



Assicurazioni Generali S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING  
30<sup>TH</sup> OF APRIL 2020

Attendance to the meeting: no. 2,895 Shareholders in person or by proxy  
representing no. 907,669,602 ordinary shares corresponding to 57.591347% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

Approval of the financial statements as at and for the year ended 31 December 2019, which are accompanied by the Directors' Report, the Statutory Auditors' Report and the External Auditor's Report. Presentation of the consolidated financial statements and of the Integrated Annual Report

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,251,715	98.965055	98.965055	56.993785
Opposed	619,253	0.068226	0.068226	0.039291
Abstaining	1,473,252	0.162316	0.162316	0.093477
No vote	7,301,121	0.804402	0.804402	0.463254
<b>Total</b>	<b>907,645,341</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.589808</b>
Shares not computed	24,261	0.002673	0.002673	0.001539

Allocation of the 2019 profit and distribution of dividends

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	892,230,808	98.299295	98.299295	56.611760
Opposed	7,126,493	0.785144	0.785144	0.452174
Abstaining	1,009,137	0.111179	0.111179	0.064029
No vote	7,301,121	0.804383	0.804383	0.463254
<b>Total</b>	<b>907,667,559</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591217</b>
Shares not computed	2,043	0.000221	0.000221	0.000130



#### Possible Derivative Action

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	1,180,190	0.139857	0.139857	0.074883
Opposed	842,214,760	99.805315	99.805315	53.438258
Abstaining	462,675	0.054829	0.054829	0.029357
No vote	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>843,857,625</b>	<b>100.000000</b>	<b>100.000000</b>	<b>53.542497</b>
Shares not computed	63,811,977	7.030305	7.030305	4.048850

#### Appointment of the Board of Statutory Auditors and its Chair to hold office for the financial years ending on 31 December 2020, 2021 and 2022

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
LISTA MEDIOBANCA	748,187,784	82.629290	82.629290	47.472276
LISTA ASSOGESTIONI	153,961,250	17.003363	17.003363	9.768792
Opposed	907,966	0.100275	0.100275	0.057610
Abstaining	2,418,264	0.267071	0.267071	0.153438
No vote	0	0.000000	0.000000	0.000000
<b>Total</b>	<b>905,475,264</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.452117</b>
Shares not computed	2,194,338	0.241751	0.241751	0.139230

#### Determination of the annual remuneration of the auditors for the financial years ending on 31 December 2020, 2021 and 2022

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,262,484	99.009176	99.009176	56.994468
Opposed	114,520	0.012623	0.012623	0.007266
Abstaining	2,264,484	0.249598	0.249598	0.143681
No vote	6,610,268	0.728603	0.728603	0.419419
<b>Total</b>	<b>907,251,756</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.564835</b>
Shares not computed	417,846	0.046031	0.046031	0.026512



**Approval of the first section of the Report on the policy regarding remuneration and fees paid, pursuant to s. 123-ter, paragraph 3, of legislative decree 58/1998 (CFBA) and ss. 41 and 59 of IVASS Regulation no. 38/2018**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	623,677,354	68.711939	68.711939	39.572129
Opposed	270,523,482	29.804181	29.804181	17.164629
Abstaining	1,969,808	0.217018	0.217018	0.124984
No vote	11,498,922	1.266862	1.266862	0.729603
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002

**Resolution on the second section of the Report on the policy regarding remuneration and fees paid, pursuant to s. 123-ter, paragraph 6, of legislative decree 58/1998 (CFBA)**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	584,540,669	64.400162	64.400162	37.088919
Opposed	313,857,868	34.578428	34.578428	19.914182
Abstaining	1,969,908	0.217029	0.217029	0.124990
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002

**Approval of the 2020-2022 LTIP pursuant to s. 114-bis of the CFBA**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	874,896,341	96.389316	96.389316	55.511894
Opposed	23,928,905	2.636302	2.636302	1.518281
Abstaining	1,543,044	0.170001	0.170001	0.097906
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,411</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591335</b>
Shares not computed	191	0.000017	0.000017	0.000012



**Approval of the authorisation to buy back own shares and to freely dispose of them for the purposes of incentive plans. Relevant and ensuing resolutions**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	874,865,042	96.385868	96.385868	55.509908
Opposed	23,860,842	2.628803	2.628803	1.513963
Abstaining	1,642,406	0.180948	0.180948	0.104210
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,411</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591335</b>
Shares not computed	191	0.000017	0.000017	0.000012

**Approval, at the extraordinary meeting, of the authorisation of the Board of Directors, as per s. 2443 of the Italian Civil Code, for 5 years from the date of the resolution, to increase the share capital, free of charge and in tranches, pursuant to s. 2439 of the Italian Civil Code, for the purposes of the 2020-2022 LTIP**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	874,873,952	96.386850	96.386850	55.510473
Opposed	23,864,218	2.629175	2.629175	1.514177
Abstaining	1,630,120	0.179594	0.179594	0.103431
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,411</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591335</b>
Shares not computed	191	0.000017	0.000017	0.000012

**Approval of the Stock plan related to the mandate of the Managing Director/Group CEO pursuant to Art. 114-bis of the CFBA**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	610,647,891	67.276453	67.276453	38.745414
Opposed	288,084,009	31.738864	31.738864	18.278839
Abstaining	1,636,545	0.180302	0.180302	0.103838
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002



**Approval of the authorisation to buy back own shares and to freely dispose of them to service the Stock plan related to the mandate of the Managing Director/Group CEO**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	610,592,445	67.270345	67.270345	38.741896
Opposed	288,041,130	31.734140	31.734140	18.276118
Abstaining	1,734,870	0.191135	0.191135	0.110077
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002

**Approval, at the extraordinary meeting, of the authorisation of the Board of Directors, as per s. 2443 of the Italian Civil Code, for 5 years from the date of the resolution, of the power to increase the share capital, free of charge and in tranches, pursuant to s. 2439 of the Italian Civil Code, in order to service the Stock plan related to the mandate of the Managing Director/Group CEO**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	615,630,136	67.825358	67.825358	39.061536
Opposed	283,000,745	31.178829	31.178829	17.956307
Abstaining	1,737,564	0.191431	0.191431	0.110248
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002

**Amendment of s. 3.1, concerning the address of the Registered Office in the municipality of Trieste**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	899,126,345	99.058774	99.058774	57.049280
Opposed	77,972	0.008590	0.008590	0.004947
Abstaining	1,164,128	0.128255	0.128255	0.073864
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002



**Amendment to s. 9.1 concerning the equity items of the Life and the Property & Casualty Businesses pursuant to s. 5 of ISVAP Regulation No. 17 of 11 March 2008**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	899,170,600	99.065046	99.065046	57.052088
Opposed	3,973	0.000438	0.000438	0.000252
Abstaining	1,181,078	0.130124	0.130124	0.074939
No vote	7,301,121	0.804392	0.804392	0.463254
<b>Total</b>	<b>907,656,772</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.590533</b>
Shares not computed	12,830	0.001410	0.001410	0.000814

**Amendment to s. 33.7, governing the conduct of meetings of the Board of Directors through the use of teleconferencing systems**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	899,195,480	99.067787	99.067787	57.053667
Opposed	12,893	0.001420	0.001420	0.000818
Abstaining	1,147,278	0.126400	0.126400	0.072794
No vote	7,301,121	0.804392	0.804392	0.463254
<b>Total</b>	<b>907,656,772</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.590533</b>
Shares not computed	12,830	0.001410	0.001410	0.000814

**Amendment of s. 28.1, on determination of the minimum and maximum number of members of the Board of Directors**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,096,538	98.946713	98.946713	56.983939
Opposed	651,473	0.071775	0.071775	0.041336
Abstaining	1,152,653	0.126992	0.126992	0.073135
No vote	7,756,108	0.854520	0.854520	0.492123
<b>Total</b>	<b>907,656,772</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.590533</b>
Shares not computed	12,830	0.001410	0.001410	0.000814



**Amendment of s. 28.2, on the redetermination of the minimum proportion of members of the Board of Directors meeting the independence requirement as per s. 148 of the CFBA**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,607,231	99.002978	99.002978	57.016342
Opposed	113,842	0.012542	0.012542	0.007223
Abstaining	1,634,578	0.180088	0.180088	0.103713
No vote	7,301,121	0.804392	0.804392	0.463254
<b>Total</b>	<b>907,656,772</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.590533</b>
Shares not computed	12,830	0.001410	0.001410	0.000814

**Amendment of ss. 28.4, 28.10 and 28.13, on the redefinition of the level of representation of minorities in the Board of Directors**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,743,674	99.016614	99.016614	57.025000
Opposed	111,442	0.012278	0.012278	0.007071
Abstaining	1,513,329	0.166727	0.166727	0.096020
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002

**Amendment of ss. 28.5 and 28.6, on the attribution to the outgoing Board of Directors of the power to present a list for the appointment of the incoming Board of Directors**

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>
In Favour	898,712,156	99.013142	99.013142	57.023000
Opposed	244,236	0.026908	0.026908	0.015497
Abstaining	1,412,053	0.155569	0.155569	0.089594
No vote	7,301,121	0.804381	0.804381	0.463254
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>
Shares not computed	36	0.000000	0.000000	0.000002



Amendment of art. 28.10, on the inclusion of a safeguard clause for cases where the list voting mechanism is unable to form the Board of Directors

	<b>NO. SHARES REPRESENTED (in person and/or by proxy)</b>	<b>% OF ORDINARY SHARES REPRESENTED</b>	<b>% OF SHARES ALLOWED TO VOTE</b>	<b>% ON ORDINARY SHARE CAPITAL</b>	
In Favour	898,786,267	99.021307	99.021307	57.027702	
Opposed	281,915	0.031059	0.031059	0.017887	
Abstaining	1,300,263	0.143253	0.143253	0.082501	
No vote	7,301,121	0.804381	0.804381	0.463254	
<b>Total</b>	<b>907,669,566</b>	<b>100.000000</b>	<b>100.000000</b>	<b>57.591345</b>	
Shares not computed	36	0.000000	0.000000	0.000002	