

**BANCA GENERALI S.p.A.**

Registered offices at Trieste, Via Machiavelli 4 - Italy

Authorised share capital € 119,378,836.00, underwritten and paid-up share capital € 113,888,282.00

Tax code and registration number with the Office of the Registrar of Companies of Trieste: 00833240328

registered with the Rolls of Banks under No. 5358, parent company of the Banca Generali Banking Group registered with the Rolls of Banking Groups - Company managed and coordinated by Assicurazioni Generali S.p.A.

Website: [www.bancagenerali.com](http://www.bancagenerali.com)

Member of the Interbank Deposit Protection Fund

**INFORMATION ON TOTAL SHARE CAPITAL, INCLUDING THE NUMBER AND CATEGORIES OF SHARES IN WHICH SHARE CAPITAL IS SPLIT PURSUANT TO ARTICLE 125-*QUATER*, PARAGRAPH 1, LETTER C) OF LEGISLATIVE DECREE 58 OF 24 FEBRUARY 1998, AS AMENDED AND EXTENDED**

| <b>STRUCTURE OF THE SHARE CAPITAL (*)</b> |                      |                      |  |                           |   |   |
|---|----------------------|----------------------|--|---------------------------|---|---|
|   | <b>No. of shares</b> | <b>Nominal value</b> | <b>Share capital</b>   | <b>% of share capital</b> | <b>Listed (market of listing) /not listed</b> | <b>Rights and obligations</b>   |
| Ordinary shares                           | 113,888,282          | 1.00 euro            | 113,888,282 euros subscribed and paid (authorised 119,378,836 euros) | 100%                      | Listed on the electronic share market         | Voting rights in the Ordinary and Extraordinary Shareholders' Meeting of the company, right to dividends and right to the reimbursement of capital in case of liquidation |

(\*) As of 20 March 2013, Banca Generali S.p.A. held 10,071 ordinary treasury shares representing 0.0001% of the share capital, without voting rights pursuant to article 2357-*ter*, paragraph 2, of the Italian Civil Code.