minority shareholders who are not affiliated with the shareholders concerned, shall be entitled to extend the deadline for presenting lists in the circumstances and according to the procedures set forth in current laws and regulations.

8. Ownership of the minimum shareholding required to submit a list is calculated with regard to the shares registered to each shareholder, or to multiple shareholders combined, on the day on which the lists are filed at the Company. Ownership of the number of shares necessary to submit lists must be proven pursuant to current rules and regulations; proof may be submitted to the Company also after the lists have been filed, provided that it is submitted within the deadline for when the Company must make the lists public.

The entitled persons who submitted a list must also file any additional documentation and declarations required by the laws and regulations in force at the time, within the deadline indicated in paragraph 4 above. Any list that does not meet the above requirements shall be deemed to have not been submitted.

10. Each eligible voter may vote for one list only.

11. The members of the Board of Statutory Auditors shall be elected as follows:

a) 2 (two) Standing Auditors and 1 (one) Stand-in Statutory Auditor are drawn from the list obtaining the largest number of votes cast by the Shareholders, in the order in which they appear on the list ;

b) the remaining Statutory Auditor and the remaining Stand-in Statutory Auditor are drawn from the list that obtained the most votes after the list referred to in letter a). The first candidates of the related section are thus elected Statutory Auditor and Stand-in Statutory Auditor.

12. The Chairmanship of the Board of Statutory Auditors will go to the first candidate of Standing Auditors from the minority list receiving the most votes.

13. If, in accordance with the deadlines and procedures set forth in the previous paragraphs, only one list or no list has been presented, or the lists do not contain the required number of candidates to be elected, the Shareholders' Meeting shall pass a resolution for the appointment or completion of the Board of Statutory Auditors by relative majority. If there is a tie vote between several candidates, a run-off election shall be held between them with a further vote of the Shareholders' Meeting. The Shareholders' Meeting shall be required to ensure compliance with the provisions of applicable laws and regulations concerning gender balance.

14. In the event the death, resignation, withdrawal or removal from office for any other reason of a Statutory Auditor, he/she shall be replaced by the Stand-in Statutory Auditor, from the same list as the outgoing Auditor, in the order in which they appear on the list, complying with the minimum number of members entered in the Register of Auditors who have been engaged in auditing activities as per paragraph 3 and in compliance with gender equality principles. If this is not possible, the outgoing Auditor shall be replaced by the Stand-in Statutory Auditor meeting the specified requirements, drawn from the minority list which obtained the most votes, following the order in which they appear on the list. Where the appointment of Auditors is not carried out using the slate voting system, the Stand-in Statutory Auditor shall take over pursuant to statutory provisions. Should it be necessary to replace the Chairman, the Stand-In Statutory Auditor taking over shall also serve as Chairman. The Shareholders shall appoint or replace Auditors in meetings called in accordance with article 2401, paragraph 1 of the Italian Civil Code in compliance with the principle of adequate representation of minority shareholders and gender equality. Where the appointment of the Stand-in Statutory Auditor in lieu of the Statutory Auditor is not confirmed by the Shareholders' Meeting, he/she shall return to his/her position as Stand-in Statutory Auditor.

15. The Board of Statutory Auditors shall be considered as having been validly constituted if the majority of Statutory Auditors are present, and resolutions shall be passed by an absolute majority of those present. in case of a tie, the vote cast by the Chairman shall prevail.

16. If deemed appropriate by the Chairman of the Board of Statutory Auditors, meetings of the Board of Statutory Auditors may be held using telecommunication facilities, provided



that each attendee can be identified by all the other attendees and that each of them is able to intervene in real time during the discussion of the issues at hand, as well as receive, transmit and view documents. If these requirements are met, the meeting of the Board of Statutory Auditors shall be considered to have been held in the place where the Chairman is located.

17. The Ordinary Shareholders' Meeting shall establish the annual remuneration for each Auditor as required by law. Auditors shall be entitled to reimbursement of the costs incurred in carrying out their duties.

#### Article 24

1. In order to properly perform its tasks, and in particular to fulfil its obligation to promptly inform the Bank of Italy, and other Supervisory Authorities if required, on management irregularities or violations of the law, the Board of Statutory Auditors is vested with all the broadest powers provided for by current laws and regulations.

2. The Board of Statutory Auditors, without prejudice to any other or more specific duty and power assigned to it by primary and secondary laws and regulations in force, monitors compliance with laws, regulations and the Articles of Association, as well as the correct administration, adequacy of organisational and accounting arrangements of the Bank, of the risk management and control system, as well as the functioning of the overall internal control system, of the external auditing of the accounts, of the independence of external auditors and on the financial reporting process. The Board of Statutory Auditors shall work in close cooperation with the corresponding body of the Parent Company.

### SECTION VIII FINANCIAL STATEMENTS, DISTRIBUTION OF PROFITS

#### Article 25

1. The financial year ends on 31 (thirty-one) December of each year.
2. At the end of each financial year, the Board of Directors shall prepare the company's financial statements, in accordance with statutory provisions.

#### Article 26

1. The net profit, as resulting from the financial statements, deducting the portion to be allocated to the legal reserve, shall be allocated as decided by the shareholders at the Shareholders' Meeting.
2. If the right to collect dividends is not exercised within five years from the day in which they became due, the dividends will revert to the Company and the equivalent value shall be allocated to the reserve fund.
3. The Shareholders' Meeting, on the basis of a proposal by the Board, may grant shareholders the right to require that the payment of dividends be settled, in whole or in part, in cash or by delivery of shares, having the same entitlements of the shares outstanding at their time of assignment.
4. If the above right is granted, the Shareholders' Meeting, on the basis of a proposal by the Board of the Directors, shall determine the criteria for the calculation and assignment of the shares, establishing how dividend payments will be settled if the above right is not exercised by shareholders.
5. The Shareholders' Meeting, on the basis of a proposal by the Board of Directors, may allocate a portion of the annual net profit to social, welfare and/or cultural projects, to be given as decided by the Board of Directors.
6. The Company may approve the distribution of interim dividends in the cases, manner

and within the limits permitted by applicable laws.

## SECTION IX WITHDRAWAL

### Article 27

1 The right of withdrawal is regulated by the law, on the understanding that right of withdrawal may not be exercised by shareholders that have not been involved in the approval of resolutions regarding the extension of the Company's duration.

## SECTION X NOMINATED OFFICIAL IN CHARGE OF DRAWING UP THE COMPANY ACCOUNTS

### Article 28

1. The Board of Directors, subject to the mandatory opinion of the Board of Statutory Auditors, shall appoint for a period of up to three years, a nominated official in charge of drawing up the company accounts (Financial Reporting Officer) to perform the duties attributed to this function under current laws, and shall establish his/her powers, qualifications and compensation.

2. The Nominated Official in charge of drawing up Company Accounts shall be selected by the Board of Directors from the Company's Senior Managers who meet the following professional qualifications: specific administrative and accounting skills in lending, finance, securities and insurance-related issues. These skills, to be verified by the Board of Directors, must have been acquired through work experience in a position of adequate responsibility for a reasonable period of time or in undertakings similar to the Company.

3. The Financial Reporting Officer must also meet the integrity requirements provided under current law for the assumption of statutory offices. If the Officer no longer meets the integrity requirements, he/she shall be removed from office; in this case, the Board of Directors shall promptly replace the outgoing officer.

4. The Board of Directors shall ensure that the Nominated Official in charge of drawing up Company Accounts has the appropriate powers and means to carry out the duties assigned to him under current laws and properly complies with all administrative and accounting procedures.

5. In the performance of his duties, the Nominated Official in charge of drawing up Company Accounts may call on the assistance of all Bank structures.

6. The Financial Reporting Officer shall make all attestations and declarations, also in conjunction executive bodies and officers when required, in accordance with current laws.

## SECTION XI FINAL PROVISIONS

### Article 29

1. For anything not expressly provided for in the Articles of Association, reference shall be made to laws and regulations in force at the time.

Signed Enrico Cotta Ramusino

Signed Angelo Busani