



Assicurazioni Generali S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
28TH OF APRIL 2016

Attendance to the meeting: no. 2,137 Shareholders in person or by proxy
representing no. 729,828,719 ordinary shares corresponding to 46.877850% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

Adoption of the Financial Statements as at 31 December 2015 with the Report of the Board of Directors, the External Auditor Report and the Report of the Board of Auditors

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	716,479,536	98.176930	98.176930	46.020414
Opposed	1,889,437	0.258904	0.258904	0.121361
Abstaining	6,166,651	0.844997	0.844997	0.396092
No vote	5,248,383	0.719169	0.719169	0.337110
Total	729,784,007	100.000000	100.000000	46.874978

Allocation of the profits of the year 2015 and distribution of dividends

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	714,778,821	97.943887	97.943887	45.911175
Opposed	2,738,352	0.375228	0.375228	0.175888
Abstaining	7,060,465	0.967473	0.967473	0.453503
No vote	5,206,367	0.713412	0.713412	0.334412
Total	729,784,005	100.000000	100.000000	46.874978



Determination of the number of members of the Board of Directors for the financial years ending on 31 December 2016, 2017 and 2018

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	708,092,991	97.032853	97.032853	45.481736
Opposed	1,036,007	0.141968	0.141968	0.066544
Abstaining	15,460,299	2.118587	2.118587	0.993035
No vote	5,156,316	0.706591	0.706591	0.331197
Total	729,745,613	100.000000	100.000000	46.872512

Appointment of the Board of Directors for the financial years ending on 31 December 2016, 2017 and 2018

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
LISTA MEDIOBANCA	491,939,023	67.413052	67.413052	31.597885
LISTA ASSOGESTIONI	234,665,245	32.157442	32.157442	15.072855
Opposed	2,684,265	0.367839	0.367839	0.172414
Abstaining	360,506	0.049402	0.049402	0.023156
No vote	89,502	0.012265	0.012265	0.005749
Total	729,738,541	100.000000	100.000000	46.872058

Determination of fees for the members of the Board of Directors for the financial years ending on 31 December 2016, 2017 and 2018

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	699,513,823	95.858144	95.858144	44.930685
Opposed	1,261,555	0.172878	0.172878	0.081031
Abstaining	8,067,194	1.105491	1.105491	0.518166
No vote	20,895,969	2.863487	2.863487	1.342175
Total	729,738,541	100.000000	100.000000	46.872058



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

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	682,526,538	93.764079	93.764079	43.839569
Opposed	31,951,620	4.389447	4.389447	2.052294
Abstaining	8,281,195	1.137653	1.137653	0.531912
No vote	5,159,640	0.708821	0.708821	0.331410
Total	727,918,993	100.000000	100.000000	46.755186

Adoption of the Group Long Term incentive Plan (LTIP) 2016 pursuant to s. 114-bis of CFBA

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	704,439,245	96.778345	96.778345	45.247051
Opposed	10,387,156	1.427024	1.427024	0.667181
Abstaining	7,827,659	1.075391	1.075391	0.502781
No vote	5,235,265	0.719239	0.719239	0.336268
Total	727,889,325	100.000000	100.000000	46.753280

Adoption of the authorisation to purchase own shares and to dispose of them for the purposes of the LTIP 2016. Termination of the authorisation of the Shareholders Meeting, dated 30 April 2015

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	708,638,293	97.351322	97.351322	45.516761
Opposed	5,914,042	0.812459	0.812459	0.379867
Abstaining	8,008,244	1.100157	1.100157	0.514380
No vote	5,357,930	0.736062	0.736062	0.344147
Total	727,918,509	100.000000	100.000000	46.755155



Adoption, in extraordinary session, of the delegation 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 also in instalments, pursuant to s. 2439 of the Italian Civil Code for the purpose of 2016 LTIP

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	707,568,155	97.204309	97.204309	45.448025
Opposed	6,853,236	0.941484	0.941484	0.440192
Abstaining	7,785,110	1.069503	1.069503	0.500048
No vote	5,712,008	0.784704	0.784704	0.366890
Total	727,918,509	100.000000	100.000000	46.755155

Adoption, in the extraordinary session, of the amendment to s. 9 of the Articles of Association pursuant to s. 5 of ISVAP Regulation no. 17 of 11 March 2008

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	707,337,720	97.181528	97.181528	45.433224
Opposed	74,410	0.010223	0.010223	0.004779
Abstaining	15,213,455	2.090185	2.090185	0.977180
No vote	5,226,441	0.718064	0.718064	0.335701
Total	727,852,026	100.000000	100.000000	46.750884

Adoption, in the extraordinary session, of the amendment to s. 28 of the Articles of Association

	NO. SHARES REPRESENTED (in person and/or by proxy)	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ALLOWED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	706,904,939	97.161171	97.161171	45.405426
Opposed	165,549	0.022754	0.022754	0.010633
Abstaining	15,249,349	2.095960	2.095960	0.979486
No vote	5,239,261	0.720115	0.720115	0.336525
Total	727,559,098	100.000000	100.000000	46.732069