

FinecoBank S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING  
APRIL 28, 2020

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

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,383	431,386,990	99.145008	99.145008	70.772838
Against	0	0	0.000000	0.000000	0.000000
Abstentions	3	1,621,229	0.372605	0.372605	0.265977
Not voting	13	2,098,904	0.482388	0.482388	0.344344
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

### 3. Coverage of the negative IFRS 9 reserve

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

### 4a. Determination of the number of Directors

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,391	432,806,123	99.471165	99.471165	71.005660
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	6	1,026,000	0.235804	0.235804	0.168324
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,379	432,220,150	99.336491	99.336491	70.909526
Against	12	585,973	0.134673	0.134673	0.096134
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	6	1,026,000	0.235804	0.235804	0.168324
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

#### 4c. Appointment of the Board of Directors

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

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,353	430,086,147	98.846037	98.846037	70.559424
Against	12	795,601	0.182852	0.182852	0.130525
Abstentions	11	1,770,362	0.406880	0.406880	0.290443
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

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

## 7. Determination of the remuneration due to the Board of Statutory Auditors

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,390	432,708,434	99.448713	99.448713	70.989633
Against	0	0	0.000000	0.000000	0.000000
Abstentions	3	1,372,689	0.315483	0.315483	0.225202
Not voting	6	1,026,000	0.235804	0.235804	0.168324
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

## 8. 2020 remuneration policy

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,305	424,020,785	97.452044	97.452044	69.564348
Against	58	6,791,889	1.560969	1.560969	1.114269
Abstentions	13	1,839,436	0.422755	0.422755	0.301776
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

## 9. 2019 remuneration report

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,241	414,473,669	95.257845	95.257845	67.998059
Against	133	16,903,441	3.884892	3.884892	2.773159
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

### 10. 2020 Incentive System for Employees “Identified Staff”

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,371	431,027,110	99.062297	99.062297	70.713797
Against	3	350,000	0.080440	0.080440	0.057421
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

### 11. 2020 Incentive System for Personal Financial Advisors “Identified Staff”

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,369	431,212,518	99.104909	99.104909	70.744215
Against	5	164,592	0.037828	0.037828	0.027003
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,372	431,302,110	99.125500	99.125500	70.758913
Against	2	75,000	0.017237	0.017237	0.012304
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

### 13. Amendments to the Procedures for Shareholders' Meetings

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,373	426,282,304	97.971805	97.971805	69.935370
Against	1	5,094,806	1.170931	1.170931	0.835848
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,374	431,377,110	99.142737	99.142737	70.771218
Against	0	0	0.000000	0.000000	0.000000
Abstentions	2	1,275,000	0.293031	0.293031	0.209175
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>

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

	<b>NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)</b>	<b>NO. OF SHARES</b>	<b>% ON ORDINARY SHARES REPRESENTED</b>	<b>% ON SHARES ADMITTED TO VOTE</b>	<b>% ON SHARE CAPITAL</b>
in favour	1,368	430,978,971	99.051233	99.051233	70.705899
Against	5	369,844	0.085001	0.085001	0.060676
Abstentions	3	1,303,295	0.299534	0.299534	0.213817
Not voting	23	2,455,013	0.564232	0.564232	0.402767
<b>Total</b>	<b>1,399</b>	<b>435,107,123</b>	<b>100.000000</b>	<b>100.000000</b>	<b>71.383159</b>