



Appendix A

MEETING REGULATION

Article 1

Scope of Application

This regulation (the “**Regulation**”) disciplines the organisation of ordinary and extraordinary Meetings of the Company.

The Chairman of the meeting (further, the “**Chairman**”) oversees the proper organisation of the meeting's work, for the aspects not described expressly in the Regulation, adopting solutions considered the most appropriate, in accordance with the law and the bylaws.

Article 2

Verification of eligibility to participate at the meeting and access to the meeting room

Persons eligible in accordance with the applicable discipline (the “**Participants**”) may participate in the Meeting with the right to participate in the discussion and vote.

Unless indicated otherwise in the convocation notice, personal identification and verification of eligibility to participate at the meeting take place at the meeting venue and start at least one hour before the scheduled meeting time. After identification of the participants and verification of their eligibility, the auxiliary staff provided by the Company issues special identification badges for the purposes of control and exercising of the voting rights.

The Participants have the possibility to follow the discussion, participate in it and exercise the voting rights with the technical modalities determined by the Chairman of the meeting on a case by case basis.

The Participants who must leave the Meeting room for any reason after being admitted inform the auxiliary staff.

Members of the Board of Directors, Board of Auditors, and, according to the modalities established by the Chairman, employees of the Company or companies of the Group, representatives of the legal audit company and other persons whose presence is useful in terms of the discussed subjects may participate in the meeting.

With the Chairman's consent, various professionals, consultants, experts, financial analysts and qualified journalists accredited for the given meeting may participate in it. Specific areas may be provided for them. Persons accredited to assist at the meeting must be identified by the Company staff at the entrance to the Meeting venue and must obtain an accreditation badge to be presented upon request.



Before presenting the contents of the agenda, the Chairman informs the meeting about the participation and presence of the above-mentioned persons at the meeting.

Article 3

Constitution of the Meeting and Opening of the Work

In accordance with the law and the bylaws, the Chairman directs the meeting work, assuring its best organisation and the orderly and efficient progress.

The Chairman may permit use of audio-video recording and transmission instruments.

During the meeting and preparation of the minutes the Chairman is assisted by a Secretary. The Secretary is not necessary if the Notary is present. The Secretary or the Notary may in turn be assisted by persons of their choice.

The Chairman may use help of assistants in order to manage the voting procedures (including the verification of validity of mail voting cards), as well as to assure the necessary technical support and other services required.

If justified and if there is no opposition of the majority of the capital represented at the Meeting, the Chairman may suspend the meeting for a period not longer than three hours.

At the beginning of the meeting the Chairman summarises the subjects of the agenda. The Chairman established the order of discussion of these subjects, which may be different from the order indicated in the convocation notice.

He may order a joint discussion of multiple points of the agenda, or request a separate debate for single items of the agenda.

The Chairman and, at his invitation, the persons assisting in the meeting in accordance with article 3, comma 1 above, present the subjects of the agenda.

The Chairman may grant up to 15 minutes to the shareholders who in accordance with the law and the bylaws requested addition of subjects to the agenda to present the corresponding proposed decisions and explain the reasons behind them.

Article 4

Organisation of the Meeting. Interventions and Responses

The Chairman directs and manages the discussion, assuring the correctness of the debate and undisturbed progress of the Meeting.

Considering the subject and the importance of each item of the agenda, the Chairman may determine at the beginning of the meeting the period of time, in any case not shorter than 15 minutes, allotted to each person for their presentation.

The Chairman asks the Participants to respect the time limits set for the interventions, and to stick to the subjects included in the agenda.



In case of excesses and/or abuses, the Chairman asks the presenters to conclude the interventions and the answers that exceed the established maximal duration or not pertinent for the discussed subjects, and if this does not help, he interrupts the shareholder who does not comply with his request.

The Chairman asks the shareholders who interfere with the proper progress of the meeting despite the calls for order to leave the meeting room for the entire discussion phase.

Persons intending to speak should ask the Chairman or the Secretary to be allowed to do so, indicating the subject of their intervention. The request may be presented until the Chairman declares the discussion of the subject to which the intervention request refers closed.

The Participants may ask to speak for a second time during the same discussion, for not more than five minutes, only in order to provide a response or formulate voting declarations.

The Board of Directors and the Participants have the right to present proposals or alternative, modified or additional decisions compared to the original ones proposed by the Board of Directors, providing the justification. The Chairman evaluates the compatibility of the proposals with the meeting's agenda and the applicable provisions.

Members of the Board of Directors and Auditors may participate in the discussion. Persons present at the meeting as described in article 3, point 1 above may also intervene when asked by the Chairman, also to provide answers to any requests of clarification.

Shareholder questions received before the Meeting according to the terms and modalities indicated in the convocation notice are answered during the meeting, unless they were already answered via publication on the Company *Internet* site in the “*questions and answers*” format.

Article 5

Suspension of the Meeting

If justified and if there is no opposition of the majority of the capital represented at the Meeting, the Chairman may suspend the meeting for a period not longer than three hours.

Article 6

Voting

Before starting the voting operations the Chairman re-admits those who had to leave in accordance with Art. 3.4 of this Regulation.

The Chairman adopted the necessary measures to ensure orderly voting, deciding if voting on a given subject takes place immediately after its discussion or at the end of the debate of all points of the agenda.

The Chairman establishes the modalities of each voting, as well as the modalities of counting of the votes. He is responsible for the verification of the results.



The voting may be expressed before the Meeting by mail, and, if allowed according to the convocation notice, electronically, with the modalities indicated by the Company.

The Chairman is in charge of the evaluation of voter's voting eligibility and in general for evaluation of validity of the expressed vote and its interpretation.

After the scrutiny operations with help of dedicated staff and the Secretary are completed, the results of the voting are announced.

Article 7

Final Provisions

The provisions of the Civil Code, special laws as applicable and the bylaws apply to issues not regulated by this Regulation.