

POSTE ITALIANE: THE SHAREHOLDERS' MEETING APPROVES THE 2018 FINANCIAL STATEMENTS AND APPOINTS THE NEW BOARD OF STATUTORY AUDITORS

- *Approved the Financial Statements as of 31 December 2018 with a resolution to pay a dividend of 0.441 euros per share*
- *Appointed a new Board of Statutory Auditors for the 2019-2021 period*
- *Approved the Remuneration Report, as well as the equity-based incentive plans*
- *Resolved the granting of additional fees to the external auditor assignment for the years 2018*
- *Deloitte & Touche appointed as External Auditor for 2020-2028*

Rome, 28 May 2019 – Poste Italiane (“Poste Italiane”) S.p.A.’s Ordinary Shareholders’ Meeting, chaired by Maria Bianca Farina, was held today in Rome.

During the Meeting, the shareholders first approved Poste Italiane’s financial statements as of 31 December 2018, while the consolidated financial statements were also presented. Acting on the Board of Directors’ proposal, the shareholders then approved a dividend of 0.441 euros for each ordinary shares in circulation on 24 June 2019, the day scheduled as the ex-dividend date, excluding treasury shares on that date. The dividend will be paid – before withholding tax, if any – from 26 June 2019, with the ex-dividend date of coupon no. 4 falling on 24 June 2019 and the record date (the date which determines the shareholders who are entitled to the dividend) falling on 25 June 2019.

The Shareholders’ Meeting also appointed the new Board of Statutory Auditors, which will be composed of Mauro Lonardo as Chair (as drawn from the minority slate presented by a group of 13 institutional investors), as well as Luigi Borrè and Anna Rosa Adiutori as regular Statutory Auditors (both drawn from the slate presented by the controlling shareholder, the Italian Ministry of Economy and Finance). Furthermore, the Shareholders’ Meeting appointed Alberto De Nigro and Maria Francesca Talamonti (both drawn from the slate presented by the Italian Ministry of Economy and Finance), as well as Antonio Santi (drawn from the minority slate presented by the above said group of institutional investors) as alternate Statutory Auditors. The above mentioned Board of Statutory Auditors will remain in office until the approval of the 2021 financial statements. The slates from which the members of the new Board of Statutory Auditors were drawn and their biographies are available on the Company’s website (www.posteitaliane.it).

The Shareholders’ Meeting confirmed subsequently a gross annual remuneration of 80,000 euros for the Chair and 70,000 euros for each of the other regular Statutory Auditors, in addition to the reimbursement of properly documented travel and living expenses incurred in performing the duties of the office.

The Shareholders’ Meeting also:

- voted in favour of the section of the Remuneration Report that illustrates the remuneration policy for the Directors, the General Manager and the Executives with strategic responsibilities, adopted by the company for financial year 2019, also approving the specific part of the Remuneration Report related to BancoPosta’s Ring-fenced Capital;
- approved the equity-based Incentive Plans.

Lastly, acting on proposal of the outgoing Board of Statutory Auditors, the Shareholders' Meeting also resolved:

- to pay additional fees to the external auditor currently in charge PricewaterhouseCoopers for the year 2018, following the entry into force of new accounting principles;
- to appoint Deloitte & Touche S.p.A. as External Auditor for the period 2020-2028 and to determine the related fees.

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