

**ASSEMBLEA  
DEGLI  
AZIONISTI**  
Shareholders' Meeting



## 2017 Shareholders' Meeting Kit

Trieste, 27 April 2017

# Assemblea degli Azionisti 2017

Shareholders' Meeting



**Trieste**  
**25, 26 and 27 April 2017**

Stazione Marittima  
Conference Centre  
Molo Bersaglieri, 3

Should you decide to receive this Kit by email, please send an email to **shareholders@general.com**.

Shareholders' personal data will be processed in full compliance with the Italian privacy legislation in force (Legislative Decree 196/2003). For further information please refer to the privacy section in our web site **www.general.com**.

Dear Shareholder,

For your own convenience, we have designed this Kit containing some useful documents to facilitate your attendance at the Shareholders' Meeting:

- Notice of call and Shareholders' Meeting agenda
- Procedure on attendance and voting by proxy
- Right to submit questions before the Shareholders' Meeting
- Shareholders' Meeting Extended Inclusion: services provided and procedure
- Request form for the certificate to attend the Shareholders' Meeting
- Proxy form to attend the Shareholders' Meeting
- Shareholders' Meeting Extended Inclusion: booking form
- Map

We inform you that the Financial Statements 2016, the reports of the Board of Directors as well as other types of information are available in the Company's website **[www.generali.com](http://www.generali.com)** and that our Offices (phone Nos. +39 040 671621, +39 040 671696, fax +39 041 3362876, e-mail address **[shareholders@generali.com](mailto:shareholders@generali.com)**) are available for any needs you may have.

## ASSICURAZIONI GENERALI S.P.A.

Company incorporated in Trieste in 1831. Registered office in Trieste at 2, Piazza Duca degli Abruzzi. Fully paid-up share capital of € 1,559,883,538.00.

Tax Identification Number and Venezia Giulia Companies Registry Number 00079760328.

Entered in the Register of Insurance and Reinsurance Companies under No. 1.00003.

Parent Company of the Generali Group, registered in the Register of Insurance Groups under No. 026.

PEC (Certified email address): assicurazionigenerali@pec.generaligroup.com

# NOTICE OF CALL OF THE SHAREHOLDERS' MEETING

Shareholders are invited to attend the Shareholders' Meeting at Palazzo dei Congressi, Stazione Marittima, Molo Bersaglieri 3, Trieste, on

- **25 April 2017, at 9.00 a.m.** in ordinary and extraordinary session (first call), and, if needed, on
  - **26 April 2017, at 9.00 a.m.** in extraordinary session (second call), and, if needed, on
  - **27 April 2017, at 9.00 a.m.** in ordinary session (second call) and extraordinary session (third call)
- to pass resolutions on the following

## AGENDA

- 1.** 2016 Financial Statements:
  - a) Adoption of the Financial Statements as at 31 December 2016 with the Report of the Board of Directors, the External Auditor Report and the Report of the Board of Statutory Auditors. Presentation of the Consolidated Financial Statements. Relevant resolutions. Delegations of powers.
  - b) Allocation of profits 2016 and distribution of dividends. Relevant resolutions. Delegations of powers.
- 2.** Appointment and fees of the Board of Statutory Auditors and its Chairman:
  - a) Appointment of the Board of Statutory Auditors and its Chairman for the financial years ending 31 December 2017, 2018 and 2019. Relevant resolutions.
  - b) Determination of annual fees for the members of the Board of Statutory Auditors for the financial years ending 31 December 2017, 2018 and 2019.
- 3.** Remuneration Report. Adoption of the Remuneration Policy pursuant to s. 123-ter of Legislative Decree No. 58/1998 (CFBA) and s. 24 of ISVAP Regulation No. 39/2011. Relevant resolutions.
- 4.** 2017 Group Long Term Incentive Plan (LTIP):
  - a) Adoption of the 2017 LTIP pursuant to s. 114-bis of the CFBA. Relevant resolutions. Delegations of powers.
  - b) Adoption of the authorization to purchase own shares and to dispose of them for the purposes of incentive plans. Termination of the authorization given by the Shareholders' Meeting on 28 April 2016. Relevant resolutions. Delegations of powers.
  - c) Adoption, in the extraordinary session, of the delegation of power to the Board of Directors, pursuant to s. 2443 of the Italian Civil Code, for a period of 5 years from the date of the resolution, to increase the share capital with free issues and in one or several transactions, pursuant to s. 2439 of the Italian Civil Code for the purposes of the 2017 LTIP. Relevant resolutions. Delegations of powers.

5. Share plan for the Managing Director/Group CEO:
  - a) Adoption of the special share plan for the Managing Director/Group CEO pursuant to s. 114-*bis* of the CFBA. Relevant resolutions. Delegations of powers.
  - b) Adoption of the authorization to purchase own shares and to dispose of them for the purposes of the share plan for the Managing Director/Group CEO. Relevant resolutions. Delegations of powers.
  - c) Adoption, in the extraordinary session, of the delegation of power to the Board of Directors, pursuant to s. 2443 of the Italian Civil Code, for a period of 5 years from the date of the resolution, to increase the share capital with free issues and in one or several transactions, pursuant to s. 2439 of the Italian Civil Code for the purposes of the special share plan for the Managing Director/Group CEO. Relevant resolutions. Delegations of powers.
6. Amendments to the Articles of Association:
  - a) Adoption, in the extraordinary session, of the amendment to Article 7.2 of the Articles of Association (on the keeping of company books). Relevant resolutions. Delegations of powers.
  - b) Adoption, in the extraordinary session, of the amendment to Article 9 of the Articles of Association (on the update of Equity items for the Life section and the Non-Life section) pursuant to s. 5 of ISVAP Regulation No. 17 of 11 March 2008. Relevant resolutions. Delegations of powers.
  - c) Adoption, in the extraordinary session, of the amendment to Article 28.2 of the Articles of Association (on the effects of the loss of the Directors' independence requirements). Relevant resolutions. Delegations of powers.
  - d) Adoption, in the extraordinary session, of the amendment to Article 32.2 e) of the Articles of Association (on the approval of the periodic financial information). Relevant resolutions. Delegations of powers.

## ADDITIONS TO THE AGENDA

Shareholders accounting, either individually or jointly, for at least 2.5% of the share capital may request, within 10 days of the publication of this notice of call, i.e. by 27 March 2017, additions to the list of items on the agenda (by specifying in their application the additional items they suggest), or by submitting draft resolutions on items already on the agenda. The application must be submitted in writing to the Company's registered office, to the attention of the *Head of Corporate Affairs*, also by mail, or by email to the certified email address **azioni@pec.generalicom**. The ownership of the shares by the applicant Shareholders and the required shareholding to request additions to the agenda must be evidenced by an ad-hoc document submitted by the intermediary and sent to the certified email address **azioni@pec.generalicom**. Additions to the list of items on the agenda are not allowed on items which the Shareholders' Meeting is required by law to debate upon the Directors' proposal or on the basis of projects

or reports drafted by them. Any additions to the agenda or the submission of additional draft resolutions on items already on the agenda will be notified in the statutory forms laid down for the notice of call, within the deadlines specified in the applicable regulations. Shareholders requesting additions to the agenda are required to draft a report stating the reasons for the draft resolutions regarding the new items they suggest, or the reasons for the additional draft resolutions on items already on the agenda. Said report must be delivered to the Board of Directors within the deadline for the submission of requests, i.e. by 27 March 2017. The report will be made available to the public, together with any evaluations by the Board of Directors, when the notice of additional items is published.

## APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

The Board of Statutory Auditors will be appointed on the basis of lists of candidates pursuant to Article 37 of the Articles of Association,

published in the Company's website in the Governance section, namely:

- **Entitlement to submit lists.** Lists may be submitted by Shareholders accounting, either individually or jointly with others, for at least 0.5% of the share capital. Ownership of the minimum shareholding required to submit lists is determined on the basis of the shares registered in the Shareholder's name on the date when the lists are filed at the Company. Shareholders entitled to vote, their direct or indirect subsidiaries, and companies directly or indirectly subject to joint control, may jointly submit and may only vote for one list. No account will be taken of support given to any of the lists in the event of breach of this provision.
- **Connections.** Pursuant to s. 144-*sexies*, paragraph 4 b), of the Regulation implementing Italian Legislative Decree No. 58 of 24 February 1998 concerning rules and regulations on issuers, adopted by Consob with resolution No. 11971 on 14 May 1999, as amended (Issuers' Regulation), and to CONSOB notice No. DEM/9017893 of 26 February 2009, Shareholders submitting minority lists are required to file, together with the list and the additional documentation required under Article 37 of the Articles of Association, a statement that they have no direct or indirect connection, under s. 144-*quinquies* of the Issuers' Regulation, with the Shareholder holding the relative majority shareholding (Mediobanca Banca di Credito Finanziario S.p.A.). Such statement must also specify any relations, if significant, with the Shareholder holding the relative majority shareholding, if identifiable, and the reasons why such relations are not considered to constitute these connections; alternatively, the absence of such relations must be specified.
- **Procedures and deadlines to submit and publish lists.** The lists, signed by the entitled Shareholder(s) and including the information about the Shareholders submitting them, details of the total percentage of share capital held by them, and the documentation required pursuant to Article 37 of the Articles of Association must be filed at the Company's registered office, to the attention of the *Head of Corporate Affairs*, or sent to the certified email address [azioni@pec.generalicom](mailto:azioni@pec.generalicom), within the 25th calendar day before the first call of the Shareholders' Meeting, i.e. 31 March 2017.

In the event that, as of the expiry date of the abovementioned term, only one list or lists submitted by Shareholders connected to each other have been submitted, the lists may be submitted until the third day subsequent to such date, i.e. by 3 April 2017. In such event, the Shareholders who, either alone or together with other Shareholders, account for at least 0.25% of the shares with voting right in the ordinary Shareholders' Meeting, are entitled to submit the lists. For organizational reasons, the Shareholders are recommended to submit their lists of candidates by no later than 8.00 p.m. on the deadline of 3 April 2017. Lists will be disclosed to the public by 4 April 2017 at the corporate headquarters, in the eMarket SDIR mechanism managed by Spafid Connect S.p.A., at the Internet address [www.emarketstorage.com](http://www.emarketstorage.com) as well as in the Company's website [www.generalicom](http://www.generalicom), in the section *Governance / Annual General Meeting / AGM 2017*. The certificate proving ownership of the minimum shareholding required to submit lists must be evidenced by a specific communication produced by the intermediary depository and sent to the certified email address [azioni@pec.generalicom](mailto:azioni@pec.generalicom), which can also be produced after the filing, but not later than the closing date for the publication of the lists, i.e. 4 April 2017, failing which the list will be deemed not to have been submitted.

## DOCUMENTATION

The full text of the draft resolutions and the reports of the Board of Directors on the items of the agenda, the financial statements 2016 with all schedules and statements signed by the manager in charge of preparing the Company's financial reports, the Report on the new incentive plan for Generali Group management, the annual Corporate Governance and Share Ownership Report and the Remuneration Report will be filed at the Company's registered office within the statutory period, and they will be available to the public. These documents will also be published in the Company's website [www.generalicom](http://www.generalicom) in the section *Governance / Annual General Meeting / AGM 2017*, together with the forms which Shareholders may use to vote by proxy, as indicated below, and in the eMarket SDIR mechanism managed by

Spafid Connect S.p.A., at the Internet address [www.emarkestorage.com](http://www.emarkestorage.com). Information about the amount of the share capital, with details on the relevant number and categories of shares, is available in the Company's website.

## RIGHT TO SUBMIT QUESTIONS

Those entitled to vote may ask questions about the items on the agenda also before the Shareholders' Meeting, up to the third day before the date of first call, i.e. by 22 April 2017, by delivering them to the Company's registered office, to the attention of the *Head of Corporate Affairs*, or by emailing them to [shareholders@generali.com](mailto:shareholders@generali.com), or to the certified mail address [azioni@pec.generali.com](mailto:azioni@pec.generali.com) according to the terms and conditions published in the Company's website. Questions received before the Shareholders' Meeting will be answered at the Meeting at the latest. The Company may provide a single answer to all questions on the same topic.

## ATTENDANCE OF THE SHAREHOLDERS' MEETING

Entitlement to attend the Shareholders' Meeting and to exercise voting rights is proved by a certificate, which must be issued to the Company by an authorized intermediary in accordance with the relevant book entries for the party holding voting rights. The certificate is issued by the intermediary based on the evidence as of the *record date* (12 April 2017), namely the seventh market trading day before the date of the first call of the Shareholders' Meeting.

Debit and credit entries made after that date will not be taken into account for the purpose of establishing the entitlement to vote at the Shareholders' Meeting; therefore, those who became shareholders only after that date will not be entitled to attend or vote at the Shareholders' Meeting. The owners of shares which have not yet been dematerialised may only attend the Shareholders' Meeting if their share certificates are first deposited with an intermediary authorised to input them into the dematerialisation system and to issue the subsequent notice.

Attendance by Shareholders of the Shareholders'

Meeting is governed by the applicable legislation and regulations, and by the provisions of the Articles of Association and the Shareholders' Meeting Regulation in force, which are available at the Company's registered office and in the Company's website. Those holding voting rights may appoint a proxy to represent them at the Shareholders' Meeting according to the law. In compliance with applicable legislation, shareholders may appoint the Company's designated representative "Computershare S.p.A." as a proxy with voting instructions, free of charge, pursuant to article 135-*undecies* of the CFBA. The proxy must be granted by signing the proxy form which is available on the Company's website, in the section *Governance / Annual General Meeting / AGM 2017, from 4 April 2017 at the latest*. The proxy form must be received by "Computershare S.p.A." by the end of the second day before the actual date of the Shareholders' Meeting, according to the procedure specified in paragraph 1 of the "Instructions for filling in and submitting the form" contained in said form.

The proxy does not cover draft resolutions for which no voting instructions have been given. The proxy and voting instructions may be revoked within the same period and with the same procedures as their conferment.

The certificate issued to the Company by the intermediary, proving that the Shareholder is entitled to attend the Shareholders' Meeting and to exercise his/her voting rights, is also required if the designated representative is appointed as a proxy: in the absence of this certificate, the proxy form is deemed to be null and void. Alternatively, Shareholders may appoint a proxy by filling in the proxy form available on the Company's website. The representative by proxy may deliver or send a copy of the proxy form, instead of the original, to the certified email address [azioni@pec.generali.com](mailto:azioni@pec.generali.com), certifying on his/her own responsibility that the copy is a true copy of the original and the identity of the principal. Pursuant to the applicable legislation, the representative will retain the original proxy form, and keep details of any voting instructions received, for one year from the end of the Shareholders' Meeting.

The proxy may also be granted with an electronic document signed electronically pursuant to article 21, paragraph 2, of Legislative Decree No. 82 of 7 March 2005 and sent to the certified email address [azioni@pec.generali.com](mailto:azioni@pec.generali.com).



## PRACTICAL INFORMATION

- **Interpreting service.** A simultaneous interpreting service will be available from Italian into a number of foreign languages (English, French, German and Spanish) during the proceedings of the Shareholders' Meeting. Headphones will be provided on demand at the entrance desk of the Stazione Marittima.
- **Shareholders' Meeting – Extended Inclusion.** At the entrance, people with motorial disability will easily find their dedicated path and some specific services. Other services will be provided to overcome any physical, communication and sensory barriers: some services require advance booking, according to the terms and conditions published in the Company's website in the section *Governance / Annual General Meeting / AGM 2017*.

- **Useful contacts.** Further information or explanations about Shareholders' attendance of the Shareholders' Meeting can be obtained by email at [shareholders@generali.com](mailto:shareholders@generali.com) or by phone at +39 040 671621 or +39 040 671696 or by fax at +39 041 3362876. All other people wishing to attend the Shareholders' Meeting may also contact the following numbers: for financial experts and analysts: phone +39 040 671402, fax +39 040 671338 and email [ir@generali.com](mailto:ir@generali.com); for journalists: phone +39 02 48248206, fax +39 040 671127 and email [media@generali.com](mailto:media@generali.com).

### On behalf of the Board of Directors

The Chairman  
(Gabriele Galateri di Genola)

## Procedure on attendance and voting by proxy

The Shareholders entitled to attend the Shareholders' Meeting may appoint proxies pursuant to the applicable regulations. To this end, the general proxy form available in the Company's website must be filled in. Authorised representatives must be provided with the original proxy forms and deliver them to the Company upon registration.

Original proxy forms may also be delivered to the Company's registered office in Trieste, Piazza Duca degli Abruzzi 2, to the attention of the Head of Corporate Affairs. Electronic proxy forms provided with an electronic signature may be sent to the certified email address **azioni@pec.generalitaly.com** pursuant to article 21, paragraph 2, of Legislative Decree No. 82 dated 7 March 2005.

Authorised representatives may also submit or send a copy of the proxy form to the certified email address **azioni@pec.generalitaly.com**, certifying the represented shareholder's identity and that the copy is true to the original. Pursuant to the applicable regulations, authorised representatives must keep the original proxy and voting instructions for one year from the end of the Shareholders' Meeting.

Proxy forms with voting instructions may also be submitted to Computershare S.p.A.,

which has been duly appointed by the Company pursuant to Article 135-*undecies* of Legislative Decree 58/1998, by filling in the proxy form available in the Company's website from 4 April 2017 at the latest. Proxies must be delivered to Computershare S.p.A. by the end of the second day before the actual date of the Shareholders' Meeting, as follows:

- through the Company's website [www.generalitaly.com](http://www.generalitaly.com), where you can find the link to Computershare S.p.A. and fill in the proxy form;
- by certified email as an attachment to **generalitaly@pecserviziogenerali.it**;
- by fax to +39 011 0923202;
- in the original copy to be sent to Computershare S.p.A., C.P. 3015 - Via Marsigli 22, 10146 Torino (Italy).

The proxy does not apply to items for which voting instructions have not been provided. The proxy and voting instructions may be cancelled by the end of the second day before the actual date of the Shareholders' Meeting.

If, for technical reasons, proxies are not available in electronic format, they may be sent upon request. To this end, please call +39 011 0923200.

# Right to submit questions before the Shareholders' Meeting

The Shareholders entitled to vote may submit questions about the items on the agenda before the Shareholders' Meeting by the end of the third day before the date of first call, i.e. by 22 April 2017, by delivering them to the Company's registered office in Trieste, Piazza Duca degli Abruzzi 2, to the attention of the Head of the Corporate Affairs, or by emailing them to **shareholders@generali.com** or to the certified email address **azioni@pec.generali.com**.

Questions must be provided with the personal data of the Shareholders who have submitted them. The right to submit questions must be proved by a certificate on shares ownership,

to be issued by the authorised intermediary and to be provided to the Company by no later than 22 April 2017.

The questions received by 22 April 2017 will be answered during the Meeting at the latest, subject to verification of their relevance and the Shareholder's right to submit them. The Company may provide a single answer to all the questions on the same topic.

Personal data will be processed in full compliance with the Italian privacy legislation in force (Legislative Decree 196/2003). For further information please refer to the privacy section in the Company's website.

## Shareholders' Meeting - Extended Inclusion: services provided and procedure

Assicurazioni Generali has launched a programme to minimize the impact of any physical, communication and sensory barriers and to facilitate attendance at the Shareholders' Meeting.

Specific services have been designed for all the participants. People with motorial disability will be welcomed at the entrance of the Meeting venue and will have access to a reserved check-in desk and a dedicated path. Other services such as a dedicated phone number of the Italian National Agency for the Deaf, meeting room assistance, sign language and subtitling - both in Italian and shown on screens - will be made available.

The shareholders with sensorial and/or motorial disability will also be provided with further services to be booked in the relevant **Booking Form**:

- **qualified assistance** to the Meeting proceedings;
- **care support** to attend the Meeting proceedings with their own wheelchair;
- **a wheelchair** available at the Meeting venue;
- **ergonomic - orthopaedic cushions** to improve posture.

**A special menu for people with coeliac disease** will be offered at the buffet lunch at the end of the proceedings upon booking through the relevant form.

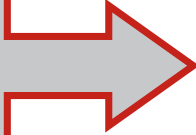
The booking form must be filled in, signed and sent **by no later than Friday, 21 April 2017 (1:00 pm)** to the following e-mail address: **ShareholdersMeetingExtendedInclusion@generali.com**.

Such services will be available to all the shareholders having required the certificate to attend the Shareholders' Meeting to the authorised intermediary under Article 83-sexies of the CFBA (Legislative Decree No. 58 of 24 February 1998) within the set time limits.

Requesting shareholders' personal data will be processed in full compliance with the Italian privacy legislation in force (Legislative Decree 196/2003).

Further information or explanations can be obtained by e-mail at **ShareholdersMeetingExtendedInclusion@generali.com** or by phone at **+39 334 688 6926, +39 338 601 7192**. The Enquiry Service will be operating Mondays to Fridays from 9:00 am to 4:00 pm until 26 April 2017. The dedicated phone number of the Italian National Agency for the Deaf is the following: **+39 328 578 1351**.

Please write the name of your depository bank, which is the **only one** you must send this letter to



To Mr./Ms

.....  
.....  
.....  
.....  
.....

**Request for the certificate to attend the Shareholders' Meeting  
(under Article 83-sexies of Italian Legislative Decree No. 58 of 24 February 1998)**

**Ordinary and Extraordinary Shareholders' Meeting of Assicurazioni Generali on 25, 26 e 27 April 2017**

I/, the undersigned,

.....  
(surname or company name) (name)

tax identification No .....

with reference to the Shareholders' Meeting above, kindly ask you to issue the certificate under Article 83-sexies of Italian Legislative Decree No. 58 of 24 February 1998 for all Assicurazioni Generali shares registered in my name and deposited at your bank.

Please send me a copy of the certificate if so provided by your policies or give me the details thereof, unless otherwise provided.

Thank you in advance for your cooperation.

Best regards,

Date, .....

Signed by .....



# Shareholders' Meeting 2017

## PROXY FORM

I / We, the undersigned<sup>1</sup>

\*Surname or Company's business name

\*Name

\*Place of birth

\*Country

\*Date of birth  
(dd / mm / yyyy)

\*Italian tax identification no.

\*Address (permanent address or registered office)

Postcode

\*Country

Telephone no.

To be filled in by the joint owner or chargee, if any

\*Surname or company's business name

\*Name

\*Place of birth

\*Country

\*Date of birth  
(dd / mm / yyyy)

\*Italian tax identification no.

\*Address (permanent address or registered office)

Postcode

\*Country

Telephone no.

being Shareholder(s) of Assicurazioni Generali S.p.A.

hereby appoint

\*Surname and name or company's business name

or, alternatively,

\*Surname and name or company's business name

as Proxy to act on my/our behalf in relation to all shares carrying voting rights at the Shareholders' Meeting of Assicurazioni Generali S.p.A. to be held on

**25 April 2017, at 9.00 a.m.** for an Ordinary and Extraordinary Shareholders' Meeting (first call), and if necessary on

**26 April 2017, at 9.00 a.m.** for an Extraordinary Shareholders' Meeting (second call), and if necessary on

**27 April 2017, at 9.00 a.m.** for an Ordinary Shareholders' Meeting (second call), and Extraordinary Shareholders' Meeting (third call)

and hereby fully approve his/her conduct after the discussion at the meeting.

The undersigned<sup>2</sup>

**declares** that he/she is the owner of the voting rights carried by the above-mentioned shares, and signs this proxy form in capacity of (check appropriate box):

- legal representative                       agent with authority to sub-delegate                       pledgee  
 taker-in                       beneficial interest holder                       reciever                       manager  
 other (please specify)

Date

Signature/s

(dd / mm / yyyy)

(1) Shareholder's full name as shown in the notification regarding attendance at the Shareholders' Meeting referred to in s. 2370 of the Italian Civil Code. (2) Enter the full name and capacity of the signatory holding voting rights if different from the shareholder(s) listed above.

## HOW TO FILL IN THE PROXY FORM

If you are unable to attend the Shareholders' Meeting, you may appoint a person of your choice to speak and vote on your behalf at the meeting.

- 1 The proxy form must be submitted in writing, dated and signed, and the name of the proxy must be inserted by the shareholder and not by a third party, without prejudice to that the shareholder's possibility of inserting the name of a substitute;
- 2 authority may only be granted for a specific meeting (including any subsequent calls of that meeting), except in the case of:
  - (i) a general power of attorney, or
  - (ii) a power of attorney granted by a company or partnership, association, foundation or other collective body or institution ("Entity") to one of its employees;
- 3 in the circumstances mentioned in paragraphs 2 (i) and 2 (ii), and whenever the shareholder is an Entity, a copy of the documentation conferring authority should be attached to the proxy form in order to be filed with the Company's records;
- 4 the proxy may deliver or send a copy of the original proxy form instead of the original, certifying on his/her own responsibility that the copy is a true copy of the original and certifying the identity of the principal, without prejudice to the Company's right to establish the identity of the proxy or substitute;
- 5 if an Entity is appointed as a proxy, the Entity may only appoint one of its employees to act on its behalf;
- 6 the proxy may also be issued to a person who is not a Generali shareholder;
- 7 a proxy who has a conflict of interest may be appointed provided that the proxy or substitute notifies the shareholder in writing of the circumstances from which the conflict derives, and that there are specific voting instructions for each resolution on which the proxy is to vote on the shareholder's behalf;
- 8 in the case of qualified endorsement of shares, the proxy may not be a member of the Board of Directors or Board of Statutory Auditors or an employee of the company, or one of its subsidiaries or a member of the Board of Directors or Board of Statutory Auditors or employee of the said subsidiaries; in any event, the proxy may not represent more than 200 shareholders;
- 9 if the shares are registered in the name of two or more persons, the proxy form must be signed by all of them, even if the proxy is one of the said joint owners.

Should you require any further information or clarification about the procedures for attending the Shareholders' Meeting of Assicurazioni Generali S.p.A., please consult the relevant section of the website [www.generali.com](http://www.generali.com) or contact us at the e-mail address: [shareholders@generali.com](mailto:shareholders@generali.com).

### PRIVACY NOTICE

As required by s. 13 of Legislative Decree no. 196/2003, we hereby inform you that the data supplied in the proxy form will be processed by Assicurazioni Generali, acting as Data Controller, for the purpose of managing Shareholders' Meetings in compliance with the applicable data protection legislation.

The data may be disclosed to our employees or agents who have been specifically authorised to process it, in the capacity of Data Processors or Persons in charge of Processing, for the purposes referred to above. Said data may be subject to dissemination or communication to specific parties to comply with a statutory obligation, regulation or European Community legislation, or if so ordered by authorities having statutory jurisdiction or by supervisory or monitoring bodies. Without the data specified as "required" (\*) we will be unable to allow your proxy to attend the Shareholders' Meeting.

The Data Subject is entitled to ascertain at all times what data is held by us, its origin and how it is used. The Data Subject is also entitled to call for the data to be updated, rectified, supplemented or deleted, ask for it to be blocked, or object to its processing, by contacting the Data Processor pursuant to s. 7 of Legislative Decree no. 196/2003 of the Company: Privacy - Via Marocchesa 14, 31021 Mogliano Veneto - TV, Italy, [privacy.it@generali.com](mailto:privacy.it@generali.com).

# Shareholders' Meeting 2017

## Shareholders' Meeting Extended Inclusion

Deaf



Deaf - Blind



Blind - Visually



Impaired Mobility



Coeliac disease



### Booking form

To facilitate access and attendance at the Shareholders' Meeting with sensorial and motorial disability, please fill in, sign and send this form to the e-mail address: [ShareholdersMeetingExtendedInclusion@generali.com](mailto:ShareholdersMeetingExtendedInclusion@generali.com) by no later than 21 April 2017 (1:00 pm).

I, the undersigned

Surname

Name

Place of birth

Country

Date of birth

Tax identification Nr.

Permanent address

Postcode

Country

Telephone Nr.

**I hereby declare** that I have already asked or I will ask the authorised intermediary where my shares are registered to send Assicurazioni Generali the certificate to attend the Shareholders' Meeting called on 25, 26 and 27 April 2017 under Article 83-sexies of the CFBA (Legislative Decree No. 58 of 24 February 1998) within the set time limits.

I hereby declare that in order to attend the Shareholders' Meeting I will need the assistance of the attendant below, that I kindly ask you to register:

Surname

Name

Telephone Nr.

**To ensure the best possible service, please tick the items you are concerned with:**

**Sensorial disability:**

**Motorial disability:**

deaf

using a wheelchair / tilting chair

deaf - blind

using an electric mobility scooter

totally blind

walking with difficulty

visual impaired

average to serious visually impaired



# List of provided services: please tick the items you are concerned with

## Services provided at the Meeting venue upon booking:

I need qualified assistance to attend the Meeting proceedings

I need care support to attend the Meeting proceedings with my own wheelchair

I need a wheelchair

I need ergonomic - orthopaedic cushions to improve posture

## Service provided to people with coeliac disease:

I will have a gluten-free special menu at the buffet lunch at the end of the Meeting

### Service registration and Information note on data processing (Article 13 Legislative Decree. 196/2003 – Privacy Code)

We inform you that our Company - acting as Data Controller – will process your personal, common and sensitive data, for the purpose of providing you the services you required on the occasion of 2017 Shareholder' Meetings. No commercial purposes will be pursued.

Only necessary data to pursue these purposes, is processed in Italy or abroad only with appropriate methods and procedures - also electronic - by our employees, collaborators and other subjects even external, appointed as Data Processors and/or Persons in charge of the processing, which carry out on our behalf technical, organizational and operational tasks. Your data is not subject to dissemination.

You shall be entitled to ascertain at all times what data is held by us and where the conditions occur, as well as exercise the different rights laid down by law (rectification, updating, deleting, opposition, etc.) by contacting the Data Processor under Art. 7 of the Company: Privacy, Via Marocchesa 14, 31021 Mogliano Veneto TV, [privacy.it@generali.com](mailto:privacy.it@generali.com).

Our website contains the updated information notes, the list of Data Processors and the categories of parties to whom data is communicated, as well as the privacy policies in our Company.

### Consent to service registration and to data processing

Having taken due note of the information above, you will decide to consent, by signing below, to the service registration and to the processing of your data – including sensitive data – by our Company, its communication to the above-mentioned entities and their processing of your data for the above mentioned purposes.

Place and Date

Signature

Further information on the services or explanations on the assistance provided can be obtained by email at [ShareholdersMeetingExtendedInclusion@generali.com](mailto:ShareholdersMeetingExtendedInclusion@generali.com) or by phone at +39 334 688 6926, +39 338 601 7192. The Enquiry Service will be operating Mondays to Fridays from 9:00 am to 4:00 pm until 26 April 2017. The dedicated phone number of the Italian National Agency for the Deaf is the following: +39 328 578 1351.





Way from Ronchi dei Legionari Airport to Stazione Centrale (Railway Station)



Way from Stazione Centrale (Railway Station) to Assicurazioni Generali



Way from Assicurazioni Generali to Stazione Marittima (Shareholders' Meeting)



Way from Meeting rooms to Sala Nordio

At the end of the proceedings a buffet lunch will be offered to Shareholders in Sala Nordio (Stazione Marittima)



**TRIESTE**  
Stazione Centrale Railway Station

Stazione Centrale Railway Station

**Assicurazioni Generali**  
Via Machiavelli, 4

**Stazione Marittima**  
Molo Bersaglieri

