

**Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020  
Proxy Form and voting Instructions for Computershare S.p.A. as the sole person entitled to participate at the Meeting**

**Società Cattolica di Assicurazione – Società Cooperativa (the Company)** has appointed **Computershare S.p.A.**, in the person of an employee or associate thereof with a specific responsibility, in the capacity of **Designated Representative** pursuant to Article 135-*undecies* of Legislative Decree 58/98, the Consolidated Law on Financial Intermediation (TUF in the Italian acronym) and Article 106 of Decree Law No. 18 of 17 March 2020, to collect voting mandates for the shareholders' meeting called in extraordinary and ordinary session for 26 June 2020 at first call and for 27 June 2020, at second call, by the procedures and within the deadlines set out in the notice of the meeting published on the company's website "<http://www.cattolica.it/home-corporate>." (Governance section).

The proxy and voting instructions, to be conferred by **24 June 2020**, may be revoked by the deadline and according to the same procedure as that for conferring said proxy.

**The granting of the proxy and the voting instructions by signing and sending this form shall not entail any costs for the Grantor except for the costs of transmission or sending.**

**Article 135-*decies* TUF (Conflict of interest of the representative and any replacements)**

Computershare S.p.A., as the Designated Representative, is not in scope of any conditions of conflict of interest indicated in Article 135-*decies* of the TUF. However, in the event that unknown circumstances arise or of an amendment or addition to the proposals submitted to the meeting, it **does not intend** to cast a vote that is inconsistent with the content of the subsequent Voting Instructions.

**PROXY FORM**

**Complete with the required information based on the Notes below and notify the Company through Computershare S.p.A. (1)**

**\* mandatory information**

I, the undersigned \* ..... born in ..... \* ..... on \*

Tax Identification (or other equivalent code) \* .....

resident in (city) \* ..... (street, square) \* .....

telephone \* ....., email .....

**(2)** entitled to exercise the right in the capacity of:

Shareholder -  legal representative -  secured creditor - contango broker -  usufruct holder -  manager -  other (specify) .....

for \* No..... ordinary shares of **Società Cattolica di Assicurazione Società Cooperativa** (ISIN IT0000784154)

**(3)** in the name of \* ..... born in \* ..... on.....

Tax Identification / VAT No. (or other equivalent code) \* .....

resident in/registered office in (city) ..... (street, square) .....

**(4)** registered in securities account No. .... ABI ..... CAB .....

**(5)** as indicated in Communication No. .... made by (Bank) \* .....

**GRANT** appoint as proxy the above-mentioned Designated Representative to participate and vote at the meeting indicated above, with reference to the aforementioned shares, as provided to it and

**WARRANT** that there are no grounds for incompatibility or suspension of the exercise of the right to vote and that I am aware of:

- the possibility that the proxy granted to the Designated Representative could contain voting instructions for even some of the proposals on the agenda and that, in this case, the vote would be exercised only for proposals the subject of voting instructions.
- the fact that the proxy will be validly accepted at the Shareholders' Meeting only on condition that the company has received, by the start of the meeting proceedings, a specific communication from the intermediary concerning the actions indicated in this proxy form.

DATE: Identity Document **(6)** \*(type) ..... issued by \* ..... No. \* ..... SIGNATURE\* .....

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**VOTING INSTRUCTIONS**

*(Part intended only for the Designated Representative to be forwarded to Computershare S.p.A. – Tick the boxes by following the instructions in the Notes)*

The undersigned (7) \_\_\_\_\_

**GRANTS a proxy** to the Designated Representative to vote in accordance with the following instructions (8) at the above-mentioned Shareholders' Meeting:

RESOLUTIONS PUT TO THE VOTE	<b>VOTING INSTRUCTIONS</b>
	(F) For (C) Against (A) Abstained

**EXTRAORDINARY PART**

<b>1. Articles of Association: amendments to Articles 23, 29, 30, 32, 33, 37, 38, 39, 40, 41, 42, 46 and 59. Related and consequent resolutions.</b>			VOTING INSTRUCTIONS			
<b>Section A</b> – vote by resolution proposed by the management body (9)			F	C	A	
<b>Section A2</b> – vote for proposal published pursuant to Article 126-bis of the TUF (10)			F	C	A	
<b>Sections B and C</b>		<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B</b> – voting for unknown circumstances (11)		<i>Conf</i>	<i>Rev</i>	F	C	A
<b>C</b> – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)		<i>Conf</i>	<i>Rev</i>	F	C	A

**Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020  
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<p><b>2. The proposal to grant the Board of Directors the power, pursuant to Article 2443 of the Italian Civil Code, to increase the share capital on one or more occasions by 26 June 2025, for a maximum total amount of €500 million, including any share premium, by issuing ordinary shares without nominal value and having the same characteristics as those in circulation, including with limitation of the option right and reserved to financing parties and/or institutional investors, pursuant to and in compliance with the legal conditions with all more extensive rights to establish, for each tranche, subject to the aforementioned limits, the methods, terms and conditions of the transaction, including the issue price and any share premium, to be determined for the first tranche, based on the value of the shareholders' equity, also taking into account the average price at which shares are listed in the period from 1 May 2019 to 30 April 2020, and, for the second tranche, based on the value of the shareholders' equity and also the share price trend during the last six months and the dividend entitlement. The following amendment of Article 6 of the Articles of Association: Related and consequent resolutions.</b></p>			VOTING INSTRUCTIONS		
<b>Section A</b> – vote by resolution proposed by the management body (9)			F	C	A
<b>Section A2</b> – vote for proposal published pursuant to Article 126-bis of the TUF (10)			F	C	A
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B</b> – voting for unknown circumstances (11)	<i>Conf</i>	<i>Rev</i>	F	C	A
<b>C</b> – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)	<i>Conf</i>	<i>Rev</i>	F	C	A

**ORDINARY PART**

<p><b>1. Approval of the financial statements for the 2019 financial year and the accompanying report, with consequent and related resolutions.</b></p>			VOTING INSTRUCTIONS		
<b>Section A</b> – vote by resolution proposed by the management body (9)			F	C	A
<b>Section A2</b> – vote for proposal published pursuant to Article 126-bis of the TUF (10)			F	C	A
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B</b> – voting for unknown circumstances (11)	<i>Conf</i>	<i>Rev</i>	F	C	A

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<b>C – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)</b>	<i>Conf</i>	<i>Rev</i>	<b>F</b>	<b>C</b>	<b>A</b>
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<b>2. Award of the mandate for statutory audit of the financial statements for the years 2021-2029 and determination of the fee for the mandate. Related and consequent resolutions.</b>			VOTING INSTRUCTIONS		
<b>Section A – vote by resolution proposed by the management body (9)</b>			<b>F</b>	<b>C</b>	<b>A</b>
<b>Section A2 – vote for proposal published pursuant to Article 126-bis of the TUF (10)</b>			<b>F</b>	<b>C</b>	<b>A</b>
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B – voting for unknown circumstances (11)</b>	<i>Conf</i>	<i>Rev</i>	<b>F</b>	<b>C</b>	<b>A</b>
<b>C – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)</b>	<i>Conf</i>	<i>Rev</i>	<b>F</b>	<b>C</b>	<b>A</b>

<b>3. Decisions on remuneration policies and Report on Remuneration pursuant to Article 123-ter of the Consolidated Law on Finance and IVASS Regulation No. 38/2018.</b>			VOTING INSTRUCTIONS		
<b>Section A – vote by resolution proposed by the management body (9)</b>			<b>F</b>	<b>C</b>	<b>A</b>
<b>Section A2 – vote for proposal published pursuant to Article 126-bis of the TUF (10)</b>			<b>F</b>	<b>C</b>	<b>A</b>
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B – voting for unknown circumstances (11)</b>	<i>Conf</i>	<i>Rev</i>	<b>F</b>	<b>C</b>	<b>A</b>
<b>C – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)</b>	<i>Conf</i>	<i>Rev</i>	<b>F</b>	<b>C</b>	<b>A</b>

<b>4. Authorisation to purchase and dispose of treasury shares pursuant to law. Related and consequent resolutions.</b>			VOTING INSTRUCTIONS		
<b>Section A – vote by resolution proposed by the management body (9)</b>			<b>F</b>	<b>C</b>	<b>A</b>

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<b>Section A2</b> – vote for proposal published pursuant to Article 126-bis of the TUF (10)			F	C	A
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B</b> – voting for unknown circumstances (11)	<i>Conf</i>	<i>Rev</i>	F	C	A
<b>C</b> – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)	<i>Conf</i>	<i>Rev</i>	F	C	A

TO BE NOTED :  
PROPOSAL OUTDATED  
NOT TO BE VOTED ANYMORE

<b>5. Proposal for removal of Director Alberto Minali for just cause.</b>			VOTING INSTRUCTIONS		
<b>Section A</b> – vote by resolution proposed by the management body (9)			F	C	A
<b>Sections B and C</b>	<i>Conf</i>	<i>Rev</i>	VOTING INSTRUCTIONS Form		
<b>B</b> – voting for unknown circumstances (11)	<i>Conf</i>	<i>Rev</i>	F	C	A
<b>C</b> – vote for amendment/addition presented at the meeting by the chairman of the meeting (12)	<i>Conf</i>	<i>Rev</i>	F	C	A

**Possible liability action**

A vote for any liability action that may be proposed by shareholders pursuant to Article 2393 (2) of the Italian Civil Code during the discussion on the financial statements	F	C	A
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DATE

SIGNATURE

\_\_\_\_\_

\_\_\_\_\_

**Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020  
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**Notes on compilation and transmission**

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1. The **proxy Form**, to be notified to the Company through the Designated Representative with the **voting Instructions** reserved to the latter together with an identity document and any documentation proving powers of signature, must be received by **24 June 2020** by any of the following methods:

I. **Certified Electronic Mail Holders (PEC)**: if the Grantor (also a legal person) has a PEC mailbox, it can send it to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it). a copy of the proxy reproduced in electronic form (PDF format);

II. **Advanced, Qualified or Digital Electronic Signature Holders (FEA in the Italian acronym)**: a Grantor with FEA can send a digital copy of the proxy with an Advanced Electronic Signature also by ordinary email, to the address [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it).

III. **Ordinary email holders**: the Grantor can send to the certified email address [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it) address. a copy of the proxy reproduced in electronic form (PDF format), together with certification of conformity to the original. In such cases, the original proxy instructions and a copy of the related documentation must be sent by registered letter with return receipt to the registered office of Computershare S.p.A. at Via Monte Giberto 33, 00138 Rome.

IV. **By FAX to the number**: 06/45417450.

V. **Registered mail with return receipt** sent to the headquarters of Computershare S.p.A., via Monte Giberto, 33, 00138 Rome.

**Sending the proxy Form using methods and by deadlines other than those indicated above, or sending it exclusively by post, will not guarantee for the Grantor, the proper conferring of the proxy to the Designated Representative. For any information, please contact Computershare S.p.A. on +39 06 4541 7413 between 9:00 and 18:00 Monday to Friday, or by email at [ufficiorm@computershare.it](mailto:ufficiorm@computershare.it)**

2. Specify the status of the signatory of the proxy form and attach, if necessary, documentation proving powers of signature.

3. To be completed only if the holder of the shares is different from the signatory of the proxy form, mandatorily indicating all the relative details.

4. Record the securities account number, the ABI and CAB codes of the depository intermediary or its name, as found in the summary of the securities file.

5. Any reference to the communication sent by the intermediary and its name.

6. Record the details of a valid identity document of the signatory of the proxy form.

7. Please record the last and first name of the signatory to the Proxy Form and the Voting Instructions.

8. Pursuant to Article 135-undecies, paragraph 3, of Legislative Decree 58/98, "Shares for which a proxy has been granted, including a partial proxy, shall be included for the regular constitution of the shareholders' meeting. In relation to proposals for which voting instructions have not been given, the shares are not included in the calculation of the majority and the capital required for approval of resolutions".

9. The resolutions proposed to the shareholders' meeting, summarised below, are shown in the Reports published on the Company's website on the Company's "Corporate" website <http://www.cattolica.it/home-corporate> in the "Governance" section; Computershare S.p.A., as the Designated Representative, has no personal interest or interest on behalf of third parties with respect to the aforementioned proposals but, in the event of unknown circumstances or in the event of amendment or addition to the proposals submitted to the shareholders' meeting, does not intend to cast a vote that differs from that indicated in the instructions. **The vote was taken by ticking the box chosen between F (for), C (against) or A (abstained).**

10. Section A2, where present, collects voting instructions if, within the deadline and where permitted, an **alternative, complementary or supplementary** resolution proposal is submitted and published by the administrative body. The Designated Representative will cast a vote on each of the proposals which will be put to vote at the shareholders' meeting according to the instructions given, as the Grantor has sole responsibility for expressing voting wishes consistent with any (alternative or complementary) proposals that are published.

11. If resolutions not provided for in proposals published by the legal deadline are put to the vote, the Designated Representative may not cast any vote without instructions.

Therefore, in the event that significant circumstances arise that amend or supplement the proposals published, not known at the time of granting the proxy which cannot be communicated to the Grantor and which may change the latter's voting intentions, the delegating may provide advance voting instructions in Sections B and C by choosing between: **Conf** (confirmation), **Rev** (revocation) or **Mod** (amendment) of the voting instruction already given. If no choice is made, the Section A voting instructions are deemed confirmed.

In particular, if a resolution **replacing** that published is submitted to the shareholders' meeting and put to the vote (or an **alternative** resolution if the original resolution fails to obtain the majority of votes necessary for its approval) the Grantor may set out in Section C voting instructions replacing or supplementing those in Section A.

12. Voting instructions given in relation to the various characteristics of the proposer indicated in Section C may also be identical to each other, but shall only be bind the Designated Representative to cast a vote if the proposer meets the requirements indicated in the relevant instruction.

**Failing** a proposed resolution of the administrative body, the shareholders' meeting will be called on to approve a **supplementary** proposal presented at the shareholders' meeting. Voting instructions are therefore collected by the Designated Representative in Section C as the sole expression of vote on the proposals submitted by the person indicated therein.

# Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020

## Proxy Form and voting Instructions for Computershare S.p.A. as the sole person entitled to participate at the Meeting

### Legislative Decree No 58/98 (TUF)

#### Article 126-bis

*(Addition to the agenda and presentation of new proposed resolutions)*

1. Shareholders who, including jointly, represent at least one fortieth of the share capital may, within ten days of the publication of the notice of the shareholders' meeting, or within five days in the event of a meeting pursuant to Article 125-bis, paragraph 3 or Article 104, paragraph 2, request additions to the list of items to be discussed, indicating in the request the additional items that they propose, or may submit draft resolutions on items already on the agenda. Requests, together with the certification attesting to the ownership of the shareholding, shall be submitted in writing, including by post or electronically, in compliance with any requirements strictly necessary for the identification of the requesting parties indicated by the company. Any person who has the right to vote may individually submit draft resolutions to the shareholders' meeting. For mutual companies, the amount of capital is determined by the Articles of Association, including by way of derogation from Article 135.
2. Pursuant to paragraph 1, information shall be given on the additions to the agenda or the submission of further motions for resolutions on matters already on the agenda in the same manner as for publication of the notice of the shareholders' meeting at least fifteen days before the date set for the shareholders' meeting. The additional proposed resolutions on matters already on the agenda are made available to the public by the methods indicated in Article 125-ter, paragraph 1, at the same time as the notice of the presentation is published. The deadline shall be reduced to seven days for a shareholders' meeting called pursuant to Article 104, paragraph 2, or for a shareholders' meeting called pursuant to Article 125-bis, paragraph 3.
3. Items may not be added to the agenda for matters on which the shareholders' meeting adopts resolutions, pursuant to law, on the proposal of the management body or on the basis of a draft or report produced by them, other than those indicated in Article 125-ter, paragraph 1.
4. Shareholders requesting additions to the agenda under paragraph 1 must also prepare a report stating the reasons for the proposed resolutions on the matters that they put forward for discussion or the reasons for the additional resolutions proposed on matters already on the agenda. The report shall be sent to the administrative body within the deadline for submission of the application for additions. The administrative body shall make the report available to the public, together with any assessments it may make, upon publication of the notice of the addition or presentation, according to the methods referred to in Article 125-ter, paragraph 1.
5. If the administrative body or, in the event of its failure to act the board of statutory auditors, the supervisory board or the management control committee, does not supplement the agenda with the new subjects or proposals submitted pursuant to paragraph 1, the court, having consulted the members of the administrative and control bodies, if the refusal to act is unjustified, shall order inclusion of the addition by decree. The decree is published in the manner provided for by Article 125-ter, paragraph 1.

#### Article 135-decies

*(Conflict of interest of representative and deputies)*

1. The granting of a proxy to a representative in a situation of a conflict of interest is permitted provided that the representative informs the shareholder in writing of the circumstances arising from the conflict and provided that there are specific voting instructions for each resolution in relation to which the representative must vote on behalf of the shareholder. The burden of proof of having informed the shareholder of the circumstances giving rise to the conflict of interest is incumbent on the representative. The second paragraph of Article 1711 of the Italian Civil Code shall not apply.
2. For the purposes of this Article, a conflict of interest occurs where the representative or deputy:
  - a) controls, including jointly, the company or is controlled, including jointly, or is subject to joint control with the company;
  - b) is an affiliate of or exercises significant influence over the company, or the company exercises significant influence over the representative;
  - c) is a member of the administrative or supervisory body of the company or of the persons indicated in the letters a) and b);
  - d) is an employee or auditor of the company or of the persons referred to in a);
  - e) is the spouse, relative by blood or marriage, within the fourth degree, of the persons indicated in letters from a) to c);
  - f) is linked to the company or persons indicated in the letters a), b), c) and e) by freelance or employment relationships or other financial relationships that compromise independence.
3. Replacement of the representative by a person having a conflict of interest is only permitted if the replacement is nominated by the shareholder. Paragraph 1 shall apply in such cases. The obligations of communication and the burden of proof remain incumbent on the representative.
4. This Article shall also apply in the case of transfer of shares under a proxy.

#### Article 135-undecies

*(Representative appointed by a listed company)*

1. Unless otherwise provided by the Articles of Association, listed companies shall designate for each shareholders' meeting a party to which shareholders may grant, by the end of the second open trading day on the market preceding the date set for the meeting, even on a call after the first, a representative with voting instructions on some or all of the proposals on the agenda. Conferral of the proxy shall take effect only on proposals for which voting instructions are given.
2. The proxy is conferred by signing a proxy form the content of which is governed by Consob regulations. The conferral of the proxy shall not entail any costs for the shareholder. The representative and the voting instructions may always be revoked within the deadline indicated in paragraph 1.
3. Shares for which a proxy has been granted, in whole or in part, are included in the calculation of the shareholders' meeting quorum. For proposals for which voting instructions have not been given, the shares are not included in the calculation of the majority and the proportion of capital required for the approval of resolutions.
4. The person designated as a representative must disclose any interest with regard to the proposed resolutions on the agenda on their own behalf or that of a third party. The representative shall also keep as confidential the content of voting instructions received until the ballot is opened, without prejudice to the possibility of disclosing such information to its employees and auxiliaries, who are bound by an equivalent duty of confidentiality. No proxies shall be granted to the person designated as representative except in compliance with this Article.
5. With the regulations referred to in paragraph 2, Consob may establish cases in which a representative who is not in any of the conditions specified in Article 135-decies may cast a vote that is different from that indicated in the instructions.

**Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020**  
**Proxy Form and voting Instructions for Computershare S.p.A. as the sole person entitled to participate at the Meeting**

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**Decree-Law No. 18 of 17 March 2020**

**Article 106**

*(Rules on conduct of company meetings)*

...omissis ...

4. Companies with listed shares may designate a representative to attend ordinary or extraordinary shareholders' meetings as provided in Article 135-*undecies* of Legislative Decree No. 58 of 24 February 1998, even if the Articles of Association provide otherwise. The same companies may also provide in the notice of meeting that participation at the shareholders' meeting shall take place exclusively through the designated representative pursuant to Article 135-*undecies* of Legislative Decree No. 58 of 24 February 1998; the said designated representative may also be granted proxies or sub-delegated proxies pursuant to Article 135-*novies* of Legislative Decree No. 58 of 24 February 1998, by way of derogation from Article 135-*undecies*, paragraph 4, of the said decree.

5. Paragraph 4 also applies to companies admitted to trading on a multilateral trading platform and to companies with shares disseminated among the public to a significant extent.

6. Cooperative banks, cooperative lending banks, mutual companies and mutual insurance companies, including by way of derogation from Article 150-*bis*, paragraph 2-*bis*, of Legislative Decree No. 385 of 1 September 1993, Article 135-*duodecies* of Legislative Decree No. 58 of 24 February 1998 and Article 2539, first paragraph, of the Italian Civil Code, and provisions in the Articles of Association restricting the number of proxies that can be conferred on the same person, may designate for ordinary or extraordinary shareholders' meetings the representative provided for by Article 135-*undecies* of Legislative Decree No. 58 of 24 February 1998. The said companies may also provide in the notice of the shareholders' meeting that the meeting may be called exclusively through the said designated representative. Article 135-*undecies*, paragraph 5, of Legislative Decree no. 58 of 24 February 1998 shall not apply. The deadline for granting the proxy referred to in Article 135-*undecies*, paragraph 1, of Legislative Decree No. 58 of 24 February 1998 is fixed as the second day preceding the date of first calling of the shareholders' meeting.

... omissis ...

**Italian Civil Code**

**Article 2393**

*(corporate liability action)*

1. An action in liability against the directors is brought following a resolution of the shareholders' meeting, even if the company is in liquidation.

2. The resolution on directors' liability may be adopted during the discussion of the financial statements, even if it is not indicated in the list of matters to be discussed, when the events concern the period to which the financial statements refer.

3. The action in liability may also be brought following a resolution by the board of statutory auditors, taken with a majority of two-thirds of its members.

4. Said action may be brought within five years of the end of the director's term of office.

5. The resolution on the action in liability implies the automatic revoking of the mandate of the directors against whom it is brought, provided that it is adopted with the favourable vote of at least one fifth of the share capital. In this case, the shareholders' meeting will provide for the replacement of directors.

6. The company may waive the exercise of the liability action and negotiate a settlement, provided that the waiver and settlement are approved by express resolution of the shareholders' meeting, and provided that there is no vote against a minority of shareholders representing at least one fifth of the share capital or, in companies that have recourse to the venture capital market, at least one twentieth of the share capital, or the proportion provided for in the Articles of Association for bringing a corporate liability action pursuant to paragraphs 1 and 2 of Article 2393-*bis*.



# Società Cattolica di Assicurazione - Società Cooperativa - Extraordinary and Ordinary Shareholders' Meeting of 26/27 June 2020 Proxy Form and voting Instructions for Computershare S.p.A. as the sole person entitled to participate at the Meeting

## INFORMATION ON THE PROCESSING OF PERSONAL DATA pursuant to Regulation (EU) 2016/679 (the "Regulation")

### Data Controller(s) in respect of Personal Data

Computershare S.p.A., with registered office at Via Lorenzo Mascheroni No. 19, Milan (hereinafter "**Computershare**" or "the **Controller**"), Designated Representative of the issuer pursuant to Article 135-*undecies* of Legislative Decree 58/98 (TUF) and Article 106 of Decree-Law No. 18 of 17 March 2020 as controller of the "**Processing**" (as defined in Article 4 of the Regulation) of the Personal Data (as defined below) provides this "Privacy Policy" in accordance with the relevant legislation (Article 13 of the Regulation and subsequent related domestic legislation).

### Purpose and method of Processing

The personal details of the shareholder and any of its representatives (the "**Grantor**") as well as the residence, tax identification code, details of the identity document, email address, telephone number, and shareholding (together the "**Personal Data**") are communicated, including via computerised or electronic means, by the Grantor to Computershare through this form, used to confer a proxy to represent it at shareholders' meetings and to vote on behalf of Grantor, in accordance with the latter's instructions.

The Data Controller processes the Personal Data of the Grantor, included in this proxy form, in a lawful and correct manner and in such a way as to ensure its confidentiality and security. Processing - which includes collection and any other operation envisaged in the definition of "processing" under Article 4 of the Regulation - is carried out using manual, electronic and/or telematic tools, with organisational methods and logic strictly related to the purposes indicated below.

### Purpose and legal basis of processing

The purpose of the Data Controller is to allow representation at the meeting and correct expression of votes by the Designated Representative on behalf of Grantor in compliance with the provisions of the aforementioned Article 135-*undecies* of the TUF and Article 106 of Decree-Law No. 18 of 17 March 2020.

Obligations form the legal basis for the Processing and may be:

- contractual: i.e. fulfilling obligations arising from the relationship between the Designated Representative and the Grantor;
- statutory: that is fulfilling legal obligations to which the Designated Representative is subject vis-à-vis the issuer and the supervisory authorities.

The provision of Personal Data and their processing is necessary for the purposes indicated above and failure to provide said data therefore entails the impossibility of establishing and managing the representation relationship at shareholders' meetings.

### Recipients, preservation and transfer of Personal Data

Access is permitted to the Personal Data for the purposes referred to above, before, during and after the shareholders' meeting of the issuer, to the employees and associates of the Data Controller who are in charge of the Processing, and to the issuer itself.

The Personal Data of the Grantor will be processed within the European Union and will be stored, also on servers located within the European Union, for a period of at least 1 year, in accordance with current legislation. They shall be communicated by Computershare to the issuer for legal obligations relating to the drafting of the minutes of the shareholders' meeting and the updating of the shareholders' register, and shall only be communicated to third parties in compliance with requests from the supervisory authorities and the judiciary.

### Rights of the Grantor

The Grantor has the right to know, at any time, what their Personal Data are and how they are processed; it also has the right to have the data updated, supplemented, rectified and the right to have them deleted, limited or to oppose their Processing but, in these cases, it may be impossible to implement its instructions regarding participation at shareholders' meeting. It should also be considered that, after the shareholders' meeting, the Personal Data and voting instructions of the Grantor must be stored by the Designated Representative for 1 year and kept available to the Authorities.

To exercise these rights, the Grantor can contact Computershare, at the address indicated in the proxy form or at the following email address: "[dataprotection@computershare.it](mailto:dataprotection@computershare.it)". The Computershare Privacy Policy and details of the business it conducts are available on the website <https://www.computershare.com/it/Pages/Privacy.aspx>.

Computershare S.p.A.