

## Equita Group S.p.A.

Via Filippo Turati 9 - 20121 Milano  
 Capitale Sociale Euro 11,376,344.50 i.v.

Codice Fiscale, Partita IVA e numero di iscrizione al Registro delle Imprese di Milano n. 09204170964  
 R.E.A. della Camera di Commercio di Milano Monza Brianza Lodi n. 2075478

### ORDINARY SHAREHOLDERS' MEETING HELD ON 7<sup>TH</sup> MAY 2020

#### Summary account of the votes on the items of the agenda pursuant Article 125-querter, paragraph 2, of the Legislative Decree 58/1998

##### Item 1 of the agenda

**1. Approval of the Financial Statements as of 31st December 2019, accompanied by the Management Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the Auditing Firm. Allocation of the fiscal year profits. Related and consequent resolutions. Presentation of the Consolidated Financial Statements as of 31st December 2019.**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 shares with voting right equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

##### Vote results

	no. votes	%
<b>Votes for</b>	<b>62,182,250</b>	<b>100.00%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

##### Item 2 of the agenda

**2. Remuneration and incentive policies applicable to the Equita Group starting from 2020: related and consequent resolutions.**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

##### Vote results

	no. votes	%
<b>Votes for</b>	<b>62,173,271</b>	<b>99.99%</b>
<b>Votes Against</b>	<b>8,979</b>	<b>0.01%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

**Item 3 of the agenda**
**3. Report on the remuneration policy and compensation paid: resolutions pursuant to Art. 123-ter of Italian Legislative Decree No. 58/98 as amended.**
**3.A Binding approval of Section I of the Report on the remuneration policy and compensation paid**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

**Vote results**

	no. votes	%
<b>Votes for</b>	<b>62,173,271</b>	<b>99.99%</b>
<b>Votes Against</b>	<b>8,979</b>	<b>0.01%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

**3.B Non binding approval of Section II of the Report on the remuneration policy and compensation paid**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

**Vote results**

	no. votes	%
<b>Votes for</b>	<b>62,173,271</b>	<b>99.99%</b>
<b>Votes Against</b>	<b>8,979</b>	<b>0.01%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

**Item 4 of the agenda**
**4. New 2020-2022 Stock Option Plan: related and consequent resolutions.**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

#### Vote results

	no. votes	%
<b>Votes for</b>	<b>60,665,043</b>	<b>97.56%</b>
<b>Votes Against</b>	<b>1,517,207</b>	<b>2.44%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

#### Item 5 of the agenda

##### 5. Appointment of the Board of Directors:

5.1 Determination of number of members and duration of mandate;

5.2 Appointment of Directors;

5.3 Determination of remuneration for each year of mandate and for each member.

##### 5.1.A Determination of number of members;

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

#### Vote results

	no. votes	%
<b>Votes for</b>	<b>62,182,250</b>	<b>100.00%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

##### 5.1.B Determination of duration of mandate;

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

#### Vote results

	no. votes	%
<b>Votes for</b>	<b>62,182,250</b>	<b>100.00%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

## 5.2 Appointment of Directors:

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

### Vote results

	no. votes	%
<b>List 1 (*)</b>	<b>47,908,567</b>	<b>77.05%</b>
<b>List 2 (**)</b>	<b>11,094,731</b>	<b>17.84%</b>
<b>List 3 (***)</b>	<b>1,821,207</b>	<b>2.93%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>1,357,745</b>	<b>2.18%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

(\*) List deposited by some majority shareholders.

(\*\*) List deposited by Fenera Holding S.p.A. - PKP Investments 1939 S.p.A. – Justus s.s..

(\*\*\*) List deposited by a group of investors.

### List of the appointed candidates as members of the Board of Directors:

	Independent <sup>(1)</sup>	List n.
Francesco Michele Marco Perilli		1
Andrea Attilio Mario Vismara		1
Massimo Ferrari	✓	1
Sara Biglieri		1
Paolo Colonna	✓	1
Michela Zeme	✓	1
Silvia Demartini	✓	2

<sup>(1)</sup> Indicated as independent pursuant to Art. 147-ter, paragraph 4, and 148, paragraph 3 of the Legislative Decree no. 58/1998 and the Art. 3 of the Listed Companies' Corporate Governance Code.

## 5.3 Determination of remuneration for each year of mandate and for each member.

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

**Vote results**

	no. votes	%
<b>Votes for</b>	<b>62,182,250</b>	<b>100.00%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

**Item 6 of the agenda**
**6. Appointment of the Board of Statutory Auditors:**
**6.1. Appointment of three Standing Auditors and two Alternate Auditors;**
**6.2. Appointment of the Chairman;**
**6.3. Determination of remuneration for each year of mandate and for each standing auditor.**
**6.1. Appointment of three Standing Auditors and two Alternate Auditors;**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

**Vote results**

	no. votes	%
<b>List 1 (*)</b>	<b>47,908,567</b>	<b>77.05%</b>
<b>List 2 (**)</b>	<b>11,094,731</b>	<b>17.84%</b>
<b>List 3 (***)</b>	<b>3,178,952</b>	<b>5.11%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>

(\*) List deposited by some majority shareholders.

(\*\*) List deposited by Fenera Holding S.p.A. - PKP Investments 1939 S.p.A. - Justus s.s..

(\*\*\*) List deposited by a group of investors.

**List of the appointed candidates as members of the Board of Statutory Auditors:**

	Office	Lista n.
Franco Fondi*	<b>Chairman</b>	<b>2</b>
Laura Acquadro	<b>Permanent Auditor</b>	<b>1</b>
Paolo Maria Alessandro Redaelli	<b>Permanent Auditor</b>	<b>1</b>
Dora Laura Federica Salvetti	<b>Alternative Auditor</b>	<b>1</b>
Andrea Conso	<b>Alternative Auditor</b>	<b>1</b>



\*Pursuant the Article 18.5 of the Bylaw, Franco Fondi is the Chairman of the Board of Statutory Auditors, Permanent Auditor from the List 2 which is the second most voted slate. Therefore, the point no. 6.2 of the agenda has not been voted.

### **6.3. Determination of remuneration for each year of mandate and for each standing auditor.**

Shares present at the meeting when the vote was opened no. 35,843,656 equal to 71.687% of the no. 50,000,000 representing the share capital, corresponding to no. 62,182,250 equal to 80.688% of the no. 77,064,899 shares with voting rights.

The voting result was the following:

#### **Vote results**

	<b>no. votes</b>	<b>%</b>
<b>Votes for</b>	<b>62,182,250</b>	<b>100.00%</b>
<b>Votes Against</b>	<b>0</b>	<b>0.00%</b>
<b>Abstentions</b>	<b>0</b>	<b>0.00%</b>
<b>No votes</b>	<b>0</b>	<b>0.00%</b>
<b>Total Shares</b>	<b>62,182,250</b>	<b>100.00%</b>