

Share capital and voting shares

The share capital is €266,612,100 divided into 266.612.100 ordinary shares, all with a nominal unit value of Euro 1.00.

Each ordinary share gives the right to one vote in the Shareholders' Meeting (excluding ordinary treasury shares, on 10 March 2020 equal to 6,636,485 shares, the voting rights of which are suspended pursuant to the law). However, please note that the Shareholders' Meeting of 17 April 2015 amended Article 9 of the Articles of Association, introducing the increased voting rights mechanism, pursuant to Article 127-*quinquies* of the TUF. Specifically, pursuant to the aforementioned Article 9, two voting rights will be allocated for every ordinary DeA Capital share held by the same shareholder of the Company, pursuant to a legal title establishing entitlement, for a continuous period of at least 24 months, starting from the registration of the shareholder on a special list, which will be set up and maintained by the Company at its registered office. Following the increases in voting rights which occurred at the date of publication of this notice, the total number of voting rights is equal to no. 268,154,301. For the list of relevant shareholders that have requested registration on the shares with increased voting rights list of DeA Capital S.p.A. that have obtained increased voting rights, see the "Corporate Governance/Loyalty Shares" section of the website www.deacapital.com.

Documentation and information

Please note that documentation relating to the items on the agenda that is required by law or under regulatory provisions will be provided through the public's website at www.deacapital.com (Corporate Governance/ Shareholder's Meeting section), at the 1info authorized storage mechanism, at www.1info.it, and in any case in the manner provided pursuant to the regulations in force under the terms and conditions prescribed therein and the Shareholders and others entitled to attend the Shareholders' Meeting will have the right to obtain a copy. The following, in particular, will be provided to the public:

- from today, at the same time as the publication of this notice, the Directors' Report on items 1 and 3 and the information document required pursuant prepared to Article 84-*bis* of the Consob Issuer Regulation 11971;
- on 27 March 2020, the annual financial statements and other documents referred to in Article 154-ter, of Legislative Decree no. 58/1998, the report on the remuneration policy and the remuneration paid;
- From 30 March 2020 the directors' report on point 2 of the agenda.

All eligible persons have the right to read and, on request, obtain a copy thereof.

This convocation notice is published, pursuant to Article 125-*bis* of the TUF, on the Company's website (www.deacapital.com), according to the other procedures provided for under existing legislation, and as an excerpt in the newspaper *Milano Finanza*.

In relation to the state of emergency declared by the Council of Ministers as a consequence of the health risk associated with the "Coronavirus" infection as well as the related containment measures, the Company reserves the right to provide subsequent updates regarding the Shareholders' Meeting constituting the subject of this notice, including by supplementing and/or amending the instructions stated above.

Milan, 20 March 2020

For the Board of Directors

The Chair of the Board of Directors

(Lorenzo Pelliccioli)

