# 2017 Annual Report on Remuneration

pursuant to articles 123-ter of the Consolidated Law on Finance (TUF) and 84-quater of the Issuers' Regulation

Issuer: Nice S.p.A.

Web Site: www.niceforyou.com

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#### **GLOSSARY**

Borsa Italiana: Borsa Italiana S.p.A.

**Corporate Governance Code:** the Corporate Governance Code for listed companies, approved in March 2006 (as subsequently amended) by the Corporate Governance Committee, and promoted by Borsa Italiana, ABI, Ania, Assogestioni, Assonime and Confindustria. The Corporate Governance Code can be downloaded directly from the Borsa Italiana website at: <a href="https://www.borsaitaliana.it">www.borsaitaliana.it</a>.

**Board of Statutory Auditors**: the Issuer's Board of Statutory Auditors.

Board of Directors: the Issuer's Board of Directors.

Issuer either Nice or Company: Nice S.p.A.

Year 2016: the year ended 31 December 2016.

Year 2017: the year ended 31 December 2017.

**Instructions for Stock Market Regulations:** instructions for the Regulation of markets organised and managed by Borsa Italiana SpA.

Stock Market Regulation: regulations of Markets organised and managed by Borsa Italiana S.p.A.

Issuers' Regulation: Consob Regulation no. 11971/99 as subsequently amended and supplemented.

**Report:** the report on remuneration pursuant to articles 123-ter of the TUF and 84-quater of the Issuers' Regulation.

Articles of Association: the Nice articles of association currently in force.

Consolidated Law on Finance (TUF) or Legislative Decree no. 58/98: Italian Legislative Decree no. 58 of 24 February 1998 as subsequently amended and supplemented.

#### Section I

#### 1. INTRODUCTION

The Company defines and applies a general remuneration policy aimed at attracting, motivating and retaining human resources with the professional qualifications required in order to productively pursue the objectives of the Nice Group.

This policy has been defined as a result of a clear and transparent process, in which the Shareholders' Meeting, the Board of Directors, the Board of Statutory Auditors and the Remuneration Committee play a central role.

Pursuant to article 17.9 of the Articles of Association, Directors are entitled to compensation for the duration of their office, determined by the Shareholders' Meeting at the time of appointment, also with an overall amount established according to article 2389, paragraph 3, of the Italian Civil Code. This compensation may also consist of a fixed part and a variable part, the latter based on the achievement of specific objectives. The Articles of Associations also envisage that the remuneration of Directors with specific offices shall be established by the Board of Directors based on the opinion of the Board of Statutory Auditors.

As required by the Stock Market Regulation for the achievement and maintenance of STAR status, the Company has also appointed a Remuneration Committee.

The policies for both fixed and variable remuneration for directors with specific offices are proposed each year by the Remuneration Committee and submitted for approval to the Company's Board of Directors, with the favourable opinion of the Board of Statutory Auditors.

#### 2. **OBJECTIVES**

The remuneration policy applied by the Company aims to ensure competitiveness within the core market and an adequate performance assessment, as well as ensuring that executive directors' interests are in line with the pursuit of the primary objective, which is to create value for the shareholders over the medium and long term, through the creation of a strong bond between compensation and individual performances. The principles underlying the remuneration policy applied by the Company, the objectives pursued and the remuneration policy itself are in line with the compensation policy applied by the Company in the past.

#### 3. THE REMUNERATION COMMITTEE

At the date of this Report, the Remuneration Committee consisted of directors Antonio Bortuzzo and Emanuela Paola Banfi. Both members are non-executive and independent.

The Remuneration Committee is responsible for making proposals to the Board of Directors (in the absence of the people directly involved if they are members of the Committee) regarding the remuneration of the Chief Executive Officer and those Directors with specific offices and also, on the advice of the Chief Executive Officer, regarding the remuneration criteria for managers with strategic responsibilities.

The Remuneration Committee also has the task of formulating proposals for the implementation of specific management stock option plans, intended as incentive and loyalty tools deemed appropriate for attracting and motivating human resources with suitable experience and at a suitable level. In particular, the Committee makes proposals to the Board of Directors on the most appropriate incentives system and monitors the evolution and implementation over time of the plans approved by the Shareholders' Meeting upon proposal by the Board.

During 2017, and in particular during the Board of Directors' meeting held on 28 February 2017, the Remuneration Committee submitted to the Board its proposals for the CEO's and executive directors' fixed remuneration on a *pro rata temporis* basis, as well as the criteria for determining the variable remuneration for the year 2017, pursuant to the remuneration policy agreed with the Chairman. The Committee's remuneration proposals were fully agreed and approved by the Board of Directors during the above-mentioned meeting.

In carrying out its functions, the Remuneration Committee was able to access all information and company departments necessary to carry out its tasks, and did not require external consultants but instead made use of internal functions.

#### 4. POLICIES

As required by the Stock Market Regulation to issuers listed on the STAR segment, the remuneration policy of the Company provides that a significant portion of the remuneration of executive directors and managers with strategic responsibilities be of a motivational nature, through the payment of a consideration based on the achievement of individual and/or company objectives.

It is hereby noted that the fixed part of the directors' remuneration was determined at the ordinary Shareholders' Meeting held on 22 April 2016, which resolved to award a gross annual fee of Euro 105,000, on a *pro rata* basis, to be divided among the members of the Board of Directors.

As regards the remuneration of the directors vested with special offices and executives with strategic responsibilities, the Board of Directors at its meeting of 28 February 2017 undertook to determine the specific criteria and parameters aimed at ensuring that: (i) a significant portion of the remuneration is linked to the financial results achieved by the Issuer and/or the

achievement of specific objectives previously announced by the Board of Directors; and (ii) it is such so as to ensure that the interests of Executive Directors and executives with strategic responsibilities are aligned with the pursuit of the primary objective of creating shareholder value in the medium to long term.

The remuneration policy for Directors with specific offices and managers with strategic responsibilities approved by the Board of Directors consists of three elements, in addition to the fixed remuneration established by the Shareholders Meeting for all Directors:

- a) a fixed component remunerating each individual for the specific offices held;
- b) a variable component, with a pre-established maximum amount for each Director and manager, connected to short-term company objectives (MBO Management By Objectives). These objectives are: Sales, EBITDA and Net Financial Position of the group as defined in the 2017 budget that were approved by the Board of Directors. In addition to the aforementioned objectives, some individuals may be assigned additional objectives. Each objective shall affect no more than 40% of the total amount of the variable component of the emolument paid;
- c) a variable component, with a pre-established maximum amount for each Director and manager, connected to medium-/long-term corporate objectives (LTIP – Long Term Incentive Plan).

The gross annual compensation of non-executive directors shall not be tied to the attainment of economic results by the Company but shall instead be based on the commitment requested of each of them for the performance of their office.

#### 5. COMPENSATION FOR THE OFFICE OF DIRECTOR

On 13 May 2016, the Board of Directors resolved, among other things, to distribute to the members of the Board of Directors the compensation decided by the Shareholders' Meeting of 22 April 2016 of an overall gross annual amount of Euro 105,000. In particular, in its meeting of 13 May 2016, the Board of Directors established a fixed annual gross fee of Euro 12,500 for each of the Directors, except for Director Antonio Bortuzzo, for whom a fixed annual fee of Euro 17,500 was set, including the Euro 5,000 for his position as lead independent director.

#### 6. COMPENSATION ENVISAGED FOR MEMBERSHIP OF COMMITTEES

With the resolution of the Board of Directors of 13 May 2016, the Company established that it will not pay an additional specific fee to Directors who are also members of an internal Committee within the Board of Directors itself.

#### 7. BENEFITS IN KIND

The Company's general remuneration policy provides for payment of benefits in kind to certain members of the Board of Directors and managers with strategic responsibilities, such as a company car under the terms and conditions to be agreed with the human resources department.

#### 8. SHARE-BASED INCENTIVE PLANS

At the date of this Report, no share-based incentive plans for managers with strategic responsibilities were in place.

#### 9. CLAUSES FOR THE MAINTENANCE OF FINANCIAL INSTRUMENTS IN THE PORTFOLIO

At the date of this Report, the Company had not concluded any agreements with clauses for the maintenance of financial instruments in the portfolio after their purchase.

# 10. INDEMNITY PAYABLE TO DIRECTORS IN THE EVENT OF RESIGNATION, DISMISSAL OR TERMINATION OF OFFICE FOLLOWING A TAKEOVER BID (PURSUANT TO ARTICLE 123-BIS, PARAGRAPH 1, LETTER I) OF THE TUF)

At the date of this Report, there were no agreements between the Company and the members of its Board of Directors that provide for payment of an indemnity in the event of resignation, dismissal and/or revocation without just cause or in any case of termination of their office following a takeover bid.

#### 11. INSURANCE, SOCIAL SECURITY AND PENSION PLANS

The remuneration policy approved by the Issuer does not provide other insurance, social security and pension benefits in addition to those required, other than those stated in this Report with reference to the Chairman of the Board of Directors Mr. Lauro Buoro and Chief Executive Office Mr Roberto Griffa.

# 12. REMUNERATION POLICY ADOPTED FOR INDEPENDENT DIRECTORS AND FOR THE EXECUTION OF SPECIFIC DUTIES. DEFERRED PAYMENT SYSTEMS

- At the date of this Report, the Company had not adopted any remuneration policy for independent directors.
- 2. With regard to the remuneration policy adopted for directors with specific positions:
  - (i) On 13 May 2016, the Board of Directors established that it will pay a fee of Euro 5,000 to the lead independent director.

- (ii) On 28 February 2017, the Board of Directors set the compensation payable to directors with specific offices for 2017 at the gross amount of Euro 950,500.00 (nine hundred and fifty thousand five hundred), this being the overall amount of the fixed compensation on a pro rata basis.
- (iii) Finally, as indicated in paragraph 4, on 28 February 2017, the Board of Directors determined the specific criteria and objectives on which to base the payment of the variable part of the remuneration for directors with specific offices for the Year 2017. The Board of Directors set the compensation payable to directors with specific offices for 2017 at the gross amount of Euro 485,500.00 (four hundred and eighty five thousand five hundred), this being the overall amount of the variable compensation on a "pro rata temporis" basis.
- 3. At the date of this Report, a long-term incentive plan is effective: the Company will grant variable remuneration based on the achievement of medium-/long-term objectives.

In addition to this, there is no further deferred payment system.

#### Section II

#### Part one

#### 1. COMPENSATION OF THE BOARD OF DIRECTORS

#### Lauro Buoro, Chairman of the Board of Directors

During 2016, Chairman of the Board of Directors Lauro Buoro was paid a gross fixed annual fee of Euro 400,000.00, as well as a short-term variable fee (MBO) of Euro 48,000. Benefits in kind equal to Euro 11,188.90 were awarded, relating to a company car and insurance policy for the reimbursement of medical expenses.

#### Roberto Griffa, Chief Executive Officer

During 2016, Chief Executive Officer Roberto Griffa was paid a fixed gross annual fee of Euro 300,000.00 and a short-term variable fee (MBO) of Euro 24,000. Benefits in kind amounted to Euro 13,843.41 for a company car, relocation costs for Mr. Griffa's move from the Sao Paulo (Brazil) base of the subsidiary Peccinin Portoes Automaticos Industrial LTDA to the Issuer's headquarters, accommodation and insurance policies covering medical expenses, permanent disability from disease, accidents and life insurance policy.

#### Lorenzo Galberti, Director

During 2016, Director Lorenzo Galberti was paid a gross annual fixed fee of Euro 180,000.00, a a short-term variable fee of Euro 6,000.00 and benefits in kind of Euro 3,022.08, consisting of a company car.

#### Luciano lannuzzi, Director

Mr. Luciano lannuzzi resigned from his position as a Director of the company with effect from 11 March 2016. For his period in office during the financial year 2016 Mr. Luciano lannuzzi received a fixed gross fee of Euro 9,935.90 and other monetary benefits equal to Euro 1,987.17. He also received fees of Euro 41,144.64 for positions held in other group companies.

#### Giorgio Zanutto, Director

During 2016, Director Giorgio Zanutto was paid a gross fixed annual fee of Euro 155,000.00, as well as benefits in kind of Euro 3,449.16, consisting of a company car. In addition, a fixed employee salary of Euro 85,000.00 was paid. Mr. Zanutto was also paid fees of Euro 225,000 for positions held in other group companies.

#### Chiara Mio, Director

For her period in office since her appointment on 22 April 2016, Chiara Mio received in the financial year 2016 a fixed gross fee of Euro 20,000.00 as well as a short-term variable fee (MBO) of Euro 8,000.00.

#### **Denise Cimolai, Director**

During 2016, Director Denise Cimolai was paid a gross fixed annual fee of Euro 12,500.00, as well as benefits in kind of Euro 2,502.84, consisting of a company car. In addition, she received a fixed employee salary of Euro 74,956.70 and a bonus of Euro 15,250.00 based on the achievement of targets.

#### Antonio Bortuzzo, Independent Director

During 2016, Independent Director Antonio Bortuzzo was paid a gross fixed annual fee of Euro 21,500.00 (including Euro 5,000 for his position as lead independent director and Euro 4,000.00 for membership of the supervisory board).

#### Gian Paolo Fedrigo, Independent Director

On 22 April 2016, Mr. Gian Paolo Fedrigo left his position as a Director of the company owing to the natural expiry of his term. For the period of his office during the financial year 2016 he received a fixed gross fee of Euro 3,858.95 (including fees for membership of the Internal Audit Committee and the Remuneration Committee).

#### **Emanuela Paola Banfi, Independent Director**

During 2016, Independent Director Emanuela Paola Banfi was paid a gross fixed annual fee of Euro 12,500.00 (including fees for membership of the Internal Audit Committee and the Remuneration Committee).

#### 2. COMPENSATION OF THE BOARD OF STATUTORY AUDITORS

#### Giuliano Saccardi, Chairman of the Board of Statutory Auditors

During 2016, the Chairman of the Board of Statutory Auditors Giuliano Saccardi was paid a gross annual fee of Euro 25,500.00 (including fees paid by the subsidiary Immobiliare Fenice S.p.A.), in addition to reimbursement of documented expenses incurred in the performance of his duties.

#### **Enzo Dalla Riva, Standing Statutory Auditor**

During 2016, Standing Statutory Auditor Enzo Dalla Riva was paid a gross annual fee of Euro 13,750.00 (including fees paid by the subsidiary Immobiliare Fenice S.p.A.), in addition to reimbursement of documented expenses incurred in the performance of his duties.

#### Monica Berna, Standing Statutory Auditor

During 2016, Standing Statutory Auditor Monica Berna was paid a gross annual fee of Euro 13,750.00 (including fees paid by the subsidiary Immobiliare Fenice S.p.A.),in addition to reimbursement of documented expenses incurred in the performance of her duties.

#### 3. COMPENSATION OF MANAGERS WITH STRATEGIC RESPONSIBILITIES

During 2016, the two managers with strategic responsibilities were paid fixed employee salaries of Euro 272,347.00, a short-term variable fee of Euro 26,250.00 and benefits in kind of Euro 6,276.61, consisting of a company car and accommodation.

### Section II

## **TABLES**

The tables below provide a breakdown of the fees paid in 2016 for any reason and in any form by the Company or by the Issuer's subsidiaries or associates.

TABLES 1 (7-bis scheme): Compensation paid to members of the Board of Directors and the Board of Statutory Auditors, general managers and other managers with strategic responsibilities<sup>1</sup>

(A)	(B)	(C)	(D)	(1)	(2)	(	3)	(4)	(5)	(6)	(7)	(8)
Full name	Office	Period of office	Term of office	Fixed compensa tion	Compensation for membership of committees	Non-equity compensation  Bonuses and other incentives	variable on  Profit sharing	Benefits in kind	Other compens ation	Total	Fair value of equity compens ation	End-of- office or terminatio n benefits
Board of Direct	ors											
Lauro Buoro	Chairman of the Board of Directors	01/01/2016 - 31/12/2016	Approval of the 2018 Financial Statements									
	Compensation in t	he company th	nat prepares the	400,000		48,000		11,189		459,189		
	Compensation from	n subsidiaries a	and associates									
	Total			400,000		48,000		11,189		459,189		
Lorenzo Galberti	Director	01/01/2016 - 31/12/2016	Approval of the 2018 Financial Statements									
	Compensation in t	he company th	nat prepares the	180,000		6,000		3,022		189,022		

<sup>&</sup>lt;sup>1</sup> The amounts in the tables are presented in Euro.

	financial statem	ents							
	Compensation	from subsidiaries a	and associates						
	Total			180,000	6,000	3,022		189,022	
Giorgio Zanutto	Director	01/01/2016	Approval of the 2018 Financial Statements						
	Compensation financial statem	in the company the	hat prepares the	155,000		3,449	85,000	243,449	
	Compensation 1	from subsidiaries a	and associates	225,000				225,000	
	Total			380,000		3,449	85,000	468,449	
Denise Cimolai	Director	01/01/2016	Approval of the 2018 Financial Statements						
	Compensation financial statem	in the company the	hat prepares the	12,500		2,503	90,207	105,210	
	Compensation	from subsidiaries a	and associates						
	Total			12,500		2,503	90,207	105,210	
Luciano Iannuzzi	Director	01/01/2016 - 11/03/2016	11/03/2016						
	Compensation financial statem	in the company the	hat prepares the	9,936			1,987	11,923	
	Compensation	from subsidiaries a	and associates	25,833	7,200	2,150	5,961	41,144	

	Total			35,769	7,200	2,150	7,948	53,067	
Chiara Mio	Director	- tl 31/12/2016 F	Approval of he 2018 Financial Statements						
	Compensation in financial statement		prepares the	20,000	8,000			28,000	
	Compensation from	m subsidiaries and	l associates						
	Total			20,000	8,000			28,000	
Roberto Griffa	Director	- tl 31/12/2016 F	Approval of he 2018 Financial Statements						
	Compensation in financial statement	the company that	prepares the	300,000	24,000	13,843		337,843	
	Compensation from	m subsidiaries and	l associates						
	Total			300,000	24,000	13,843		337,843	
Gian Paolo Fedrigo	Director	- tl 22/04/2016 F	Approval of he 2015 Financial Statements						
	Compensation in financial statement	the company that	prepares the	3,859				3,859	
	Compensation from	m subsidiaries and	l associates						
	Total			3,859				3,859	
Emanuela	Director		Approval of he 2018						

Paola Banfi		31/12/2016	Financial						
i aula Dalili		31/12/2010	Statements						
			Statements						
	Compensation in t	the company th	hat prepares the	12,500				12,500	
	financial statement	ts	nat prepares the	12,300				12,300	
	Compensation from	n subsidiaries a	and associates						
	Total			12,500				12,500	
Antonio	Director	01/01/2016	Approval of						
Bortuzzo	Director	-	the 2018						
D OT TULLO		31/12/2016	Financial						
			Statements						
	Compensation in t		nat prepares the	21,500				21,500	
	financial statement	ts							
	Compensation from subsidiaries and associates								
	Total			21,500				21,500	
7 000									
Board of Statut	ory Auditors								
Giuliano	Chairman of the	01/01/2016	Approval of						
Saccardi	Board of	_	the 2017						
	Statutory	31/12/2016	Financial						
	Auditors		Statements						
	Compensation in t	the company th	nat prepares the	20,000				20,000	
	financial statement	ts							
	Compensation from	n subsidiaries a	and associates	5,500				5,500	
	Total			25,500				25,500	
Enzo Dalla	Standing	01/01/2016	Approval of		1				
Riva	Statutory Auditor	01/01/2010	the 2017						
-M.1M	Statutory readitor	31/12/2016	Financial						
		21,12,2010							
		L	l	1		 l .	<u> </u>		l

	Statements				
	Compensation in the company that prepares the financial statements	10,000		10,000	
	Compensation from subsidiaries and associates	3,750		3,750	
	Total	13,750		13,750	
Monica Berna	Standing Statutory Auditor - 17.2016 Statutory Auditor - 31.712.72016 Statements - 31.712.72016 Statements				
	Compensation in the company that prepares the financial statements	10,000		10,000	
	Compensation from subsidiaries and associates	3,750		3,750	
	Total	13,750		13,750	
Manuela Salvestrin	Alternate Statutory Auditor - 131/12/2016 Statutory Auditor - 31/12/2016 Statements Statements				
	Compensation in the company that prepares the financial statements	0		0	
	Compensation from subsidiaries and associates				
	Total	0		0	
David Moro	Alternate Statutory Auditor  Statutory Auditor  O1/01/2016  - 31/12/2016  Approval of the 2017  Financial Statements				
	Compensation in the company that prepares the	0		0	

	financial statements					
	Compensation from subsidiaries and associates					
	Total	0			0	
Other managers with strategic	Compensation in the company that prepares the financial statements	272,347	26,250	6,276	304,874	
responsibilitie s	Compensation from subsidiaries and associates					
	Total	272,347	26,250	6,276	304,874	

# Table 3B (7-bis scheme): Cash-based incentive plans for members of the Board of Directors, general managers and other managers with strategic responsibilities

#### **Chairman of the Board of Directors - Lauro Buoro**

A	В	(1)	(2)						(4)
Full name	Office	Plan	Bonus	s for the year	r	Boi	nuses of previous ye	ars	Other Bonuses
			(A)	<b>(B)</b>	(C)	(A)	( <b>B</b> )	(C)	
Lauro Buoro	Chairman of the Board of Directors		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compensat	ion in the company	Plan A (13/05/2016 resolution)	48,000						
that prepare	es the financial	Plan B (13/05/2015 resolution)					0		

statements	Plan C (12/05/2014 resolution)			0	
	Plan D (07/06/2013 resolution)			0	
	Plan E (11/05/2012 resolution)			0	
	Plan F (27/04/2011 resolution)			0	
	Plan G (28/04/2010 resolution)			0	
(II) Compensation from subsidiaries and associates					
(III) Total		48,000		0	

#### **Chief Executive Officer Roberto Griffa**

A	В	(1)		(2)			(3)		(4)
Full name	Office	Plan	Bonus	for the year	r	Box	nuses of previous yea	ars	Other Bonuses
			(A)	<b>(B)</b>	(C)	(A)	<b>(B)</b>	(C)	
Roberto Griffa	Chief Executive Officer		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compen	sation in the	Plan A (13/05/2016 resolution)	24,000						
company tha	nt prepares the	Plan B (13/05/2015 resolution)					0		
financial state	ments	Plan C (12/05/2014 resolution)					0		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Comp subsidiaries ar	ensation from and associates								
(III) Total			24,000				0		

#### Director - Lorenzo Galberti

A	В	(1)		(2)			(3)		(4)
Full name	Office	Plan	Bonus	s for the year	r	Во	Other Bonuses		
			(A)	( <b>B</b> )	(C)	(A)	(B)	(C)	
Lorenzo Galberti	Director		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compens	sation in the company that	Plan A (13/05/2016 resolution)	6,000						
prepares the f	financial statements	Plan B (13/05/2015 resolution)					0		
		Plan C (12/05/2014 resolution)					15,000		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Compens	sation from subsidiaries and								
(III) Total			6,000				15,000		

### Director - Giorgio Zanutto

A	В	(1)		(2)			(3)		(4)
Full name	Office	Plan	Bonus	s for the yea	r	Во	onuses of previous ye	ars	Other Bonuses
			(A)	( <b>B</b> )	(C)	(A)	(B)	(C)	
Giorgio Zanutto	Director		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compens	sation in the company that	Plan A (13/05/2016 resolution)	0						
prepares the f	financial statements	Plan B (13/05/2015 resolution)					0		
		Plan C (12/05/2014 resolution)					7,500		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Compens associates	sation from subsidiaries and								
(III) Total			0				7,500		

#### Director - Luciano lannuzzi

A	В	(1)	Bonus for the year			Bonuses of previous years			Other Bonuses
Full name	Office	Plan							
			(A)	(B)	(C)	(A)	(B)	(C)	
Luciano Iannuzzi	Director		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compens	ation in the company that	Plan A (13/05/2016 resolution)	0						
prepares the financial statements		Plan B (13/05/2015 resolution)					0		
		Plan C (12/05/2014 resolution)					0		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Compensation from subsidiaries and associates			0				0		
(III) Total			0				0		

#### Director - Chiara Mio

A	В	(1)	(2)		(3)			(4)	
Full name	Office	Plan	Bonus for the year			Bonuses of previous years			Other Bonuses
			(A)	(B)	(C)	(A)	(B)	(C)	
Chiara Mio	Director		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compensation	n in the company that	Plan A (13/05/2016 resolution)	8,000						
prepares the financial statements		Plan B (13/05/2015 resolution)					0		
		Plan C (12/05/2014 resolution)					0		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Compensation associates	n from subsidiaries and								
(III) Total			8,000				0		

# 2 managers with strategic responsibilities

A	В	(1)	(2)		(3)			(4)	
Full name	Office	Plan	Bonus for the year			Bonuses of previous years			Other Bonuses
			(A)	(B)	(C)	(A)	(B)	(C)	
2 managers with strategic responsibilities	Managers with strategic responsibilities		Payable/Paid	Deferred	Deferral period	No longer payable	Payable/Paid	Still deferred	
(I) Compensation	on in the company that	Plan A (13/05/2016 resolution)	26,250						
prepares the financial statements		Plan B (13/05/2015 resolution)					3,000		
		Plan C (12/05/2014 resolution)					26,700		
		Plan D (07/06/2013 resolution)					0		
		Plan E (11/05/2012 resolution)					0		
		Plan F (27/04/2011 resolution)					0		
		Plan G (28/04/2010 resolution)					0		
(II) Compensation associates	on from subsidiaries and								
(III) Total			26,250				29,700		

TABLE 1 (7-ter scheme): Investments of members of the Board of Directors and Board of Auditors

Full name	Office	Investee company	No. of shares held at the end of the previous year	No. of shares purchased	No. of shares sold	No. of shares held at the end of the current year
Board of Directors						
Lorenzo Galberti	Director	Nice S.p.A.	1,144,400	0	0	1,144,400
Giorgio Zanutto	Director	Nice S.p.A.	7,000	0	0	7,000
Denise Cimolai	Director	Nice S.p.A.	5,000	0	0	5,000
Other managers with str	rategic responsibilities (2)	0	0	0	0	0