

## STUDIO NOTARILE MARCHETTI

Via Agnello n. 18

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**Minutes of the Extraordinary Shareholders' Meeting of a listed company  
REPUBLIC OF ITALY**

In the year 2021 (twenty twenty-one),  
on the 5th (fifth) day of the month of February,  
in Milan, at Via Agnello 18.

I, the undersigned **Carlo Marchetti**, notary in Milan, registered with the Board of Notaries of Milan, at the request, expressed through the Chairman of the Board of Directors, Mr **Nicola Bedin**, of the listed joint stock company:

**"Snam S.p.A."**

with registered offices in San Donato Milanese, at Piazza Santa Barbara no. 7, share capital 2,735,670,475.56 euros, fully paid in, tax code, VAT no. and Milan-Monza-Brianza-Lodi Business Register no. 13271390158, registered in the Economic and Administrative Register of Milan under no. 1633443 (the "**Company**" or "**Snam**"), have hereby drawn up and sign, pursuant to article 2375 of the Italian Civil Code, the minutes of the Extraordinary Shareholders' Meeting of the aforesaid Company, held also by teleconference in accordance with Article 106, subsection 2, of Law Decree no. 18 of 17 March 2020 ("Cura Italia" Decree) - the applicability of which has been extended in accordance with Article 71 of Law Decree no. 104 of 14 August 2020, art. 1, subsection 3, of Law Decree no. 125 of 7 October 2020 and, lastly, by Law Decree no. 183 of 31 December 2020 (the "Milleproroghe" Decree) - on

**2 (second) February 2021 (twenty twenty-one)**

in accordance with the call notice referred to below, to discuss and vote on the Agenda which is also reproduced below.

Endorsing the request, I acknowledge that the aforementioned Extraordinary Shareholders' Meeting - which I am attending as the Notary at the company's registered offices in San Donato Milanese, Piazza Santa Barbara no. 7 - takes place as reported below.

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At 10 a.m., Mr Nicola Bedin takes the chair of the Shareholders' Meeting, pursuant to article 11.2 of the Bylaws, in his capacity as Chairman of the Board of Directors and declares the meeting open.

He then asks me, Notary, to serve as Secretary, and makes the following statements:

- in view of the health emergency linked to the current "COVID-19" epidemic and taking into account the measures to contain infections, the Company is making use of the provisions envisaged by Article 106, subsection 4 of Italian Decree Law no. 18 of 17 March 2020, setting out "Measures for strengthening the national healthcare service and economic support for families, workers and businesses connected with the COVID-19 epidemiological emergency" (the effectiveness of which has been extended by Italian Law Decree no. 125 of 7 October 2020, Law Decree no. 183 of 31 December 2020 and, most recently, Law Decree no. 183 of 31 December 2020, the "Milleproroghe" Decree), establishing that the Shareholders' Meeting will be attended by those entitled to vote only through the designated representative of the company, pursuant to Article 135-undecies of Italian Legislative Decree no. 58 of 24 February 1998 (hereinafter also referred to as the "CLF");

- without prejudice to the foregoing, participation at the Shareholders' Meeting by those duly entitled, considering the limitations that may arise due to the aforementioned health requirements, can only take place through telecommunications devices that enable the identification of participants; in this regard, I state that those duly entitled to participate are connected by means of telecommunications devices that allow them to be identified and confirm that I have personally verified the identity and entitlement of the attendees, and that they all have the capability of participating in the discussion and voting;

- in accordance with the current provisions, the call notice for the Extraordinary Shareholders' Meeting was published, in full, on the Company website on 29 December 2020, and a summary was published in the following newspapers: *Il Sole 24 ORE*, and, in English, the *Financial Times* on 30 December 2020. **The Agenda** is as follows:

1. *Proposed amendment to article 2 of the company Bylaws. Related and consequent resolutions.*

2. *Proposed amendment to article 12 of the company Bylaws. Related and consequent resolutions.*

3. *Proposed amendment to article 13 and article 24 of the company Bylaws. Related and consequent resolutions;*

- in addition to himself (Chairman of the Board of Directors) the following are present: the Chief Executive Officer Marco Alverà and the Directors Laura Cavatorta, Alessandro Tonetti, Yunpeng He, Antonio Marana, Francesca Pace and Rita Rolli (via conference call), the Chairman of the Board of Statutory Auditors Stefano Gnocchi and the auditor Gianfranco Chinellato (in person) and the auditor Donata Paola Patrini (in conference call);

- the share capital is 2,735,670,475.56 euros, divided into 3,360,857,809 shares without par value;

- there are 1921 shareholders in attendance for a total number of 2,374,268,593 shares, representing 70.64% of the voting capital;

- pursuant to articles 12-14 of European Regulation 679/2016 (GDPR), the personal data (first and last name, place of birth, residence and professional qualifications) of those attending the Shareholders' Meeting has been and will be obtained in the forms and within the limits connected to the obligations, tasks and purposes set out in current law; said data will be included in the minutes of the Shareholders' Meeting, after manual and automated processing, and may be disclosed and disseminated, even abroad - also outside the European Union - in the forms and within the limits strictly connected to the obligations, tasks and purposes set out in current law; the list of the names of those entitled to participate via proxy, indicating the number of shares held by each and the delegating shareholder, will be annexed to the minutes of the Shareholders' Meeting;
- a recording system is in operation for the sole purpose of assisting the preparation of the minutes and a simultaneous translation service from Italian into English is provided;
- regarding today's Shareholders' Meeting, the requirements of civil law and of the regulations on regulated markets have been complied with;
- voting at today's Extraordinary Shareholders' Meeting shall take place through the Designated Representative who shall cast votes on the basis of the voting instructions received. Pursuant to the law, the Company has appointed the law firm Trevisan & Associati, represented here by Dario Trevisan, as the subject ("Representative") on whom those entitled might confer a proxy with voting instructions on all or some of the proposals on the agenda. The Designated Representative (hereinafter "DR") is invited to make all the declarations required by law, and (where necessary) to ask to speak on any matters or ask questions as requested by the shareholders;
- the Company has received no requests for the Agenda to be supplemented or any new proposals of resolutions, pursuant to the law and to art. 126-bis of the CLF;
- the attendees' entitlement to vote has been checked based on the circumstances known to the Company and on the declarations made by the attendees, but in any case the DR is asked to communicate, in relation to all the votes, pursuant to the legal provisions, applicable regulations and Bylaws, the existence of any deficiencies of entitlement to vote or exclusion from voting, as well as the existence of any shareholders' agreements; the DR declares the non-existence of any deficiencies of entitlement to vote or exclusion from voting in accordance with the law and bylaws, as well as of any shareholders' agreements;
- on 22 January 2021 and today the Company holds 90,642,115 treasury shares, equal to 2.70% of the share capital;

according to the information in the shareholder register on 22 January 2021 and from information received, those shareholders in direct or indirect possession of shares with voting rights that represented over 3% of the total shares issued, in addition to the Company which holds 2.70% of the treasury shares, are:

- CDP Reti S.p.A.: 31.352%;
- Romano Minozzi: 7.459%.
- Blackrock: 5.161%;

- Lazard Asset Management LLC: 4.968%;
- under Consob Resolution no. 21304 of 17 March 2020, any person or entity which, on the date said resolution came into force, holds a stake in the voting capital of over 1% and lower than the threshold set in art. 120, subsection 2 of the CLF, was required to disclose this fact in accordance with the procedures and terms set out in the mentioned art. 120, subsection 2, of the CLF, within 10 working days starting from the aforementioned date; the notifications received by the Company and/or published by Consob are set out below. In addition to Lazard Asset Management LLC:
  - Norges Bank: 1.729%;
  - Banca d'Italia: 1.015%;
- pursuant to art. 120 of the CLF, those who hold significant stakes in the Company, as per the current provisions of law and regulations, must disclose this fact to the Company and CONSOB. In the case of failure to make said disclosures, the voting right may not be exercised, and therefore the DR will be asked, on behalf of any entitled parties who find themselves in this situation, to make this known for all the votes;
- the Company was aware of the following shareholders' agreement, published pursuant to law on the Company website:
  - the shareholders' agreement between CDP, State Grid Europe Limited and State Grid International Development Limited, also regarding Snam, pursuant to art. 122 of the CLF (Consolidated Law on Financial Intermediation) and art. 130 of the Issuers' Regulations;
  - in relation to the right to ask questions pursuant to art. 127-ter of the CLF no questions were received from Shareholders prior to the shareholders' meeting.

For each vote, the **Chairman** invites the DR to indicate:

(i) the number of shares for which he does not intend to participate in voting pursuant to article 135-undecies of the CLF (non conferment of instructions), and to make the declarations required by the applicable law in the event that, if the preconditions are met, he intends to vote against the instructions he has received;

(ii) any interests pursuant to art. 135-undecies, subsection 4, of the CLF.

The **Chairman** therefore declares today's Shareholders' Meeting validly constituted and fit to resolve on the items of the Agenda set out above.

\*\*\*

Before proceeding to debate the **first item** on the agenda, the **Chairman**:

- informs you that the Report of the Board of Directors containing the proposed resolutions has been filed at the company's registered offices and made available to the public on the Company website and at the authorised storage mechanism "eMarket STORAGE" ([www.emarketstorage.com](http://www.emarketstorage.com)) in accordance with the law, and has been sent to those who requested it, and
- proposes, with the consent of the RD, omitting the reading of the aforementioned Report, but in any case reading out the resolution proposal.

Moving on, therefore, to the discussion of the **first item** on the Agenda (i.e. Proposed amendment to article 2 of the company Bylaws. Related and consequent resolutions), the **Chairman** asks me, the Notary, to proceed to read out the proposed resolution of the Board of Directors regarding the aforementioned item and to complete the operations to be carried out by the Shareholders, through the DR.

At the request of the **Chairman**, I, the Notary, then read out the proposed resolution as transcribed below.

The DR declares to have received from the shareholder CDP Reti S.p.A. the following statement to be made in the name and on behalf of said Shareholder in relation to this item on the Agenda:

*"CDP Reti approves the proposed amendments to Snam's corporate purpose as set out in article 2 of the Bylaws, in the conviction that - considering the energy transition process underway in the Italian and European context - these amendments will allow the Company to make the most of all opportunities to strengthen and technologically adapt its core business, consisting of the transmission, dispatching, distribution, regasification and storage of gases, in full compliance with national and European regulatory obligations for the sector."*

As no one has asked to speak and the attendees have not changed, the **Chairman** then puts to the vote, through the DR who shall cast votes on the basis of the voting instructions received, the proposed resolution contained in the Report of the Board of Directors (as annexed to these minutes) read out and reproduced below:

*"Dear Shareholders,*

*You are invited to resolve:*

*(1) "to approve the amendment of Article 2 of the Bylaws, as proposed by the Board of Directors, it being understood that the effect of this resolution will be subject to the satisfaction of the following conditions precedent:*

*a) that the amount potentially to be paid by Snam, in accordance with Article 2437-quater of the Italian Civil Code to shareholders that have exercised the Right of Withdrawal (the "Outlay for Withdrawal") shall not exceed a total amount of 150 million euros, clarifying that the Outlay for Withdrawal shall be calculated as the amount that Snam is required to pay for the purchase of shares withdrawn that remain upon completion of the option right offer period to non-withdrawing shareholders and holders of convertible bonds issued by Snam and any exercise of pre-emption rights by them, as well as any placement with third parties, without prejudice to Snam's right to waive fulfilment of this condition in good time to allow Snam to complete the acquisition of the shares for which the Right of Withdrawal has been exercised within the deadline of 180 days pursuant to article 2437-quarter, fifth subsection, of the Italian Civil Code; and*

*b) that in relation to the resolution approving the amendment of Article 2 of the Bylaws pursuant to this item 1 (the "Meeting Resolution"); (i) the competent authority (the "Golden Power Authority"), in accordance with Italian Decree Law no. 21 of 15 March 2012, converted with amendments with*

Italian Law no. 56 of 11 March 2012 (as subsequently amended and supplemented) (the "Golden Power Legislation") (x) acknowledges that criteria are not met for notification in accordance with the Golden Power Legislation; or (y) declares that it shall not exercise special powers in connection with said resolution (and, therefore, does not lay down provisions); or (ii) the applicable legal deadline has passed (including any extension of said deadline) without any provision having been issued by the Golden Power Authority that may prevent the unconditional authorisation for the effect of the Meeting Resolution, without prejudice to the right of Snam to waive satisfaction of this condition within 15 working days of the date of notification to the Company of any provision by the Golden Power Authority in connection with the Meeting Resolution;

to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the faculty to make any non-substantial amendments and/or additions as may be required by the competent authorities or the notary, or which are in any case considered useful or appropriate, as well as all powers necessary to ensure the completion of the procedure for the liquidation of shares for which the Right of Withdrawal may be exercised, including, merely by way of example (i) to define the terms and conditions of the liquidation procedure (including any placement with third parties of shares for which the Right of Withdrawal has been exercised and that have been left unopted or for which no pre-emption right has been exercised); (ii) to potentially waive satisfaction of the conditions precedent pursuant to point 1 above; and (iii) insofar as may be necessary, by express authorisation, if the shares for which the Right of Withdrawal has been exercised are not purchased by shareholders, holders of convertible bonds issued by Snam or third parties upon completion of the procedure envisaged by Article 2437-quater of the Italian Civil Code, to purchase and potentially dispose of such, in accordance with the terms and conditions laid down by the law and in observance of the provisions of Borsa Italiana S.p.A."

The resolution is approved by a majority of the Shareholders.

For: 2,319,600,795 shares.

Against: 0 shares.

Abstained: 54,667,798 shares.

Not voting: 0 shares.

All as detailed in the annexes.

The **Chairman** announces the result and moves on to the discussion of the **second item** on the Agenda (i.e. Proposed amendment to article 12 of the company Bylaws. Related and consequent resolutions).

The **Chairman** then asks me, the Notary, to proceed to read out the proposed resolution of the Board of Directors regarding the aforementioned item and

to complete the operations to be carried out by the Shareholders, through the DR.

At the request of the **Chairman**, I, the Notary, then read out the proposed resolution as transcribed below.

The DR declares to have received from the shareholder CDP Reti S.p.A. the following statement to be made in the name and on behalf of said Shareholder in relation to this item on the Agenda:

*"CDP Reti approves the proposed amendments concerning elimination of the shareholders' meeting authorization to complete transactions involving the disposal of strategic assets as referred to in article 12 of the Bylaws, in the conviction that - while attributing the decision-making processes to more ordinary managerial dynamics - any disposals of strategic assets not currently foreseen may only occur in a context of full agreement with the shareholders and all the reference stakeholders and in full compliance with the rules protecting these assets."*

As no one has asked to speak and the attendees have not changed, the **Chairman** then puts to the vote, through the DR who shall cast votes on the basis of the voting instructions received, the proposed resolution contained in the Report of the Board of Directors (as annexed to these minutes) read out and reproduced below:

*"Dear Shareholders,*

*We therefore propose to approve the following resolution:*

- (1) "to approve the elimination of Article 12.2 of the Company Bylaws, as proposed by the Board of Directors;*
- (2) to amend Article 12.3 of the Company Bylaws, as proposed by the Board of Directors;*
- (3) to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the faculty to make any non-substantial amendments and/or additions as may be required by the competent authorities or the notary, or which are in any case considered useful or appropriate."*

The resolution is approved by a majority of the Shareholders.

For: 2,274,144,849 shares.

Against: 100,063,918 shares.

Abstained: 59,826 shares.

Not voting: 0 shares.

All as detailed in the annexes.

The **Chairman** announces the result and moves on to the discussion of the **third item** on the Agenda (i.e. Proposed amendment to article 13 and article 24 of the company Bylaws. Related and consequent resolutions).

The **Chairman** then asks me, the Notary, to proceed to read out the proposed resolution of the Board of Directors regarding the aforementioned item and to complete the operations to be carried out by the Shareholders, through the DR. At the request of the **Chairman**, I, the Notary, then read out the proposed resolution as transcribed below.

The DR, with regard to this item on the agenda, declares not to have received questions and/or interventions from the shareholders.

As no one has asked to speak and the attendees have not changed, the **Chairman** then puts to the vote, through the DR who shall cast votes on the basis of the voting instructions received, the proposed resolution contained in the Report of the Board of Directors (as annexed to these minutes) read out and reproduced below:

*"Dear Shareholders,*

*We therefore propose to approve the following resolution:*

*(1) "to approve the amendment of Article 13 of the company's Bylaws and Article 24 of the company's Bylaws, as proposed by the Board of Directors;*

*(2) to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the faculty to make any non-substantial amendments and/or additions as may be required by the competent authorities or the notary, or which are in any case considered useful or appropriate."*

The resolution is approved by a majority of the Shareholders.

For: 2,365,712,682 shares.

Against: 8,496,085 shares.

Abstained: 59,826 shares.

Not voting: 0 shares.

All as detailed in the annexes.

The **Chairman** announces the result and, as the matters on the Agenda have all been dealt with, there being nothing else to resolve on, declares the Shareholders' Meeting closed at 10.26 a.m.

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The following are attached to these minutes:

- the **Explanatory Report** of the Board of Directors of the Extraordinary Shareholders' Meeting, as "**A**";

- the list of names of the subjects who attended by proxy granted to the DR, with an indication of the shares held by each and the voting details, as "**B**";
- the **Company Bylaws** which incorporate the amendments approved to articles 12, 13 and 24, under "**C1**";
- the **Company Bylaws** which incorporate the amendments approved to articles 2, 12, 13 and 24, under "**C2**".

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These minutes are signed by me at 4.30 p.m.

It consists of five sheets typed by people I trust and completed by my own hand for eighteen pages and the nineteenth up until here.

Signed Carlo Marchetti - Notary

Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

**SNAM S.p.A.**

**EXTRAORDINARY SHAREHOLDERS' MEETING OF 02 FEBRUARY 2021**

**SINGLE CALL**

**Explanatory Report of the Board of Directors on the proposals relating to items on the agenda  
of the Shareholders' Meeting**

(prepared in accordance with Art. 125-*ter* of Italian Legislative Decree no. 58 of 24 February 1998,  
as subsequently amended and supplemented, as well as with Art. 72 of the Regulation adopted by  
Consob with resolution no. 11971 of 14 May 1999, as subsequently amended and supplemented)

29 December 2020

Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

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Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

Dear Shareholders,

You have been convened to a shareholders' meeting to be held on 02 February 2021, on single call, to resolve, in an extraordinary session, on the following items on the agenda:

**Agenda:**

1. Proposed amendment to article 2 of the company Bylaws. Related and consequent resolutions.
2. Proposed amendment to article 12 of the company Bylaws. Related and consequent resolutions.
3. Proposed amendment to article 13 and article 24 of the company Bylaws. Related and consequent resolutions.

The Board of Directors of Snam S.p.A. (“**Snam**” or the “**Company**”) has prepared this explanatory report in accordance with Art. 125-*ter* of Italian Legislative Decree no. 58/1998, as subsequently amended (the “**Consolidated Law on Finance**”) and Art. 72 of the Regulation adopted by Consob Resolution no. 11971/1999, as subsequently amended (the “**Issuers' Regulations**”) and in compliance with scheme 3 of Annex 3A of said Issuers' Regulations (the “**Explanatory Report**”), in order to present the Company’s Shareholders' Meeting with the proposed resolutions on the items of the agenda relative to the amendment of Articles 2, 12, 13 and 24 of Snam’s Bylaws (the “**Bylaws**”).

In accordance with applicable legislation, this Explanatory Report sets forth the proposed amendments to the Bylaws for adoption, and the related reasons for such, offering, by way of comparison, the text of the current articles of the Bylaws and, in the adjacent column, the proposed amendments to be made.

This Explanatory Report is made available to the public in compliance with the legal terms and in the way established by applicable rules and regulations; it is also available for consultation on Snam’s website ([www.snam.it](http://www.snam.it)).

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

## 1. Amendments to the Bylaws as per the first item on the agenda

### 1.1 Inclusion in the Bylaws of the corporate purpose and the pursuit of sustainable success

During the meeting held on 28 December 2020, the Company's Board of Directors resolved to submit to the approval of the Shareholders' Meeting the proposed introduction of a new first subsection under Article 2 of the Bylaws, in order to acknowledge:

- the Company's commitment to "*fostering the energy transition towards forms of use of the energy resources and sources that are compatible with environmental protection and the progressive decarbonisation*";
- the principle of the pursuit of sustainable success amongst the purposes that must be pursued within the Company's business, through long-term value creation to benefit shareholders and, at the same time, the promotion of the satisfaction of the interests of the relevant Company's stakeholders; and
- Snam's corporate purpose, "Energy to inspire the world".

The inclusion of Snam's corporate purpose in the Bylaws aims to strengthen Snam's commitment to fostering the energy transition. As disclosed to the market, in fact, Snam has decided to further strengthen and substantiate its commitment through the definition of a plan aimed at achieving its objective of carbon neutrality in 2040 and make the most of the opportunities offered up by the energy transition (for more information, see the press release published on 25 November 2020, available on Snam's website, at [www.snam.it/it/media/comunicati-stampa/2020](http://www.snam.it/it/media/comunicati-stampa/2020)).

The attribution of an organisational importance to the pursuit of the company's "*sustainability*" objectives will guide Snam's business and that of the group it heads in the creation of long-term value to the benefit of shareholders amidst a context that, at the same time, will aim to preserve the interests of the relevant Company's stakeholders. This is also in line with the Company's commitment to integrate Environmental, Social and Governance factors into its strategic choices.

These proposed amendments to the Bylaws are in line with the recommendations of the new Borsa Italiana S.p.A. Code of Corporate Governance (approved in January 2020 and applicable starting FY 2021), whereby "*the administrative body guides the company in pursuing its sustainable success*", which "*takes the form of long-term value creation to benefit shareholders, taking into account the interests of other stakeholders relevant for the company*" (envisages Article 1, par. I.).

Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

The transposition of these purposes is also consistent with the evolution of the law governing major listed companies, both in European regulations governing the CSR Report <sup>(1)</sup> – which has introduced specific information obligations regarding “*environmental, social and staff-related topics, human rights and the fight against corruption*” –, and in those encouraging long-term shareholder engagement <sup>(2)</sup>, the aim of which is to “*contribute towards the long-term sustainability of EU companies, creating conditions fit for shareholders and improving the cross-border exercise of voting rights, heightening the efficiency of the investment chain to contribute towards growth, the creation of jobs and the competitiveness of the EU*”.

The regulations described above have led, in Italy, to the adoption of a new Art. 123-ter, subsection 3-bis of the Consolidated Law on Finance, which calls for indications on the “*long-term interests*” and the “*sustainability of the company*” to be included in the Report on remuneration policy and compensation paid, as well as the inclusion in the Consolidated Law on Finance of a whole section on the “*Transparency of institutional investors, asset managers and consultants on voting matters*” (Section I-ter, from Art. 124-quater to Art. 124-novies).

### 1.2 Adaptation and supplement of the corporate purpose

The Company’s Board of Directors submits for the approval of the Shareholders' Meeting the proposal to reword the current first subsection of article 2 of the Bylaws – which, following approval of the proposal to introduce the corporate purpose and the pursuit of sustainable success referred to in the previous paragraph 1.1, will become the second subsection of Article 2 of the Bylaws – in order to indicate activities already currently performed by Snam (in particular in the liquefaction and processing sectors), also substituting the reference to hydrocarbons with a more general reference to gases, including liquefied gas (therefore independently from their composition).

The Board of Directors also proposes introducing a new subsection three of Article 2 of the Bylaws in order to extend the stated scope of activities making up the corporate purpose.

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<sup>(1)</sup> See Italian Legislative Decree no. 254 of 30 December 2016, which implemented Directive 2014/95/EU, amending Directive 2013/34/EU as regards disclosure of non-financial and diversity information by certain large undertakings and groups.

<sup>(2)</sup> See Italian Legislative Decree no. 49 of 10 July 2019, incorporating into the Italian legal system Directive (EU) 2017/828 (the “Shareholders’ Rights Directive II”), amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement. In accordance with these regulations, institutional investors and asset managers must notify the public of an “*Engagement Policy*”, which, amongst others, describes “*the methods by which they monitor investee companies on significant matters, including strategy, financial and non-financial results, risks, capital structure, social and environmental impact and corporate governance*” (Art. 124-quinquies, subsection 1, Consolidated Law on Finance).

Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

More specifically, without prejudice to the exercise of the main businesses of gas transmission, dispatching, distribution, regasification and storage (with the express mention of liquefaction and processing too), the proposed amendment to the Bylaws submitted for approval by the Shareholders' Meeting aims to clearly identify alongside these businesses also the businesses involved in the energy transition, and is therefore consistent with:

- (i) the expected increase and development of initiatives in the energy transition segment; and
- (ii) the Company's corporate purpose and the pursuit of sustainable success, as recognised by the first subsection of Article 2 of the Bylaws.

The proposed amendment of the Bylaws therefore aims to expressly include in the corporate purpose

- (i) the construction and management of technologies and infrastructure relating to renewable energy sources (including biomethane and bio-LNG), hydrogen, sustainable mobility and natural resources;
- (ii) the production, sale and provision of services concerning renewable energy sources and hydrogen;
- and (iii) the provision of services and creation of works regarding energy efficiency in the public and private sector, in compliance with the applicable legislation and any concessions and/or authorisations required.

Snam's Board of Directors also intends to propose to the Shareholders' Meeting moving to a new fourth subsection of article 2 the Company's authorisation – currently contained in the first subsection of Article 2 – to carry out any economic activity having an instrumental, complementary or ancillary connection with one or more of the activities described above (as per the new second and third subsections of Article 2), and to complete operations deemed necessary or useful or in any case functional to the achievement of its corporate purpose or activities linked to the same.

As regards the additional proposed amendments to Article 2 of the Bylaws, the Company's Board of Directors underlines that these are purely formal amendments of the clause of the Bylaws, aiming to clarify or simplify the language or adapt the text to the new wording.

### *1.3 Comparative text of the clauses of the Bylaws*

The table below shows the Articles of the Bylaws intended to be amended, comparing the current text with the text that would result upon adoption of the proposed amendments in the first item on the agenda of the Shareholders' Meeting (the text proposed for introduction is shown in bold print; the text crossed out is the text proposed for elimination).

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

Current text of the Bylaws	New text of the Bylaws
<b>Article 2</b>	<b>Article 2</b>
	<p><b>2.1. The Company goes about its business with the aim of fostering the energy transition towards forms of use of the energy resources and sources that are compatible with environmental protection and the progressive decarbonisation (Energy to inspire the world). To this end, the Company goes about and organises its business with the aim of pursuing sustainable success through long-term value creation to benefit shareholders, taking into account the interests of the other relevant stakeholders for the Company.</b></p>
<p>2.1 The corporate purpose shall be to exercise, directly or indirectly, in Italy and abroad, including through direct or indirect equity investments in companies, entities or enterprises, regulated activities involving transportation, dispatching, distribution, regasification and storage of hydrocarbons, as well as any other economic activity that is linked through whatever degree of importance to one or more of the activities mentioned above, including the production of hydrocarbons associated with activities for storage thereof, the storage of other gases, the activity of energy metering, as well as the management of organised gas markets; all in observance of the concessions provided for by law.</p>	<p><del>2.1</del> <b>2.2</b>The corporate purpose shall be to exercise, directly or indirectly, in Italy and abroad, including through <del>direct or indirect</del> equity investments in companies, entities or enterprises, <b>in compliance with the applicable legislation and any envisaged concessions and/or authorisations, regulated or unregulated</b> activities involving transportation, dispatching, distribution, regasification, <b>liquefaction, processing</b> and storage of <b>gas (also liquefied gas)</b> <del>hydrocarbons, as well as any other economic activity that is linked through whatever degree of importance to one or more of the activities mentioned above,</del> including the production of <b>gas hydrocarbons</b> associated with activities for storage thereof, <del>the storage of other gases,</del> the activity of energy metering, as well as the management of organised gas markets; <del>all in observance of the concessions provided for by law.</del></p>
	<p><b>2.3. Without prejudice to the main activities referred to in the previous subsection 2 of this article, the Company exercises, directly and/or indirectly, in Italy and abroad, including through equity investments in companies, entities or enterprises, in compliance with the applicable legislation and any envisaged concessions and/or authorisations, business activities, regulated and unregulated, in the energy transition sector, and in particular:</b></p>

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	<ul style="list-style-type: none"> <li>- <b>the construction and management of technologies and infrastructure relating to renewable energy sources (including biomethane and bio-LNG), hydrogen, sustainable mobility and natural resources;</b></li> <li>- <b>the production, sale and provision of services concerning renewable energy sources and hydrogen;</b></li> <li>- <b>provision of services and creation of works regarding energy efficiency in the public and private sector.</b></li> </ul>
<p>2.2 In order to carry out its purpose, the Company:</p> <ul style="list-style-type: none"> <li>- may perform all operations deemed necessary or useful to pursue its company purpose; by way of example, it may carry out industrial, commercial, investment, real estate and financial operations, pertaining to assets and liabilities, as well as any activity that is related to the company purpose, including scientific and technical research and the acquisition of patents related to activities carried out, as well as operations for the study, design, construction, acquisition, management and execution of complex systems of transmission, infrastructure, viability, IT and telecommunications, with the exception of collection of public funds and the exercise of activities governed by financial intermediation regulations;</li> <li>- shall carry out and oversee the technical, industrial and financial coordination of</li> </ul>	<p><del>2.2. 2.4. In an instrumental way, in order to carry out its purpose—</del>The Company <b>can carry out any economic activity having an instrumental, complementary or ancillary connection with one or more of the activities described in subsections 2 and 3 of this article. The Company may also:</b></p> <ul style="list-style-type: none"> <li>—<del>may</del> <b>perform all operations deemed necessary or useful to pursue or in any case functional to pursuing the company purpose; by way of example through industrial, commercial, investment, real estate and financial operations, pertaining to assets and liabilities, after obtaining any authorisations required by applicable legislation, in any case with the exclusion of financial activities involving the public and the collection of public funds;</b></li> <li>—<del>as well as perform</del> <b>any activity that is related to the company purpose, including scientific and technical research and the acquisition of patents related to activities carried out, as well as operations for the study, design, construction, acquisition, management and execution of complex systems of transmission, infrastructure, viability, IT and telecommunications, with the exception of collection of public funds and the exercise of activities governed by financial intermediation regulations;</b></li> <li>- carry out and oversee the technical, industrial and financial coordination of subsidiaries, also</li> </ul>

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<p>subsidiaries, also providing them with the necessary financial assistance and services;</p> <ul style="list-style-type: none"> <li>- may carry out all activities related to environmental protection and reclamation, as well as the safeguarding of the environment;</li> <li>- shall comply with equal treatment criteria towards customers, as well as transparency, impartiality and neutrality as it pertains to transmission and dispatch, in compliance with applicable legislative and regulatory provisions. In particular, the Company, in compliance with principles of cost-effectiveness, profitability and maximisation of shareholder investment, without prejudice to the confidentiality of corporate data, shall carry out its company purpose with the intent to promote competition, efficiency and adequate levels of quality in dispensing services. To this end: <ul style="list-style-type: none"> <li>• the Company shall ensure the neutrality of management of infrastructure deemed essential for the development of a free energy market;</li> <li>• shall prevent discrimination in the access to commercially sensitive information;</li> </ul> </li> <li>- shall prevent cross-transfer of resources among the different segments of the supply chain.</li> </ul>	<p>providing them with the necessary financial assistance and services;</p> <ul style="list-style-type: none"> <li>- may carry out all activities related to environmental protection and reclamation, as well as the safeguarding of the environment.‡</li> </ul> <p><b>2.5 In the performance of its activities, the Company</b> shall comply with equal treatment criteria towards customers, as well as transparency, impartiality and neutrality as it pertains to transmission and dispatch, in compliance with applicable legislative and regulatory provisions. In particular, the Company, in compliance with principles of cost-effectiveness, profitability and maximisation of shareholder investment, without prejudice to the confidentiality of corporate data, shall carry out its company purpose with the intent to promote competition, efficiency and adequate levels of quality in dispensing services. To this end:</p> <ul style="list-style-type: none"> <li>• the Company shall ensure the neutrality of management of infrastructure deemed essential for the development of a free energy market;</li> <li>• shall prevent discrimination in the access to commercially sensitive information;</li> <li>• shall prevent cross-transfer of resources among the different segments of the supply chain.</li> </ul>
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*1.4 Assessment of the Board of Directors on whether or not the right of withdrawal applies*

The proposed amendment of the Bylaws aimed at extending the corporate purposes under Article 2 of the Bylaws is relevant in accordance with Article 2437, first subsection, letter a) of the Italian Civil Code, in accordance with which any shareholders that do not approve resolutions regarding the following matters shall have the right to withdraw, in full or for part of their shares, from the company: *"amendment to the company purpose clause where this enables a significant change in the company's activities."*

The Board of Directors considers that approval by the Shareholders' Meeting of the proposed extension of the corporate purpose may entail a significant change to the business that can be carried

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out by Snam in accordance with its Bylaws. Therefore, as a consequence of the approval by the Shareholders' Meeting of Snam of the amendments to the Bylaws as per the first item on the agenda, any of Snam's shareholders that do not agree with the relevant resolution will be entitled to exercise their right of withdrawal from the Company in accordance with the above-specified provision (the **“Right of Withdrawal”**).

Share liquidation value

The liquidation value of each Snam share for which the Right of Withdrawal may be exercised was determined as Euro 4.463 by the Company's Board of Directors during the meeting held on 28 December 2020, in compliance with the provisions of Article 2437-ter, subsection three of the Italian Civil Code, namely referring exclusively to the mathematical average of the closure prices of Snam's shares as recorded on the Telematic Stock Market (*“Mercato Telematico Azionario”*) organised and managed by Borsa Italiana S.p.A. in the 6 (six) months prior to the date of publication of the notice of call to the Shareholders' Meeting called to resolve on the proposed amendments of the Bylaws (i.e. 29 December 2020).

Method for exercising the Right of Withdrawal

In compliance with Article 2437, subsection one, of the Italian Civil Code, the Right of Withdrawal can be exercised by any shareholders not contributing towards the resolution passed by Snam's Shareholders' Meeting to approve the amendments to the Bylaws as per the first item on the agenda (thereby meaning any shareholders that abstained, were absent or voted not in favour).

Without prejudice to the fact that further details on the terms and conditions for the exercise of the Right of Withdrawal will be disclosed to Snam's shareholders in accordance with the legal procedures, here follows a brief overview of the main steps of the procedure by which to exercise the Right of Withdrawal and liquidate the shares for which said Right of Withdrawal may be exercised, as regulated by Articles 2437-bis et seq. of the Italian Civil Code:

- the declaration of withdrawal must be submitted by the individual shareholder by means of registered letter with advice of receipt addressed to the Company's registered office and e-mailed ahead to the address to be provided by the Company or faxed ahead or, alternatively, by certified e-mail from the certified e-mail address of the entitled person to the certified e-mail address of the Company, within 15 (fifteen) days of the date of registration with Milan Business Register of the resolution potentially passed by the Shareholders' Meeting to approve the proposed amendments to the Bylaws as per the first item on the agenda. It is specified that,

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for the purpose of ensuring the timely submission of the declaration of withdrawal, the date of its dispatch will apply. The Company will disclose the registration of said Shareholders' Meeting resolution through the publication of a specific notice;

- the effectiveness of the Right of Withdrawal that may potentially be exercised by Snam's shareholders will be subject, in addition to the conditions provided for by law, to the effectiveness of the meeting resolution approving the amendments to the Bylaws as per the first item on the agenda; therefore, the liquidation of the shares of any withdrawing shareholders will be subject to the satisfaction (or waiver of satisfaction) of the conditions precedent set for the meeting resolution to become effective (as identified in paragraph 1.5 of this Explanatory Report);
- the directors shall, following the closure of the period for the exercise of the Right of Withdrawal, deposit with Milan Business Register, the option right offer on any Snam shares for which the Right of Withdrawal may have been exercised to the other shareholders that have not fully or partially exercised their Right of Withdrawal, proportionally to the shares held by each, and to holders of convertible bonds issued by Snam, on the basis of the exchange ratio (and, therefore, taking into account the number of shares underlying the debt instruments on the basis of the conversion ratio calculated in accordance with the terms and conditions of the loan) (the “Option Right Offer”). The period for the Option Right Offer shall last for at least 30 (thirty) days from when the offer is deposited with Milan Business Register. At the same time as exercising the option, shareholders and holders of convertible bonds shall also have the ability to exercise a pre-emption right over the acquisition of Snam shares of withdrawing shareholders that have been unopted (the “**Pre-emption Right Offer**”), it being agreed that if the number of shares for which the pre-emption right has been exercised exceeds the number of shares unopted, said shares will be assigned to those requesting them proportionally taking into account the percentage of capital held by each in the Company as at the start date of the Option Right Offer period;
- Snam will decide, if upon completion of the Option Right Offer (and the simultaneous Pre-emption Right Offer) Snam shares should still be unopted for which no pre-emption right has been exercised by shareholders not withdrawing and by holders of convertible bonds, on the basis of the outcome of said offers and taking into account market performance, whether or not to place the shares of the withdrawing shareholders with third parties (“**Placement with Third Parties**”); and

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- if, upon completion of the Option Right Offer, the Pre-emption Right Offer and any Placement with Third Parties, shares still remain of the withdrawing shareholders that have not been purchased by the shareholders of Snam and/or holders of convertible bonds and/or third parties, these residual shares must be acquired by Snam, using available reserves. In accordance with Article 2437-*quater*, subsection five, of the Italian Civil Code, Snam may make such purchases even in derogation to Article 2357, subsection three of the Italian Civil Code, thereby allowing it to exceed the limit of one fifth of the share capital. Insofar as may be necessary, it is also proposed that the Shareholders' Meeting be asked, in the context of passing the resolution approving the proposals pursuant to item 1 on the agenda, to expressly authorise the Board of Directors to proceed with the acquisition of any shares concerned by the Right of Withdrawal that have not been purchased by shareholders, holders of convertible bonds issued by Snam and/or third parties upon completion of the procedure envisaged by Article 2437-*quater* of the Italian Civil Code and any subsequent disposals in the manner permitted by law.

More details on the terms and conditions for the exercise of the Right of Withdrawal and the procedure for liquidating Snam shares for which the Right of Withdrawal may be exercised, will be disclosed to Snam's shareholders also in accordance with Art. 84 of the Issuers' Regulations, by the date of registration with Milan Business Register, of the resolution passed by the Shareholders' Meeting approving the resolutions to amend the Bylaws as per the first item on the agenda.

*1.5 Conditions to which the effect of the resolution approving the amendments to the Bylaws as per the first item on the agenda is subject*

Taking into account the entitlement to exercise the Right of Withdrawal by Snam's shareholders who will not be involved in passing the meeting resolution for the approval of the amendments to the Bylaws as per item one on the agenda (the "**Meeting Resolution**") and the potential outlay by the Company to complete the liquidation procedure, the Company's Board of Directors has resolved to subject the effectiveness of the Meeting Resolution to the satisfaction of the condition precedent relative to the circumstance whereby the amount potentially to be paid by Snam in accordance with Article 2437-*quater* of the Italian Civil Code to shareholders exercising the Right of Withdrawal (the "**Outlay for Withdrawal**") shall not exceed a total of Euro 150 million, clarifying that the Outlay for Withdrawal shall be calculated as the amount that Snam is required to pay for the purchase of shares withdrawn that should not be purchased by shareholders, bond-holders and third parties upon

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completion of the Option Right Offer, the Pre-emption Right Offer and any Placement with Third Parties (the “**Maximum Outlay Condition**”).

Snam shall have the right to waive satisfaction of the Maximum Outlay Condition in due time to allow Snam to complete the acquisition of the shares for which the Right of Withdrawal was exercised by the deadline of 180 days in accordance with article 2437-quater, fifth subsection, of the Italian Civil Code.

In addition, the Company is subject to the legislation pursuant to Decree Law no. 21 of 15 March 2012, converted with amendments with Italian Law no. 56 of 11 March 2012 (as subsequently amended and supplemented) (the “**Golden Power Legislation**”), which imposes an obligation to notify resolutions passed by companies holding strategic assets that effectively have the effect of *changing the ownership, control or capacity to dispose of the assets themselves or of changing their destination, including resolutions of shareholders' meetings or of administrative bodies concerning [...] a change to the corporate purpose*” (see Article 2, subsection 2 of Italian Decree Law no. 21 of 15 March 2012).

The Company will ask the competent authority, in accordance with the Golden Power Legislation (the “**Golden Power Authority**”) to confirm that conditions are not met for notification of the Meeting Resolution in accordance with the Golden Power Legislation or, if the authority instead considers conditions to be met for said notification, to declare that it does not exercise special powers in connection with the Meeting Resolution.

In light of the above, the Board of Directors has resolved to subject the effect of the Meeting Resolution to the additional condition precedent relative to the circumstance whereby, in connection with the Meeting Resolution: (i) the Golden Power Authority (*x*) acknowledges that criteria are not met for notification in accordance with the Golden Power Legislation; or (*y*) declares that it shall not exercise special powers in connection with said resolution (and, therefore, does not lay down provisions); or (ii) the applicable legal deadline has passed (including any extension of said deadline) without any provision having been issued by the Golden Power Authority that may prevent the unconditional authorisation for the effect of the Meeting Resolution (the “**Golden Power Condition**” and, together with the Maximum Outlay Condition, the “**Conditions Precedent**”).

The company shall have the right to waive satisfaction of the Golden Power Condition within 15 working days of the date of notification to the Company of any provision by the Golden Power Authority in connection with the Meeting Resolution.

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The Company will provide information on whether or not the Conditions Precedent have been satisfied (or any waiver of such in compliance with the above terms) by means of a press release to be published, amongst others, on the Company website (www.snam.it), in accordance with the terms and conditions of the law. For the sake of clarity, if even one of the Conditions Precedent is not satisfied (or the failure to satisfy such is not waived), the resolution approving the amendments to the Bylaws as per the first item on the agenda shall not become effective and, therefore, the transfers of shares withdrawn (i) from the withdrawing shareholders to those adhering to the Option Right Offer and the Pre-emption Right Offer, (ii) by the Company to any third parties in the event of Placement with Third Parties and (iii) by the withdrawing shareholders to the Company, in respect of shares bought back, will not take place.

*1.6 Proposed resolution on the first item on the agenda*

In light of the above, the Snam Board of Directors proposes that shareholders approve the following proposed resolution:

*“The extraordinary shareholders' meeting of Snam, having regard to the explanatory report by the directors published in accordance with Articles 125-ter of the CLF and 72 of the Issuers' Regulation and in compliance with Annex 3A to the Issuers' Regulations, with reference to the first item on the agenda in the extraordinary part*

**RESOLVED**

- 1. to approve the amendment of Article 2 of the Bylaws, as proposed by the Board of Directors, it being understood that the effect of this resolution will be subject to the satisfaction of the following conditions precedent:*
  - a) that the amount potentially to be paid by Snam, in accordance with Article 2437-  
quater of the Italian Civil Code to shareholders that have exercised the Right of  
Withdrawal (the “**Outlay for Withdrawal**”) shall not exceed a total amount of Euro  
150 million, clarifying that the Outlay for Withdrawal shall be calculated as the  
amount that Snam is required to pay for the purchase of shares withdrawn that still  
remain upon completion of the option right offer period to non-withdrawing  
shareholders and holders of convertible bonds issued by Snam and any exercise of  
pre-emption rights by them, as well as any placement with third parties, without  
prejudice to Snam's right to waive satisfying this condition in due time to allow Snam  
to complete the acquisition of the shares for which the Right of Withdrawal was*

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*exercised by the deadline of 180 days in accordance with article 2437-quater, fifth subsection, of the Italian Civil Code; and*

- b) that in relation to the resolution approving the amendment of Article 2 of the Bylaws pursuant to this item 1 (the “**Meeting Resolution**”); (i) the competent authority (the “**Golden Power Authority**”), in accordance with Italian Decree Law no. 21 of 15 March 2012, converted with amendments with Italian Law no. 56 of 11 March 2012 (as subsequently amended and supplemented) (the “**Golden Power Legislation**”) (x) acknowledges that criteria are not met for notification in accordance with the Golden Power Legislation; or (y) declares that it shall not exercise special powers in connection with said resolution (and, therefore, does not lay down provisions); or (ii) the applicable legal deadline has passed (including any extension of said deadline) without any provision having been issued by the Golden Power Authority that may prevent the unconditional authorisation for the effect of the Meeting Resolution, without prejudice to the right of Snam to waive satisfaction of this condition within 15 working days of the date of notification to the Company of any provision by the Golden Power Authority in connection with the Meeting Resolution;*
2. *to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the ability to make any non-substantial amendments and/or additions as may be required by the competent authorities or the notary, or which are in any case considered useful or appropriate, as well as all powers necessary to ensure the completion of the procedure for the liquidation of shares for which the Right of Withdrawal may be exercised, including, merely by way of example (i) to define the terms and conditions of the liquidation procedure (including any placement with third parties of shares for which the Right of Withdrawal has been exercised and that have been left unopted or for which no pre-emption right has been exercised); (ii) to potentially waive satisfaction of the conditions precedent in point 1 above; and (iii) insofar as may be necessary, by express authorisation, if the shares for which the Right of Withdrawal has been exercised are not purchased by shareholders, holders of convertible bonds issued by Snam or third parties upon completion of the procedure envisaged by Article 2437-quater*

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*of the Italian Civil Code, to purchase and potentially dispose of such, in accordance with the terms and conditions laid down by law and in accordance with the provisions of Borsa Italiana S.p.A.*

## 2. Amendments to the Bylaws as per the second item on the agenda

### 2.1 *Proposal to eliminate the necessary authorisation of the shareholders' meeting for the disposal, contribution, leasing, usufruct and any other act of disposal, including those that apply to joint ventures, or subject to restrictions of strategically relevant business or business units involving gas transportation or dispatching activity.*

The Board of Directors submits for the approval of the Shareholders' Meeting the proposed elimination of the current subsection two of Article 12 of the Bylaws, which calls for advance shareholders' authorisation necessary for resolutions concerning “*disposal, contribution, leasing, usufruct and any other act of disposal, including those that apply to joint ventures, or subject to restrictions of strategically relevant business or business units involving gas transportation or dispatching activity*”.

The current text of subsection two of Article 12 of the Bylaws therefore requires the advance authorisation of the shareholders' meeting in order to dispose of business units of strategic relevance, connected with the business of gas transmission and dispatching.

The proposed elimination of this provision of the Bylaws is on the basis of the following considerations:

- (i) it is a clause of the Bylaws that is not in line with the current statutory structures of listed companies comparable to Snam (and, in particular, with those of almost all listed issuers on the FTSE MIB index of the Telematic Stock Market (“*Mercato Telematico Azionario*”) organised and managed by Borsa Italiana S.p.A.), which reserve decisions regarding disposals of strategic assets to the exclusive competence of the administrative body, in line with the principle under Article 2380-*bis*, subsection 1 of the Italian Civil Code, which envisages that “*The company management [...] shall lie exclusively with the directors, who shall carry out all operations necessary to pursue the corporate purpose*” and with the recommendations of the new Borsa Italiana S.p.A. Code of Corporate Governance (approved in January 2020 and applicable starting FY 2021), in accordance with which the administrative body resolves on “*transactions of the company and its subsidiaries of significant strategic, economic or financial importance to the company*” (see Recommendation 1, letter (e));

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- (ii) the provision for shareholders' meeting authorisation of a wide range of managerial choices requires the preliminary holding of a shareholders' meeting to pass the relevant resolutions. This step may significantly prolong the time necessary for the completion and the potential success of the transaction, in a particularly competitive market context;
- (iii) any extension of the activities comprising the corporate purpose (as per paragraph 1 above in this Explanatory Report) would make reference purely to “*businesses relating to gas transmission and dispatching*” somewhat limiting, as envisaged by the current text of Article 12.2 of the Bylaws.

In consideration of the reasons given above, the Board of Directors sees the elimination of the second paragraph of article 12 of the Bylaws as compliant with the Company's interests, in that its purpose is to bring managerial actions within the responsibility of the Board of Directors, where the decision-making process is subject to correctness and independence oversights as per the recommendations of the new *Corporate Governance Code* of Borsa Italiana S.p.A. These oversights shall also apply to the approval of transactions to dispose of companies or business units put in place by Snam's subsidiaries and having significant strategic, economic, capital and financial importance <sup>(3)</sup> for the Company and for the group. Decisions on the performance of these transactions are in fact reserved for the Board of Directors of Snam, in compliance with Recommendation 1, letter (e) of the new *Corporate Governance Code* of Borsa Italiana S.p.A.

However, it was also underlined that complete transparency of the terms and conditions of any disposal of business units of strategic importance resolved by the Board of Directors will be ensured by means of the information notice provided to protect the market and shareholders from the legal and regulatory provisions applicable in the case of significant transactions involving acquisitions or transfers <sup>(4)</sup>.

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<sup>(3)</sup> Note that, as indicated in the Corporate Governance and Ownership Structure Report for FY 2019, for the purposes of Recommendation 1, letter (e) of the new *Corporate Governance Code* of Borsa Italiana S.p.A. Snam has identified among transactions of significant strategic, economic, capital and financial importance those concerning, inter alia, acquisitions, sales, disposals, contributions of companies or business units (including rent and usufruct) worth more than 100 million euros put in place by the subsidiaries.

<sup>(4)</sup> See, for example, art. 71 of the Issuers' Regulations (which applies to Snam as the latter has not exercised the right to opt-out) which requires issuers, in the case of significant transactions involving acquisitions or transfers, to make available to the public an information notice on the characteristics of the transaction, drawn up in compliance with Annex 3B to the Issuers' Regulations.

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If the proposed elimination of the second subsection of Article 12 of the Bylaws is approved, the text of the current subsection three of Article 12 would also need to be amended, eliminating the reference made to the “other” matters coming under the purview of the ordinary shareholders’ meeting.

2.2 *Comparative text of the clauses of the Bylaws*

The table below shows the Articles of the Bylaws intended to be amended, comparing the current text with the text that would result upon adoption of the proposed amendments in the second item on the agenda of the Shareholders' Meeting (the text proposed for introduction is shown in bold print; the text crossed out is the text proposed for elimination).

Current text of the Bylaws	New text of the Bylaws
<b>Article 12</b>	<b>Article 12</b>
12.1 The validity of Shareholders' Meetings shall be established in accordance with the law.	Unchanged
12.2 The Ordinary Shareholders’ Meeting shall authorise resolutions concerning disposal, contribution, leasing, usufruct and any other act of disposition, including those that apply to joint ventures, or subject to business restrictions or strategically relevant business units involving gas transportation or dispatching activity, without prejudice to the directors’ responsibility for the actions carried out, pursuant to Article 2364 no. 5 of the Italian Civil Code. Resolutions in such matters shall be adopted by a favourable vote of shareholders representing at least three quarters of the capital present at the meeting.	<del>12.2 The Ordinary Shareholders’ Meeting shall authorise resolutions concerning disposal, contribution, leasing, usufruct and any other act of disposition, including those that apply to joint ventures, or subject to business restrictions or strategically relevant business units involving gas transportation or dispatching activity, without prejudice to the directors’ responsibility for the actions carried out, pursuant to Article 2364 no. 5 of the Italian Civil Code. Resolutions in such matters shall be adopted by a favourable vote of shareholders representing at least three quarters of the capital present at the meeting.</del>
12.3 For other matters within its powers, the ordinary Shareholders’ Meeting shall decide with the majorities set by law.	<del>12.3</del> <b>12.2</b> For <del>other</del> matters within its powers, the ordinary Shareholders’ Meeting shall decide with the majorities set by law.
12.4 The extraordinary Shareholders’ Meeting shall resolve with a majority of at least three quarters of the capital present at the meeting.	<del>12.4</del> <b>12.3</b> The extraordinary Shareholders’ Meeting shall resolve with a majority of at least three quarters of the capital present at the meeting.
12.5 The Board of Directors is required to discuss proposals concerning:	<del>12.5</del> <b>12.4</b> The Board of Directors is required to discuss proposals concerning:

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<ul style="list-style-type: none"> <li>- mergers in the cases specified in articles 2505 and 2505-<i>bis</i> of the Italian Civil Code, also in the case of demergers;</li> <li>- the opening, changing or closing of branches;</li> <li>- the reduction in the share capital upon withdrawal of one or more shareholders;</li> <li>- the adaptation of the Bylaws to legal provisions;</li> <li>- the transfer of the registered office within Italy.</li> </ul>	<ul style="list-style-type: none"> <li>- mergers in the cases specified in articles 2505 and 2505-<i>bis</i> of the Italian Civil Code, also in the case of demergers;</li> <li>- the opening, changing or closing of branches;</li> <li>- the reduction in the share capital upon withdrawal of one or more shareholders;</li> <li>- the adaptation of the Bylaws to legal provisions;</li> <li>- the transfer of the registered office within Italy.</li> </ul>
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*2.3 Assessment of the Board of Directors on whether or not the right of withdrawal applies*

The proposed amendments are organisational in nature and do not come under any of the hypotheses of withdrawal under Article 2437, subsection 1 of the Italian Civil Code. It is therefore considered that shareholders not involved in approving the resolution concerning such amendments, shall not have the right of withdrawal.

*2.4 Proposed resolution on the second item on the agenda*

In light of the above, the Snam Board of Directors proposes that shareholders approve the following proposed resolution:

*“The extraordinary shareholders' meeting of Snam, having regard to the explanatory report by the directors published in accordance with Articles 125-ter of the CLF and 72 of the Issuers' Regulation and in compliance with Annex 3A to the Issuers' Regulations, with reference to the first item on the agenda in the extraordinary part*

**RESOLVED**

- 1. to approve the elimination of Article 12.2 of the Company Bylaws, as proposed by the Board of Directors;*
- 2. to amend Article 12.3 of the Company Bylaws, as proposed by the Board of Directors;*
- 3. to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and*

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*regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the ability to make any non-substantial amendments and/or additions as may be required by the competent authorities or the notary, or which are in any case considered useful or appropriate.*

### 3. Amendments to the Bylaws as per the third item on the agenda

#### 3.1 Amendments to the Bylaws on gender balance

The proposed amendment submitted by the Board of Directors to the approval of the Shareholders' Meeting regards the adjustment of the provisions of the Bylaws on the quota reserved for the least represented gender in corporate bodies to match the new regulatory structure, as per Art. 1, subsections 302-303 of Italian Law no. 160 of 27 December 2019 (the “**2020 Budget Law**”).

More specifically, the 2020 Budget Law has amended subsection 1-*ter* of Article 147-*ter* and subsection 1-*bis* of Article 148 of the Consolidated Law on Finance, requiring the Bylaws of listed companies to envisage that the split of the members - respectively - of the Board of Directors and the Board of Statutory Auditors should be such as to reserve a quota of “*at least two fifths*” of the members to be elected to the least represented gender, rounding up as necessary to the next whole number. With communication no. 1/20 of 30 January 2020, Consob declared that it considered the criterion of rounding up to the next whole number to be inapplicable due to mathematical impossibility for corporate bodies made up of three members (such as the Board of Statutory Auditors).

In accordance with the new legislative provisions, the new criterion of “*two fifths*” will apply for six consecutive mandates starting from the first renewal of the corporate bodies following the date on which the 2020 Budget Law came into effect (03 January 2020).

That said, note that the current wording of article 13 of the Bylaws – approved by the Shareholders' Meeting of the Company on 23 October 2019 – requires, as a criterion for gender division in the composition of the Bylaws, the quota reserved for the least represented gender to be at least one third of the members to be elected. It is therefore necessary to amend the provisions of Article 13 of the Bylaws so as to adapt the criterion of the split envisaged therein to comply with the new regulatory structure introduced with the 2020 Budget Law.

The proposed amendment therefore envisages establishing that at least two fifths of the members of the Board of Directors, or any different quota - if greater - envisaged by provisions in force and applicable *pro tempore* must be of the least represented gender (see Article 13.3 of the Bylaws). The same criterion shall also apply in respect of the completion of the slates of candidates for the office of Company director (see Article 13.8 of the Bylaws).

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

The new provision of the Bylaws envisages a “mobile” referral to current legislation in force *pro tempore*, which will only apply if the quota reserved to the least represented gender envisaged therein is more favourable than the threshold currently envisaged by applicable legislation (and incorporated into the Bylaws). The Company’s commitment to align to the best standards on matters of gender equality is therefore confirmed.

Finally, the Board of Directors proposes you add a transitional clause (Article 24 of the Bylaws) to envisage that the above amendments to Articles 13.3 and 13.8 of the Bylaws shall apply from the first renewal of the Board of Directors after expiry of the mandate of the Board of Directors currently in office (appointed on 02 April 2019) and that up until that point, and even if new directors are co-opted, the “*one third*” split criterion shall apply. This transitional clause is compliant with the provisions with the 2020 Budget Law, in accordance with which the new criterion of “*two fifths*” will apply starting from the first renewal of the corporate bodies following the date on which the 2020 Budget Law came into effect (03 January 2020).

For the sake of completeness, it is noted that there is no need to proceed with the amendment of the provisions of the current Bylaws regulating the members and election of the Board of Statutory Auditors. The current text of Article 20.3 of the Bylaws in fact envisages that “*one standing auditor and one alternate auditor must belong to the less represented gender*”. Given that with respect to the members of the Board of Statutory Auditors, insofar as it is a corporate body made up of three members, the provisions of the above-recalled Consob communication no. 1/20 of 30 January 2020 apply - which considers the criterion of rounding up to be inapplicable - the current provision as per Article 20.3 of the Bylaws is already fully compliant with the new criterion of “*two fifths*” (rounded down) of the members of the Board of Statutory Auditors.

### 3.2 Comparative text of the clauses of the Bylaws

The table below shows the Articles of the Bylaws intended to be amended, comparing the current text with the text that would result upon adoption of the proposed amendments in the third item on the agenda of the Shareholders' Meeting (the text proposed for introduction is shown in bold print; the text crossed out is the text proposed for elimination).

Current text of the Bylaws	New text of the Bylaws
<b>Article 13</b>	<b>Article 13</b>
13.1	[Unchanged]

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

13.2	[Unchanged]
<p>13.3 The Board of Directors shall be appointed by the Shareholders' Meeting in compliance with the provisions of these Bylaws and with the aim of ensuring gender balance in the composition of the Board itself.</p> <p>The Board of Directors shall be appointed on the basis of slates submitted by the shareholders, on which candidates must be listed by means of a progressive number.</p> <p>The slates shall be deposited at the Company's registered offices no later than the twenty-fifth day preceding the date in which the Shareholders' Meeting shall convene to discuss the appointment of the members of the Board of Directors, and shall be made available to the public at least twenty-one days prior to the Shareholders' Meeting, in accordance with the terms and conditions provided for in the law and Consob's own regulations.</p> <p>Each shareholder may submit or participate in the submission of and vote a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.</p> <p>Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.</p> <p>Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations. Ownership of the minimum share necessary to submit slates shall be defined by taking account of shares that are registered to the shareholder on the day on which the slates are deposited with the Company.</p> <p>In order to prove ownership of the number of shares necessary to submit slates, shareholders must produce the relevant certification issued in accordance with the law by qualified intermediaries within the deadline set for the publication of slates by the Company.</p> <p>At least one director, if the Board is made up of no more than seven members, or at least three directors,</p>	<p>13.3 The Board of Directors shall be appointed by the Shareholders' Meeting in compliance with the provisions of these Bylaws and with the aim of ensuring gender balance in the composition of the Board itself.</p> <p>The Board of Directors shall be appointed on the basis of slates submitted by the shareholders, on which candidates must be listed by means of a progressive number.</p> <p>The slates shall be deposited at the Company's registered offices no later than the twenty-fifth day preceding the date in which the Shareholders' Meeting shall convene to discuss the appointment of the members of the Board of Directors, and shall be made available to the public at least twenty-one days prior to the Shareholders' Meeting, in accordance with the terms and conditions provided for in the law and Consob's own regulations.</p> <p>Each shareholder may submit or participate in the submission of and vote a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.</p> <p>Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.</p> <p>Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations. Ownership of the minimum share necessary to submit slates shall be defined by taking account of shares that are registered to the shareholder on the day on which the slates are deposited with the Company.</p> <p>In order to prove ownership of the number of shares necessary to submit slates, shareholders must produce the relevant certification issued in accordance with the law by qualified intermediaries within the deadline set for the publication of slates by the Company.</p> <p>At least one director, if the Board is made up of no more than seven members, or at least three directors,</p>

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

<p>if the Board is made up of more than seven members, must meet the requirements of independence laid down for statutory auditors of listed companies.</p> <p>The slates shall expressly bear the names of candidates who meet the aforementioned requirement of independence.</p> <p>At least one third (rounding up in the case of a decimal number) of the members of the Board of Directors must belong to the less represented gender.</p> <p>Pursuant to the Decree of the President of the Council of Ministers of 25 May, 2012, containing the “Criteria, conditions and terms for the adoption of the model for the demerger of Snam S.p.A., in accordance with Article 15, of Law no. 27 of 24 March, 2012”, the directors may not be appointed to offices in administrative or control bodies or in managerial positions at ENI S.p.A. and its subsidiaries, nor may they entertain any direct or indirect, professional or financial relationship with the aforementioned companies.</p> <p>Furthermore, all candidates must meet the requirements of integrity laid down in current legislation.</p> <p>In the slates that present three or more candidates, at least one third of the candidates (rounded up, in the case of a decimal figure, to the next whole number) must belong to the less represented gender, as also specified in the call notice for the Shareholders’ Meeting.</p>	<p>if the Board is made up of more than seven members, must meet the requirements of independence laid down for statutory auditors of listed companies.</p> <p>The slates shall expressly bear the names of candidates who meet the aforementioned requirement of independence.</p> <p><del>At least one third (rounding up in the case of a decimal number) of the members of the Board of Directors must belong to the less represented gender.</del>  <b>At least two fifths of the members of the Board of Directors, or any different proportion – if higher – as envisaged by provisions in force <i>pro tempore</i> on the matter, must belong to the less represented gender, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.</b></p> <p>Pursuant to the Decree of the President of the Council of Ministers of 25 May, 2012, containing the “Criteria, conditions and terms for the adoption of the model for the demerger of Snam S.p.A., in accordance with Article 15, of Law no. 27 of 24 March, 2012”, the directors may not be appointed to offices in administrative or control bodies or in managerial positions at ENI S.p.A. and its subsidiaries, nor may they entertain any direct or indirect, professional or financial relationship with the aforementioned companies.</p> <p>Furthermore, all candidates must meet the requirements of integrity laid down in current legislation.</p> <p>In the slates that present three or more candidates, at least <b>two fifths of the candidates, or any different proportion – if higher – as envisaged by provisions in force <i>pro tempore</i> on the matter</b>, one third of the candidates (rounded up, in the case of a decimal figure, to the next whole number) must belong to the less represented gender, <b>with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more candidates, and as better also</b> specified in the call notice for the Shareholders' Meeting.</p>
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Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

<p>At the time of deposit, each slate, under penalty of its inadmissibility, must be accompanied by the professional CV of each candidate, along with the declarations by which candidates accept their candidacy and, under their own responsibility, declare the non-existence of reasons for ineligibility and incompatibility, in addition to their ownership of the aforementioned requirements of integrity and independence.</p> <p>The appointed directors must notify to the Company of their loss of the aforementioned requirements of independence and integrity, as well as the occurrence of causes for ineligibility and incompatibility, if any.</p>	<p>At the time of deposit, each slate, under penalty of its inadmissibility, must be accompanied by the professional CV of each candidate, along with the declarations by which candidates accept their candidacy and, under their own responsibility, declare the non-existence of reasons for ineligibility and incompatibility, in addition to their ownership of the aforementioned requirements of integrity and independence.</p> <p>The appointed directors must notify to the Company of their loss of the aforementioned requirements of independence and integrity, as well as the occurrence of causes for ineligibility and incompatibility, if any.</p>
13.4	[Unchanged]
13.5	[Unchanged]
13.6	[Unchanged]
13.7	[Unchanged]
<p>13.8 If in the course of the financial year one or more vacancies occur on the Board, the procedure specified in Art. 2386 of the Italian Civil Code shall be followed.</p> <p>In any case, respect for the minimum number of independent directors and the presence of least one third (rounded up in the case of decimal number, to the next whole number) of the directors belonging to the less represented gender must be ensured.</p> <p>If there is no longer a majority of directors, the entire Board of Directors shall resign, and a Shareholders' Meeting shall be convened in a timely manner by the Board of Directors for the reconstitution of the latter.</p>	<p>13.8 If in the course of the financial year one or more vacancies occur on the Board, the procedure specified in Art. 2386 of the Italian Civil Code shall be followed. In any case, respect for the minimum number of independent directors and the presence of least <b>two fifths of the candidates for the Board of Directors, or any different proportion - if greater - as envisaged by provisions in force <i>pro tempore</i> on the matter</b> <del>one third (rounded up in the case of decimal number, to the next whole number)</del> of the directors belonging to the less represented gender must be ensured, <b>with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.</b></p> <p>If there is no longer a majority of directors, the entire Board of Directors shall resign, and a Shareholders' Meeting shall be convened in a timely manner by the Board of Directors for the reconstitution of the latter.</p>
13.9	[Unchanged]
<b>Current text of the Bylaws</b>	<b>New text of the Bylaws</b>
<b>Article 24</b>	<b>Article 24</b>

Report of the Board of Directors on the proposals relating to items on the agenda of the Shareholders' meeting

24.1	[Unchanged]
	<p><b>24.2 The provisions of articles 13.3 and 13.8, which aim to ensure that at least two-fifths of the directors belong to the least represented gender, shall apply as of the first renewal of the administrative body after that appointed by the Shareholders' Meeting of 2 April 2019. Up until such time, also in the case of co-optation, the composition of the Board of Directors shall comply with the quota of at least one third (rounded up to the next whole number in the case of a decimal number).</b></p>

*3.3 Assessment of the Board of Directors on whether or not the right of withdrawal applies*

The proposed amendments do not come under any of the hypotheses of withdrawal under Article 2437, subsection 1 of the Italian Civil Code. It is therefore considered that shareholders not involved in approving the resolution concerning such amendments, shall not have the right of withdrawal.

*3.4 Proposed resolution on the third item on the agenda*

In light of the above, the Snam Board of Directors proposes that shareholders approve the following proposed resolution:

*“The extraordinary shareholders' meeting of Snam, having regard to the explanatory report by the directors published in accordance with Articles 125-ter of the CLF and 72 of the Issuers' Regulation and in compliance with Annex 3A to the Issuers' Regulations, with reference to the first item on the agenda in the extraordinary part*

**RESOLVED**

- 1. to approve the amendment of Article 13 of the company's Bylaws and Article 24 of the company's Bylaws, as proposed by the Board of Directors;*
- 2. to confer upon the Board of Directors, and/or the Chief Executive Officer for it, with the right to use, in whole or in part, special attorneys to this end, all powers as may be required in order to fulfil the foregoing resolution and the consequent legislative and regulatory requirements, including, in particular, to fulfil all formalities necessary to ensure that it is registered with the Business Register in accordance with Article 2436 of the Italian Civil Code, the ability to make any non-substantial amendments and/or*

Report of the Board of Directors on the proposals  
relating to items on the agenda of the Shareholders' meeting

*additions as may be required by the competent authorities or the notary, or which are in  
any case considered useful or appropriate.*

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Milan, 28 December 2020

The Chairman of the Board of Directors

Mr Nicola Bedin

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY REPRESENTATIVE	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
STUDIO TREVISAN DESIGNATED REPRESENTATIVE AS PROXY-HOLDER UNDER 135-NOVIES CLF IN THE PERSON OF DARIO TREVISAN		0			
- BY PROXY OF					
CDP RETI SPA	1,053,692,127		F	F	F
ALLIANZ GLOBAL INVESTORS GMBH AGENT:DWP BANK	206,268		F	F	F
TCORPIM INTERNATIONAL SHARE (UNHEDGED) FUND AGENT:JP MORGAN CHASE BANK	123,766		F	F	F
801 INVESTMENTS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	20,553		F	F	F
ARIEL INTERNATIONAL DM/EM LLC REQUESTER:NT NT0 NON TREATY CLIENTS	2,281,777		F	F	F
SLW PORTFOLIO LLC REQUESTER:NT NT0 NON TREATY CLIENTS	17,616		F	F	F
STATES OF GUERNSEY ACTING BY AND THROUGH THE POLICY AND RESO REQUESTER:NT NT0 NON TREATY CLIENTS	192,427		F	F	F
SALIX LLC REQUESTER:NT NT0 NON TREATY CLIENTS	38,532		F	F	F
SENTINEL INTERNATIONAL TRUST REQUESTER:NT NT0 NON TREATY CLIENTS	13,077		F	F	F
SENTINEL INTERNATIONAL FUND REQUESTER:NT NT0 NON TREATY CLIENTS	2,611		F	F	F
RUM CAY LP REQUESTER:NT NT0 NON TREATY CLIENTS	9,483		F	F	F
WAM INVESTMENTS, LLC REQUESTER:NT NT0 NON TREATY CLIENTS	934		F	F	F
MFC INTERNATIONAL FUND LLC REQUESTER:NT NT0 NON TREATY CLIENTS	14,713		F	F	F
MSCI WORLD EQUITY ESG SCREENED INDEX FUND B (WLDESGB) AGENT:JP MORGAN CHASE BANK	342,901		F	F	F
GLOBAL BOND FUND WAYCROSSE INC REQUESTER:NT NT0 NON TREATY CLIENTS	185,502		F	F	F
THYSSEN GLOBAL INVESTMENTS CORP REQUESTER:NT NT0 NON TREATY CLIENTS	1,668		F	F	F
KFP MARKETABLE LLC REQUESTER:NT NT0 NON TREATY CLIENTS	2,546		F	F	F
K INVESTMENTS SH LIMITED. REQUESTER:NT NT0 NON TREATY LENDING CLIE	278,344		F	F	F
LEGAL AND GENERAL MSCI EAFE SL FUND LLC REQUESTER:NT NT0 NON TREATY LENDING CLIE	120,840		F	F	F
NTGI - QM COMMON DAILY ALL COUNTRY WORLD EX-US EQUITY INDEX REQUESTER:NT NT0 NON TREATY LENDING CLIE	85,423		F	F	F
LEGAL & GENERAL DEVELOPED MULTI-FACTOR SL FUND LLC REQUESTER:NT NT0 NON TREATY LENDING CLIE	27,940		F	F	F
NTGI-QM COMMON DAILY EAFE INDEX FUND - LENDING REQUESTER:NT NT0 NON TREATY LENDING CLIE	170,580		F	F	F
ASCENSION ALPHA FUND LLC. REQUESTER:NT NT0 NON TREATY LENDING CLIE	5,824		F	F	F
UNITED NATIONS JOINT STAFF PENSION FUND REQUESTER:NT UNITED NATIONS JOINT STAFF	1,400,000		F	F	F
FLEXSHARES INTERNATIONAL QUALITY DIVIDEND INDEX FUND AGENT:JP MORGAN CHASE BANK	304,992		F	F	F
INTERNATIONAL MONETARY FUND STAFF RETIREMENT PLAN 700 REQUESTER:NT INTERNATIONAL MONETARY FUND	188,930		F	F	F
NGEE ANN POLYTECHNIC REQUESTER:NT NT0 CHINA MALAYSIAN SINGAPO	798		F	A	F
NATIONAL COUNCIL FOR SOCIAL SECURITY FUND PRC REQUESTER:NT NT0 CHINA MALAYSIAN SINGAPO	6,091		F	A	F
NATIONAL COUNCIL FOR SOCIAL SECURITY FUND PRC REQUESTER:NT NT0 CHINA MALAYSIAN SINGAPO	552,994		F	F	F
FIDELITY SALEM STREET TRUST: FIDELITY FLEX INTERNATIONAL INDEX FUND REQUESTER:NT FIDELITY FUNDS	55,678		F	F	F
FIDELITY SALEM STREET TRUST: FIDELITY SERIES GLOBAL EX U.S. INDEX FUND REQUESTER:NT FIDELITY FUNDS	1,691,056		F	F	F
HAGFORS LIMITED THE R&H TRUST COMPANY LTD REQUESTER:NT NT1 NON TREATY ACCOUNT CLIE	35,324		F	F	F
STICHTING BLUE SKY LIQUID ASSET FUNDS REQUESTER:NT BLUE SKY GROUP	215,663		F	F	F
NEW ZEALAND SUPERANNUATION FUND REQUESTER:NT NEW ZEALAND SUPERANNUATION	3,009,117		F	F	F
MERCER PASSIVE INTERNATIONAL SHARES FUND REQUESTER:NT NT2 TREATY ACCOUNT LENDING	99,884		F	F	F
AUSTRALIANSUPER AGENT:JP MORGAN CHASE BANK	301,662		F	A	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
COMMONWEALTH SUPERANNUATION CORPORATION AS TRUSTEE REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	104,220		F	A	F
AUSTRALIAN CAPITAL TERRITORY REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	74,753		F	F	F
QUEENSLAND INVESTMENT TRUST NO. 2 REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	77,537		F	F	F
LORD MAYOR'S CHARITABLE FOUNDATION REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	1,838		F	F	F
QIC INTERNATIONAL EQUITIES FUND REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	65,923		F	F	F
ENERGY INVESTMENT FUND REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	643,509		F	F	F
COMMONWEALTH GLOBAL LISTED INFRASTRUCTURE FUND 6. REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	768,091		F	F	F
MAGELLAN INFRASTRUCTURE FUND (UNHEDGED REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	3,573,006		F	F	F
COMMONWEALTH GLOBAL LISTED INFRASTRUCTURE FUND 7. REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	1,431,856		F	F	F
MAGELLAN INFRASTRUCTURE FUND REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	8,811,533		F	F	F
EQ ADVISORS TRUST - EQ/INTERNATIONAL MANAGED VOLATILITY PORTFOLIO AGENT:JP MORGAN CHASE BANK	268,166		F	F	F
MAGELLAN CORE INFRASTRUCTURE FUND REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	1,115,067		F	F	F
GOVERNMENT EMPLOYEES SUPERANNUATION BOARD	1,598,116		F	F	F
IAGAM GLOBAL EQUITY TRUST. REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	162,656		F	F	F
MAGELLAN INFRASTRUCTURE FUND (CURRENCY HEDGED) REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	2,588,301		F	F	F
AUSTRALIA POST SUPERANNUATION SCHEME REQUESTER:NT NT2 TREATY ACCOUNT CLIENTS	13,255		F	F	F
JOHN T WALTON FAMILY TRUST. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	226,253		F	F	F
EXELON CORPORATION PENSION MASTER RETIREMENT TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	1,662,265		F	F	F
EXELON CORPORATION EMPLOYEES BENEFIT TRUST FOR MANAGEMENT E REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	116,605		F	F	F
HRW TRUST NO 3 UAD 01/17/03 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	292,719		F	F	F
LESLIE C NAIFY 2016 TRUST UAD FEB 8 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	5,104		F	F	F
BT INTERNATIONAL SHARES INDEX FUND AGENT:JP MORGAN CHASE BANK	150,054		F	F	F
GEORGE LUCAS FAMILY FOUNDATION REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	147,757		F	F	F
ARIEL GLOBAL FUND REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	278,059		F	F	F
ARIEL INTERNATIONAL FUND REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	5,392,174		F	F	F
JTW TRUST NO. 5 UAD 9/19/02 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	4,198		F	F	F
JTW TRUST NO. 2 UAD 9/19/02 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	8,078		F	F	F
JTW TRUST NO. 4 UAD 9/19/02 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	8,461		F	F	F
JTW TRUST NO. 1 UAD 9/19/02 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	199,185		F	F	F
JTW TRUST NO. 3 UAD 9/19/02 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	10,502		F	F	F
FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	98,627		F	F	F
CYSTIC FIBROSIS FOUNDATION REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	70,299		F	A	F
EMPLOYEES RETIREMENT SYSTEM OF GEORGIA AGENT:JP MORGAN CHASE BANK	242,730		F	F	F
THE CHARLOTTE-MECKLENBURG HOSPITAL AUTHORITY REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	1,484,923		F	F	F
ATRIUM HEALTH FOUNDATION REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	66,285		F	F	F
DREW M ANDRADE 2016 TR UAD FEB 8 1991 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	8,936		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
CHRISTIE M. NAIFY 2016 TRUST UAD FEB 8 1991 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	20,580		F	F	F
NORTHERN FUNDS INTERNATIONAL GROWTH EQUITY FUND. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	22,819		F	F	F
EMERSON ELECTRIC CO. RETIREMENT MASTER TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	347,445		F	F	F
ACORN 1998 TRUST. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	3,175		F	F	F
EXELON FITZPATRICK QUALIFIED FUND REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	1,726		F	F	F
NORTHERN FUNDS - INTERNATIONAL EQUITY INDEX FUND REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	629,795		F	F	F
MICHIGAN CATHOLIC CONFERENCE REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	3,509		F	F	F
NVIT INTERNATIONAL INDEX FUND AGENT:JP MORGAN CHASE BANK	241,540		F	F	F
NORTHERN ENGAGE360 FUND. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	340,202		F	F	F
NORTHERN TRUST GLOBAL INVESTMENTS COLLECTIVE FUNDS TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	4,599,644		F	F	F
PRESBYTERIAN CHURCH (USA) FOUNDATION REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	9,675		F	A	F
MICHIGAN CATHOLIC CONFERENCE MASTER PENSION TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	8,381		F	F	F
MATTHEW A STADNIK 2016 TR UAD FEB 8 1991 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	11,478		F	F	F
MOTOROLA SOLUTIONS RETIREMENT TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	254,229		F	F	F
NORTHERN MULTI MANAGER GLOBAL LISTED INFRASTRUCTURE FUND REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	4,484,907		F	F	F
MORNINGSTAR UNCONSTRAINED ALLOCATION FUND A SERIES OF MORNINGSTAR FUNDS TRUST REQUESTER:NT NT0 15% TREATY	161,941		F	F	F
ALW 2010 FAMILY TRUST ALICE WALTON/O WALTON ENTERPRISES LLC REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	93,298		F	F	F
THE UNIVERSITY OF ARKANSAS FOUNDATION INC REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	168,879		F	F	F
WSSP INTERNATIONAL EQUITIES TRUST AGENT:JP MORGAN CHASE BANK	151,077		F	A	F
HRW TRUST NO 2 UAD 01/17/03 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	14,869		F	F	F
HRW TESTAMENTARY TRUST NO 1 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	14,814		F	F	F
HRW TESTAMENTARY TRUST NO 3 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	17,249		F	F	F
S. ROBSON WALTON 2010 TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	8,762		F	F	F
HRW TESTAMENTARY TRUST NO 4 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	5,344		F	F	F
HRW TESTAMENTARY TRUST NO 6 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	16,717		F	F	F
HRW TESTAMENTARY TRUST NO. 12 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	19,443		F	F	F
HRW TESTAMENTARY TRUST NO 5 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	6,925		F	F	F
HRW TRUST NO 4 UAD 01/17/03	349,317		F	F	F
HRW TESTAMENTARY TRUST NO. 7. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	14,903		F	F	F
JNL/MELLON INTERNATIONAL INDEX FUND AGENT:JP MORGAN CHASE BANK	223,890		F	F	F
HRW TESTAMENTARY TRUST NO 2 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	14,336		F	F	F
HRW TESTAMENTARY TRUST NO. 8 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	423,923		F	F	F
HRW TESTAMENTARY TRUST NO. 9. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	11,781		F	F	F
HRW TESTAMENTARY TRUST NO. 11 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	275,870		F	F	F
HRW TESTAMENTARY TRUST NO. 10 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	12,604		F	F	F
HRW TRUST NO 1 UAD 01/17/03 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	21,566		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
SEAN P ANDRADE 2016 TR UAD FEB 8, 1991 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	6,983		F	F	F
THE TRUSTEES OF THE HENRY SMITH CHARITY REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	45,594		F	F	F
THE LAURIE M. TISCH FOUNDATION INC REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	10,415		F	F	F
CHRISTINA E SUDIN 2016 TRUST UAD FEB 8 1991 REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	7,562		F	F	F
NOMURA CCY FD GBL INFRAST STOCK FD AGENT:NOMURA BK SA LUXEMB	2,609,850		F	F	F
ONEPATH GLOBAL SHARES - LARGE CAP (UNHEDGED) INDEXPOOL AGENT:JP MORGAN CHASE BANK	174,376		F	F	F
TRINITY COLLEGE CAMBRIDGE REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	12,872		F	F	F
S. ROBSON WALTON 1999 CHILDRENS TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	5,201		F	F	F
LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST. REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	1,073		F	F	F
SALT RIVER PIMA-MARICOPA INDIAN COMMUNITY REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	247,104		F	F	F
TEACHERS' RETIREMENT SYSTEM OF OKLAHOMA REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	468,127		F	F	F
UTAH STATE RETIREMENT SYSTEMS REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	301,115		F	A	F
MASTER TRUST AGREEMENT UNDER VARIOUS EMPLOYEE BENEFIT PLANS REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	86,509		F	F	F
GENERAL PENSION AND SOCIAL SECURITY AUTHORITY GPSSA REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	129,627		F	F	F
MERCY INVESTMENT SERVICES INC REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	15,456		F	F	F
ALFRED I DUPONT CHARITABLE TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	22,155		F	F	F
EUROPE EQUITY INDEX ESG SCREENED FUND B(EURXCWB) AGENT:JP MORGAN CHASE BANK	182,257		F	F	F
EMPLOYEES RETIREMENT FUND OF THE CITY OF DALLAS. REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	453,334		F	F	F
CHEVRON MASTER PENSION TRUST REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	75,623		F	F	F
ILLINOIS MUNICIPAL RETIREMENT FUND REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	957,870		F	F	F
GUIDESTONE FUNDS INTERNATIONAL EQUITY INDEX FUND. REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	106,584		F	F	F
CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	163,129		F	F	F
STICHTING INSTITUUT GAK REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	31,388		F	F	F
WYOMING RETIREMENT SYSTEM REQUESTER:NT NT0 15% TREATY ACCOUNT LEND	41,344		F	F	F
HSBC GLOBAL EQUITY FUND REQUESTER:NT NT1 15% TREATY ACCOUNT CLIE	31,604		F	F	F
HSBC INTERNATIONAL EQUITY POOLED FUND REQUESTER:NT NT1 15% TREATY ACCOUNT CLIE	73,285		F	F	F
FORD MOTOR COMPANY OF CANADA LIMITED PENSION TRUST REQUESTER:NT NT1 15% TREATY ACCOUNT CLIE	13,959		F	F	F
EQ ADVISORS TRUST - EQ/INTERNATIONAL CORE MANAGED VOLATILITY PORTFOLIO AGENT:JP MORGAN CHASE BANK	98,152		F	F	F
PUBLIC SECTOR PENSION INVESTMENT BOARD REQUESTER:NT NT1 15% TREATY ACCOUNT LEND	1,039,806		F	F	F
NAV CANADA PENSION PLAN REQUESTER:NT NT1 15% TREATY ACCOUNT LEND	226,506		F	F	F
HALIFAX REGIONAL MUNICIPALITY MASTER TRUST REQUESTER:NT NT1 15% TREATY ACCOUNT LEND	57,797		F	F	F
STATE STREET GLOBAL ADVISORS GROSS ROLL UP UNIT TRUST REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	62,609		F	F	F
BARINGS INVESTMENT FUNDS PLC. REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	221,996		F	F	F
ATLAS GLOBAL INFRASTRUCTURE UCITS ICAV REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	5,488,061		F	F	F
MFG INVESTMENT FUND PLC REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	1,235,729		F	F	F
PRESCIENT ICAV. REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	43,350		F	F	F

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BARINGS INTERNATIONAL UMBRELLA FUND REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	56,881		F	F	F
BLACKROCK AUTHORISED CONTRACTUAL SCHEME I REQUESTER:NT BLACKROCK AUTHORISED CONTRA	1,876,943		F	F	F
ROCKEFELLER & CO., INC AGENT:JP MORGAN CHASE BANK	68,504		F	F	F
LEGAL AND GENERAL GLOBAL EQUITY INDEX FUND REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	9,729		F	F	F
LEGAL & GENERAL GLOBAL INFRASTRUCTURE INDEX FUND REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	716,104		F	F	F
LEGAL & GENERAL FUTURE WORLD CLIMATE CHANGE EQUITY FACTORS I REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	4,483		F	F	F
LEGAL AND GENERAL EUROPEAN INDEX TRUST REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	1,227,838		F	F	F
LEGAL AND GENERAL INTERNATIONAL INDEX TRUST REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	150,245		F	F	F
PREMIER GLOBAL INFRASTRUCTURE INCOME FUND REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	72,000		F	F	F
PREMIER MITON GLOBAL INFRASTRUCTURE INCOME FUND REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	72,000		F	F	F
LEGAL & GENERAL FUTURE WORLD ESG DEVELOPED INDEX FUND REQUESTER:NT NT0 UKDU UCITS TREATY/NON T	3,820		F	F	F
LEGAL & GENERAL AUTHORISED CONTRACTUAL SCHEME REQUESTER:NT LEGAL AND GENERAL AUTHORISE	547,712		F	F	F
KBI FUNDS ICAV REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	85,266		F	F	F
EQ ADVISORS TRUST - EQ/GLOBAL EQUITY MANAGED VOLATILITY PORTFOLIO AGENT:JP MORGAN CHASE BANK	78,427		F	F	F
LEGAL AND GENERAL ICAV REQUESTER:NT NT0 IEDU UCITS 15 PCT TREAT	50,164		F	F	F
BRITISH COLUMBIA INVESTMENT MANAGEMENT CORPORATION. REQUESTER:NT NT BRITISH COLUMBIA INVESTM	52,320		F	F	F
LONDON LGPS CIV AUTHORISED CONTRACTUAL SCHEME. REQUESTER:NT LONDON LGPS CIV AUTHORISED	529,754		F	F	F
ILLINOIS STATE BOARD OF INVESTMENT REQUESTER:NT NTC - ILLINOIS STATE BOARD	1,208,071		F	A	F
BANCO NACIONAL DE PANAMA ACTING AS TRUSTEE OF THE FIDEICOMISO DE FOND O DE AHORRO DE PANAMA REQUESTER:NT	7,724		F	F	F
LF ROBECO ACS UMBRELLA FUND. REQUESTER:NT NTC-LF ROBECO ACS UMBRELLA	246,747		F	A	F
LGPS CENTRAL AUTHORISED CONTRACTUAL SCHEME REQUESTER:NT NTC-LGPS CENTRAL AUTHORISED	320,900		F	F	F
UBS COMMON CONTRACTUAL FUND REQUESTER:NT NTC-UBS COMMON CONTRACTUAL	55,158		F	F	F
QSUPER REQUESTER:NT NTC - QSUPER	23,232		F	A	F
THE GREATER MANCHESTER PENSION FUND. REQUESTER:NT NTC-TMBC AS THE ADMIN AUTH	395,738		F	F	F
BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO OF BLACKROCK FUNDS V AGENT:JP MORGAN CHASE BANK	95,089		F	F	F
BLACKROCK UCITS CCF. BLACKROCK ASSET MANAGEMENT IRELAND LIMITED REQUESTER:NT NTC - BLACKROCK COMMON CON	198,683		F	F	F
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT ON BEHALF OF THE WORLD BANK GROUP TRUST FUNDS	9,316		F	F	F
WEST YORKSHIRE PENSION FUND REQUESTER:NT NTC - WEST YORKSHIRE PENSIO	1,000,000		F	F	F
CLEARWATER INTERNATIONAL FUND REQUESTER:NT NTC-CLEARWATER INTERNATIONA	70,149		F	F	F
MERSEYSIDE PENSION FUND REQUESTER:NT NTC MERSEYSIDE PENSION FUND	29,269		F	F	F
VERDIPAPIRFONDET KLP AKSJGLOBAL INDEX 1 REQUESTER:NT GS1 15% TREATY ACCOUNT LEND	394,951		F	F	F
KOMMUNAL LANDSPENSJONSKASSE GJENSIDIG FORSIKRINGSSELSKAP REQUESTER:NT GS1 15% TREATY ACCOUNT	167,094		F	F	F
VERDIPAPIRFONDET KLP AKSJGLOBAL FLERFAKTOR I REQUESTER:NT GS1 15% TREATY ACCOUNT LEND	1,598,905		F	F	F
VERDIPAPIRFONDET KLP AKSJEUROPA INDEKS 1 REQUESTER:NT GS1 15% TREATY ACCOUNT LEND	145,172		F	F	F
UNIVEST. REQUESTER:NT UNIVEST	589,955		F	F	F
MINE SUPERANNUATION FUND AGENT:JP MORGAN CHASE BANK	64,830		F	A	F
STICHTING BEDRIJFSTAKPENSIOENFONDS VOOR HET LEVENSMIDDELENBEDRIJF REQUESTER:NT GS1 EU/NORWAY	118,058		F	A	F
STICHTING PENSIOENFONDS PGB REQUESTER:NT GS1 EU/NORWAY PENSION FUNDS	1,149,726		F	F	F

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BY PROXY AND BY REPRESENTATIVE			1	2	3
STICHTING BEDRIJFSTAKPENSIOENFONDS VOOR HET SCHOONMAAK EN GL. REQUESTER:NT GS1 EU/NORWAY PENSION FUNDS	167,003		F	F	F
STICHTING BEDRIJFSTAKPENSIOENFONDS VOOR HET BEROEPSVERVOER OVER DE WEG REQUESTER:NT GS1 EU/NORWAY	461,188		F	F	F
NORTHERN TRUST UCITS FGR FUND REQUESTER:NT GS0 NLDU UCITS 1.2%PCT TREA	310,621		F	F	F
ROBECO INSTITUTIONAL UMBRELLA FUND REQUESTER:NT NTGS LONDON-ROBECO INSTITUT	1,108,942		F	A	F
LGT SELECT FUNDS REQUESTER:RBC LGT SELECT FUNDS	49,494		F	F	F
MACQUARIE FUND SOLUTIONS (FORM. MACQUARIE SICAV) REQUESTER:RBC MACQUARIE FUND SOLUTIONS	75,960		F	F	F
MEDIOLANUM BEST BRANDS REQUESTER:RBC MEDIOLANUM BEST BRANDS	894,083		F	A	F
RBC INVESTOR SERVICES BANK FRANCE S.A. REQUESTER:RBC INVESTOR SERVICES BANK UCITS	300,000		F	A	F
CONSTRUCTION AND BUILDING UNIONS SUPERANNUATION FUND AGENT:JP MORGAN CHASE BANK	78,372		F	A	F
VARIOPARTNER SICAV REQUESTER:RBC VARIOPARTNER SICAV	111,602		F	F	F
VONTOBEL FUND. REQUESTER:RBC VONTOBEL FUND	5,681		F	F	F
DANSKE INVEST SICAV REQUESTER:RBC DANSKE INVEST SICAV	268,740		F	F	F
UNIVERSE THE CMI GLOBAL NETWORK FUND REQUESTER:RBC UNIVERSE THE CMI GLOBAL NETWORK	205,836		F	F	F
VONTOBEL FUND (CH) REQUESTER:RBC VONT VESCORE GLOB EQ MULT FAC	1,800		F	F	F
RIVERFIELD SICAV REQUESTER:RBC RIVERFIELD SICAV	59,826		B	B	B
MAN MULTI-STRATEGY MASTER FUND MAPLES CORPORATE SERVICES LIMITEES REQUESTER:BARCLAYS BANK PLC SA A/C PB	27,792		F	A	F
CDIL WHITEHELM CAP LS CR INFS FD REQUESTER:CBLDN-FIDANTE PLSI-WCLCIF	55,814		F	F	F
CMLA INDEXED GLOBAL SHARE FUND REQUESTER:CBHK-EQT RE CMLA INDEX GS FD	12,552		F	A	F
DFA INT CORE EQ MKT ETF REQUESTER:CBNY-DFA INT CORE EQ MKT ETF	23,882		F	F	F
T. ROWE PRICE INTERNATIONAL EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	79,322		F	F	F
LEGAL AND GENERAL ASSURANCE PENSIONS MANAGEMENT LIMITED	22,051,249		F	F	F
ILA-LA WORLD ESG SCREENED FUND REQUESTER:CBLDN S/A IRISH LIFE ASSURANCE CO	31,746		F	F	F
IRISH LIFE ASSURANCE PLC REQUESTER:CBLDN S/A IRISH LIFE ASSURANCE CO	1,677,824		F	F	F
ILA - RAFIMF REQUESTER:CBLDN S/A IRISH LIFE ASSURANCE CO	14,049		F	F	F
IRISH LIFE ASSURANCE. REQUESTER:CBLDN S/A IRISH LIFE ASSURANCE CO	237,752		F	F	F
ZURICH LIFE ASSURANCE PLC REQUESTER:CBLDN SA ESLACOILL	59,157		F	A	F
CFSIL ATF CMLA INTERNATIONAL SHARE FUND REQUESTER:CBHK SA CFSIL-ATF CMLA INTL SHS	12,812		F	A	F
STICHTING MN SERVICES AANDELENFO ND REQUESTER:CBLDN S/A MNSERVICES AANDELENFONDS EUROPA	247,600		F	F	F
LEGAL AND GENERAL ASSURANCE (PENSIONS MANAGEMENT) LIMITED	4,504,779		F	F	F
LEGAL AND GENERAL ASSURANCE SOCIETY LIMITED REQUESTER:CBLDN S/A LEGAL AND GENERAL	8,124		F	F	F
BLACKROCK DYNAMIC HIGH INCOME PORTFOLIO OF BLACKROCK FUNDS II AGENT:JP MORGAN CHASE BANK	84,573		F	F	F
LEGAL AND GENERAL INVESTMENT MANAGEMENT REQUESTER:CBLDN S/A LEGAL AND GENERAL	39,635		F	F	F
CITIBANK INTERNATIONAL PLC AS TRUSTEE CITIBANK INT.PLC REQUESTER:CBLDN S/A STANDARD LIFE EUROP TRUST	6,792,093		F	F	F
CHARLES SCHWAB CO. INC. REQUESTER:CBNY S/A CHARLES SCHWAB	1,093		F	F	F
MANULIFE GLOBAL FUND (SICA REQUESTER:CBLUX S/A MANULIFE GLOBAL FUND	32,221		F	F	F
COLONIAL FIRST STATE INVESTMENTS LIMITED. REQUESTER:CBHK S/A CFSIL COMWLTH GL IF 3	5,148,951		F	F	F
AEGON CUSTODY B.V. REQUESTER:CBLDN-AEGON CSTDY BV RE TEIS RE UBS	1,331,774		F	F	F
THE NOMURA TRUST AND BANKING CO LTD REQUESTER:CBHK S/A NMTB/NIK KOKUSAI-H 935034	86,646		F	F	F
BERESFORD FUNDS PLC REQUESTER:CBLDN S/A CIPI ILIM FUNDS PLC	498,047		F	F	F

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PRINCIPAL TRUST COMPANY ASIA LIMITED REQUESTER:CBNY S/A PRINC TR CO (ASIA) LTD	245,868		F	F	F
CFSIL - COMMONWEALTH GLOBAL SHARE FUND 22 REQUESTER:CBHK S/A CFSIL COMMONWEALTH GL SF 22	198,535		F	A	F
NMM5 GIEP DWS ACCOUNT AGENT:NOMURA BK SA LUXEMB	49,457		F	F	F
STATE OF NEW MEXICO STATE INVESTMENT COUNCIL AGENT:JP MORGAN CHASE BANK	169,774		F	F	F
CFSIL - COMMONWEALTH GLOBAL SHARE FUND 23 REQUESTER:CBHK S/A CFSIL COMMONWEALTH GL SF 23	69,832		F	A	F
STICHTING PGGM DEPOSITARY REQUESTER:CBLDN-SPD PGGM (DMAE2TR)	4,256,873		F	A	F
INTERNATIONAL EQUITIES FUND REQUESTER:CBHK SA MIML MACQUARIE INT EQ FD	34,020		F	F	F
MACQUARIE TRUE INDEX GLOBAL INFRASECURITIES FUND REQUESTER:CBHK SA MACQUARIE TRUE IGI SF	277,213		F	F	F
PRINCIPAL MPF EUROPEAN EQUITY FUND REQUESTER:CBHK SA CITITRUST L-AIM EURO EQ F	86,111		F	F	F
NATIONAL COUNCIL FOR SOCIAL SEC FUND REQUESTER:CITIBANK NA HONG KONG SA SSF-ACE-CF92	39,645		F	F	F
LEGG MASON INC. REQUESTER:CITIBANK NA NEW YORK SA LEGG MASON INC GLOBAL ESG	3,596		F	F	F
CFSIL - COLONIAL FIRST STATE GLOBAL ASSET MANAGEMENT MULTI SECTOR TRUST 1 REQUESTER:CITIBANK NA HONG KONG SA	1,288		F	A	F
SDA INTL EQUITY INDEX FD-WORLD REQUESTER:CITIBANK NA NEW YORK SA SDA INTERNATIONAL EQUITY INDEX FUND	52,566		F	A	F
CBOSC-CBGS-WGSS07 REQUESTER:CITIBANK NA HONG KONG SA CBOSC ATF OSF-WGSS07	21,150		F	A	F
STELLAR INSURANCE, LTD. AGENT:JP MORGAN CHASE BANK	82,233		F	F	F
THREADNEEDLE (LUX) COLUMBIA THREADNEEDLE INVESTMENTS REQUESTER:CBLUX SA THREADNEEDLE (LUX)	55,162		F	A	F
THREADNEEDLE (LUX REQUESTER:CBLUX SA THREADNEEDLE (LUX)	10,445		F	A	F
CBOSC ATF CW BK GRP SUP WGSS08 REQUESTER:CBHK SA CBOSC ATF CBSG-WGSS08	21,613		F	F	F
STANDARD LIFE INVESTMENT COMPANY FUND REQUESTER:CBLDN SA STANDARD LIFE INVEST COMP	6,016		F	F	F
MACQUARIE INVESTMENT MANAGEMENT LIMITED REQUESTER:CBHK SA MIML-MACQ INT INFR SFD UH	603,944		F	F	F
JOHN HANCOCK FUNDS III GLOBAL SHAREHOLDER YIELD FUND REQUESTER:CBNY SA JOHN HANCOCK FUNDS	4,856,727		F	F	F
JOHN HANCOCK VARIABLE INSURANCE TRUST INTERNATIONAL EQUITY INDEX TRUST. REQUESTER:CBNY SA JOHN HANCOCK FUNDS	681		F	F	F
LEGAL AND GENERAL COLLECTIVE INVESTMENT TRUST	10,383,757		F	F	F
WALDEN INTERNATIONAL EQUITY FUND REQUESTER:CBNY-WALDEN INT EQ FD	90,171		F	F	F
CFSIL RE COLONIAL FIRST STATE INVESTMENT FUND 10 REQUESTER:CBHK-CFSIL RE CFS INVEST FD 10	51,217		F	A	F
SCHRODER INTERNATIONAL SELECTION FUND	1,545,820		F	F	F
HUTCHISON PROVIDENT FUND. REQUESTER:CBHK-BCTCLAC-HUTCHIS PROVID FD	41,299		F	F	F
VICTORY MARKET NEUTRAL INCOME FUND REQUESTER:CBNY-COMPASS MKT NTRL INC FD	12,710		F	F	F
FIDANTE PARTNERS LIMITED REQUESTER:CITIBANK NA HONG KONG SA CBOSC ATF CBGS-WALT08	711,623		F	F	F
NEWBURG NOMINEES LIMITED INVESTORSWHOLESALE GLOBAL EQUITY (INDEX) TRUST REQUESTER:CBHK-NEWBURG NLIWGE	96,244		F	F	F
LATVIJAS BANKA REQUESTER:CITIBANK NA LONDON SA LATVIJAS BANKA	27,812		F	F	F
VICTORY RS GLOBAL FUND REQUESTER:CBNY-VICTORY RS GLOBAL FUND	3,148		F	F	F
VICTORY RS INTERNATIONAL FUND REQUESTER:CBNY-VICTORY RS INTERNATIONAL FUND	6,293		F	F	F
VICTORY RS INTERNATIONAL VIP SERIES REQUESTER:CBNY-VICTORY RS INTERNATIONAL VIP	217,620		F	F	F
JOHN HANCOCK FUNDS II INTERNATIONAL STRATEGIC EQUITY ALLOCATION FUND REQUESTER:CBNY-JHF II INTL SEA FD	1,392		F	F	F
MACQUARIE MULTI-FACTOR FUND. REQUESTER:CBHK-MIMAL RE MC MULTI-FCTR FD	62,834		F	F	F
PICTET-EUROPE INDEX AGENT:PICTET & CIE(EUROPE)	279,450		F	F	F
VICTORYSHARES DEVELOPED ENHANCEDVOLATILITY WTD INDEX ETF. REQUESTER:CBNY-VICT CEMP DEV EN VOL ETF	13,430		F	F	F

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VICTORYSHARES INTERNATIONALVOLATILITY WTD INDEX ETF. REQUESTER:CBNY-VICT CEMP INTL VOL WTD ETF	4,025		F	F	F
CITITRUST LIMITED AS TRUSTEE OF BLACKROCK PREMIER FUNDS-BLACKROCK WORLD EQUITY INDEX FUND	11,094		F	F	F
VICTORYSHARES INTERNATIONAL HIGHDIV VOLATILITY WTD INDEX ETF REQUESTER:CBNY SA VICT CEMP INTL HI DIV VOL ETF	3,576		F	F	F
SOCIALLY RESPONSIBLE DEVELOPED MARKETS FUNDAMENTAL INDEX CTF REQUESTER:CBNY-SOCIALLY RESP DVLP MKTS	2,087		F	A	F
HOSTPLUS POOLED SUPERANNUATION TRUST REQUESTER:CBHK-HPL HP PST IFM IN GE-PT C	53,331		F	F	F
ABERDEEN INVESTMENT FUNDS UK ICVC II - ABERDEEN WORLD EQUITY ENHANCED INDEX FUND REQUESTER:CBLDN-ABERDEEN	69,484		F	F	F
ABERDEEN INVESTMENT FUNDS UK ICVC II - ABERDEEN EUROPEAN EQUITY ENHANCED INDEX FUND REQUESTER:CBLDN ABERDEEN	405,395		F	F	F
WHITEHELM LISTED CORE INFRASTRUCTURE FUND - UNHEDGED REQUESTER:CBHK-FPL RE WH LISTED C INR FD	2,266		F	F	F
ABERDEEN FUNDS-ABERDEEN MULTI MANAGER MULTI ASSET DISTRIBUTION PORTFOLIO FUND REQUESTER:CBLDN-CEP	12,477		F	F	F
EPS AGENT:JP MORGAN CHASE BANK	49,174		F	A	F
ABERDEEN FUNDS - ABERDEEN MULTI MANAGER CAUTIOUS MANAGED PORTFOLIO FUND REQUESTER:CBLDN-CEP	27,219		F	F	F
USAA CAPITAL GROWTH FUND. REQUESTER:CBNY-USAA CAPITAL GROWTH-RS	2,597		F	F	F
USAA INTERNATIONAL FUND. REQUESTER:CBNY-USAA INTERNATIONAL FUND	26,750		F	F	F
USAA WORLD GROWTH FUND REQUESTER:CBNY-USAA WORLD GROWTH FUND	16,336		F	F	F
TIMOTHY PLAN INTERNATIONAL ETF. REQUESTER:CBNY-TIMOTHY PLAN INTERNATIONAL ETF	30,329		F	F	F
UNIVERSAL INVESTMENT GMBH W.MEISTERWERT PERSPEKTIVE REQUESTER:UBS AG-ZURICH SA UBS D I-SEC TAX EX D-RES	138,100		F	A	F
OLD NORTH STATE HEDGED EQUITY MWT LLC REQUESTER:MORGAN ST & CO. INTL PLC SA IPB	71,989		F	A	F
MMA VIE SA REQUESTER:RBC MMA VIE SA	2,023,424		F	F	F
ABERDEEN INVESTMENT FUNDS UK ICVC II - ABERDEEN EUROPEN EQUITY TRACKER FUND REQUESTER:CBLDN- ABRDN EUROP EQ	60,770		F	F	F
PRINCIPAL FINANCIAL SERVICES INC. - LISTED INFRASTRUCTURE REQUESTER:CBNY-PFSI GLOBAL DRP IMA	2,580		F	F	F
ROBECO CAPITAL GROWTH FUND AGENT:JP MORGAN BANK LUXEM	5,056,680		F	A	F
MAN GLG EQUITY LONG-SHORT ENHANCED MASTER MAN GLG TOPAZ LIMITED REQUESTER:JP MORGAN SECURITIES LTD	52,232		F	A	F
EAGLE REQUESTER:PERSHING, LLC	5,587		F	F	F
SPRING 625 REQUESTER:PERSHING, LLC	39,628		F	F	F
THE CHERYL D DUFFIELD TRUST UAD 09/12/96 CHERYL D DUFFIELD TTEE REQUESTER:PERSHING, LLC	1,207		F	F	F
THE DAVID A DUFFIELD TRUST UAD 07/14/88 REQUESTER:PERSHING, LLC	15,232		F	F	F
STICHTING PENSIOENFONDS METAAL EN TECHNIEK MN SERVICES REQUESTER:CBLDN S/A PFMT	391,559		F	F	F
STICHTING MN SERVICES REQUESTER:CBLDN S/A PFMT	1,026,435		F	F	F
NORGES BANK REQUESTER:CBNY SA NORGES BANK	585,257		B	F	F
GOVERNMENT OF NORWAY REQUESTER:CBNY SA GOVERNMENT OF NORWAY	54,022,715		B	F	F
ENERGY SUPER REQUESTER:CBNY-ELRGEP NAB ACF ENERGY SUPER	19,676		F	A	F
CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR MIZUHO TRUST & BANKING CO., LTD. AS TRUSTEE FOR INTERNATIONAL EQUITY	171,294		F	F	F
MLC INVESTMENTS, MLC LIMITED. REQUESTER:CBNY-M1RC31 NAB ACF MLCI WMP EQ 31	371,739		F	F	F
MLC INVESTMENTS, MLC LIMITED. REQUESTER:CBNY-M1RC31 NAB ACF MLCI WMP EQ 31	4,455		F	A	F
JANA PASSIVE GLOBAL SHARE TRUST REQUESTER:CITIBANK NA NEW YORK JANA PASSIVE GLOBAL SHARE TRUST	22,934		F	F	F
TASPLAN SUPERANNUATION FUND. REQUESTER:CBNY-TNRBLV NAB ACF TASPLAN SUPER	167,248		F	A	F
CARE SUPER. REQUESTER:CBNY-CRROGE NAB ACF CARE SUPER	19,804		F	A	F
UBS FUND MANAGEMENT(LUXEMBOURG) SA	111,659		F	F	F
UBS (LUX) INSTITUTIONAL FUND - EQUITIES EUROPE (EX CH) PASSIVE II REQUESTER:UBS (LUXEMBOURG) SA	916,624		F	F	F
UBS FUND MGT (CH) AG REQUESTER:UBS CH AG FM CLIENT ASSETS	68,648		F	F	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
UBS FUND MGT (CH) AG CH1250 / 1895 FUND - ESG GLB EQ PSV - 0230 - 00721203 REQUESTER:UBS CH AG FM CLIENT ASSETS	32,610		F	F	F
UBS FUND MGT (CH) AG CH0555 / MB(CH)FD EUSTK - 0230 - 00465864 REQUESTER:UBS CH AG FM CLIENT ASSETS	26,440		F	F	F
HC RENTE AGENT:JP MORGAN CHASE BANK	18,947		F	F	F
UBS ASSET MANAGEMENT (U.K.) LTD FUND MANAGEMENT SWITZERLAND REQUESTER:UBS CH AG FM CLIENT ASSETS	50,520		F	F	F
UBS FUND MGT (CH) AG CH0467/UBSCHIF2-EQ GLOB REQUESTER:UBS CH AG FM CLIENT ASSETS	33,932		F	F	F
RETURN TO WORK CORPORATION OF SOUTH AUSTRALIA REQUESTER:CITIBANK NA NEW YORK SA WCMGLI RTN WRK CORP	753,694		F	F	F
UBS FUND MGT (CH) AG CH 0485 OLZ EEXCHOPTESG 0230 00586859 REQUESTER:UBS CH AG FM CLIENT ASSETS	89,075		F	F	F
AMUNDI DIVIDENDO ITALIA	1,400,000		F	F	F
AMUNDI BEST SELECTION PLUS	71,857		F	F	F
AMUNDI BEST SELECTION TOP	42,767		F	F	F
AMUNDI DISTRIBUZIONE ATTIVA	5,928		F	F	F
AMUNDI CEDOLA 2021	5,230		F	F	F
AMUNDI OBIETTIVO RISPARMIO 2022	4,562		F	F	F
UBS ASSET MANAGEMENT LIFE LTD AGENT:JP MORGAN CHASE BANK	1,121,457		F	F	F
AMUNDI OBIETTIVO CRESCITA 2022	22,607		F	F	F
AMUNDI OBIETTIVO RISPARMIO 2022 DUE	4,471		F	F	F
AMUNDI OBIETTIVO CRESCITA 2022 DUE	23,440		F	F	F
AMUNDI OBIETTIVO RISPARMIO 2022 TRE	4,022		F	F	F
AMUNDI BILANCIATO EURO	31,738		F	F	F
AMUNDI BEST SELECTION CLASSIC	36,617		F	F	F
AMUNDI OBIETTIVO RISPARMIO 2022 QUATTRO	3,820		F	F	F
AMUNDI PRIVATE GLOBAL INFRASTRUCTURE 2024	47,536		F	F	F
CENTRAL BANK OF IRELAND	17,675		F	F	F
AMUNDI INDEX MSCI WORLD SRI	265,895		F	F	F
SUZUKA INKA AGENT:JP MORGAN CHASE BANK	200,116		F	A	F
AMUNDI FD EUROPEAN EQUITY ESG IMPROVERS	229,250		F	F	F
AMUNDI INDEX MSCI EUROPE	560		F	F	F
AMUNDI MSCI EUROPE EX UK	1,349		F	F	F
AMUNDI FDS GLOB MULTI-ASSET CONSERVATIVE	289,932		F	F	F
AMUNDI INDEX EQUITY GLOBAL LOW CARBON	12,599		F	F	F
AMUNDI INDEX MSCI WORLD	723		F	F	F
AMUNDI FDS GLOBAL MULTI-ASSET TARGET INC	93,008		F	F	F
AMUNDI FUNDS EQUITY EUROPE CONSERVATIVE	60		F	F	F
CANDRIAM QUANT EQUITIES EUROPE	691,198		F	F	F
CLEOME INDEX EUROPE EQUITIES	230,753		F	F	F
1936 ASSETMANAGEMENT AB (FORMER HMP ASSETMANAGEMENT AB) AGENT:CREDIT SUISSE SWITZ	8,156		F	F	F
CONSTRUCTION AND BUILDING UNIONS SUPERANNUATION FUND AGENT:JP MORGAN CHASE BANK	19,441		F	A	F
AMUNDI FUNDS DYNAMIC MULTI FACT EUROPE EQU	886		F	F	F
CLEOME INDEX EMU EQUITIES	124,344		F	F	F
AMUNDI FUNDS EURO MULTI-ASSET TARGET INC	319,830		F	F	F
HELIUM ALPHA	10,699		F	F	F
SEYOND EUROPE MARKET NEUTRAL	16,077		F	F	F
AMUNDI INDEX EQUITY EUROPE LOW CARBON	1,454		F	F	F
AMUNDI MSCI WORLD ESG UNIVERSAL SELECT	893		F	F	F
AMUNDI FUNDS MULTI ASSET CONSERVATIVE	128,387		F	F	F
CLEOME INDEX WORLD EQUITIES	40,917		F	F	F
AMUNDI FUNDS GLOBAL MULTI-ASSET	132,733		F	F	F
PICTET-EUROLAND INDEX AGENT:PICTET & CIE(EUROPE)	157,996		F	F	F
AMUNDI MSCI EUROPE ESG UNIVERSAL SELECT	1,411		F	F	F
RCO LUX MONTJOLY INVEST POOL AMUNDI	24,758		F	F	F
AMUNDI INDEX MSCI EUROPE SRI	1,766,275		F	F	F
AMUNDI PRIME GLOBAL - UCITS ETF DR	732		F	F	F
AMUNDI PRIME EUROPE - UCITS ETF DR	1,830		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
AMUNDI MSCI EMU ESG UNIVERSAL SELECT	2,378		F	F	F
CANDRIAM QUANT EQUITIES MULTI-FACTOR GLO	22,436		F	F	F
CLEOME INDEX GLOBAL EQUITIES	4,042		F	F	F
SEEYOND GLOBAL MINVOL	803,638		F	F	F
AMUNDI FUNDS EQUITY EUROPE RISK PARITY	875		F	F	F
BUREAU OF LABOR FUNDS-LABOR PENSION FUND AGENT:JP MORGAN CHASE BANK	8,173,288		F	F	F
AMUNDI MSCI WORLD CLIMATE PARIS ALIG PAB	7,216		F	F	F
AMUNDI FUNDS PIONEER FLEXIBLE OPPORTUNIT	300,839		F	F	F
AMUNDI FUNDS DYNAMIC MULTI FACTORS EURO	613		F	F	F
CANDRIAM QUANT EQUITIES MULTI-FACTOR EMU	42,956		F	F	F
AMUNDI FUNDS EQUITY EURO RISK PARITY	189		F	F	F
AMUNDI MSCI EUROPE CLIMATE PARIS ALIGNED PAB	29		F	F	F
AMUNDI INDEX EQUITY GLOBAL MULTI SMART ALLOCATION SCIENTIFIC BETA	2,711		F	F	F
AMUNDI INDEX MSCI EMU SRI	95,817		F	F	F
SEEYOND EUROPE MINVOL	1,257,723		F	F	F
EDMOND DE ROTHSCHILD FUND II - INCOME 2024	100,280		F	F	F
ROBECO UMBRELLA FUND I N.V. AGENT:JP MORGAN BANK LUXEM	609,554		F	F	F
EDMOND DE ROTHSCHILD FUND EQUITY EURO CORE	734,000		F	A	F
EDMOND DE ROTHSCHILD FUND INCOME EUROPE	615,150		F	F	F
PIONEER INV. GARANTFONDS 0794	9,236		F	F	F
PIONEER INVESTMENT DISCOUNT BA	53,990		F	F	F
MAAF VIE ACTIF GENERAL	1,205,917		F	F	F
MMA IARD	1,069,034		F	F	F
BPCE IARD	71,105		F	F	F
MAAF SANTE	40,793		F	F	F
MAAF VIE WINNEO PERP	4,954		F	F	F
FIDELIA ASSISTANCE	9,880		F	F	F
BT WHOLESALE MULTI-MANAGER INTERNATIONAL SHARE FUND AGENT:JP MORGAN CHASE BANK	39,951		F	A	F
GMF VIE D	1,933,385		F	F	F
CRAMA LOIRE BRETAGNE ACTIONS	72,305		F	F	F
COVEA PROTECTION JURIDIQUE	108,251		F	F	F
GMF ASSURANCES	973,222		F	F	F
LA SAUVEGARDE	45,160		F	F	F
LBP PREVOYANCE GENERAL	208,000		F	F	F
GROUPAMA EPARGNE RESPONSABLE EQUILIBRE 1	82,494		F	F	F
AMUNDI LABEL EQUILIBRE ESR	76,333		F	F	F
MICHELET TUNNEL	9,586		F	F	F
FCP CARP - INDO	680,890		F	F	F
ISHARES WHOLESALE INTERNATIONAL EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	155,091		F	F	F
SOLIDARITE	27,074		F	F	F
LBPAM ISR STRATEGIE PEA 1	3,226		F	F	F
ERISA ACTION EUROPE N 2	200,083		F	F	F
BOURBON 13	362,670		F	F	F
GAN EUROSTRATEGIE	7,535		F	F	F
LHL EXPANSION	2,982		F	F	F
AA NATIXIS ACTIONS MIN VAR	1,725,541		F	F	F
LBPAM ACTIONS DIVIDENDES EUROP	276,381		F	F	F
AP ACTIONS 3 MIN VOL	84,696		F	F	F
GLOBAL MULTI ASSET KKS	67,344		F	F	F
FLEXSHARES INTERNATIONAL QUALITY DIVIDEND DEFENSIVE INDEX FUND AGENT:JP MORGAN CHASE BANK	36,390		F	F	F
IP ACTIONS EURO	90,069		F	F	F
FCP ARRCO LONG TERME D	836,840		F	F	F
ECOFI AGIR POUR LE CLIMAT	269,053		F	F	F
CNP 2 C SUSTAIN EURO	193,553		F	F	F
AP ACTIONS 1 EURO	98,292		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
ROPS EURO P	327,316		F	F	F
FDRN AMUNDI	217,509		F	F	F
RENAULT MOBILIZE SOLIDAIRE	63,634		F	F	F
GROUPAMA EPARGNE RESPONSABLE PERSPEC DYN	118,631		F	F	F
AMUNDI LABEL PRUDENCE ESR	44,862		F	F	F
VALENCIA INKA AGENT:JP MORGAN CHASE BANK	21,157		F	A	F
AMUNDI HORIZON	6,783		F	F	F
DAN EQUILIBRE	9,762		F	F	F
GAN FRANCESELECT	6,077		F	F	F
VILLIERS ALTO	80,297		F	F	F
ROPS-SMART INDEX EURO	772,881		F	F	F
LBPAM ISR STRATEGIE PEA 2	4,612		F	F	F
WORLD EQUITIES	4,582		F	F	F
DYNAMIS SOLIDAIRE	278,486		F	F	F
FDJ EQUILIBRE SOLIDAIRE	13,692		F	F	F
AMUNDI LABEL DYNAMIQUE ESR	51,037		F	F	F
LVUI EQUITY EUROPE AGENT:JP MORGAN CHASE BANK	575,850		F	A	F
GROUPAMA EPARGNE RESPONSABLE PERSPEC EQU	106,899		F	F	F
A.A. - GROUPAMA - ISR	409,517		F	F	F
ICARE	7528		F	F	F
BEL EQUITY EUROPE ESG	277,314		F	F	F
ASTORG TUNNEL SP	5,539		F	F	F
VIVACCIO ACTIONS ISR	15,744		F	F	F
GROUPAMA EPARGNE RESPONSABLE DYNAMIQUE 1	54,274		F	F	F
FCPE IBM FRANCE C	28,000		F	A	F
AMUNDI EUROPE MONDE	5,324		F	F	F
CPR EURO HIGH DIVIDEND	469,707		F	F	F
UBS FTSE RAFI DEVELOPED 1000 INDEX FUND AGENT:JP MORGAN CHASE BANK	28,114		F	F	F
GLOBAL MULTI FACTOR EQUITY FUND	38,894		F	F	F
HYMNOS L113	125,737		F	F	F
ECOFI IA RESPONSABLE	59,546		F	F	F
COVEA FLEXIBLE ISR	130,000		F	F	F
REAUMUR ACTIONS	2,510,423		F	F	F
CPR CONSOMMATEUR ACTIONNAIRE POCHE COR	7,084		F	F	F
GROUPAMA EUROPE EQUITIES	75,906		F	F	F
PALATINE OR BLEU	550,000		F	F	F
COVEA SOLIS	621,645		F	F	F
LCL ACTIONS EURO CORE+	5,684		F	F	F
CSIF (CH) EQUITY EMU CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	13,012		F	F	F
FOVERUKA PENSION UNIVERSAL AGENT:JP MORGAN CHASE BANK	27,489		F	A	F
ECOFI ENJEUX FUTURS	1,387,837		F	F	F
ATOUT EUROLAND HAUT RENDEMENT	2,748		F	F	F
G FUND EQUITY CONVICTIONS ISR	364,821		F	F	F
ATOUT EUROLAND CORE +	2,905		F	F	F
LBPAM ISR ACTIONS EURO MIN VOL	89,524		F	F	F
AMUNDI EURO EQUITY ESR	708,552		F	F	F
ASSURDIX	2,734		F	F	F
ECOFI ACTIONS RENDEMENT EURO	110,000		F	F	F
AMUNDI EQUITY EURO CONSERVATIV	970,332		F	F	F
GROUPAMA EURO EQUITIES	24,867		F	F	F
CONNECTICUT GENERAL LIFE INSURANCE COMPANY AGENT:JP MORGAN CHASE BANK	26,326		F	F	F
ECOFI ACTIONS RENDEMENT	117,000		F	F	F
ATOUT EUROPE HAUT RENDEMENT	84,659		F	F	F
LCL ACTIONS MONDE HORS EUROPE EURO	5,021		F	F	F
AMUNDI ACTIONS FRANCE ISR	2,666		F	F	F
NATIXIS LCR ACTIONS EURO	75,838		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
HSBC ACTIONS MONDE	99,766		F	F	F
CPR EUROLAND PREMIUM	57,430		F	F	F
LCL ACTIONS FRANCE CORE PLUS	5,298		F	F	F
AMUNDI RENDEMENT PLUS	3,486		F	F	F
AMUNDI STRATEGIES ACT EURP RISK PARITY	26,489		F	F	F
UBS MSCI WORLD MINIMUM VOLATILITY INDEX FUND AGENT:JP MORGAN CHASE BANK	96,707		F	F	F
AMUNDI ACTIONS EUROPE ISR	93,548		F	F	F
AMUNDI ACTIONS EURO ISR	263,944		F	F	F
ATOUT FRANCE CORE +	2,940		F	F	F
RENDEMENT DIVERSIFIE M	61,242		F	A	F
EURO VALEUR ISR M	1,365,308		F	A	F
GLOBAL ALLOCATION M	191,602		F	A	F
POLLUX	24000		F	F	F
EDMOND DE ROTHSCHILD ASSET MANAGEMENT (EDRAM)	45,960		F	F	F
EDMOND DE ROTHSCHILD EQUITY EUROPE SOLVE	508,857		F	F	F
CNP ASSUR EDRAM ACTIONS EUROPE	1,160,740		F	F	F
TCORPIM INDEXED INTERNATIONAL SHARE (UNHEDGED) FUND AGENT:JP MORGAN CHASE BANK	22,474		F	F	F
DE SHAW OCULUS INTERNATIONAL INC AGENT:DEUTSCHE BANK AG	38,731		F	F	F
DWS INVESTMENT S.A. FOR DB ADVISORS STRATEGY FUND AGENT:STATE STREET BK.TR.,BOSTON	28,721		F	F	F
DWS INVESTMENT GMBH FOR DWS QI LOWVOL EUROPE AGENT:STATE STREET BK.TR.,BOSTON	1,172,532		F	F	F
DWS INVESTMENT GMBH FOR DWS VORSORGE AS (DYNAMIK) AGENT:STATE STREET BK.TR.,BOSTON	142,549		F	F	F
DWS INVESTMENT GMBH FOR DWS VORSORGE AS (FLEX) AGENT:STATE STREET BK.TR.,BOSTON	57,351		F	F	F
DWS INVESTMENT GMBH FOR DYNAMIC EUROPE BALANCE AGENT:STATE STREET BK.TR.,BOSTON	27,791		F	F	F
DWS INVESTMENT GMBH FOR DWS QI EUROZONE EQUITY AGENT:STATE STREET BK.TR.,BOSTON	186,396		F	F	F
DWS INVESTMENT GMBH FOR MULTI-INDEX EQUITY FUND AGENT:STATE STREET BK.TR.,BOSTON	16,427		F	F	F
ACTIVE STOCK MASTER PORTFOLIO OF MASTER INVESTMENT PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	9,878		F	F	F
ISHARES PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	5,500,971		F	F	F
BRUNEI SHELL RETIREMENT BENEFIT FUND AGENT:JP MORGAN CHASE BANK	5,889		F	F	F
ISHARES II PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	6,183,018		F	F	F
ISHARES V PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	256,962		F	F	F
ISHARES III PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	1,166,637		F	F	F
ISHARES VI PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	1,184,713		F	F	F
ISHARES IV PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	1,805,644		F	F	F
ISHARES VII PLC AGENT:STATE STREET BK.TR.,BOSTON	1,998,260		F	F	F
BLACKROCK AM DE FOR ISHARES EURO STOXX UCITS ETF (DE) AGENT:STATE STREET BK.TR.,BOSTON	787,233		F	F	F
BLACKROCK AM DE FOR ISHS EURO STOXX SELECT DIV 30 UCITS ETF AGENT:STATE STREET BK.TR.,BOSTON	3,573,274		F	F	F
BLACKROCK AM DE FOR ISHS STOXX EUROPE LARGE 200 UCITS ETF AGENT:STATE STREET BK.TR.,BOSTON	22,578		F	F	F
BLACKROCK AM DE FOR ISHS STOXX EU SELECT DIV 30 UCITS ETF (DE) AGENT:STATE STREET BK.TR.,BOSTON	1,953,796		F	F	F
BLACKROCK INTERNATIONAL INDEX V.I. FUND OF BLACKROCK VARIABLE SERIES FUNDS, INC. AGENT:JP MORGAN CHASE BANK	25,938		F	F	F
ISHARES I INV MIT TEIL. ISHS STOXX GLOB SEL.DVD. 100 UCITS ETF AGENT:STATE STREET BK.TR.,BOSTON	3,131,462		F	F	F
ISHARES I INV MIT TGV F ISHS ST EUROPE600 OIL+GAS UCITS ETF DE AGENT:STATE STREET BK.TR.,BOSTON	3,448,767		F	F	F
BLACKROCK AM DE FOR ISHARES STOXX EUROPE 600 UCITS ETF (DE) AGENT:STATE STREET BK.TR.,BOSTON	1,410,998		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
TRT FOR RET MED DEN & LIFE INS PL OF THE ARMY&AIR FORCE EX SRV AGENT:STATE STREET BK.TR.,BOSTON	72,558		F	A	F
THE RETIREMENT ANN PL FOR EMPL OF THE ARMY&AIR FORCE EX AGENT:STATE STREET BK.TR.,BOSTON	165,923		F	A	F
TEACHERS` RETIREMENT SYSTEM OF THE STATE OF ILLINOIS AGENT:STATE STREET BK.TR.,BOSTON	451,071		F	F	F
KAISER PERMANENTE GROUP TRUST AGENT:STATE STREET BK.TR.,BOSTON	88,923		F	F	F
HC CAPITAL TRUST- THE INSTITUTIONAL INTERNATIONAL EQUITY AGENT:STATE STREET BK.TR.,BOSTON	107,850		F	F	F
KAISER FOUNDATION HOSPITALS AGENT:STATE STREET BK.TR.,BOSTON	48,229		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH FOR AGENT:STATE STREET BK.TR.,BOSTON	269,558		F	A	F
THE BARCLAYS BANK UK RETIREMENT FUND AGENT:JP MORGAN CHASE BANK	22,479		F	F	F
SCHWAB INTERNATIONAL EQUITY ETF AGENT:STATE STREET BK.TR.,BOSTON	2,652,397		F	A	F
SCHWAB FUNDAMENTAL INTERNATIONAL LARGE COMPANY INDEX ETF AGENT:STATE STREET BK.TR.,BOSTON	482,876		F	A	F
JOHN HANCOCK TAX-ADVANTAGED GLOBAL SHAREHOLDER YIELD AGENT:STATE STREET BK.TR.,BOSTON	266,300		F	F	F
JOHN HANCOCK VAR INS TRUST STRATEGIC EQUITY ALLOCATION AGENT:STATE STREET BK.TR.,BOSTON	4,092		F	F	F
JOHN HANCOCK FUNDS II STRATEGIC EQUITY ALLOCATION FUND AGENT:STATE STREET BK.TR.,BOSTON	226,099		F	F	F
FCA US LLC MASTER RETIREMENT TRUST AGENT:STATE STREET BK.TR.,BOSTON	1,744,985		F	F	F
UNIVERSAL INV GESELLSCHAFT MBH FOR AQUILA-1-UNIVERSAL- AGENT:STATE STREET BK.TR.,BOSTON	38,400		F	A	F
INTERNATIONALE KAPITAL MBH FOR LH-PRIVATRENTE-AKTIEN AGENT:STATE STREET BK.TR.,BOSTON	116,754		F	A	F
INTERNATIONAL KAPITALANLAGEGESELLSCHAFT MBH FOR AGENT:STATE STREET BK.TR.,BOSTON	1,066,101		F	A	F
LAZARD GLOBAL LISTED INFRASTRUCTURE PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	66,358,224		F	F	F
MSCI ACWI EX-FOSSIL FUELS ESG FOCUS INDEX FUND B (MSXFFESGB) AGENT:JP MORGAN CHASE BANK	22,622		F	F	F
LAZARD REAL ASSETS AND PRICING OPPORTUNITIES AGENT:STATE STREET BK.TR.,BOSTON	122,004		F	F	F
LAZARD EQUITY FRANCHISE PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	458,172		F	F	F
LAZARD ESC GLOBAL LISTED INFRASTRUCTURE PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	135,901		F	F	F
ALLIANZ GLOBAL INVESTORS GMBH FOR DBI-FONDS SFT 4 AGENT:STATE STREET BK.TR.,BOSTON	38,343		F	F	F
UNIVERSAL INVESTMENT GMBH FOR KPPT UNIVERSAL FONDS AGENT:STATE STREET BK.TR.,BOSTON	92,991		F	A	F
GOLDMAN SACHS TRST II-GOLDMAN SACHS MULTI-MNGR GLOBAL AGENT:STATE STREET BK.TR.,BOSTON	24,926		F	F	F
GOLDMAN SACHS TRUST II-GOLDMAN SACHS M-M REAL ASSETS STRAT AGENT:STATE STREET BK.TR.,BOSTON	330,622		F	F	F
GOLDMAN SACHS TRUST- GOLDMAN SACHS GLOBAL AGENT:STATE STREET BK.TR.,BOSTON	17,060		F	F	F
OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	62,679		F	A	F
UNIVERSAL INVESTMENT GMBH FOR CTWI 1 UI AGENT:STATE STREET BK.TR.,BOSTON	12,000		F	A	F
IBM PERSONAL PENSION PLAN TRUST AGENT:JP MORGAN CHASE BANK	21,181		F	F	F
ALLIANCEBERNSTEIN GLOBAL RISK ALLOCATION FUND INC AGENT:STATE STREET BK.TR.,BOSTON	22,765		F	F	F
AB CAP FUND, INC. - AB ALL MARKET INCOME PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	763		F	F	F
ALLIANCEBERNST VAR PROD SER F INC.ALLIANCEB DYN ASSET AGENT:STATE STREET BK.TR.,BOSTON	23,447		F	F	F
THE MASTER TRUST BK OF JP LTD: HITACHI FOREIGN EQ INDEX MF AGENT:STATE STREET BK.TR.,BOSTON	46,097		F	F	F
RUSSELL TRUST CO COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST AGENT:STATE STREET BK.TR.,BOSTON	91,488		F	A	F
IBM RETIREMENT PLAN AGENT:STATE STREET BK.TR.,BOSTON	10,145		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
UNIVERSAL-INV-GESELLSCHAFT MBH F UI-F AKTIEN EUR M.VOLA AGENT:STATE STREET BK.TR.,BOSTON	104,415		F	A	F
UNIVERSAL-INV-GESELLSCHAFT MBH FOR DEBEKA-AKTIEN- AGENT:STATE STREET BK.TR.,BOSTON	688,500		F	A	F
ARIZONA STATE RETIREMENT SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	2,405		F	F	F
JP TR SERV BK LTD ATF MATB MSCI KOKUSAI INDEX MOTHER F AGENT:STATE STREET BK.TR.,BOSTON	15,380		F	F	F
LIVSFORSIKRINGSSKAPET NORDEA LIV NORGE AS AGENT:JP MORGAN BANK LUXEM	18,105		F	F	F
AXA IM SMART MATCHING SOLUTIONS PUBLIC LIMITED AGENT:STATE STREET BK.TR.,BOSTON	10,875		F	F	F
ALPS INTERNATIONAL SECTOR DIVIDEND DOGS ETF AGENT:STATE STREET BK.TR.,BOSTON	549,824		F	F	F
THE WALT DISNEY COMPANY RETIREMENT PLAN MASTER TRUST AGENT:STATE STREET BK.TR.,BOSTON	50,841		F	F	F
BMO MSCI EAFE INDEX ETF AGENT:STATE STREET BK.TR.,BOSTON	437,753		F	F	F
BMO INTERNATIONAL DIVIDEND ETF AGENT:STATE STREET BK.TR.,BOSTON	304,900		F	F	F
BMO LOW VOLATILITY INTERNATIONAL EQUITY ETF AGENT:STATE STREET BK.TR.,BOSTON	428,945		F	F	F
TEACHERS INSURANCE AND ANNUITY ASSOCIATION OF AGENT:STATE STREET BK.TR.,BOSTON	5,783		F	F	F
BRIGHTHOUSE FUNDS TRUST I - AB GLOBAL DYNAMIC ALLOCATION AGENT:STATE STREET BK.TR.,BOSTON	123,603		F	F	F
BRIGHTHOUSE FUNDS TRUST I - JPMORGAN GBL ACTIVE ALL AGENT:STATE STREET BK.TR.,BOSTON	202,843		F	F	F
UBS (US) GROUP TRUST AGENT:STATE STREET BK.TR.,BOSTON	340,944		F	F	F
CSIF4 CREDIT SUISSE (LUX) GLOBAL HIGH INCOME FUND USD AGENT:CREDIT SUISSE LUXEM	22,000		F	F	F
FLEXSHARES MORNINGSTAR DEVELOPED MARKETS EX-US FACTOR TILT INDEX FUND AGENT:JP MORGAN CHASE BANK	23,673		F	F	F
CENTRAL PROVIDENT FUND BOARD AGENT:STATE STREET BK.TR.,BOSTON	3,933		F	F	F
ETHICAL GLOBAL DIVIDEND FUND AGENT:STATE STREET BK.TR.,BOSTON	109,260		F	F	F
REGIME DE RENTES DU MOUVEMENT DESJARDINS AGENT:STATE STREET BK.TR.,BOSTON	16,382		F	F	F
CALVERT IMPACT FUND, INC. - CALVERT GLOBAL ENERGY SOLUTIONS FD AGENT:STATE STREET BK.TR.,BOSTON	159,590		F	F	F
CALVERT VP EAFE INTERNATIONAL INDEX PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	16,457		F	F	F
CALVERT RESP INX SRS, INC.-CLVRT DVD MRKTS EX-U.S. RSP INX FD AGENT:STATE STREET BK.TR.,BOSTON	101,295		F	F	F
XTRACKER (IE) PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	485,487		F	F	F
JC PENNEY CO PENSION PLAN AGENT:STATE STREET BK.TR.,BOSTON	87,200		F	F	F
DIMENSIONAL FUNDS PLC AGENT:STATE STREET BK.TR.,BOSTON	69,514		F	F	F
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC AGENT:STATE STREET BK.TR.,BOSTON	721,788		F	F	F
BLACKROCK FISSION INDEXED INTERNATIONAL EQUITY FUND AGENT:JP MORGAN CHASE BANK	9,736		F	F	F
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA AGENT:STATE STREET BK.TR.,BOSTON	326,294		F	F	F
EPOCH INVESTMENT FUNDS PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	683,480		F	F	F
VALIC COMPANY I - INTERNATIONAL SOCIALLY RESPONSIBLE AGENT:STATE STREET BK.TR.,BOSTON	284,615		F	F	F
EATON VANCE TAX-MANAGED GLOBAL BUY-WRITE OPPORTUNITIES AGENT:STATE STREET BK.TR.,BOSTON	175,073		F	F	F
EATON VANCE TAX-ADVANTAGED GLOBAL DIVIDEND INCOME FUND AGENT:STATE STREET BK.TR.,BOSTON	3,767,881		F	F	F
EATON VANCE TAX-MANAGED GLOBAL DIVIDEND INCOME FUND AGENT:STATE STREET BK.TR.,BOSTON	756,669		F	F	F
FUNDO DE SEGURANCA SOC GOV. DA REGIAO ADM. ESPECIAL DE AGENT:STATE STREET BK.TR.,BOSTON	63,424		F	F	F
EATON VANCE EQUITY HARVEST FUND LLC AGENT:STATE STREET BK.TR.,BOSTON	4,420		F	F	F
U.S. LEGACY INCOME COMMON TRUST FUND AGENT:STATE STREET BK.TR.,BOSTON	90,855		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
FRANKLIN LIBERTYSHARES ICAV AGENT:STATE STREET BK.TR.,BOSTON	172,014		F	F	F
NFS LIMITED AGENT:JP MORGAN CHASE BANK	372,023		F	F	F
STATE OF MINNESOTA AGENT:STATE STREET BK.TR.,BOSTON	2,106,461		F	F	F
RUSSELL INVESTMENT COMPANY RUSSELL TAX-MANAGED INTL EQ FUND AGENT:STATE STREET BK.TR.,BOSTON	3,110		F	A	F
RUSSELL INVESTMENT COMPANY RUSSELL GLOBAL AGENT:STATE STREET BK.TR.,BOSTON	39,362		F	A	F
RUSSELL INVESTMENT COMPANY MULTIFACTOR INTERNATIONAL EQUITY AGENT:STATE STREET BK.TR.,BOSTON	68,527		F	A	F
SCOTIA INTERNATIONAL EQUITY INDEX TRACKER ETF AGENT:STATE STREET BK.TR.,BOSTON	3,388		F	F	F
HARTFORD MULTIFACTOR INTERNATIONAL FUND AGENT:STATE STREET BK.TR.,BOSTON	420		F	F	F
TRANSAMERICA JPMORGAN TACTICAL ALLOCATION VP AGENT:STATE STREET BK.TR.,BOSTON	98,534		F	F	F
TRANSAMERICA INTERNATIONAL EQUITY INDEX VP AGENT:STATE STREET BK.TR.,BOSTON	8,516		F	F	F
TANGERINE DIVIDEND PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	24,749		F	F	F
TANGERINE BALANCED INCOME PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	5,212		F	F	F
BANCO CENTRAL DE TIMOR-LESTE (BCTL) AGENT:JP MORGAN CHASE BANK	315,755		F	F	F
TANGERINE BALANCED PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	29,882		F	F	F
TANGERINE BALANCED GROWTH PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	34,312		F	F	F
TANGERINE EQUITY GROWTH PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	39,726		F	F	F
MAINSTAY VP INCOME BUILDER PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	691,341		F	F	F
TRANSAMERICA BLACKROCK GLOBAL ALLOCATION VP AGENT:STATE STREET BK.TR.,BOSTON	37,783		F	F	F
MM MSCI EAFE INTERNATIONAL INDEX FUND AGENT:STATE STREET BK.TR.,BOSTON	27,607		F	F	F
RUSSELL INVESTMENT COMPANY PLC AGENT:STATE STREET BK.TR.,BOSTON	76,895		F	A	F
JNL/ALLIANCEBERNSTEIN DYNAMIC ASSET ALLOCATION FUND AGENT:STATE STREET BK.TR.,BOSTON	12,097		F	F	F
JNL/RAFI FUNDAMENTAL EUROPE FUND AGENT:STATE STREET BK.TR.,BOSTON	43,448		F	F	F
JNL/MELLON CAPITAL MSCI WORLD INDEX FUND AGENT:STATE STREET BK.TR.,BOSTON	14,967		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR FEDERATION OF NATIONAL PUBLIC SERVICE PERSONNEL MUTUAL OPENWORLD PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	239,697		F	F	F
RUSSELL INVESTMENTS INSTITUTIONAL FUNDS PLC AGENT:STATE STREET BK.TR.,BOSTON	121,223		F	A	F
MULTI-STYLE, MULTI-MANAGER FUNDS PLC AGENT:STATE STREET BK.TR.,BOSTON	56,794		F	A	F
STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	26,382		F	A	F
STATE STREET DEFENSIVE GLOBAL EQUITY PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	219,686		F	F	F
STATE STREET INTERNATIONAL DEVELOPED EQUITY AGENT:STATE STREET BK.TR.,BOSTON	1,667		F	F	F
INVESTCO GLOBAL INFRASTRUCTURE FUND AGENT:STATE STREET BK.TR.,BOSTON	435,950		F	F	F
INVESTCO GLOBAL RESPONSIBILITY EQUITY FUND AGENT:STATE STREET BK.TR.,BOSTON	515,813		F	F	F
LOS ANGELES COUNTY EMPLOYEES RETIREMENT ASSOCIATION AGENT:STATE STREET BK.TR.,BOSTON	1,299		F	F	F
INTERNATIONALE KAPITALANLAGEGESELLSCHAFT MBH FOR DC AGENT:STATE STREET BK.TR.,BOSTON	337,968		F	F	F
OB 2 AGENT:JP MORGAN CHASE BANK	239,985		F	A	F
SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF AGENT:STATE STREET BK.TR.,BOSTON	70,161		F	A	F
SPDR MSCI EAFE FOSSIL FUEL RESERVES FREE ETF AGENT:STATE STREET BK.TR.,BOSTON	36,102		F	F	F
	24,306		F	F	F

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NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
SPDR MSCI EAFE STRATEGICFACTORS ETF AGENT:STATE STREET BK.TR.,BOSTON	160,360		F	F	F
SPDR MSCI ACWI LOW CARBON TARGET ETF AGENT:STATE STREET BK.TR.,BOSTON	9,755		F	F	F
HARTFORD MULTIFACTOR DEVELOPED MARKETS AGENT:STATE STREET BK.TR.,BOSTON	274,744		F	F	F
MARYLAND STATE RETIREMENT & PENSION SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	511,910		F	F	F
RUSSELL INV MULTI-ASSET FACTOR EXPOSURE FUND AGENT:STATE STREET BK.TR.,BOSTON	69,428		F	A	F
ALLIANZ GLOBAL INVESTORS GMBH FOR PREMIUMMANDAT AGENT:STATE STREET BK.TR.,BOSTON	2,509		F	F	F
THE PRUDENTIAL INSURANCE COMPANY OF AMERICA AGENT:STATE STREET BK.TR.,BOSTON	152,691		F	F	F
PRUDENTIAL TRUST CO MASTER COMMINGLED INV F FOR TAX EXEMPT AGENT:STATE STREET BK.TR.,BOSTON	808		F	F	F
BLACKROCK GLOBAL LISTED INFRASTRUCTURE FUND AGENT:JP MORGAN CHASE BANK	74,289		F	F	F
MDPIM INTERNATIONAL EQUITY INDEX POOL AGENT:STATE STREET BK.TR.,BOSTON	103,196		F	F	F
MERCER QIF CCF AGENT:STATE STREET BK.TR.,BOSTON	395,227		F	F	F
MGI FUNDS PLC AGENT:STATE STREET BK.TR.,BOSTON	1,588,313		F	F	F
MORGAN STANLEY INST FUND INC. GLOBAL INFRASTRUCTURE AGENT:STATE STREET BK.TR.,BOSTON	214,961		F	F	F
MORGAN STANLEY INSTITUTIONAL FUND, INC.- REAL ASSETS AGENT:STATE STREET BK.TR.,BOSTON	2,522		F	F	F
MERCER UCITS COMMON CONTRACTUAL FUND AGENT:STATE STREET BK.TR.,BOSTON	118,342		F	F	F
BRIGHTHOUSE FUNDS TRUST I - PANAGORA GLOBAL DIV RISK AGENT:STATE STREET BK.TR.,BOSTON	6,452		F	F	F
STATE OF NEW JERSEY COMMON PENSION FUND D AGENT:STATE STREET BK.TR.,BOSTON	1,195,491		F	F	F
PRINCIPAL EX-TRADED FUNDS-PRINC INT MUL-FACT CORE INDEX ETF AGENT:STATE STREET BK.TR.,BOSTON	11,989		F	F	F
PRUDENTIAL HONG KONG LIMITED AGENT:STATE STREET BK.TR.,BOSTON	1,047,436		F	F	F
NORDEA GLOBAL PASSIVE FUND AGENT:JP MORGAN BANK LUXEM	92,787		F	F	F
PGIM FUNDS PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	38,705		F	F	F
PACIFIC SELECT FUND -PD INTERNATIONAL LARGE-CAP PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	130,784		F	F	F
STICHTING PENSIOENFONDS WERK- EN (RE)INTEGRATIE AGENT:STATE STREET BK.TR.,BOSTON	506,995		F	F	F
DWS INVESTMENT GMBH FOR DEAM-FONDS PPC GEQ AGENT:STATE STREET BK.TR.,BOSTON	4,018		F	F	F
DWS INVESTMENT GMBH FOR STIFTUNGSFONDS SVOP AGENT:STATE STREET BK.TR.,BOSTON	52,089		F	F	F
DWS INVESTMENT GMBH FOR DEAM-FONDS CPT AGENT:STATE STREET BK.TR.,BOSTON	10,000		F	F	F
DWS INVESTMENT GMBH FOR DEUTSCHE RR17 AGENT:STATE STREET BK.TR.,BOSTON	9,656		F	F	F
THRIVENT INTERNATIONAL INDEX PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	17,595		F	F	F
RUSSELL INVESTMENTS GLOBAL INFRASTRUCTURE POOL AGENT:STATE STREET BK.TR.,BOSTON	355,105		F	A	F
RUSSELL INVESTMENTS MULTI-FACTOR INTERNATIONAL EQUITY AGENT:STATE STREET BK.TR.,BOSTON	5,893		F	A	F
VGW POOLFONDS PA1 AGENT:JP MORGAN CHASE BANK	106,785		F	F	F
STATE STREET CCF AGENT:STATE STREET BK.TR.,BOSTON	27,892		F	F	F
BIMCOR GLOBAL DIVIDEND YIELD POOLED FUND AGENT:STATE STREET BK.TR.,BOSTON	15,966		F	F	F
BIMCOR GLOBAL EQUITY POOLED FUND AGENT:STATE STREET BK.TR.,BOSTON	121,400		F	F	F
THE UNIVERSITY OF HONG KONG AGENT:STATE STREET BK.TR.,BOSTON	91,931		F	F	F
HONG KONG SPECIAL ADMINISTRATIVE REGION GOVERNMENT-AGENT:STATE STREET BK.TR.,BOSTON	14,668		F	F	F
STATE STREET IRELAND UNIT TRUST AGENT:STATE STREET BK.TR.,BOSTON	228,195		F	F	F
THE WORKERS' COMPENSATION BOARD AGENT:STATE STREET BK.TR.,BOSTON	4,787,012		F	F	F

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NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
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SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	273,255		F	F	F
SSGA SPDR ETFS EUROPE II PUBLIC LIMITED COMPANY AGENT:STATE STREET BK.TR.,BOSTON	1,094,539		F	F	F
SIR DAVID TRENCH FUND FOR RECREATION AGENT:STATE STREET BK.TR.,BOSTON	18,387		F	F	F
PICTET CH - GLOBAL EQUITIES AGENT:PICTET & CIE	750		F	F	F
SUNSUPER SUPERANNUATION FUND AGENT:STATE STREET BK.TR.,BOSTON	554,004		F	F	F
CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	4,909,883		F	A	F
DELTASHARES S+P INTERNATIONAL MANAGED RISK ETF AGENT:STATE STREET BK.TR.,BOSTON	22,194		F	F	F
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	2,858,244		F	A	F
TEACHER RETIREMENT SYSTEM OF TEXAS AGENT:STATE STREET BK.TR.,BOSTON	1,375,636		F	F	F
DWS INVESTMENT GMBH FOR DEAM-FONDS PG EQ AGENT:STATE STREET BK.TR.,BOSTON	42,230		F	F	F
AXA INV MAN SCHWEIZ AG OBO AXA (CH) STRAT FD - GLOBAL EQ CHF AGENT:STATE STREET BK.TR.,BOSTON	14,865		F	F	F
AXA SWISS INSTITUTIONAL FUND - EQUITIES GLOBAL EX AGENT:STATE STREET BK.TR.,BOSTON	15,440		F	F	F
METZLER ASSET MANAGEMENT GMBH FOR MI-FONDS 415 AGENT:STATE STREET BK.TR.,BOSTON	49,361		F	F	F
DWS INVESTMENT GMBH FOR DEAM-FONDS GSK 1 AGENT:STATE STREET BK.TR.,BOSTON	25,718		F	F	F
FINREON WORLD EQUITY ISOPRO (PENSION) CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	52,188		F	F	F
CDN MSCI EAFE MINIMUM VOLATILITY INDEX FUND AGENT:JP MORGAN CHASE BANK	1,150		F	F	F
UBS (IRL) ETF PLC AGENT:STATE STREET BK.TR.,BOSTON	607,848		F	F	F
ALLIANZ GLOBAL INVESTORS GMBH FOR ALLIANZGI-FONDS VDB AGENT:STATE STREET BK.TR.,BOSTON	40,898		F	F	F
VANECK VECTORS UCITS ETFS PLC AGENT:STATE STREET BK.TR.,BOSTON	1,544		F	A	F
VANGUARD FTSE DEVELOPED EUROPE INDEX ETF AGENT:STATE STREET BK.TR.,BOSTON	27,713		F	F	F
VANECK VECTORS NATURAL RESOURCES ETF AGENT:STATE STREET BK.TR.,BOSTON	17,125		F	A	F
WISDOMTREE ISSUER ICAV AGENT:STATE STREET BK.TR.,BOSTON	40,580		F	F	F
DIVERSIFIED MARKETS (2010) POOLED FUND TRUST AGENT:STATE STREET BK.TR.,BOSTON	51,025		F	F	F
WASHINGTON STATE INVESTMENT BOARD AGENT:STATE STREET BK.TR.,BOSTON	821,653		F	F	F
WSIB INVESTMENTS (PUBLIC EQUITIES) POOLED FUND TRUST AGENT:STATE STREET BK.TR.,BOSTON	2,914,773		F	F	F
WISDOMTREE DYNAMIC CURRENCY HEDGED INTRNL EQUITY FUND AGENT:STATE STREET BK.TR.,BOSTON	43,013		F	F	F
MORGAN STANLEY INVESTMENT FUNDS	568,493		F	F	F
WISDOMTREE INTERNATIONAL HIGH DIVIDEND FUND AGENT:STATE STREET BK.TR.,BOSTON	104,284		F	F	F
WISDOMTREE INTERNATIONAL EQUITY FUND AGENT:STATE STREET BK.TR.,BOSTON	204,811		F	F	F
WISDOMTREE INTERNATIONAL DIVIDEND EX- AGENT:STATE STREET BK.TR.,BOSTON	314,957		F	F	F
WISDOMTREE INTERNATIONAL LARGE CAP DIVIDEND AGENT:STATE STREET BK.TR.,BOSTON	158,539		F	F	F
WISDOMTREE EUROPE QUALITY DIVIDEND GROWTH FUND AGENT:STATE STREET BK.TR.,BOSTON	59,394		F	F	F
NEW YORK STATE TEACHERS RETIREMENT SYSTEM AGENT:STATE STREET BK.TR.,BOSTON	2,076,987		F	F	F
PENSIOENFONDS METAAL OFP AGENT:STATE STREET BK.TR.,BOSTON	85,956		F	F	F
BMO MONTHLY INCOME FUND AGENT:STATE STREET BK.TR.,BOSTON	46,635		F	F	F
BMO GLOBAL INFRASTRUCTURE FUND AGENT:STATE STREET BK.TR.,BOSTON	143,865		F	F	F
BMO DIVERSIFIED INCOME PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	23,938		F	F	F
T. ROWE PRICE FUNDS SICAV	298		F	F	F



LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
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BY PROXY AND BY REPRESENTATIVE			1	2	3
MORGAN STANLEY VAR INS FUND, INC. GLOBAL INFRASTRUCTURE PORT AGENT:STATE STREET BK.TR.,BOSTON	53,403		F	F	F
MORGAN STANLEY INSTITUTIONAL FD TR - GLOBAL STRATEGIST PTF AGENT:STATE STREET BK.TR.,BOSTON	9,450		F	F	F
EBK-AKTIE-UNIVERSAL-FONDS AGENT:JP MORGAN CHASE BANK	367,593		F	A	F
MORGAN STANLEY VAR INS FUND, INC. GLOBAL STRATEGIST PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	989		F	F	F
PRINCIPAL DIVERSIFIED REAL ASSET CIT AGENT:STATE STREET BK.TR.,BOSTON	1,546,247		F	F	F
SPDR STOXX EUROPE 50 ETF AGENT:STATE STREET BK.TR.,BOSTON	27,575		F	F	F
INTERNATIONAL ALPHA SELECT COMMON TRUST FUND AGENT:STATE STREET BK.TR.,BOSTON	34,643		F	F	F
COMMON TRUST ITALY FUND AGENT:STATE STREET BK.TR.,BOSTON	1,198,776		F	F	F
WORLD INDEX OLUS SECURITIES LENDING COMMON TRUST FUND AGENT:STATE STREET BK.TR.,BOSTON	61,981		F	F	F
NATWEST TR AND DEP SERV LTD AS TRUSTEE O LF PRUD EURO QIS FD AGENT:STATE STREET BK.TR.,BOSTON	61,757		F	F	F
SPDR S+P WORLD EX AUSTRALIA FUND AGENT:STATE STREET BK.TR.,BOSTON	6,178		F	F	F
ARGO GLOBAL LISTED INFRASTRUCTURE LIMITED AGENT:STATE STREET BK.TR.,BOSTON	467,557		F	F	F
RUSSELL INVESTMENTS LOW CARBON GLOBAL SHARES FUND AGENT:STATE STREET BK.TR.,BOSTON	29,333		F	A	F
ISHARES WHOLESALE SCREENED INTERNATIONAL EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	13,725		F	F	F
EMERGENCY SERVICES SUPERANNUATION SCHEME AGENT:STATE STREET BK.TR.,BOSTON	7,662		F	A	F
FIRST STATE SUPERANNUATION SCHEME AGENT:STATE STREET BK.TR.,BOSTON	261,570		F	A	F
RUSSELL INVESTMENTS GLOBAL LISTED INFRASTRUCTRE FUND - AGENT:STATE STREET BK.TR.,BOSTON	70,590		F	A	F
VANECK VECTORS FTSE GLOBAL INFRASTRUCTURE AGENT:STATE STREET BK.TR.,BOSTON	224,488		F	A	F
LAZARD GLOBAL LISTED INFRASTRUCTURE FUND AGENT:STATE STREET BK.TR.,BOSTON	16,225,581		F	F	F
LAZARD GLOBAL EQUITY FRANCHISE FUND (HEDGED) AGENT:STATE STREET BK.TR.,BOSTON	33,040		F	F	F
LAZARD GLOBAL EQUITY FRANCHISE FUND AGENT:STATE STREET BK.TR.,BOSTON	655,736		F	F	F
AXA IM SUSTAINABLE EQUITY FUND AGENT:STATE STREET BK.TR.,BOSTON	105,190		F	F	F
INTERNATIONAL EQUITIES SECTOR TRUST AGENT:STATE STREET BK.TR.,BOSTON	2,863		F	A	F
UBS IQ MSCI WORLD EX AUSTRALIA ETHICAL ETF AGENT:STATE STREET BK.TR.,BOSTON	7,039		F	F	F
SUE ANN ARNALL AGENT:JP MORGAN CHASE BANK	2,156		F	F	F
STATE STREET GLOBAL INDEX PLUS TRUST AGENT:STATE STREET BK.TR.,BOSTON	33,616		F	F	F
STATE STREET INTERNATIONAL EQUITIES INDEX TRUST AGENT:STATE STREET BK.TR.,BOSTON	44,115		F	F	F
BLACKROCK AM SCHWEIZ AG OBO BIFS WORLD EX SWITZ EQ AGENT:STATE STREET BK.TR.,BOSTON	47,851		F	F	F
BLACKROCK AST MNG SCH AG F ISHS WRD EX SWITZ EQ IND F II (CH) AGENT:STATE STREET BK.TR.,BOSTON	30,375		F	F	F
FLOURISH INVESTMENT CORPORATION AGENT:STATE STREET BK.TR.,BOSTON	141,874		F	F	F
PEOPLE'S BANK OF CHINA AGENT:STATE STREET BK.TR.,BOSTON	2,689,063		F	F	F
THE TRUSTEES OF BP PENSION FUND AGENT:STATE STREET BK.TR.,BOSTON	57,282		F	F	F
FAMILY INVESTMENTS CHILD TRUST FUND AGENT:STATE STREET BK.TR.,BOSTON	65,329		F	F	F
FAMILY INVESTMENTS GLOBAL ICVC FAMILY BALANCED INT FUND AGENT:STATE STREET BK.TR.,BOSTON	38,649		F	F	F
HSBC AS TRUSTEE FOR SSGA EUROPE EX UK EQUITY TRACKER FUND AGENT:STATE STREET BK.TR.,BOSTON	1,062,540		F	F	F
WESTPAC WHOLESALE INTERNATIONAL SHARE NO.2 TRUST AGENT:JP MORGAN CHASE BANK	100,958		F	F	F
NATWEST TRU+DEP SERV LTD ATO ST. JAMES'S PL GL EQ UN TR AGENT:STATE STREET BK.TR.,BOSTON	683,905		F	F	F
NATWEST TR+DEP SERV LTD ATO ST. JAMES'S PL STRAT MNGD UN TR AGENT:STATE STREET BK.TR.,BOSTON	69,775		F	A	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
MANAGED PENSION FUNDS LIMITED AGENT:STATE STREET BK.TR.,BOSTON	1,257,685		F	F	F
SSTL AS DEP OF FP BRUNEL PENS PART ACS FP BRU LOW VOL GLB EQ AGENT:STATE STREET BK.TR.,BOSTON	466,472		F	F	F
ALLIANZ UK+EUROPEAN INV FDS-ALLIANZ EUROPEAN EQUITY AGENT:STATE STREET BK.TR.,BOSTON	40,977		F	F	F
THE TRUSTEES OF GOLDMAN SACHS UK RETIREMENT PLAN AGENT:STATE STREET BK.TR.,BOSTON	9,785		F	F	F
M+G INVESTMENT FUNDS (1)- M+G EUROPEAN INDEX AGENT:STATE STREET BK.TR.,BOSTON	32,525		F	F	F
THE TRUSTEES OF THE GE UK PENSION COMMON INVESTMENT AGENT:STATE STREET BK.TR.,BOSTON	126,692		F	F	F
STICHTING PHILIPS PENSIOENFONDS AGENT:STATE STREET BK.TR.,BOSTON	258,694		F	F	F
THE TRUSTEES OF NATIONAL EMPLOYMENT SAVINGS TRUST AGENT:STATE STREET BK.TR.,BOSTON	1,047,250		F	F	F
FINREON WORLD EQUITY MULTI PREMIA DEFENSIVE (PENSION) CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	162,617		F	F	F
ISHARES ALL-COUNTRY EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	11,144		F	F	F
VANGUARD INV FDS ICVC-VANG FTSE DEV WOR LD EX - UK EQT IND AGENT:STATE STREET BK.TR.,BOSTON	512,586		F	F	F
VANGUARD INV F ICVC-VANGUARD FTSE DEV EUROPE EX-UK EQ INDEX AGENT:STATE STREET BK.TR.,BOSTON	1,006,556		F	F	F
VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOB ALL CAP IND FUND AGENT:STATE STREET BK.TR.,BOSTON	31,885		F	F	F
PUBLIC AUTHORITY FOR SOCIAL INSURANCE AGENT:STATE STREET BK.TR.,BOSTON	531,244		F	F	F
SCOTTISH WIDOWS INV SOL F ICVC- FUNDAMENTAL INDEX AGENT:STATE STREET BK.TR.,BOSTON	229,298		F	F	F
SCOTTISH WIDOWS INV SOLUTIONS F ICVC- EUROPEAN (EX UK) EQ FD AGENT:STATE STREET BK.TR.,BOSTON	380,332		F	F	F
GLOBAL INCOME BUILDER PORTFOLIO AGENT:STATE STREET BK.TR.,BOSTON	209,249		F	F	F
ALLIANZ EPARGNE ACTIONS ISR SOLIDAIRE AGENT:STATE STREET BK.TR.,BOSTON	141,760		F	F	F
VANGUARD INVESTMENTS II COMMON AGENT:STATE STREET BK.TR.,BOSTON	315,122		F	F	F
VANGUARD INVESTMENTS COMMON CONTRACTUAL FUND AGENT:STATE STREET BK.TR.,BOSTON	325,965		F	F	F
BLACKROCK CDN GLOBAL INFRASTRUCTURE EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	3,069,973		F	F	F
MEDIOLANUM GESTIONE FONDI SGR - FLESSIBILE FUTURO ITALIA	6,070,000		F	F	F
MEDIOLANUM GESTIONE FONDI SGR - FLESSIBILE SVILUPPO ITALIA	1,000,000		F	F	F
STG PFDS CORP EXPRESS MANDAAT ALLIANCE CAPITA	400		F	F	F
ONDERLINGE LEVENSVZERKERING MAATSCHAPPIJ `S-GRAVENHAGE UA	312,024		F	F	F
STG PFDS ACHMEA MANDAAT BLACKROCK	135,473		F	F	F
STICHTING J.E. ASR ES G INDEXPLUS INST. FONDSSEN INZAKE EUROPA	1,209,127		F	F	F
EPSILON MULTIASSET VALORE GLOBALE MARZO 2022	26,729		F	F	F
EPSILON MULTIASSET VALORE GLOBALE SETTEMBRE 2021	48,722		F	F	F
EPSILON MULTIASSET VALORE GLOBALE DICEMBRE 2021	45,089		F	F	F
EPSILON ASSOCIATI SGR - EPSILONGR QVALUE	9,525		F	F	F
SIEMENS-FONDS SIEMENS-RENTE AGENT:JP MORGAN CHASE BANK	386,466		F	F	F
EPSILON ASSOCIATI SGR - EPSILONGR QRETURN	65,453		F	F	F
EPSILON ASSOCIATI SGR - EPSILONGR DLONGRUN	1,022		F	F	F
EPSILON FUND - EURO Q-EQUITY	10,858		F	F	F
EPSILON FLESSIBILE AZIONI EURO FEBBRAIO 2021	13,934		F	F	F
EPSILON FLESSIBILE AZIONI EURO APRILE 2021	6,081		F	F	F
EPSILON MULTIASSET VALORE GLOBALE LUGLIO 2022	39,603		F	F	F
EPSILON MULTIASSET VALORE GLOBALE MAGGIO 2022	50,069		F	F	F
EPSILON MULTIASSET VALORE GLOBALE GIUGNO 2021	114,017		F	F	F
ALLIANZ GLOBAL INVESTORS FUND	2,150,868		F	F	F
PREMIUMMANDAT BALANCE	4,623		F	F	F
NMM5 GIEP BRI ACCOUNT AGENT:NOMURA BK SA LUXEMB	153,405		F	F	F
PREMIUMMANDAT DYNAMIK	7,867		F	F	F
ALLIANZ STIFTUNGSFONDS NACHHALTIGKEIT	81,473		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS			
			Extraordinary Session			
			1	2	3	
BY PROXY AND BY REPRESENTATIVE						
AZ EURO INVESTMENTS S.A.	1,337,296					F F F
RP RENDITE PLUS	34,082					F F F
AXA WORLD FUNDS	491,857					F F F
BLACKROCK STRATEGIC FUNDS	766,669					F F F
BLACKROCK GLOBAL INDEX FUNDS	120,644					F F F
GOLDMAN SACHS FUNDS	1,810					F F F
GLOBAL ADVANTAGE FUNDS	32,801					F A F
ISHARES MSCI EAFE INTERNATIONALINDEX FUND	846,528					F F F
NMM5 WIEQ CNS ACCOUNT AGENT:NOMURA BK SA LUXEMB	65,819					F F F
ISHARES MSCI ACWI ETF	579,394					F F F
ISHARES MSCI ACWI EX U.S. ETF	305,554					F F F
ISHARES GLOBAL UTILITIES ETF	210,045					F F F
ISHARES MSCI EUROZONE ETF	2,015,686					F F F
ISHARES EUROPE ETF	353,384					F F F
ISHARES MSCI EAFE ETF	6,673,444					F F F
ISHARES MSCI EAFE VALUE ETF	2,438,887					F F F
ISHARES MSCI KOKUSAI ETF	8,527					F F F
ISHARES MSCI ITALY ETF	946,257					F F F
ISHARES INTERNATIONAL SELECT DIVIDEND ETF	4,486,226					F F F
DANSKE BANK PULJER	157,004					F F F
ISHARES EDGE MSCI MIN VOL EAFE ETF	8,143,340					F F F
ISHARE EDGE MSCI MIN VOL EAFE INDEX FUND OF BLACKROCK FUNDS	29,205					F F F
ISHARES CORE MSCI EUROPE ETF	702,615					F F F
ISHARES MSCI ACWI LOW CARBON TARGET ETF	98,112					F F F
ISHARES EDGE MSCI INTL QUALITY FACTOR ETF	544,312					F F F
ISHARES EDGE MSCI INTL SIZE FACTOR ETF	5,460					F F F
ISHARES ESG MSCI EAFE ETF	728,452					F F F
ISHARES MSCI WORLD ETF	76,450					F F F
ISHARES CORE MSCI EAFE ETF	9,160,436					F F F
ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	1,800,819					F F F
LOMBARD ODIER FUNDS (SWITZERLAND) SA "I3D, FIGO OU CIFOPI" AGENT:BANK LOMBAR OD & C	341,016					F F F
ISHARES CORE MSCI INTERNATIONALDEVELOPED MARKETS ETF	500,450					F F F
ISHARES CORE MSCI GLOBAL QUALITY DIVIDEND INDEX ETF	27,165					F F F
ISHARES CORE MSCI EAFE IMI INDEX ETF	366,137					F F F
ISHARES MSCI EUROPE IMI INDEX ETF	36,767					F F F
ISHARES ESG MSCI EAFE INDEX ETF	5,468					F F F
ISHARES INTERNATIONAL FUNDAMENTAL INDEX ETF	12,808					F F F
ISHARES GLOBAL MONTHLY DIVIDENDINDEX ETF (CAD-HEDGED)	41,568					F F F
CONNECTICUT GENERAL LIFE INSURANCE COMPANY	4,942					F F F
TOTAL INTERNATIONAL EX U.S. INDEX MASTER PORTFOLIO OF MASTER INV	83,926					F F F
AMERICAN CENTURY ETF TRUST-AVANTIS INTERNATIONAL EQUITY ETF	44,956					F F F
KDI INSTITUTIONAL AFDELING DANICA LINK - INDEKS GLOBALE AKTIER AGENT:DANSKE BANK S/A	11,927					F F F
AMERICAN CENTURY ETF TRUST-AVANTIS INTERNATIONAL EQUITY FUND	6,797					F F F
AMERICAN BUREAU OF SHIPPING	2,278					F F F
UNITED TECHNOLOGIES CORPORATIONEMPLOYEE SAVINGS PLAN MASTER TRU	211,178					F F F
CITY UNIVERSITY OF NEW YORK	1,450					F F F
XTRACKERS (IE) PUBLIC LIMITED COMPANY	510,464					F F F
DETROIT EDISON QUALIFIED NUCLEAR DECOMMISSIONING TRUST	54,949					F F F
EPOCH GLOBAL EQUITY SHAREHOLDER YIELD FUND	140,713					F F F
ALLIAZGI GLOBAL ALLOCATION FUND	14,855					F F F
ALLIANZGI GLOBAL DYNAMIC ALLOCATION FUND	2,542					F F F
FEG SELECT	8,748					F F F
GLOBAL INDEKS KL AGENT:DANSKE BANK S/A	78,217					F F F
FRANKLIN LIBERTYQT INTERNATIONAL EQUITY INDEX ETF	3,675					F F F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE ETF	51,428		F	F	F
FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE ITALY ETF	20,421		F	F	F
FRANKLIN TEMPLETON ETF TRUST-FRANKLIN LIBERTYQ INT'L EQUITY HEDG	4,640		F	F	F
FRANKLIN TEMPLETON ETF TRUST-FRANKLIN LIBERTYQ GLOBAL EQUITY ETF	2,004		F	F	F
FRANKLIN FTSE EUROPE EX U.K. INDEX ETF	22,428		F	F	F
FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE EUROPE HEDGED ETF	2,070		F	F	F
HARBOR ROBECO INTERNATIONAL CONSERVATIVE EQUITIES FUND	4,095		F	A	F
HARBOR ROBECO GLOBAL CONSERVATIVE EQUITIES FUND	3,797		F	A	F
HAND COMPOSITE EMPLOYEE BENEFITTRUST	25,251		F	F	F
TRUST & CUSTODY SERVICES BANK LTD AS TRUSTEE FOR PENSION INVESTMENT FUND TRUST NUMBER 8 AGENT:MIZUHO TRUST	9,759		F	F	F
LAZARD GLOBAL LISTED INFRASTRUCTURE TRUST LAZARD ASSET MANAGEMEN	3,506,717		F	F	F
FIRST CHURCH OF CHRIST SCIENTIST	2,174		F	F	F
LAZARD GLOBAL LISTED INFRASTRUCTURE (CANADA) FUND	8,219,151		F	F	F
LAZARD GLOBAL EQUITY FRANCHISE (CANADA) FUND	1,028,469		F	F	F
INTECH GLOBAL ALL COUNTRY ENHANCED INDEX FUND LLC	760		F	F	F
SUNAMERICA EQUITY FUNDS AIG INTERNATIONAL DIVIDEND STRATEGY FUND	147,688		F	F	F
SUNAMERICA SERIES TRUST-SA LEGGMASON TACTICAL OPPORTUNITIES PO	3,091		F	F	F
SEASONS SERIES TRUST SA PUTNAM ASSET ALLOCATION DIVERSIFIED GROW	20,526		F	F	F
SUNAMERICA SERIES TRUST SA JPM DIVERSIFIED BALANCED PORTFOLIO	2,736		F	F	F
SEASONS SERIES TRUST SA MULTI-MANAGED INTERNATIONAL EQUITY PORTF	15,730		F	F	F
BLKB IQ FUND (CH) IQ RESPONSIBLE EQUITY WORLD EX SWITZERLAND CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE	41,082		F	F	F
FRIENDS LIFE LIMITED AGENT:HSBC BANK PLC	33,263		F	A	F
SUNAMERICA SERIES TRUST SA BLACKROCK VCP GLOBAL MULTI ASSET PORT	3,298		F	F	F
SUNAMERICA SERIES TRUST - SA INTERNATIONAL INDEX PORTFOLIO	77,708		F	F	F
DWS GLOBAL INCOME BUILDER FUND	256,258		F	F	F
DWS GLOBAL INCOME BUILDER VIP	43,448		F	F	F
INSTITUTIONAL RETIREMENT TRUST	234,448		F	F	F
CAYMAN ISLANDS CHAMBER OF COMMERCE PENSION FUND	11,344		F	F	F
COUNTY OF LOS ANGELES DEFERRED COMPENSATION AND THRIFT PLAN	21,500		F	A	F
LVIP SSGA INTERNATIONAL INDEX FUND	388,864		F	F	F
COUNTY OF LOS ANGELES SAVINGS PLAND THRIFT PLAN	4,500		F	A	F
RHUMBLINE INTERNATIONAL POOLED INDEX TRUST	37,029		F	F	F
EUROPA INDEKS BNP KL AGENT:DANSKE BANK S/A	26,955		F	F	F
RHUMBLINE LOW CARBON INDEX FUNDLLC	58,812		F	F	F
MARIGOLD TACTICAL STRATEGIES LTD	12,567		F	F	F
NUVEEN WINSLOW INTERNATIONAL LARGE CAP FUND	13,202		F	F	F
NUVEEN REAL ASSET INCOME FUND	3,581,527		F	F	F
NUVEEN REAL ASSET INCOME & GROWTH FUND	1,397,331		F	F	F
NUVEEN SANTA BARBARA GLOBAL DIVIDEND GROWTH FUND	65,850		F	F	F
NUVEEN SANTA BARBARA INTERNATIONAL DIVIDEND GROWTH FUND	26,769		F	F	F
TALCOTT RESOLUTION LIFE INSURANCE COMPANY	15,923		F	F	F
TEXAS MUNICIPAL RETIREMENT SYSTEM	2,196,883		F	A	F
NUVEEN GLOBAL INFRASTRUCTURE FUND	460,116		F	F	F
REASSURE LTD WL EUTE-EUR EQ TRK AGENT:HSBC BANK PLC	43,282		F	F	F
CITY OF NEW YORK GROUP TRUST	571,722		F	F	F
FIDELITY COMMONWEALTH TRUST II:FIDELITY INT'L ENHANCED INDEX FD	718,029		F	F	F
FIDELITY COVINGTON TRUST: FIDELITY TARGETED INTL FACTOR ETF	21,098		F	F	F
PUTNAM WORLD TRUST	5,766		F	A	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
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			1	2	3
BY PROXY AND BY REPRESENTATIVE					
PES:PIMCO RAFI DYNAMIC MULTI-FACTOR INTERNATIONAL EQUITY ETF	13,089		F	F	F
INTEL CORPORATION RETIREE MEDICAL PLAN TRUST	12,597		F	F	F
ALASKA COMMON TRUST FUND	114,075		F	F	F
RUSSELL INVESTMENTS INSTITUTIONAL FUNDS, LLC GLOBAL LISTED INFRA	5,143		F	A	F
SSGA MSCI ACWI EX-USA INDEX NON-LENDING DAILY TRUST	10,981		F	F	F
ROMAN CATHOLIC BISHOP OF SPRINGFIELD A CORPORATION SOLE	1,651		F	F	F
HSBC INDEX TRACKER INVESTMENT FUNDS ICVC AGENT:HSBC BANK PLC	144,925		F	F	F
VANGUARD FTSE DEVELOPED EUROPE ALL CAP INDEX ETF	22,658		F	F	F
VANGUARD FTSE DEVELOPED ALL CAPEX NORTH AMERICA INDEX ETF	161,256		F	F	F
VANGUARD DEVELOPED ALL-CAP EX NORTH AMERICA EQUITY INDEX POOLED	9,398		F	F	F
VANGUARD FTSE DEVELOPED EX NORTH AMERICA HIGH DIVIDEND YIELD IND	4,228		F	F	F
WELLS FARGO INTERNATIONAL GROWTH PORTFOLIO	3,572		F	F	F
WELLS FARGO FACTOR ENHANCED INTERNATIONAL PORTFOLIO	46,912		F	F	F
WELLS FARGO BK DECL OF TRUST ESTABL INVEST FUNDS EMPLOYEE BEN TR	392,639		F	F	F
WILMINGTON TRUST COLLECTIVE INVESTMENT TRUST	6,199		F	F	F
FCA CANADA INC. ELECTED MASTER TRUST	365,843		F	F	F
VANGUARD TOTAL WORLD STOCK INDEX FUND	819,750		F	F	F
REASSURE LIMITED AGENT:HSBC BANK PLC	551,634		F	F	F
VANGUARD DEVELOPED MARKETS INDEX FUND	14,029,183		F	F	F
HC CAPITAL TRUST - THE ESG GROWTH PORTFOLIO	5,158		F	F	F
HC CAPITAL TRUST- THE CATHOLIC SRI GROWTH PORTFOLIO	3,449		F	F	F
ARKWRIGHT, LLC	20,861		F	F	F
HC CAPITAL TRUST- THE INTERNATIONAL EQUITY PORTFOLIO	110,979		F	F	F
SYLVAN PARTNERS, LLC	23,123		F	F	F
JOHN HANCOCK FUNDS II INCOME ALLOCATION FUND	46,291		F	F	F
INTERNATIONAL MONETARY FUND	148,081		F	F	F
PUTNAM DYNAMIC RISK ALLOCATION FUND	7,331		F	F	F
PUTNAM VARIABLE TRUST - PUTNAM VT GLOBAL ASSET ALLOCATION FUND	8,633		F	F	F
TRUST & CUSTODY SERVICES BANK LTD AS TRUSTEE FOR PENSION INVESTMENT FUND TRUST NUMBER 21 AGENT:MIZUHO TRUST	19,771		F	F	F
PUTNAM DYNAMIC ASSET ALLOCATIONGROWTH FUND	178,272		F	F	F
PUTNAM DYNAMIC ASSET ALLOCATIONBALANCED FUND	113,039		F	F	F
PUTNAM DYNAMIC ASSET ALLOCATIONCONSERVATIVE FUND	42,905		F	F	F
PUTNAM TOTAL RETURN TRUST	8,277		F	A	F
PUTNAM RETIREMENT ADVANTAGE GAAGROWTH PORTFOLIO	140,504		F	A	F
PUTNAM RETIREMENT ADVANTAGE GAABALANCE PORTFOLIO	81,444		F	A	F
PUTNAM RETIREMENT ADVANTAGE GAACONSERVATIVE PORTFOLIO	29,271		F	A	F
PUTNAM RETIREMENT ADVANTAGE GAAINCOME STRATEGIES PORTFOLIO	27,021		F	A	F
PUTNAM RETIREMENT ADVANTAGE GAAEQUITY PORTFOLIO	44,504		F	A	F
PUTNAM TOTAL RETURN FUND, LLC	9,541		F	A	F
AI 30:70 GLOBAL EQUITY (CURRENCY HEDGED) INDEX FUND AGENT:HSBC BANK PLC	32,270		F	A	F
THE STATE OF NEVADA	18,933		F	A	F
PUTNAM DYNAMIC ASSET ALLOCATIONEQUITY FUND	4,651		F	F	F
COHEN & STEERS REAL ASSETS FUND, INC	51,470		F	F	F
COHEN & STEERS INFRASTRUCTURE FUND, INC.	5,181,340		F	F	F
COHEN & STEERS GLOBAL INFRASTRUCTURE FUND, INC.	791,616		F	F	F
COHEN & STEERS ALTERNATIVE INCOME FUND, INC	27,102		F	F	F
COHEN & STEERS, INC.	2,125		F	F	F
CANADA PENSION PLAN INVESTMENT BOARD (CPPIB)	1,485,325		F	F	F
ALLIANZ AZIONI ITALIA ALL STARS	1,750,000		F	F	F
ALLIANZ ITALIA 50 SPECIAL	65,000		F	F	F
DI SELECT TACTICAL ASS. ALLOCATION DK,DKK KL AGENT:DANSKE BANK S/A	67,552		F	F	F

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BY PROXY AND BY REPRESENTATIVE			1	2	3
EURIZON PIR ITALIA AZIONI	116,305		F	F	F
EURIZON GLOBAL MULTIASSET SELECTION SETTEMBRE 2022	33,600		F	F	F
EURIZON RENDITA	46,319		F	F	F
EURIZON AZIONI AREA EURO	76,448		F	F	F
EURIZON AZIONI ITALIA	1,822,017		F	F	F
EURIZON PROGETTO ITALIA 40	712,187		F	F	F
EURIZON PROGETTO ITALIA 70	772,133		F	F	F
GENERAL SYNOD PENSION PLAN	62,824		F	A	F
CO-OPERATIVE SUPERANNUATION SOCIETY PENSION PLAN	116,962		F	F	F
COUNSEL DEFENSIVE GLOBAL EQUITY	5,294		F	F	F
TRUST & CUSTODY SERVICES BANK LTD AS TRUSTEE FOR PENSION INVESTMENT FUND TRUST NUMBER 3 AGENT:MIZUHO TRUST	131,510		F	F	F
IPC MULTI-FACTOR INTERNATIONAL EQUITY	20,764		F	F	F
MCGILL UNIVERSITY PENSION FUND	1		F	F	F
MACKENZIE MAXIMUM DIVERS.ALL WORLD DEVELOPED EX NORTH AMERICA IE	5,264		F	A	F
MACKENZIE INTERNATIONAL EQUITY INDEX ETF	8,709		F	A	F
MACKENZIE GLOBAL INFRASTRUCTUREIND EX ETF	7,246		F	A	F
MACKENZIE MAX DIVERSIFICATION DEVELOPED EUR INDEX ETF	4,917		F	A	F
MACKENZIE MAX DIVERSIFICATION ALL WORLD DEVELOPED IND ETF	12,246		F	A	F
HYDRO ONE PENSION PLAN .	2,053,942		F	F	F
ONTARIO PENSION BOARD	1,409,633		F	F	F
PURPOSE INTERNATIONAL DIVIDEND FUND	223,066		F	A	F
AI STRATEGIC GLOBAL EQUITY FUND AGENT:HSBC BANK PLC	137,475		F	A	F
TD EMERALD LOW VOLATILITY GLOBAL EQUITY POOLED FUND TRUST	628		F	F	F
TD EMERALD LOW VOLATILITY GLOBAL EQUITY POOLED FUND TRUST	910,384		F	F	F
TD EMERALD GLOBAL EQUITY SHAREHOLDER YIELD POOLED FUND TRUST	8,107		F	F	F
TD EMERALD INTERNATIONAL EQUITYINDEX FUND	1		F	F	F
EPOCH GLOBAL SHAREHOLDER YIELD FUND	1		F	F	F
TD EUROPEAN INDEX FUND .	1		F	F	F
TD GLOBAL LOW VOLATILITY FUND	1		F	F	F
TD INTERNATIONAL EQUITY INDEX ETF	96,542		F	F	F
TD Q GLOBAL DIVIDEND ETF	1		F	F	F
TD ACTIVE GLOBAL INFRASTRUCTURE EQUITY ETF	67,442		F	F	F
AXA VORSORGE FONDS II - EQUITIES GLOBAL MARKETS PASSIVE CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	157,943		F	F	F
TRUST & CUSTODY SERVICES BANK LTD AS TRUSTEE FOR PENSION INVESTMENT FUND TRUST NUMBER 10 AGENT:MIZUHO TRUST	110,940		F	F	F
THE PENSION FUND SOCIETY OF THETORONTO-DOMINION BANK	518,022		F	F	F
TD PENSION PLAN (CANADA)	938,989		F	F	F
IMPERIAL INTERNATIONAL EQUITY POOL	2		F	F	F
FIRST ASSET MSCI EUROPE LOW RISK WEIGHTED ETF	1		F	A	F
FIRST ASSET MSCI INTERNATIONAL LOW RISK WEIGHTED ETF	10,903		F	A	F
CIBC INTERNATIONAL INDEX FUND	82,747		F	F	F
CIBC EUROPEAN INDEX FUND	1		F	F	F
CIBC POOLED INTERNATIONAL EQUITY INDEX FUND	1		F	F	F
HECKSCHER FOUNDATION FOR CHILDREN	18,839		F	F	F
ST DAVID'S FOUNDATION	5,096		F	F	F
AI 60:40 GLOBAL EQUITY INDEX FUND AGENT:HSBC BANK PLC	88,954		F	A	F
HERMAN LAURENCE	2,978		F	F	F
AI DEVELOPED EUROPEAN EX UK EQUITY INDEX FUND AGENT:HSBC BANK PLC	654,176		F	A	F
AI 50:50 GLOBAL EQUITY INDEX FUND AGENT:HSBC BANK PLC	263,722		F	A	F
DI SELECT, TACTICAL ASS. ALL.EURO - ACC. KL AGENT:DANSKE BANK S/A	18,117		F	F	F
AI CONTINENTAL EUROPEAN EQUITY INDEX FUND AGENT:HSBC BANK PLC	555,441		F	A	F
REASSURE LTD NM ASI INT EX UK ADRWNAIELF AGENT:HSBC BANK PLC	11,834		F	F	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
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BY PROXY AND BY REPRESENTATIVE			1	2	3
HSBC EUROPEAN INDEX FUND AGENT:HSBC BANK PLC	825,681		F	F	F
PUTM AUTHORISED CONTRACTUAL SCHEME - PUTM ACS EUROPEAN EX UK FUND AGENT:HSBC BANK PLC	2,058,549		F	F	F
HSBC ETFS PUBLIC LIMITED COMPANY AGENT:HSBC BANK PLC	591		F	F	F
ETICA SGR SPA F.DO ETICA AZIONARIO	683,640		F	F	F
PK CSG WORLD EQUITY CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	5,398		F	F	F
GLOBAL AC RESTRICTED - ACCUMULATING AGENT:DANSKE BANK S/A	67,258		F	F	F
BOTHWELL EUROPE FUND AGENT:HSBC BANK PLC	2,592,470		F	F	F
DANSKE INVEST SELECT GLOBAL EQUITY SOLUTION - AKKUMULERENDE KL AGENT:DANSKE BANK S/A	56,547		F	F	F
NIKKO WORLD TRUST - GRAVITY EUROPEAN EQUITY FUND C/O WORLD FUND LTD AGENT:SMBC NIKKO BANK	30,816		F	F	F
PRUDENTIAL PENSIONS LIMITED AGENT:HSBC BANK PLC	33,421		F	F	F
THE PRUDENTIAL ASSURANCE COMPANY LIMITED AGENT:HSBC BANK PLC	616,878		F	F	F
EUROPE RESTRICTED - ACCUMULATING KL AGENT:DANSKE BANK S/A	205,247		F	F	F
HSBC ETFS PLC AGENT:HSBC BANK PLC	195,832		F	F	F
DANSKE INVEST SELECT GLOBAL EQUITY SOLUTION 2 - AKKUMULERENDE KL AGENT:DANSKE BANK S/A	82,588		F	F	F
HSBC GLOBAL INVESTMENT FUNDS AGENT:HSBC BANK PLC	6,984		F	F	F
AXA VORSORGE FONDS II - EQUITIES GLOBAL MARKETS CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	264,985		F	F	F
SCOTTISH MUTUAL EUROPEAN UNIT TRUST AGENT:HSBC BANK PLC	94,428		F	F	F
ROYAL LONDON EQUITY FUNDS ICVC AGENT:HSBC BANK PLC	293,917		F	A	F
GLOBAL INDEKS - AKKUMULERENDE KL AGENT:DANSKE BANK S/A	9,566		F	F	F
ALLIANZ VGI 1 FONDS AGI EQUITIES AGENT:HSBC TRINKAUS AND BU	165,120		F	F	F
DANSKE INVEST SELECT GLOBAL EQUITY SOLUTION KL AGENT:DANSKE BANK S/A	43,041		F	F	F
INTERNATIONALE KAPITALANLAGEGESELLSCHAFT MBH AGENT:HSBC TRINKAUS AND BU	432,757		F	A	F
DI SELECT, TACTICAL ASS. ALL. SVERIGE - ACC KL AGENT:DANSKE BANK S/A	2,985		F	F	F
ALLIANZ CGI SUBFONDS EQUITIES AGENT:HSBC TRINKAUS AND BU	206,603		F	F	F
AVIVA INVESTORS INVESTMENT FUNDS ICVC AVIVA INVESTORS INTERNATIONAL INDEX TRACKING FUND AGENT:JP MORGAN CHASE JPMORGAN INVESTMENT FUNDS	33,951		F	A	F
FINREON WORLD EQUITY MULTI PREMIA CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	108,232		F	F	F
JPMORGAN FUND III ICVC-JPM DIVERSIFIED GROWTH FUND AGENT:JP MORGAN CHASE BANK	11,465		F	F	F
VERDIPAPIRFONDET EQUINOR AKSJER EUROPA AGENT:JP MORGAN BANK LUXEM	9,503		F	F	F
JPMORGAN FUND ICVC - JPM EUROPE (EX-UK) RESEARCH ENHANCED INDEX EQUITY FUND AGENT:JP MORGAN CHASE BANK	33,000		F	F	F
AVIVA LIFE & PENSIONS UK LIMITED AGENT:JP MORGAN CHASE BANK	131,537		F	F	F
AVIVA LIFE & PENSIONS IRELAND DAC	1,772,731		F	A	F
JPMORGAN FUND ICVC - JPM GLOBAL RESEARCH ENHANCED INDEX EQUITY FUND AGENT:JP MORGAN CHASE BANK	132,281		F	A	F
JPMORGAN BETABUILDERS EUROPE ETF AGENT:JP MORGAN CHASE BANK	199,507		F	F	F
AVIVA INVESTORS	652,303		F	F	F
JPMORGAN INCOME BUILDER FUND AGENT:JP MORGAN CHASE BANK	1,150,178		F	A	F
ARK LIFE ASSURANCE COMPANY DESIGNATED ACTIVITY COMPANY	892,557		F	F	F
CSIF(LUX)-CSIF (LUX) EQUITY EURO STOXX MULTI PREMIA AGENT:CREDIT SUISSE LUXEM	147,516		F	F	F
JPMORGAN INTERNATIONAL HEDGED EQUITY FUND AGENT:JP MORGAN CHASE BANK	2,106		F	F	F
JPMORGAN FUND ICVC - JPM MULTI-ASSET INCOME FUND AGENT:JP MORGAN CHASE BANK	41,964		F	F	F
JPMORGAN GLOBAL CORE REAL ASSETS LIMITED AGENT:JP MORGAN CHASE BANK	38,215		F	F	F
	33,919		F	F	F

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Partial

Total

VOTING RESULTS

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JPMORGAN GLOBAL ALLOCATION FUND AGENT:JP MORGAN CHASE BANK	36,398		F	F	F
JPMORGAN BETABUILDERS INTERNATIONAL EQUITY ETF AGENT:JP MORGAN CHASE BANK	118,259		F	F	F
EQ ADVISORS TRUST - EQ/AB DYNAMIC GROWTH PORTFOLIO AGENT:JP MORGAN CHASE BANK	18,472		F	F	F
EQUITABLE FINANCIAL LIFE INSURANCE COMPANY AGENT:JP MORGAN CHASE BANK	22,538		F	F	F
GOVERNMENT PENSION INVESTMENT FUND AGENT:JP MORGAN CHASE BANK	143,631		F	F	F
EQ ADVISORS TRUST - EQ/AB DYNAMIC MODERATE GROWTH PORTFOLIO AGENT:JP MORGAN CHASE BANK	82,827		F	F	F
JPMORGAN DIVERSIFIED FUND AGENT:JP MORGAN CHASE BANK	8,601		F	F	F
CREDIT SUISSE INDEX FUND (LUX) CSIF (LUX) EQUITY EMU BLUE AGENT:CREDIT SUISSE LUXEM	741,099		F	F	F
JPMORGAN DIVERSIFIED RETURN INTERNATIONAL EQUITY ETF AGENT:JP MORGAN CHASE BANK	364,471		F	F	F
1290 FUNDS - 1290 SMARTBETA EQUITY FUND AGENT:JP MORGAN CHASE BANK	16,066		F	F	F
FIDELITY MANAGEMENT & RESEARCH COMPANY LLC AGENT:JP MORGAN CHASE BANK	4,434		F	A	F
JPMORGAN LIFE LIMITED AGENT:JP MORGAN CHASE BANK	10,436		F	F	F
JPMORGAN INSURANCE TRUST INCOME BUILDER PORTFOLIO AGENT:JP MORGAN CHASE BANK	6,375		F	F	F
JPMORGAN INSURANCE TRUST GLOBAL ALLOCATION PORTFOLIO AGENT:JP MORGAN CHASE BANK	6,809		F	F	F
ALLIANZGI-FONDS DSPT AGENT:JP MORGAN CHASE BANK	160,039		F	F	F
REED ELSEVIER PENSION SCHEME AGENT:JP MORGAN CHASE BANK	51,627		F	F	F
ARTEMIS HIGH INCOME FUND AGENT:JP MORGAN CHASE BANK	2,240,998		F	A	F
COMMINGLED PENSION TRUST FUND (INTERNATIONAL RESEARCH ENHANCED EQUITY II) OF JPMORGAN CHASE BANK, N.A. AGENT:JP	1,472,851		F	F	F
AXA VORSORGE FONDS - EQUITIES GLOBAL MARKETS III CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	6,525		F	F	F
JPMORGAN INTERNATIONAL RESEARCH ENHANCED EQUITY FUND AGENT:JP MORGAN CHASE BANK	5,452,988		F	F	F
JPMORGAN FUNDS	200,087		F	F	F
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND AGENT:JP MORGAN CHASE BANK	30,050,156		F	F	F
COMMINGLED PENSION TRUST FUND (EAFE EQUITY INDEX) OF JP MORGAN CHASE BANK, N.A. AGENT:JP MORGAN CHASE BANK	1,044,956		F	F	F
JPMORGAN EUROPEAN INVESTMENT TRUST PLC AGENT:JP MORGAN CHASE BANK	170,584		F	F	F
CAISSE INTER-ENTREPRISE DE PREVOYANCE PROFESSIONNELLE AGENT:BANK LOMBAR OD & C	210,500		F	F	F
IF IST2 EUROPE INDEX AGENT:BANK LOMBAR OD & C	92,192		F	F	F
INTERNATIONALE KAPITALANLAGEGESELLSCHAFT MBH (INKA) AGENT:HSBC TRINKAUS AND BU	53,067		F	A	F
MAN MULTI-STRATEGY MASTER FUND AGENT:CS AG DUBLIN BRANCH	974		F	A	F
GLG EUROPEAN LONG-SHORT FUND AGENT:CS AG DUBLIN BRANCH	3,245		F	A	F
CREDIT SUISSE INDEX FUND (LUX) - CSIF (LUX) EQUITY EMU AGENT:CREDIT SUISSE LUXEM	6,078		F	F	F
MAN QUALIFYING INVESTOR FUNDS PLC - MAN GLG ELS MASTER QIF AGENT:CS AG DUBLIN BRANCH	2,254		F	A	F
NMM5 GIEP NVN ACCOUNT AGENT:NOMURA BK SA LUXEMB	217,047		F	F	F
WIF-C&S GBL LISTED INFRASTRUCTURE AGENT:NOMURA BK SA LUXEMB	261,029		F	F	F
WORLDVIEW INV FD EUROPE CORE EQUITY FD AGENT:NOMURA BK SA LUXEMB	222,141		F	F	F
KDI INSTITUTIONAL AFDELING DANICA PENSION - AKTIER AGENT:DANSKE BANK S/A	2,293,370		F	F	F
DANSKE INVEST SELECT FLEXINVEST AKTIER KL AGENT:DANSKE BANK S/A	135,644		F	F	F
PICTET ASSET MANAGEMENT SA AGENT:BANK LOMBAR OD & C	57,159		F	F	F
EUROPA HOJT UDBYTTE - AKKUMULERENDE KL AGENT:DANSKE BANK S/A	448,979		F	F	F
EUROPA HOJT UDBYTTE KL AGENT:DANSKE BANK S/A	1,002,602		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045795 AGENT:JP MORGAN CHASE BANK	1,709,179		F	F	F

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CSIF (CH) III EQUITY WORLD EX CH VALUE WEIGHTED - PENSION FUND CREDIT SUISSE FUNDS AG AGENT:CREDIT SUISSE SWITZ	688		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045832 AGENT:JP MORGAN CHASE BANK	603,638		F	F	F
MAIN I - UNIVERSAL - FONDS AGENT:JP MORGAN CHASE BANK	46,200		F	A	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045792 AGENT:JP MORGAN CHASE BANK	1,064,367		F	F	F
LVUI EQUITY WORLD EX EUROPE AGENT:JP MORGAN CHASE BANK	19,989		F	A	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045847 AGENT:JP MORGAN CHASE BANK	768,328		F	F	F
GERANA SICAV-SIF, S.A.	75,315		F	A	F
INVESTERINGSFORENINGEN NORDEA INVEST EUROPE ENHANCED KL AGENT:JP MORGAN BANK LUXEM	34,548		F	F	F
MOMENTUM GLOBAL FUNDS AGENT:JP MORGAN BANK LUXEM	349,262		F	A	F
BLACKROCK FUNDS IICAV AGENT:JP MORGAN BANK IRELA	11,338		F	F	F
UI-FONDS BAV RBI AKTIEN AGENT:JP MORGAN CHASE BANK	246,373		F	A	F
WIF-LAZARD GBL PFD LISTED INFRA FD AGENT:NOMURA BK SA LUXEMB	4,790,604		F	F	F
ILMARINEN MUTUAL PENSION INSURANCE COMPANY AGENT:JP MORGAN BANK LUXEM	6,781		F	A	F
JANUS HENDERSON CAPITAL FUNDS PLC AGENT:JP MORGAN BANK IRELA	154,389		F	F	F
THRIFT SAVINGS PLAN AGENT:JP MORGAN CHASE BANK	7,460,857		F	F	F
INVESTERINGSFORENINGEN BANKINVEST - VALUE GLOBAL AKTIER KL AGENT:JP MORGAN BANK LUXEM	444,603		F	F	F
STICHTING PENSIOENFONDS PROVISUM AGENT:JP MORGAN BANK LUXEM	12,029		F	F	F
MULTI-MANAGER DIRECTIONAL ALTERNATIVE STRATEGIES FUND AGENT:JP MORGAN CHASE BANK	10,973		F	A	F
INVESTERINGSFORENINGEN BANKINVEST , GLOBALE AKTIERINDEKS KL AGENT:JP MORGAN BANK LUXEM	32,019		F	F	F
SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF SHELL CONTRIBUTORY PENSION FUND AGENT:JP MORGAN CHASE BANK	206,536		F	F	F
ABERDEEN STANDARD SICAV I MULTIFACTOR GLOBAL EQUITY FUND AGENT:BP2S LUXEMBOURG	4,222		F	F	F
NORDEA 2 SICAV	112,597		F	F	F
PI CH - EUROPEAN EX SWISS EQUITIES TRACKER EX SL AGENT:PICTET & CIE	109,219		F	F	F
DEKA INVESTMENT GMBH RE ELB-FUNDMASTER1 AGENT:JP MORGAN CHASE BANK	85,006		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR ORGANIZATION FOR WORKERS' RETIREMENT ALLOWANCE MUTUAL CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR MIZUHO TRUST & BANKING CO., LTD. AS TRUSTEE FOR MHAM INTERNATIONAL EQUITY NORDEA EUROPEAN PASSIVE FUND AGENT:JP MORGAN BANK LUXEM	14,768		F	F	F
SCHRODER GLOBAL DIVERSIFIED INCOME FUND AGENT:JP MORGAN CHASE BANK	16,686		F	F	F
FUNDACAO CALOUSTE GULBENKIAN AGENT:JP MORGAN BANK LUXEM	56,267		F	F	F
EMBO-FONDS AGENT:JP MORGAN CHASE BANK	133,814		F	F	F
WORLD TRADE ORGANIZATION PENSION PLAN AGENT:PICTET & CIE	51,429		F	A	F
BLACKROCK INSTITUTIONAL POOLED FUNDS PLC AGENT:JP MORGAN BANK IRELA	21,284		F	F	F
BLACKROCK CDN MSCI EAFE EQUITY INDEX FUND AGENT:JP MORGAN CHASE BANK	253,284		F	F	F
ETICA SGR SPA F.DO ETICA BILANCIATO	1,010,899		F	F	F
BLACKROCK INDEX SELECTION FUND	1,778,040		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045828 AGENT:JP MORGAN CHASE BANK	1,301,247		F	F	F
INVESTERINGSFORENINGEN NORDEA INVEST GLOBALE AKTIER INDEKS KL AGENT:JP MORGAN BANK LUXEM	1,227,385		F	F	F
NFS LIMITED AGENT:JP MORGAN CHASE BANK	15,556		F	F	F
UI-E AGENT:JP MORGAN CHASE BANK	24,008		F	A	F
NORDEA INSTITUTIONAL INVESTMENT FUND, SICAV- FIS	29,239		F	F	F
ABU DHABI RETIREMENT PENSIONS AND BENEFITS FUND AGENT:JP MORGAN CHASE BANK	195,425		F	F	F
	198,176		F	F	F

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ABERDEEN STANDARD SICAV I DIVERSIFIED GROWTH FUND AGENT:BP2S LUXEMBOURG	9,456		F	F	F
KOOKMIN BANK ACTING AS TRUSTEE OF KIM PRIVATE PRIME GLOBAL VALUE EQUITY MASTER INVESTMENT TRUST 1 AGENT:JP UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF EPOTIF MASTERFONDS AGENT:BP2S-FRANKFURT	8,139		F	F	F
FCP ERAFP ACT EUR4 EDRAM AGENT:BNP PARIBAS 2S-PARIS	53,874		F	A	F
AMONIS NV AGENT:JP MORGAN BANK LUXEM	8,922,745		F	F	F
DWS CROCI INTERNATIONAL VIP AGENT:BROWN BROTHERS HARR	90,378		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB400045794 AGENT:JP MORGAN CHASE BANK	54,679		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF CPP-UI-FONDS AGENT:BP2S-FRANKFURT	6,070,502		F	F	F
SIX CIRCLES INTERNATIONAL UNCONSTRAINED EQUITY FUND AGENT:BROWN BROTHERS HARR	57,085		F	A	F
ADVISER MANAGED TRUST - TACTICAL OFFENSIVE EQUITY FUND AGENT:BROWN BROTHERS HARR	4,127,889		F	F	F
FRONTIER MFG CORE INFRASTRUCTURE FUND AGENT:BNP PARIBAS 2S -LDN	39,982		F	A	F
FIDELITY FUNDS AGENT:BROWN BROTHERS HA-LU	3,591,691		F	F	F
CUSTODY BANK OF JAPAN, LTD. RE: MATB NISSAY / PANAGORA GLOBAL EQUITY PASSIVE FUND (LIMITED FOR ELIGIBLE MONDRIAN GLOBAL LISTED INFRASTRUCTURE FUND AGENT:BROWN BROTHERS HARR	2,772,670		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ400045829 AGENT:JP MORGAN CHASE BANK	7,433		F	F	F
BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A. INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS AGENT:JP MORGAN CHASE	10,735		F	F	F
THE MASTER TRUST BANK OF JAPAN LTD. RE: MANULIFE INTERNATIONAL EQUITY INDEX MOTHER FUND AGENT:BROWN PACER TRENDPILOT INTERNATIONAL ETF AGENT:BNP PARIBAS 2S -LDN	2,770,510		F	F	F
FIDELITY CONCORD STREET TRUST: FIDELITY SERIES INTERNATIONAL INDEX FUND AGENT:BROWN BROTHERS HARR	7,746,509		F	F	F
VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL INDEX PORTFOLIO AGENT:BROWN BROTHERS HARR	6,826		F	F	F
KAPITALFORENINGEN PENSAM INVEST, PSI 3 GLOBALE AKTIER_3 AGENT:JP MORGAN BANK LUXEM	16,379		F	A	F
JPMORGAN ETFS (IRELAND) ICAV-GLOBAL RESEARCH ENHANCED IN EQ (ESG) UCITS ETF JPMORGAN AGENT:BROWN BROTHERS HARR	19,439		F	F	F
CUSTODY BANK OF JAPAN, LTD. RE: STB FOREIGN STOCK INDEX MOTHER FUND(CURRENCY HEDGED) TOWER Z, HARUMI TRITON	20,389		F	A	F
MACQUARIE GLOBAL LISTED INFRASTRUCTURE CIT AGENT:BROWN BROTHERS HARR	33,860		F	F	F
GLOBAL X MSCI SUPERDIVIDEND EAFE ETF AGENT:BROWN BROTHERS HARR	32,734		F	A	F
FIDELITY RETIREE HEALTH REIMBURSEMENT PLAN AGENT:BROWN BROTHERS HARR	34,720		F	F	F
VANGUARD GLOBAL VALUE EQUITY FUND AGENT:JP MORGAN CHASE BANK	1,834		F	F	F
VANGUARD FUNDS PUBLIC LIMITED COMPANY AGENT:BROWN BROTHERS HARR	1,565,805		F	F	F
SEI INSTITUTIONAL MANAGED TRUST - MULTI-ASSET ACCUMULATION FUND AGENT:BROWN BROTHERS HARR	34,507		F	A	F
LACM WORLD EQUITY - DIVIDEND GROWTH CIT AGENT:BROWN BROTHERS HARR	43		F	A	F
NEUBERGER BERMAN INVESTMENT FUNDS PLC AGENT:BROWN BROTHERS HARR	1,022		F	A	F
CONSERVATION INTERNATIONAL FOUNDATION, INC. AGENT:BNP PARIBAS 2S -LDN	2,824		F	F	F
HEITMAN GLOBAL PRIMES INFRASTRUCTURE SEED INVESTORS LLC AGENT:BNP PARIBAS 2S -LDN	3,941		F	F	F
FIDELITY UCITS II ICAV/FIDELITY MSCI WORLD INDEX FUND GEORGE'S QUAY HOUSE AGENT:BROWN BROTHERS HARR	4,826		F	F	F
AMERICAN HEART ASSOCIATION, INC. AGENT:BNP PARIBAS 2S -LDN	5,068		F	F	F
DEVELOPED INTERNATIONAL EQUITY SELECT ETF AGENT:BROWN BROTHERS HARR	4,100		F	F	F
FIDELITY UCITS II ICAV/FIDELITY MSCI EUROPE INDEX FUND GEORGE'S QUAY HOUSE AGENT:BROWN BROTHERS HARR	5,779		F	F	F
BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND AGENT:JP MORGAN CHASE BANK	11,124,949		F	F	F

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NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
FIDELITY UCITS ICAV - FIDELITY SUSTAINABLE RESEARCH ENHANCED GLOBAL EQUITY UCITS ETF GEORGE'S QUAY HOUSE	5,618		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF DEBEKA-AKTIE-EUROPA-DIVIDENDEN AGENT:BP2S-FRANKFURT	2,058,414		F	A	F
FIDELITY UCITS ICAV - FIDELITY SUSTAINABLE RESEARCH ENHANCED EUROPE EQUITY UCITS ETF GEORGE'S QUAY HOUSE	84,929		F	F	F
SANLAM UNIVERSAL FUNDS PLC BEECH HOUSE AGENT:BROWN BROTHERS HARR	93,653		F	A	F
SCHWAB FUNDAMENTAL INTERNATIONAL LARGE COMPANY INDEX FUND AGENT:BROWN BROTHERS HARR	102,184		F	A	F
GIM SPECIALIST INVESTMENT FUNDS - GIM GL RESEARCH ENHANCED INX MIN VLTY EQTY FD AGENT:BROWN BROTHERS HA-LU	86,670		F	F	F
VANGUARD INVESTMENT SERIES PUBLIC LIMITED COMPANY AGENT:BROWN BROTHERS HARR	2,433,496		F	F	F
NN (L) SICAV AGENT:BROWN BROTHERS HA-LU	405,737		F	A	F
SEI TRUST COMPANY FOR THE BENEFIT OF NUVEEN GLOBAL INFRASTRUCTURE FUND AGENT:BROWN BROTHERS HARR	156,992		F	F	F
STERLING CAPITAL BEHAVIORAL INTERNATIONAL EQUITY FUND AGENT:BNP PARIBAS 2S -LDN	133,975		F	A	F
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II AGENT:JP FIDELITY SALEM STREET TRUST: FIDELITY ZERO INTERNATIONAL INDEX FUND AGENT:BROWN BROTHERS HARR	165,238		F	F	F
ING DIRECT SICAV AGENT:BROWN BROTHERS HA-LU	171,484		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. RE: MUTB400021536 AGENT:BROWN BROTHERS HARR	188,766		F	F	F
CUSTODY BANK OF JAPAN, LTD. RE: RB TOKKIN 18420-7086 AGENT:BROWN BROTHERS HARR	210,958		F	F	F
TORTOISE ESSENTIAL ASSETS INCOME TERM FUND AGENT:BNP PARIBAS 2S -LDN	728,028		F	F	F
CUSTODY BANK OF JAPAN, LTD. RE: RB TOKKIN 18420-7085 AGENT:BROWN BROTHERS HARR	211,260		F	F	F
CUSTODY BANK OF JAPAN, LTD. RE: SMTB LM QS GLOBAL EQUITY MOTHER FUND AGENT:BROWN BROTHERS HARR	214,301		F	F	F
FIRST TRUST RIVERFRONT DYNAMIC DEVELOPED INTERNATIONAL ETF AGENT:BROWN BROTHERS HARR	213,029		F	F	F
SUMITOMO MITSUI TRUST BANK LIMITED AGENT:BROWN BROTHERS HARR	692,954		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. RE: NZAM EURO STOXX (JPY HEDGED) (PRIVATELY PLACED INVESTMENT TRUST MINE SUPERANNUATION FUND AGENT:JP MORGAN CHASE BANK	194,072		F	F	F
SCHWAB INTERNATIONAL INDEX FUND AGENT:BROWN BROTHERS HARR	2,556,204		F	F	F
KAPITALFORENINGEN PENSAM INVEST, PSI 2 GLOBALE AKTIER_2 AGENT:JP MORGAN BANK LUXEM	920,010		F	A	F
JPMORGAN ETFS (IRELAND) ICAV-EUROPE RESEARCH ENHANCED IN EQ (ESG) UCITS ETF JPMORGAN AGENT:BROWN BROTHERS HARR	489,851		F	F	F
DWS CROCI INTERNATIONAL FUND AGENT:BROWN BROTHERS HARR	219,506		F	F	F
FIDELITY SALEM STREET TRUST: FIDELITY SAI INTERNATIONAL QUALITY INDEX FUND AGENT:BROWN BROTHERS HARR	364,449		F	F	F
FRONTIER MFG SELECT INFRASTRUCTURE FUND	311,179		F	F	F
EPOCH GLOBAL EQUITY SHAREHOLDER YIELD CIT AGENT:BROWN BROTHERS HARR	495,548		F	F	F
DANSKE INVEST EUROPE HIGH DIVIDEND FUND AGENT:SKANDINAVISKA ENSKIL	377,829		F	F	F
FIDELITY SALEM STREET TRUST: FIDELITY TOTAL INTERNATIONAL INDEX FUND AGENT:BROWN BROTHERS HARR	472,478		F	F	F
FIDELITY SALEM STREET TRUST: FIDELITY GLOBAL EX U.S. INDEX FUND AGENT:BROWN BROTHERS HARR	385,358		F	F	F
MSCI ACWI EX-U.S. IMI INDEX FUND B2 AGENT:JP MORGAN CHASE BANK	517,709		F	F	F
COHEN AND STEERS GLOBAL LISTED INFRASTRUCTURE FUND AGENT:BROWN BROTHERS HARR	100,601		F	F	F
PIONEER FLEXIBLE OPPORTUNITIES FUND	553,750		F	F	F
OBJECTIF CLIMAT ACT 2 AGENT:BNP PARIBAS 2S-PARIS	618,395		F	F	F
SIX CIRCLES MANAGED EQUITY PORTFOLIO INTERNATIONAL UNCONSTRAINED FUND AGENT:BROWN BROTHERS HARR	517,464		F	F	F
THE MASTER TRUST BANK OF JAPAN, LTD. RE: MUTB400021492 AGENT:BROWN BROTHERS HARR	633,906		F	F	F
	81,994		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
MAPFRE INVERSION SOCIEDAD DE VALORES SA AGENT:BNPPSS MADRID BRANCH	3,894,725		F	F	F
RUPAL J BHANSALI REVOCABLE TRUST U/A DTD AGENT:INTERACTIVE BROKERS	6,118		F	F	F
FUJI XEROX CO., LTD AGENT:SUMITOMO MITSUI TRUS	554,121		F	F	F
INDEX MOTHER FUND EURO DEVELOPED COUNTRIES HIGH DIVIDEND EQUITY AGENT:SUMITOMO MITSUI TRUS	40,281		F	F	F
FOREIGN STOCK INDEX MOTHER FUND AGENT:SUMITOMO MITSUI TRUS	66,600		F	A	F
VANTAGETRUST III MASTER COLLECTIVE INVESTMENT FUNDS TRUST AGENT:JP MORGAN CHASE BANK	106,260		F	F	F
HSBC INKA AGENT:HSBC TRINKAUS AND BU	43,925		F	A	F
JPMORGAN ETFS (IRELAND) ICAV - CARBON TRANSITION GLOBAL EQUITY UCITSETF AGENT:BROWN BROTHERS HARR	2,962		F	F	F
PICTET CH INSTITUTIONAL - EUROPEAN AGENT:PICTET & CIE	3,922		F	F	F
JPMORGAN ETFS (IRELAND) ICAV - GLOBAL EQUITY MULTI-FACTOR UCITS ETF AGENT:BROWN BROTHERS HARR	15,155		F	F	F
VILLIERS ACTIONS EUROPE SYST ROBECO C/O ROBECO INSTITUTIONAL ASSET MANAGEMENT B.V. AGENT:BNP PARIBAS	1,146,613		F	A	F
AVIVA INVESTORS FRANCE AGENT:BNP PARIBAS 2S-PARIS	827,595		F	A	F
FCP LBPAM IRC ACTIONS EURO MIN VAR AGENT:BNP PARIBAS 2S-PARIS	700,857		F	F	F
AUSTRALIAN CATHOLIC SUPERANNUATION AND RETIREMENT FUND AGENT:BNP SS SIDNEY BRANCH	59,622		F	F	F
MERCER UNHEDGED OVERSEAS SHARES TRUST AGENT:BNP SS SIDNEY BRANCH	36,998		F	F	F
BNP PARIBAS EASY AGENT:BP2S LUXEMBOURG	811,820		F	A	F
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST AGENT:JP MORGAN HENDERSON HORIZON EUROLAND FUND AGENT:BP2S LUXEMBOURG	1,199,634		F	F	F
LBPAM ISR AVENIR EURO AGENT:BNP PARIBAS 2S-PARIS	3,699,506		F	F	F
FRANCE PLACEMENT EURO ESG PLUS AGENT:BNP PARIBAS 2S-PARIS	1,830		F	F	F
BNP PARIBAS EASY - MSCI EUROPE EX UK EX CW AGENT:BP2S LUXEMBOURG	1,041,536		F	F	F
ACTIAM DRZ IDX ANDLF EUR AANDELENFONDS EUROPA AGENT:BNP PARIBAS 2S-PARIS	8,860		F	A	F
FONDAZIONE ROMA SIF GLOBAL PASSIVE EQUITIES AGENT:BP2S LUXEMBOURG	558,748		F	F	F
FCP AVIVA INVESTORS RESERVE EUROPE AGENT:BNP PARIBAS 2S-PARIS	8,149		F	F	F
ALLIANZGI FONDS BREMEN AGENT:BP2S-FRANKFURT	2,210,681		F	A	F
FCP AFER ACTIONS EURO AGENT:BNP PARIBAS 2S-PARIS	6,970		F	F	F
FCP VILLIERS ACTIONS EUROPE SYST AGI AGENT:BNP PARIBAS 2S-PARIS	2,832,657		F	A	F
ETICA SGR SPA F.ETICA RENDITA BILANCIATA	320,000		F	F	F
GOLDMAN SACHS TRUST - GOLDMAN SACHS INTERNATIONAL EQUITY DIVIDEND & PREMIUM FUND AGENT:JP MORGAN CHASE BANK	541,530		F	F	F
COHEN & STEERS REAL ASSETS MULTI-STRATEGY FUND AGENT:BROWN BROTHERS HARR	110,623		F	F	F
SHINKO GLOBAL EQUITY INDEX MOTHER FUND AGENT:SUMITOMO MITSUI TRUS	368,961		F	F	F
NATIXIS INTERNATIONAL FUNDS (LUX) I LOOMIS SAYLES GLOBAL MULTI ASSET INCOME FUND AGENT:BROWN BROTHERS HA-LU	926		F	F	F
BNP PARIBAS FUNDS - ENERGY TRANSITION AGENT:BP2S LUXEMBOURG	917		F	A	F
BNP PARIBAS FUNDS - EUROPE MULTI-FACTOR EQUITY AGENT:BP2S LUXEMBOURG	5,452,882		F	A	F
BNP PARIBAS EASY - MSCI EUROPE SRI S-SERIES 5 CAPPED AGENT:BP2S LUXEMBOURG	492,501		F	A	F
INSURANCE COMMISSION OF WESTERN AUSTRALIA AGENT:BNP SS SIDNEY BRANCH	1,001,865		F	A	F
JANUS HENDERSON INSTITUTIONAL EUROPEAN INDEX OPPORTUNITIES FUND AGENT:BNP PARIBAS 2S -LDN	1,638,382		F	F	F
IPAC SPECIALIST INV STRATEGIES INTL SHARE STRATEGY NO1 AGENT:BNP SS SIDNEY BRANCH	16,476		F	F	F
WHOLESALE UNIT TRUST MSCI GLOBAL INDEX SHARE FUND MERIDIAN BUILDING AGENT:BNP SS SIDNEY BRANCH	7,819		F	F	F
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO AGENT:JP MORGAN CHASE BANK	12,002		F	F	F
	1,178,757		F	A	F

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			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
AXA EURO DIVIDEND D AGENT:BP2S-FRANKFURT	18,000		F	F	F
FCP AVIVA REBOND AGENT:BNP PARIBAS 2S-PARIS	5,000		F	A	F
WHOLESALE INTERNATIONAL CORE EQUITIES AGENT:BNP SS SIDNEY BRANCH	6,818		F	F	F
ALLIANZGI FONDS GANO 2 AGENT:BP2S-FRANKFURT	4,591		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BROCKEN-UI-FONDS AGENT:BP2S-FRANKFURT	19,121		F	F	F
US BANK NATIONAL ASSOCIATION AGENT:BNP PARIBAS 2S -LDN	9,397		F	F	F
KREBSHILFE 2 FONDS AGENT:BP2S-FRANKFURT	15,000		F	F	F
FONDO PENSIONE EUROFER	4,822		F	F	F
ALLIANZGI FONDS TSF AGENT:BP2S-FRANKFURT	4,000		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF WMB-UNIVERSAL-FONDS AGENT:BP2S-FRANKFURT	5,686		F	A	F
ANZ WHOLESALE INTERNATIONAL SHARE INDEX FUND AGENT:JP MORGAN CHASE BANK	7,779		F	F	F
ALLIANZGI FONDS PF1 AGENT:BP2S-FRANKFURT	1,154,975		F	F	F
ALLIANZGI FONDS DUNHILL AGENT:BP2S-FRANKFURT	8,890		F	F	F
AMP GLOBAL LISTED INFRASTRUCTURE INDEX FUND HEDGED AGENT:BNP SS SIDNEY BRANCH	811,624		F	F	F
AMP CAPITAL UNHEDGED GLOBAL SHARES MULTI-MANAGER FUND MERIDIAN BUILDIN AGENT:BNP SS SIDNEY BRANCH	10,468		F	F	F
STICHTING JURIDISCH EIGENAAR ACTIAM BELEGGINGSFONDSEN AGENT:BNP PARIBAS 2S-PARIS	548,308		F	F	F
ALLIANZGI FONDS TOB AGENT:BP2S-FRANKFURT	4,160		F	F	F
DBI FONDS EBB AGENT:BP2S-FRANKFURT	13,406		F	F	F
FONDS DE RESERVE POUR LES RETRAITES (FRR AGENT:BNP PARIBAS 2S-PARIS	1,682,915		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF VSTBH-UNIVERSAL-FONDS AGENT:BP2S-FRANKFURT	7,442		F	A	F
FCP TOCQUEVILLE DIVIDENDE AGENT:BNP PARIBAS 2S-PARIS	539,000		F	F	F
GOLDMAN SACHS TRUST - GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND AGENT:JP MORGAN CHASE BANK	9,088		F	F	F
BNP PARIBAS FUNDS - EUROPE MULTI-ASSET INCOME AGENT:BP2S LUXEMBOURG	7,198		F	A	F
AMP INTERNATIONAL EQUITY INDEX FUND HEDGED AGENT:BNP SS SIDNEY BRANCH	16,495		F	F	F
SDK K3 FONDS AGENT:BP2S-FRANKFURT	12,000		F	F	F
LBPAM ISR ACTIONS E LR C AGENT:BNP PARIBAS 2S-PARIS	37,758		F	F	F
SIVE AGENT:BP2S-FRANKFURT	38,862		F	A	F
AVIVA PATRIMOINE AGENT:BNP PARIBAS 2S-PARIS	53,308		F	A	F
BI FINANZFONDS AGENT:BP2S-FRANKFURT	42,314		F	A	F
AXA EURO DIVIDEND S AGENT:BP2S-FRANKFURT	26,756		F	F	F
AGI STIFTUNGS WISS AGENT:BP2S-FRANKFURT	36,034		F	F	F
AON MASTER TRUST AGENT:BNP SS SIDNEY BRANCH	40,493		F	F	F
SHELL TRUST (BERMUDA) LTD AS TRUSTEE OF THE SHELL OVERSEAS CONTRIBUTORY PENSION FUND AGENT:JP MORGAN CHASE BANK	139,994		F	F	F
FCP FPI ESG AGENT:BNP PARIBAS 2S-PARIS	44,879		F	F	F
BARYUM QUANT AGENT:BNP PARIBAS 2S-PARIS	40,000		F	F	F
AXA INSURANCE DAC AGENT:BP2S LUXEMBOURG	35,879		F	F	F
RIVER AND MERC UMBRE PLC AGENT:BP2S LUXEMBOURG	20,854		F	F	F
STRATEGIC INTERNATIONAL AGENT:BNP SS SIDNEY BRANCH	49,024		F	F	F
US BANK NA AGENT:BNP PARIBAS 2S -LDN	182,345		F	F	F
GENERALI SMART FUNDS AGENT:BP2S LUXEMBOURG	56,064		F	F	F
BNZ WHOLESALE INTERNATIO AGENT:BNP SS SIDNEY BRANCH	30,494		F	F	F
G.A. - FUND -L - EQUITY WORLD PASSIVE AGENT:BP2S LUXEMBOURG	23,390		F	A	F
BNP PARIBAS EASY - MSCI EUROPE EX CW AGENT:BP2S LUXEMBOURG	53,025		F	A	F
BLACKROCK MSCI EAFE EQUITY INDEX NON-LENDABLE FUND B AGENT:JP MORGAN CHASE BANK	396,265		F	F	F
MULTIPAR ACTIONS EURO BAS CARBONE AGENT:BNP PARIBAS 2S-PARIS	41,638		F	A	F
ABERDEEN STAND SICAV I AGENT:BP2S LUXEMBOURG	34,783		F	F	F
MEDIA SUPER AGENT:BNP SS SIDNEY BRANCH	44,909		F	A	F
ALLIANZGI FONDS AFE AGENT:BP2S-FRANKFURT	200,164		F	F	F

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NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
AMP CAPITAL UNHEDGED GLO AGENT:BNP SS SIDNEY BRANCH	26,506		F	F	F
BNP PARIBAS FUNDS - MULTI-ASSET INCOME AGENT:BP2S LUXEMBOURG	20,275		F	A	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF HMT EURO AKTIEN PROTECT ESG AGENT:BP2S-FRANKFURT	48,600		F	A	F
PROTEA FUND - ORCADIA EQUITIES AGENT:PICTET & CIE(EUROPE)	69,000		F	F	F
WHOLESALE UNIT TRUST GLOBAL INFRASTRUCTURE FUND AGENT:BNP SS SIDNEY BRANCH	235,523		F	F	F
AMP GLOBAL LISTED INFRASTRUCTURE MARKET INDEX FUND HEDGED AGENT:BNP SS SIDNEY BRANCH	251,872		F	F	F
FIDELITY INVESTMENT FUNDS - FIDELITY INDEX EUROPE EX UK FUND AGENT:JP MORGAN CHASE BANK	140,456		F	F	F
FCP AVIVA ACTIONS EURO AGENT:BNP PARIBAS 2S-PARIS	297,520		F	A	F
AXA ROSENBERG EUROBLOC AGENT:BNP PARIBAS 2S-PARIS	476,351		F	F	F
MERCER PROPERTY AND INFRASTRUCTURE TRUST AGENT:BNP SS SIDNEY BRANCH	395,771		F	F	F
AXA EURO DIVIDEND K AGENT:BP2S-FRANKFURT	315,000		F	F	F
DEKA-MASTER HAEK I AGENT:BP2S-FRANKFURT	362,722		F	F	F
AMP INTERNATIONAL EQUITY INDEX FUND AGENT:BNP SS SIDNEY BRANCH	282,191		F	F	F
LBPAM IRC ACTIONS ISR LBPAM AGENT:BNP PARIBAS 2S-PARIS	266,902		F	F	F
ALLIANZGI S AKTIEN AGENT:BP2S-FRANKFURT	389,402		F	F	F
ALLIANZGI H AGENT:BP2S-FRANKFURT	225,000		F	F	F
VWLAKH MASTER AGENT:BP2S-FRANKFURT	220,000		F	A	F
CONNECTICUT GENERAL LIFE INSURANCE COMPANY AGENT:JP MORGAN CHASE BANK	13,282		F	A	F
IPAC INCOME GENERATOR AGENT:BNP SS SIDNEY BRANCH	254,993		F	F	F
AG2R LA MONDIALE GESTION D` ACTIFS AGENT:BNP PARIBAS 2S-PARIS	453,515		F	F	F
FCP FRANCE PLACEMENT EURO ESG AGENT:BNP PARIBAS 2S-PARIS	310,592		F	F	F
FCP FCE PLCT INTERNATIONAL ESG PLUS AGENT:BNP PARIBAS 2S-PARIS	356,890		F	F	F
BNP PARIBAS EQUITY - FOCUS ITALIA AGENT:BNP PARIBAS 2S-PARIS	239,410		F	A	F
STICHTING BEDRIJFSTAKPENSIOEN FONDS VOOR DE MEDIA PNO AGENT:BNP PARIBAS 2S-PARIS	283,402		F	F	F
DNCA INVEST BEYOND INF AND TRANS AGENT:BP2S LUXEMBOURG	360,165		F	F	F
FCP AVIVA INVESTORS VALEURS EUROPE AGENT:BNP PARIBAS 2S-PARIS	212,898		F	A	F
BNP PARIBAS FUNDS AGENT:BP2S LUXEMBOURG	349,862		F	A	F
BNP PARIBAS L1 - EURO LOW VOL EQUITY AGENT:BP2S LUXEMBOURG	63,935		F	A	F
THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR FEDERATION OF NATIONAL PUBLIC SERVICE PERSONNEL MUTUAL	156,122		F	F	F
LA FRANCAISE AMLEAGUE EURO 45 AGENT:BNP PARIBAS 2S-PARIS	69,636		F	F	F
BNP PARIBAS FUNDS - ENVIRONMENTAL ABSOLUTE RETURN THEMATIC EQUITY (EARTH AGENT:BP2S LUXEMBOURG	363,834		F	A	F
AVIVA EUROPE AGENT:BNP PARIBAS 2S-PARIS	57,217		F	A	F
ALLIANZGI FONDS PTV2 AGENT:BP2S-FRANKFURT	272,198		F	F	F
ALLIANZGI FONDS PF2 AGENT:BP2S-FRANKFURT	90,652		F	F	F
G.A.-FUND-B EQUITY BROAD EURO P AGENT:BP2S LUXEMBOURG	79,652		F	A	F
ENHANCED INDEX INT SH FD AGENT:BNP SS SIDNEY BRANCH	59,242		F	F	F
ALLIANZGI FONDS APNIESA AGENT:BP2S-FRANKFURT	63,710		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF UNIVERSAL-CA V 570400 AGENT:BP2S-FRANKFURT	86,812		F	F	F
BNPPS EASY NMX 30 INFRASTRUCTURE GLOBAL AGENT:BP2S LUXEMBOURG	87,660		F	A	F
NATIONWIDE INTERNATIONAL INDEX FUND AGENT:JP MORGAN CHASE BANK	183,024		F	F	F
AXA EURO DIVIDEND DBVL AGENT:BP2S-FRANKFURT	102,000		F	F	F
AXA ROSENBERG INTERNATIONAL AGENT:BNP PARIBAS 2S-PARIS	128,436		F	F	F
ENHANCED INDEX INTERNATIONAL SHARE FUND AGENT:BNP SS SIDNEY BRANCH	194,874		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BAYVK G2FONDS AGENT:BP2S-FRANKFURT	158,320		F	F	F
UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BAYVK A4FONDS AGENT:BP2S-FRANKFURT	189,709		F	F	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
AXA AA DIVERSIFIE INDICIEL 1 AGENT:BNP PARIBAS 2S-PARIS	182,955		F	F	F
BNP PARIBAS FUNDS - EURO DEFENSIVE EQUITY AGENT:BP2S LUXEMBOURG	177,771		F	A	F
STICHTING AHOLD DELHAIZE PENSIOEN AGENT:BNP PARIBAS 2S-PARIS	174,214		F	F	F
KIWI INVESTMENT MANAGEME AGENT:BNP SS SIDNEY BRANCH	136,636		F	F	F
FCP AI SELECTION AGENT:BNP PARIBAS 2S-PARIS	123,420		F	A	F
ETICA SGR SPA F.DO ETICA OBBLIGAZIONARIO MISTO	362,790		F	F	F
PROSHARES DJ BROOKFIELD GLOBAL INFRASTRUCTURE ETF AGENT:JP MORGAN CHASE BANK	260,677		F	F	F
ACTIAM RESPONSIBLE INDEX FUND EQUITY EUROPE A AGENT:BNP PARIBAS 2S-PARIS	192,018		F	F	F
AVSUPER FUND AGENT:BNP SS SIDNEY BRANCH	164,760		F	F	F
BNPP EASY MSCI EMU EX CW AGENT:BP2S LUXEMBOURG	123,255		F	A	F
IPAC SPECIALIST INVESTMENT STRATEGIES LISTED GLOBAL INFRASTRUC AGENT:BNP SS SIDNEY BRANCH	175,209		F	A	F
BNP PARIBAS EASY - MSCI WORLD SRI S-SERIES 5 CAPPED AGENT:BP2S LUXEMBOURG	127,830		F	A	F
FCP AFER PATRIMOINE AGENT:BNP PARIBAS 2S-PARIS	106,515		F	A	F
FCP ARRCO QUANT 1 AGENT:BNP PARIBAS 2S-PARIS	142,944		F	F	F
AXA EURO DIVIDEND L AGENT:BP2S-FRANKFURT	129,000		F	F	F
STICHTING SHELL PENSIOENFONDS AGENT:JP MORGAN BANK LUXEM	418,148		F	F	F
BEST INVESTMENT CORPORATION AGENT:HONGKONG/SHANGHAI BK	38,454		F	F	F
STATE OF CALIFORNIA SAVINGS PLUS PROGRAM MASTER TRUST AGENT:JP MORGAN CHASE BANK	42,987		F	F	F
HSBC LIFE (INTERNATIONAL) LIMITED AGENT:HONGKONG/SHANGHAI BK	62,293		F	F	F
CIVIL SERVICE EMPLOYEES PENSION FUND AGENT:HONGKONG/SHANGHAI BK	23,014		F	F	F
ALLIANZ CHOICE BEST STYLES EUROPE AGENT:HONGKONG/SHANGHAI BK	94,834		F	F	F
RATHBONE ACTIVE INCOME AND GROWTH FUND AGENT:HSBC BANK PLC	269,318		F	F	F
SCHWEIZERISCHE NATIONALBANK AGENT:SIX SIS AG	8,496,085		F	A	A
AMUNDI DEUTSCHLAND GMBH AGENT:HSBC TRINKAUS AND BU	136,214		F	F	F
JPM MULTI INCOME FUND AGENT:HONGKONG/SHANGHAI BK	269,551		F	F	F
JPMORGAN MULTI BALANCED FUND AGENT:HONGKONG/SHANGHAI BK	15,499		F	F	F
JPMORGAN EUROPE STRATEGIC DIVIDEND FUND AGENT:HONGKONG/SHANGHAI BK	23,976		F	F	F
BEST INVESTMENT CORPORATION AGENT:HONGKONG/SHANGHAI BK	49,286		F	A	F
UNIVERSITIES SUPERANNUATION SCHEME AGENT:JP MORGAN CHASE BANK	331,045		F	A	F
PERTUBUHAN KESELAMATAN SOSIAL AGENT:HONGKONG/SHANGHAI BK	108,080		F	F	F
MARITIME AND PORT AUTHORITY OF SINGAPORE AGENT:HONGKONG/SHANGHAI BK	1,652		F	A	F
NATIXIS INTERNATIONAL FUNDS (DUBLIN) I PLC AGENT:BROWN BROTHERS HARR	5,364		F	A	F
AUTORIDADE MONETARIA DE MACAU	54,518		F	F	F
SUBSIDIZED SCHOOLS P FUND NORTHERN	23,453		F	F	F
PENTEGRA DEFINED BENEFIT PLAN FOR FINANCIAL INSTITUTIONS	240,398		F	F	F
THE HARTFORD RETIREMENT PLAN TRUST FOR US EMPLOYEES	31,797		F	A	F
LEGG MASON INTERNATIONAL LOW VOLATILITY HIGH DIVIDEND ETF	186,812		F	F	F
LEGG MASON GLOBAL INFRASTRUCTURE ETF	10,548		F	F	F
KAPITALFORENINGEN EMD INVEST GLOBALE AKTIER III	63,420		F	F	F
CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR SUMITOMO MITSUI TRUST BANK, LIMITED AS TRUSTEE FOR ANCHOR MFG WORLD	45,946		F	F	F
HUDSON EAST RIVER SYSTEMS LLC	487,077		F	F	F
QS INTERNATIONAL EQUITY FUND	150,000		F	F	F
RARE GLOBAL INFRASTRUCTURE VALUE FUND	455,896		F	F	F
55002 UP EUROPÆISKE AKTIER	295,986		F	F	F
GS TACS MARKET CONTINUOUS INTERNATIONAL	78,510		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
THE NATURE CONSERVANCY WORLDWIDE OFFICE	8,750		F	F	F
UNEMPLOYMENT PENSION FUND	18,220		F	A	F
NATWEST TDS DEP BNYM RM GLO EQ FUND	130		F	F	F
DT INTERNATIONAL STOCK INDEX FUND	93,036		F	F	F
AST QMA INTL CORE EQUITY PORT PDMP	484,607		F	F	F
BLACKROCK TACTICAL OPPORTUNITIES FUND OF BLACKROCK FUNDS AGENT:JP MORGAN CHASE BANK	50,915		F	F	F
ADVANCED SERIES ASTPRUDENTIAL FLEXIBLE MULTI STRATEGY PORTFOLIO	11,714		F	F	F
DELTA LLOYD EQUITY SUSTAINABLE GLOBAL FUND	451,444		F	A	F
DELTA LLOYD EQUITY SUSTAINABLE GLOBAL FUND DPF	312,593		F	A	F
DELTA LLOYD EQUITY SUSTAINABLE GLOBAL FUND A	1,045,996		F	A	F
INVESCO MARKETS II PLC	66,829		F	F	F
BRANDYTRUST GLOBAL PARTNERS LP	24,248		F	F	F
GEORGIA TECH FOUNDATION	14,140		F	A	F
MUNICIPAL EMPLOYEES PENSION PLAN	140,556		F	A	F
BNYMTCIL WINTON GLOBAL EQUITY FD TR	4,977		F	F	F
RI MFS	64,312		F	F	F
VANGUARD INTERNATIONAL SHARES SELECT EXCLUSIONS INDEX FUND AGENT:JP MORGAN CHASE BANK	59,858		F	F	F
MACQUAR FT GLB INFR UTIL DIV INC FD	280,000		F	F	F
LEGAL AND GENERAL UCITS ETF PLC	75,108		F	F	F
MACQUARIE MANAGEMENT HOLDINGS INC	4,590		F	F	F
NATIONAL BANK TRUST	138,786		F	F	F
STICHTING DEPOSITARY APG DEVELOPED MARKETS EQUITY POOL OUDE LINDESTRAAT	737,700		F	F	F
VANGUARD FTSE ALL WORLD EX US INDEX FUND	3,940,985		F	F	F
VANGUARD EUROPEAN STOCK INDEX FUND	3,883,052		F	F	F
CENTRAL PENSION FUND OF THE INT UNION OF OPERATING ENGINEERS S AND PARTICIPATING EMPLOYERS	374,054		F	A	F
WESPATH FUNDS TRUST	10,189		F	A	F
UMC BENEFIT BOARD INC	93,231		F	A	F
T. ROWE PRICE INTERNATIONAL EQUITY INDEX TRUST AGENT:JP MORGAN CHASE BANK	70,846		F	F	F
RIVER PARTNERS GLOBAL EQUITY LLC	2,349		F	F	F
ALAMOSA LLC	4,689		F	F	F
VY FRANKLIN INCOME PORTFOLIO	20,676		F	F	F
STICHTING BEDRIJFSTAKPENSIOENFONDS	176,313		F	F	F
TMI 2 SOLUTIONS TAX QUALIFIED NUCLEAR DECOMMISSIONING TRUST	16,326		F	F	F
THE CONSOLIDATED EDISON PENSION PLAN MASTER TRUST	139,645		F	F	F
DEP QF SSGA NONUS EQUITY H1	6,770		F	F	F
ROBINSON UNIT 2 QUALIFIED NUCLEAR DECOMMISSIONING FUND	13,370		F	F	F
DEP QF SSGA NONUS EQUITY B1	13,104		F	F	F
DEP QF SSGA NONUS EQUITY B2	12,912		F	F	F
VANGUARD FIDUCIARY TRUST COMPANY EUROPEAN STOCK INDEX TRUST AGENT:JP MORGAN CHASE BANK	83,598		F	F	F
CENTRAL PENSION FUND OF THE INTERNATIONAL UNION OF OPERATING ENGINEERS AND PARTICIPATING EMPLOYERS	123,835		F	F	F
GENERAL MILLS GROUP TRUST	268,694		F	F	F
VOYA GLOBAL HIGH DIVIDEND LOW VOLATILITY FUND	11,854		F	F	F
SUBSIDIZED SCHOOLS PROVIDENT FUND	75,039		F	F	F
PB SSGA INTL EQ TAX	11,080		F	F	F
CERVURITE INTERNATIONAL LLC	41,669		F	F	F
USMIA GLOBAL EQUITY	7,944		F	F	F
STICHTING PENSIOENFONDS NOTARIAAT	40,561		F	A	F
DEUTSCHE ASSET MANAGEMENT INVESTMENT GMBH ON BEHALF OF DEUTSCHE DCG EQ	21,287		F	F	F
LEGG MASON FUNDS ICVC LEGG MASON	10,125,213		F	F	F
STATE OF WYOMING AGENT:JP MORGAN CHASE BANK	87,208		F	F	F
DRMA LTD	122,848		F	F	F
DREXEL UNIVERSITY	38,452		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
MANULIFE MULTIFACTOR DEVELOPED INTERNATIONAL INDEX	48,831		F	F	F
CENTRAL PENSION FUND OF THE INT UNION OF OPERATING ENGINEERS AND PARTICIPATING EMPLOYERS	79,835		F	F	F
WF FAIMT STATE STREET GLOBAL SERV	140,357		F	F	F
C9W CITW FD PARAMETRIC	1,168		F	F	F
MOTHER CABRINI HEALTH FOUNDATION INC	64,690		F	F	F
KAPITALFORENINGEN EMD INVEST GLOBALE AKTIER	8,737		F	F	F
LOCAL PENSIONS PARTNERSHIP INV	251,535		F	F	F
ZVK DEAM SPK	33,100		F	A	F
SAS TRUSTEE CORPORATION POOLED FUND AGENT:JP MORGAN CHASE BANK	88,846		F	F	F
TEXAS UTILITIES QUAL NDT PARTNERSHIP	6,132		F	F	F
FIDELITY SALEM STREET TRUST FIDELITY SAI INTERNATIONAL INDEX FUND	523,870		F	F	F
SLI ENHANCED DIV MULTI ASSET FUND	4,737		F	F	F
SHELL CANADA 2007 PENSION PLAN 400	19,166		F	F	F
SHELL CANADA 2007 PENSION PLAN	20,643		F	F	F
THE FULTON DEKALB HOSPITAL AUTHORITY EMPLOYEES RETIREMENT PLAN	9,025		F	A	F
AZL DFA INTERNATIONAL CORE EQUITY FUND	24,674		F	F	F
VOLUNTARY EMPLOYEES BENEFICIARY ASSOCIATION SOUTHERN CALIFORNIA EDISON COMPANY	6,385		F	F	F
PSE AND G NUCLEAR DECOMMISSIONING TRUSTHOPE CREEK QUALIFIED FUND	207,486		F	F	F
B4305 FRB S LUND RES TR FBO B LUND	3,093		F	F	F
UNIVERSAL INVESTMENT GMBH AGENT:HSBC TRINKAUS AND BU	3,982,747		F	A	F
BLACKROCK MSCI EMU IMI INDEX FUND B (EMUIMIB) AGENT:JP MORGAN CHASE BANK	1,707		F	F	F
B4306 FRB M LUND REV TR	2,436		F	F	F
1171 APG DME CCL	148,600		F	F	F
PANAGORA RISK PARITY MULTI ASSET MASTER FUND LTD	81,830		F	F	F
THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN	1,576,394		F	F	F
CITY OF AUSTIN EMPLOYEES RETIREMENT SYSTEM	117,573		F	A	F
CF DV INTERNATIONAL STOCK INDEX FUND	119,116		F	F	F
1895 FONDS FGR	539,096		F	F	F
1895 FONDS FGR	31,765		F	A	F
THE BANK OF NEW YORK MELLON (INTERNATIONAL) LIMITED AS TRUSTEE OFISHARES DEVELOPED WORLD	17,319		F	F	F
PHILADELPHIA GAS WORKS PENSION PLAN	4,387		F	F	F
KATHERINE C. MOORE CHARITABLE LEAD ANNUITY TRUST II AGENT:JP MORGAN CHASE BANK	1,914		F	F	F
FIRST STATE INVESTMENTS ICVC FIRST STATE DIVERSIFIED GROWTH FUND	630		F	A	F
THE UNIVERSITY COURT OF THE UNIVERSITY OF GLASGOW	12,453		F	F	F
BCT POOLED INVESTMENT FUND SERIES SMARTEUROPEAN EQUITY FUND	19,519		F	F	F
IVY PROSHARES MSCI ACWI INDEX FUND	4,184		F	F	F
MACQUARIE GLOBAL INFRASTRUCTURE TOTAL RETURN FUND INC	927,072		F	F	F
CDW 73 IRR PARA GL	1,158		F	F	F
AZL NFJ INTERNATIONAL VALUE FUND	12,913		F	F	F
KAPITALFORENINGEN INVESTIN PRO	4,170		F	F	F
STICHTING BEDRIJFSPENSIOENFONDS VOOR	361,139		F	A	F
BNY MELLON INTERNATIONAL EQUITY ETF	5,522		F	F	F
PROVEDA GLOBAL EQUITY, LP AGENT:JP MORGAN CHASE BANK	1,971		F	F	F
XTRACKERS MSCI KOKUSAI EQUITY ETF	42,741		F	F	F
DEUTSCHE XTRKS MSCI ALL WORLD HDG	8,507		F	F	F
STATE OF WISCONSIN INVESTMENT BOARD	1,160,262		F	F	F
AIB GROUP IRISH PENSION SCHEME	88,635		F	F	F
BOK MCM DM PEQ	14,894		F	F	F
THE GOVERNMENT EMPLOYEES PENSION FUND GEFP	85,553		F	A	F
BOK KIC GPEQ0	1,018		F	F	F
EATON VANCE MANAGEMENT	574		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
AOHIT HAI RHUMBLINE EAFE THE ARCHDIOCESE OF HARTFORD INVESTMENT TRUST	1,145		F	F	F
HRCR RPMT HAP RHUMBLINE EAFE	41		F	F	F
MINISTRY OF ECONOMY AND FINANCE AGENT:JP MORGAN CHASE BANK	335,683		F	F	F
CASEY FAMILY PROGRAMS	55,786		F	F	F
POWERSHARES S AND P GLOBAL EX CANADA HIGH DIVIDEND LOW VOLATILITY INDEX ETF	19,033		F	F	F
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF MISSISSIPPI	280,532		F	F	F
PS FTSE LO BT EQ WT PORT	1,876		F	F	F
NATWEST TRUST SAN MX 70 PCT UT SSGA	24,199		F	F	F
SIEMENS FONDS INVEST GMBH ON BEHALF OF SIEMENS EMU EQUITIES	146,876		F	F	F
AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST	102,765		F	F	F
NKB INVEST GLOBALE AKTIER BASIS	16,527		F	A	F
NYKREDIT INVEST TAKTISK ALLOKERING	37,513		F	A	F
AST PRU GRWTH ALL PTF QMA EAFE PDFF	2,058,147		F	F	F
MSCI EUROPE EQUITY ESG SCREENED INDEX FUND B (EURESGB) AGENT:JP MORGAN CHASE BANK	3,315		F	F	F
PS FTSERAFI EU UCITS ETF BNYMTCIL	1,374		F	F	F
POWERSHARES GLOBAL FUNDS IRELAND PLC	3,387		F	F	F
PS FTSE RAFI DEVEL MAR EX US PORT	128,263		F	F	F
BNYMTCIL GLG EUROPEAN EQ ALTER TRAD	8,146		F	A	F
MAN FUNDS VI PUBLIC LTD CO	276,305		F	A	F
FT DJ STOXX SEL DIV 30 INDEX FUND	1,009,502		F	F	F
RCKFLR BROS RHMBLN ACWI EXUS 290611 ROCKEFELLER BROTHERS FUND INC	4,712		F	F	F
PRUDENTIAL INVESTMENT PORTFOLIOS INC PRUDENTIAL BALANCED FUND	8,492		F	F	F
PSF CONSERVATIVE BAL PORTF QMA	6,780		F	F	F
PSF FLEXIBLE MANAGED PORTF QMA	11,949		F	F	F
JPMORGAN CHASE BANK - PB - UNITED STATES PARTNERSHIPS AGENT:JP MORGAN CHASE BANK	3,497		F	F	F
ADVANCED SERIES TRUST AST PRUDENTIAL GROWTH ALLOCATION PORTFOLIO	169,545		F	F	F
GREAT WEST INTERNATIONAL INDEX FUND	120,726		F	F	F
BNYMTCIL PS ST HIDVLWVI UCITS ETF	69,740		F	F	F
ABERDEEN DIVERSIFIED INCOME AND GROWTH TRUSTPLC	4,270		F	F	F
ALLSTATE LIFE INSURANCE COMPANY	56,617		F	F	F
MACQUARIE FIRST TRUST GLOBAL INFRASTRUCTURE UTILITIES DIVIDEND AND INCOME FUND	114,356		F	F	F
THE BANK OF KOREA	558,301		F	F	F
BANK OF KOREA	525,373		F	F	F
PFI INTL EQUITY INDEX FUND	147,746		F	F	F
SEVENTH SWEDISH NATIONAL PENSION FUND- AP7 EQUITY FUND	1,635,845		F	F	F
THE KATHERINE MOORE REVOCABLE TRUST AGENT:JP MORGAN CHASE BANK	3,809		F	F	F
THE SEVENTH SWEDISH NATIONAL PENSION FUND AP 7 EQUITY FUND	960,884		F	F	F
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT	68,257		F	F	F
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT	11,917		F	F	F
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT	10,378		F	F	F
BNYMTCIL LAZARD GBL EQTY FRNCHS FND	1,788,425		F	F	F
BNYMTCIL LAZARD GBL LI EQUITY FD	28,406,128		F	F	F
BNYTD CF MACQUARIE GBL INFRS SRS FD	122,870		F	F	F
BNYMTCIL LM QS MV EURO EQ GAI FD	87,779		F	F	F
PFI OVERSEAS FD BHMS	3,125,503		F	A	F
PFI OVERSEAS FD PMC	51,089		F	F	F
IFM GLOBAL INDEXED EQUITIES FUND AGENT:JP MORGAN CHASE BANK	4,002		F	A	F
PRINCIPAL GLOBAL INVESTORS FUNDS	31,295		F	F	F
CTJ RE STANLIB GLOBAL EQUITY FD AB	9,900		F	F	F
GOLDMAN SACHS ETF TRUST GOLDMAN SACHS INT EQUITY ETF GOLDMAN SACHS AND CO	38,280		F	F	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
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			1	2	3
VOYA GLOBAL ADVANTAGE AND PREMIUM OPPORTUNITY FUND	164,406		F	F	F
VOYA GLOBAL EQUITY DIVIDEND AND PREMIUM OPPORTUNITY FUND	524,850		F	F	F
VOYA INTERNATIONAL HIGH DIVIDEND EQUITY INCOME FUND	52,012		F	F	F
VY TEMPLETON FOREIGN EQUITY	501,276		F	F	F
INTERNATIONALE KAPITALANLAGEGESELLSCHAFT MBH ON BEHALF OF PPI NR	49,370		F	A	F
UNIVERSAL INVESTMENT GESELLSCHAFT MBH ON BEHALF OF UI EB100	10,155		F	A	F
BLACKROCK GLOBAL FUNDS	526,404		F	F	F
HOBART FAMILY INVESTMENTS LLC AGENT:JP MORGAN CHASE BANK	4,068		F	F	F
INVESCO S AND P EUROPE 350 EQUAL WEIGHT INDEX ETF	1,556		F	F	F
IQ 50 PERCENT HEDGED FTSE INTL ETF	43,901		F	F	F
GS ACTIVE BETA INTL EQUITY ETF	383,631		F	F	F
GS ACTIVEBETA EUROPE ETF	5,491		F	F	F
DEUTSCHE XTRK MSCI EMU HDG EQ ETF	6,023		F	F	F
VOYA GLOBAL EQUITY FUND	250,377		F	F	F
MINISTERS AND MISSNRES BENEFIT BRD OF AMERICAN BPTST CHURCHES	11,131		F	F	F
EMPLOYEES RETIREMENT SYSTEM OF THE CITY OF BALTIMORE OF BALTIMORE	4,239		F	F	F
VOYA GLOBAL EQUITY PORTFOLIO	561,187		F	F	F
VOYA INTERNATIONAL INDEX PORTFOLIO	292,680		F	F	F
JPMORGAN CHASE BANK - PB - UNITED STATES INDIVIDUALS AGENT:JP MORGAN CHASE BANK	4,413		F	F	F
VOYA BALANCED PORT INTL VALUE	11,599		F	F	F
THE AMERICAN UNIVERSITY IN CAIRO	13,337		F	F	F
DAEC NQ SSGA TAX	2,592		F	F	F
NEXTERA ENERGY DUANE ARNOLD	3,535		F	F	F
PS6F STATE STREET INTL EQ	146,010		F	F	F
SEATTLE CITY EMPLOYEES RETIREMENT SYSTEM	3,369		F	F	F
SEMPRA ENERGY PENSION MASTER TRUST	46,413		F	F	F
DELAWARE POOLED TRUST DELAWARE GLOBAL LISTED REAL ASSETS FUND	190,707		F	F	F
INVESTERINGSFORENINGEN LAEGERNES INVEST	11,686		F	F	F
AIF 21104 LPI AKT EUROPA II	27,975		F	F	F
UNION INVESTMENT INSTITUTIONAL GMBH	5,400		F	A	F
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND AGENT:JP MORGAN CHASE BANK	3,416,002		F	F	F
BLL AQUILA LIFE EUROPEAN EQUITY	66,342		F	F	F
BLL AQUILA LIFE GLOBAL MINIMUM	18,939		F	F	F
BLL AQUILA LIFE MSCI WORLD FUND	351,196		F	F	F
BLL AQUILA LIFE FTSE RAFI DEVELOPED	162,761		F	F	F
APL RB EQ DEV MIRA	9,606		F	F	F
PFI DIV REAL ASSET FUND MACQUARIE	747,982		F	F	F
DEUTSCHE XTRKS MSCI EURO CCYHDG	90,348		F	F	F
ARC RB EQ DEV KAITOS	2,966		F	F	F
POWERSHARES PUREBETA FTSE DEVELOPED EX NORTHAMERICA PORTFOLIO	1,009		F	F	F
MI FONDS K12 SPK	198,620		F	F	F
EPOCH GLOBAL EQUITY SHAREHOLDER YIELD (UNHEDGED) FUND AGENT:JP MORGAN CHASE BANK	2,893,142		F	F	F
AA MFS	68,752		F	F	F
ULSTER BANK PENSION TRUSTEES LIMITED ULSTER BANK GROUP	69,386		F	F	F
GOVERNMENT EMPLOYEES PENSION FUND	215,797		F	F	F
RBS MFS	903,510		F	F	F
LYONDELLBASELL MT EPOCH	296,694		F	F	F
DEUTSCHE XTRKS MSCI EAFE CCYHDG	469,767		F	F	F
PGTF DR NON US EQUITY GT	47,162		F	F	F
ASV RB EQ DEV MENKAR	6,870		F	F	F
ABN AMRO PF UBS RAFI 1000	357,477		F	F	F
DBX FTSE DEV EX US COMP FACTOR	14,046		F	F	F

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H.E.S.T. AUSTRALIA LIMITED AGENT:JP MORGAN CHASE BANK	535,542		F	F	F
PRINCIPAL FUNDS INC DIVERSIFIED REAL ASSET FUND	221,410		F	F	F
BNYMTCIL LM QS MV GBL EQ GAI FD	9,084		F	F	F
BOA PENSION SSGA	216,464		F	F	F
STICHTING PENSIOENFONDS VAN DE ABN	343,075		F	F	F
SPARTAN INTL INDEX	3,898,241		F	F	F
BELLSOUTH CORP RFA VEBA TRUST	29,221		F	F	F
CP2F LAZARD INFRASTRUCTURE	588,568		F	F	F
ECBSEG	151,881		F	F	F
DREYFUS INDEX FUNDS INC DREYFUS INTERNATIONAL STOCK INDEX FUND	69,976		F	F	F
MNVF SSGA INTL EQUITY	9,552		F	F	F
SBC MASTER PENSION TRUST AGENT:JP MORGAN CHASE BANK	2,256,271		F	F	F
SHELL PENSION TRUST	58,394		F	F	F
SHELL PENSION TRUST	35,629		F	F	F
PENSION PLANS MASTER TRUST FOR ALCOA USA CORPORATION	209,804		F	F	F
EASTSPRING INVESTMENTS	2,155		F	F	F
WF KNIGHTS OF COLUMBUS MAST TR SSGA	118,161		F	A	F
ADVANCED SERIES TRUST AST FI PYRAMIS QUANTITATIVE PORTFOLIO	92,736		F	F	F
AL TRUST FONDS SP 7 SPK	115,201		F	F	F
AL TRUST H3 FONDS SPK	59,049		F	F	F
THE EUROPEAN CENTRAL BANK	173,791		F	F	F
ALICNY BLACKROCK GBL EQUITY	15,632		F	F	F
NEW YORK LIFE INSURANCE & ANNUITY CORPORATION AGENT:JP MORGAN CHASE BANK	8,054		F	A	F
VIRTUS WMC GLOBAL FACTOR OPPORTUNITIES ETF	4,023		F	A	F
BLACKROCK ACWI USIMI	434,789		F	F	F
RHODE ISLAND EMPLOYEES RETIREMENT SYSTEMS POOLED TRUST	226,337		F	F	F
FIRE AND POLICE PENSION ASSOCIATION OF COLORADO	27,057		F	F	F
UFJF MCM MSCI WORLD FD	15,607		F	F	F
DIOCESE OF VENICE PENSION PLAN AND TRUST	2,527		F	F	F
PUBLIC EMPLOYEE RETIREMENT SYSTEM OF IDAHO	110,920		F	F	F
MINISTER FOR FINANCE AND IRELAND STRATEGIC INVESTMENT FUND ISIF	11,583		F	F	F
NSNF PARA EAFE MONTI	21,839		F	F	F
NSNF PARA EAFE PI 1	6,330		F	F	F
FLEXSHARES STOXX GLOBAL BROAD INFRASTRUCTURE INDEX FUND AGENT:JP MORGAN CHASE BANK	1,934,736		F	F	F
NSNF PARA EAFE PI 2	10,544		F	F	F
VANGUARD INTL HIGH DIV YLD INDEX FD	451,008		F	F	F
PDBF NUVEEN	107,795		F	F	F
PGEF PG E QUALIFIED PANAGORA EAFE	83,448		F	F	F
PUBLIC SCHOOL TEACHERS PENSION AND RETIREMENT FUND OF CHICAGO	578,410		F	F	F
DWS INVESTMENT GMBH ON BEHALF OF DEAM FONDS ZDV	37,622		F	F	F
PRINCIPAL FUNDS INC DIVERSIFIED REAL ASSET FUND	2,812,609		F	F	F
AURION GLOBAL EQUITY FUND	7,302		F	F	F
AZL INTERNATIONAL INDEX FUND	203,652		F	F	F
DEUTSCHE XTRK MSCI ALL WRLD HDY ETF	9,788		F	F	F
MAINSTAY INCOME BUILDER FUND AGENT:JP MORGAN CHASE BANK	1,658,002		F	F	F
DEUTSCHE XTRK MSCI EAFE HDY HDG ETF	420,541		F	F	F
DEUTSCHE XTRK MSCI STH EUR HDG ETF	916		F	F	F
BNYMTCIL FT GBL ALPHADEX UCITS ETF	7,132		F	A	F
UNITED CHURCH FUNDS QMA BFF	3,618		F	F	F
COUNTY EMPLOYEES ANNUITY AND BENEFIT FUND OF COOK COUNTY	264,276		F	F	F
COUNTY EMPLOYEES ANNUITY AND BENEFIT FUND OF COOK COUNTY	92,329		F	F	F
COUNTY EMPLOYEES ANNUITY AND BENEFIT FUND OF COOK COUNTY	713,388		F	F	F
LAWRENCE LIVERMORE NATIONAL SECURITY LLC AND LOS ALAMOS NATIONAL SECURITY LLC DEFINED BENEFIT BENEFIT PLAN GROUP	36,375		F	F	F

F: For; A: Against; B: Abstained; 1: Slate 1; 2: Slate 2; -: Non-Voting; X: Absent from voting; N: Votes not counted; C: Cancelled votes; Q: Votes excluded from quorum

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY			1	2	3
LAWRENCE LIVERMORE NATIONAL SECURITY LLC AND LOS ALAMOS NATIONAL SECURITY LLC DEFINED BENEFIT BENEFIT PLAN GROUP		1	F	A	F
SIEMENS BALANCED	38,355		F	F	F
BUREAU OF LABOR FUNDS-LABOR INSURANCE FUND AGENT:JP MORGAN CHASE BANK	2,237,368		F	F	F
SISTERS OF CHARITY OF LEAVENWORTH HEALTH SYSTEM MASTER TRUST	52,488		F	F	F
SAUDI ARABIAN MONETARY AUTHORITY	314,974		F	F	F
3M ERIP RAFI EAFE	15,641		F	F	F
ALASKA PERMANENT FUND CORPORATION	3,240,309		F	F	F
PMPT INKA FONDS	123,758		F	A	F
VIRGINIA RETIREMENT SYSTEM	104,795		F	F	F
VIRGINIA RETIREMENT SYSTEM	973,000		F	F	F
VIRGINIA RETIREMENT SYSTEM	1,806,455		F	F	F
EMPLOYEES RETIREMENT SYSTEM OF THE CITY OF BALTIMORE	189,194		F	F	F
INTERNATIONALE KAPITALANLAGEGESELLSCHAFT MBH ACTING FOR ACCOUNT OF INKA PBEAKK	956,035		F	A	F
BLACKROCK MANAGED VOLATILITY V.I. FUND OF BLACKROCK VARIABLE SERIES FUNDS, INC. AGENT:JP MORGAN CHASE BANK	9,328		F	F	F
WELLS FARGO BANK	7,207		F	F	F
CPA COP PSERS PSERS ACWI X US INDEX	254,271		F	A	F
IN8 COP TREAS PWP RHUMLINE MSCI	14,843		F	F	F
NV PERS MELLON CAPITAL INDEX	536,835		F	F	F
NV PERS SSGA EAFE INDEX PUBLIC EMPLOYEES RETIREMENT SYSTEM OF NEVADA	540,130		F	F	F
NV RBIF ALLNCEBRNSTN INTL EQ	17,745		F	F	F
TEA BLACKROCK INC INTL	511,786		F	F	F
UTC EDHEC BLACKROCK UNITED TECHNOLOGIES CORPORATION MASTER RETIREMENT	18,852		F	F	F
BLACKROCK LIFE LIMITED	175,510		F	F	F
STICHTING RABOBANK PENSIOENFONDS	1,668,334		F	A	F
THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST AGENT:JP MORGAN CHASE BANK	2,799,220		F	F	F
STATE BOARD OF ADMINISTRATION OF FLORIDA	22,421		F	A	F
AST GS MULTI ASSET PORT LIQ PDHB	18,363		F	F	F
POOL RE JPM REI EQUITY	104,165		F	F	F
POOL RE L AND G MSCI EQ	13,871		F	F	F
BLL AQUIL LIFGLO3000 FMEN WHT INDFD	75,781		F	F	F
PENN SERIES DEV INTL INDEX FUND	14,360		F	F	F
LEGG MASON GLOBAL FUNDS PLCLEGG MASON RARE INFRASTRUCTURE VALUE FUND	2,536,386		F	F	F
BNYMTD BLK CONT EUR EQ TRCK FD INV	81,888		F	F	F
FLORIDA RETIREMENT SYSTEM	4,282,190		F	A	F
FLORIDA RETIREMENT SYSTEM	125,436		F	A	F
MINOZZI ROMANO REQUESTER:MEDIOBANCA SPA	126,770,958		F	F	F
<i>of which 19,568,352 shares in lien to UNICREDIT S.P.A.;</i>					
<i>of which 19,350,000 shares in lien to INTESA SANPAOLO PRIVATE BANKING;</i>					
TEACHERS RETIREMENT SYSTEM OF GEORGIA AGENT:JP MORGAN CHASE BANK	1,222,350		F	F	F
KENTUCKY RETIREMENT SYSTEMS	30,860		F	A	F
KENTUCKY RETIREMENT SYSTEMS INSURANCE TRUST FUND	13,592		F	A	F
STANDARD LIFE INVESTMENTS GLOBAL SICAV	1,168		F	F	F
FLORIDA RETIREMENT SYSTEM	114,587		F	A	F
BLACKROCK WORLD EX FLORIDA RET SYS	166,096		F	A	F
TEXAS EDUCATION AGENCY	10,804		F	F	F
EMPLOYEES RETIREMENT SYSTEM OF THE STATE OF HAWAII	224,083		F	A	F
PENSION RESERVES INVESTMENT TRUST FUND	494,964		F	F	F
HIGHMARK INC	352,907		F	F	F
BELL ATLANTIC MASTER TRUST	11,266		F	F	F
MSCI EQUITY INDEX FUND B - ITALY (MSITB) AGENT:JP MORGAN CHASE BANK	955,766		F	F	F
VOYA INTERNATIONAL CORE FUND	82,696		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
DUKE ENERGY QUALIFIED NUCLEAR DECOMMISSIONING	68,788		F	F	F
ZOETWAREN ROBECO MANAGED	183,479		F	A	F
INDIANA PUBLIC RETIREMENT SYSTEM	59,032		F	F	F
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	36,922		F	F	F
BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	461		F	F	F
JOHN S AND JAMES L KNIGHT FOUNDATION	94,287		F	F	F
THE STATE OF CONNECTICUT ACTING THROUGH ITS TREASURER	278,410		F	F	F
UPS GROUP TRUST	565,960		F	F	F
AL TRUST AKTIEN EUROPA SPK	14,374		F	F	F
TELSTRA SUPERANNUATION SCHEME AGENT:JP MORGAN CHASE BANK	978,394		F	F	F
PRUDENTIAL INVESTMENT PORTFOLIO 2 PRUDENTIAL QMA INTL DEVELOPED MRKTS INDEX FUND	9,001		F	F	F
ENERGY INSURANCE MUTUAL LIMITED	10,266		F	F	F
METROPOLITAN LIFE INSURANCE COMPANY	76,014		F	F	F
IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	156,881		F	F	F
SANTA BARBARA COUNTY EMPLOYEES RETIREMENT SYSTEM	264,892		F	F	F
ESB PEN SCHEPOCH	563,606		F	F	F
THE ESB PENSION FUND	517,806		F	F	F
CAIXABANK ASSET MANAGEMENT SGIIC SA	432,943		F	F	F
VIDACAIXA, S.A.	2,760,617		F	F	F
ASI - PROGETTO SVILUPPO GLO	192,031		F	F	F
UNICARE SAVINGS PLAN AGENT:JP MORGAN CHASE BANK	106,269		F	A	F
AM SOL IT-PROGETTO SVILUPPO GLOBALE (II)	120,165		F	F	F
AM SOL IT-PROGE CED 04 2024	16,517		F	F	F
AM SOL IT-PROG CED 02 2021	26,733		F	F	F
AM SOL IT-PROG CED 032021	36,769		F	F	F
AM SOL IT-PROG CED 05 2021	33,391		F	F	F
AM SOL IT-PROG CED 06 2021	24,238		F	F	F
AM SOL IT-PROG CED 08 2021	14,105		F	F	F
AM SOL IT- PROG CED 11 2021	20,518		F	F	F
AM SOL IT-PROG CED 12 2021	17,203		F	F	F
AM SOL IT-PROG CED 02 2022	48,739		F	F	F
VANGUARD GLOBAL INFRASTRUCTURE INDEX FUND AGENT:JP MORGAN CHASE BANK	745,839		F	F	F
AM SOL IT-PROG CED 03 2022	38,327		F	F	F
AM SOL IT-PROG CED 04 2022	21,776		F	F	F
AM SOL IT-PROG CED 06 2022	25,304		F	F	F
AM SOL IT-PROG CED 05 2022	22,424		F	F	F
AM SOL IT-PROG CED 10 2022	26,665		F	F	F
AM SOL IT-PROG CED 12 2022	37,822		F	F	F
ASI PROGETTO CEDOLA 04 2023	20,370		F	F	F
ASI PROGETTO CEDOLA 05 2023	20,942		F	F	F
ASI PROGETTO CEDOLA 06 2023	16,631		F	F	F
ASI PROGETTO CEDOLA 07 2023	13,699		F	F	F
BLACKROCK CDN WORLD INDEX FUND AGENT:JP MORGAN CHASE BANK	110,312		F	F	F
AM SOL IT - PRO CED 09 2023	19,990		F	F	F
AM SOL IT - PRO CED 10 2023	20,781		F	F	F
AMUNDI SOLUZIONI ITALIA-PROGETTO CEDOLA 12/2023	17,117		F	F	F
AMUNDI SOLUZIONI IT-PROGETTO AZIONE	20,467		F	F	F
AMUNDI SOLUZIONI IT-PROGETTO CEDOLA 09/2022	48,448		F	F	F
AMUNDI SOLUZIONI IT-PROGETTO CEDOLA 07/2022	17,718		F	F	F
AM SOL IT-PROG CED 09 2021	22,678		F	F	F
POLI GIOVANNI	450		F	A	F
CHERUBINI TERESA	200		F	A	F
FINANZIARIA CERAMICA CASTELLARANO S P A	10,958,722		F	F	F
REQUESTER:MINOZZI ROMANO					
FLEXSHARES STOXX GLOBAL ESG IMPACT INDEX FUND AGENT:JP MORGAN CHASE BANK	10,920		F	F	F

## LIST OF PARTICIPANTS

NAME OF PARTICIPANT BY PROXY AND BY	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
IRIS CERAMICA GROUP SOCIETA` PER AZIONI REQUESTER:MINOZZI ROMANO <i>of which 5,800,000 share in lien to :UNICREDIT S.P.A.; of which 6,600,000 shares in lien to :UNICREDIT S.P.A.;</i>	84,890,583		F	F	F
AMUNDI SGR SPA / AZIONARIO EUROPA REQUESTER:SCHAUMANN DANI	358,287		F	F	F
NUVEEN GLOBAL INVESTORS FUND P	447,328		F	F	F
SEI GLOBAL MASTER FUND PLC	27,216		F	A	F
SG ACTIONS EUROPE	4,999		F	F	F
SG ACTIONS MONDE	9,767		F	F	F
SG ACTIONS EUROPE LARGE CAP	2,211		F	F	F
ALLIANCEBERNSTEIN FUND-DYNAMIC	3,848		F	F	F
ETOILE ACTIONS RENDEMENT	250,301		F	F	F
NUVEEN GLOBAL INVESTORS FUND	106,811		F	F	F
THE SOUTHERN COMPANY SYSTEM MASTER RETIREMENT TRUST AGENT:JP MORGAN CHASE BANK	731,439		F	F	F
ETOILE ENERGIE EUROPE	2,924		F	F	F
KOKUSAI EQUITY INDEX FUND	63,167		F	F	F
MORGAN STANLEY PATHWAY FUNDS	42,883		F	F	F
CNS GLOBAL LIST INFRASTRUCTURE	327,209		F	F	F
AB SICAV I - ALL CHINA EQUITY	10,970		F	F	F
ETOILE ACTIONS INTERNATIONAL	4,100		F	F	F
OFI FI RS EURO EQU SMART BE	596,630		F	A	F
PGIM ETF TRUST - PGIM QMA	14,903		F	F	F
NESTLE FRANCE EQUILIBRE	18,932		F	F	F
BRIDGE BUILDER INTERNATIONAL	81,114		F	F	F
BLACKROCK MULTI-ASSET INCOME PORTFOLIO OF BLACKROCK FUNDS II AGENT:JP MORGAN CHASE BANK	740,947		F	F	F
ANDROS	14,878		F	F	F
CUSTODY BANK OF JAPAN, LTD.	131,869		F	F	F
ASTRAZENECA FONDS N2 DYNAMIQUE	6,595		F	F	F
GSK ACTIONS	6,326		F	F	F
VOLKSWAGEN	5,296		F	F	F
SG DIVERSIFIE ISR	55,150		F	F	F
HALEVY A2	419,587		F	F	F
IRCEC BEAUMARCHAIS	257,175		F	F	F
FCP UF 6COMPARTIMENT A	36,327		F	F	F
IRCEC CASSETTE DIVERSIFIE	249,275		F	F	F
VANGUARD INTERNATIONAL SHARES INDEX FUND AGENT:JP MORGAN CHASE BANK	686,343		F	F	F
MAAF ASSURANCES SA SGP	1,106,886		F	F	F
PROTEC BTP SGP	17,270		F	F	F
AM SF-EURO EQ MKT PLUS	24,750		F	F	F
AMUNDI S.F. - EURO RESEARCH	64,395		F	F	F
ASF EUROPEAN EQUITY OPT VOL	117,880		F	F	F
AMUNDI TOTAL RETURN	48,765		F	F	F
AM SF-DIV TGT INC 11 2021	9,644		F	F	F
AM SF-DIV TGT INC 11 2022	11,269		F	F	F
AMIF -EMU EQUITY	170,626		F	F	F
AMIF -EUROPEAN EQUITY	266,593		F	F	F
GRANITIFIANDRE SOCIETA` PER AZIONI	28,067,190		F	F	F
FIDELITY INVESTMENT FUNDS - FIDELITY INDEX WORLD FUND AGENT:JP MORGAN CHASE BANK	112,605		F	F	F
INARCASSA - CASSA NAZIONALE DI PREVIDENZA ED ASSISTENZA PER HALF CAMERON EDWARD REQUESTER:RAYMOND JAMES & ASS INC.	23,920,000	1,683	F	F	F
EXCLUSIVE BENEFIT OF CLIENTS			F	F	F
ASSET MANAGEMENT EXCHANGE UCITS CCF REQUESTER:NT ASSET MNGT EXCHANGE UCITS C	2,384,418		F	F	F
DELA DEPOSITARY & ASSET MANAGEMENT B.V. REQUESTER:NT DELA DEPO & ASSET MGMT B.V.	269,763		F	F	F
STICHTING PENSIOENFONDS ING.. REQUESTER:NT STICHTING PENSIOENFONDS ING	1,825,721		F	A	F

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NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
BY PROXY AND BY REPRESENTATIVE			1	2	3
LEGAL AND GENERAL CCF REQUESTER:NT LEGAL AND GENERAL CCF	176,178		F	F	F
BANK OF BOTSWANA REQUESTER:NT BANK OF BOTSWANA	23,454		F	F	F
THE PUBLIC INSTITUTION FOR SOCIAL SECURITY REQUESTER:NT THE PUB INST FOR SOCIAL SEC	395,197		F	F	F
GENERAL ORGANISATION FOR SOCIAL INSURANCE	1,080,010		F	F	F
INTERNATIONAL MONETARY FUND RETIRED STAFF BENEFITS	42,525		F	F	F
INVESTMENT ACCOUNT 700 REQUESTER:NT IMF RET STAFF			F	F	F
CITY OF PHILADELPHIA PUBLIC EMPLOYEES RETIREMENT SYSTEM AGENT:JP MORGAN CHASE BANK	458,996		F	A	F
CHURCH OF ENGLAND INVESTMENT FUND FOR PENSIONS REQUESTER:NT NT0 UK CIF CLIENTS ACCOUNT	141,454		F	F	F
WHEELS COMMON INVESTMENT FUND TRUSTEES LIMITED REQUESTER:NT NT0 UK CIF CLIENTS ACCOUNT	42,980		F	F	F
STICHTING BEDRIJFSTAKPENSIOENFONDS VOOR DE DETAILHANDEL REQUESTER:NT STCHNG BEDRPENSNFND VR DE D	432,346		F	F	F
ABERDEEN STANDARD ACS I REQUESTER:NTC ABERDEEN STANDARD ACS I	1,907		F	F	F
CHEVRON UK PENSION PLAN. REQUESTER:NT NT0 TREATY/NON TREATY TAX L	107,656		F	F	F
FRESNO COUNTY EMPLOYEES` RETIREMENT ASSOCIATION. REQUESTER:NT NT0 TREATY/NON TREATY TAX L	8,874		F	F	F
THE BOARD OF THE PENSION PROTECTION FUND RENAISSANCE REQUESTER:NT NT0 TREATY/NON TREATY TAX L	89,960		F	F	F
LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM REQUESTER:NT NT0 TREATY/NON TREATY TAX L	1,367,266		F	F	F
SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS. REQUESTER:NT NT0 TREATY/NON TREATY TAX L	776,925		F	F	F
IBM DIVERSIFIED GLOBAL EQUITY FUND REQUESTER:NT IBM DIVERSIFIED GLOBAL EQUI	52,501		F	F	F
LGIASUPER TRUSTEE AS TRUSTEE FOR LGIASUPER AGENT:JP MORGAN CHASE BANK	117,531		F	F	F
ELO MUTUAL PENSION INSURANCE COMPANY ELO MUTUAL PENSION INSURANCE COMPANY REQUESTER:NT NT0 1.2% TREATY ACCOUNT	598,930		F	F	F
COMMONWEALTH GLOBAL INFRASTRUCTURE SECURITIES FUND 1. REQUESTER:NT NT2 TREATY/NON TREATY TAX C	1,798,343		F	F	F
THE BANK OF IRELAND STAFF PENSIONS FUND REQUESTER:NT NT0 EU/NORWAY PENSION FUNDS	401,771		F	F	F
STICHTING HEINEKEN PENSIOENFONDS REQUESTER:NT NT0 EU/NORWAY PENSION FUNDS	20,638		F	F	F
STICHTING PENSIOENFONDS SAGITTARIUS REQUESTER:NT NT0 EU/NORWAY PENSION FUNDS	66,934		F	F	F
STICHTING PENSIOENFONDS VAN DE METALEKTRO (PME) REQUESTER:NT NT0 EU/NORWAY PENSION FUNDS	1,040,648		F	F	F
STICHTING PENSIOENFONDS APF. REQUESTER:NT NT0 EU/NORWAY PENSION FUNDS	461,701		F	F	F
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO REQUESTER:NT PUBLIC EMPLOYEES RETIREMENT	573,615		F	A	F
DOW RETIREMENT GROUP TRUST REQUESTER:NT DOW RETIREMENT GROUP TRUST	545,835		F	F	F
FUTURE FUND BOARD OF GUARDIANS FOR AND ON BEHALF OF FUTURE FUND REQUESTER:NT FUTURE FUND CLIENTS ACCOUNT	186,382		F	F	F
MSCI EUROPE EQUITY INDEX FUND B (EUROSEC B) AGENT:JP MORGAN CHASE BANK	620,552		F	F	F
MRFF INVESTMENT COMPANY NO. 2 PTY LTD REQUESTER:NT FUTURE FUND CLIENTS ACCOUNT	1,232,332		F	F	F
FUTURE FUND BOARD OF GUARDIANS FOR AND ON BEHALF OF THE MEDI REQUESTER:NT FUTURE FUND CLIENTS ACCOUNT	57,613		F	F	F
NORTHERN TRUST UCITS COMMON CONTRACTUAL FUND REQUESTER:NT NORTHERN TRUST UCITS COMMON	1,077,900		F	F	F
COLONIAL FIRST STATE WHOLESALE INDEXED GLOBAL SHARE FUND REQUESTER:NT COLONIAL FIRST STATE INVEST	81,075		F	F	F
COLONIAL FIRST STATE INVESTMENT FUND 50 REQUESTER:NT COLONIAL FIRST STATE INVEST	76,140		F	F	F
MUNICIPAL EMPLOYEES` ANNUITY AND BENEFIT FUND OF CHICAGO REQUESTER:NT MUNICIPAL EMPLOYEES` ANNUITY	4,016		F	F	F
UNITED NATIONS RELIEF AND WORKS AGENCY FOR PALESTINE REFUGEES IN THE NEAR EAST UNRWA HEADQUARTERS BAYADER	74,696		F	F	F
BROIDA WEISS 2012 FAMILY TRUST REQUESTER:NT NT0 TREATY/NON TREATY TAX C	5,518		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
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			1	2	3
BY PROXY AND BY REPRESENTATIVE					
JCW 1987 ARTICLE II DESC TRUST FBOTLW REQUESTER:NT NT0 TREATY/NON TREATY TAX C		927	F	F	F
THE BUILDERS INITIATIVE INC REQUESTER:NT NT0 TREATY/NON TREATY TAX C	45,151		F	F	F
ONEPATH GLOBAL SHARES - GLOBAL INFRASTRUCTURE (HEDGED) INDEX POOL AGENT:JP MORGAN CHASE BANK	530,952		F	F	F
THOMAS L. WALTON FAMILY TRUST UAD 03/19/13 REQUESTER:NT NT0 TREATY/NON TREATY TAX C	4,615		F	F	F
THE COCA-COLA COMPANY REQUESTER:NT NT0 TREATY/NON TREATY TAX C	69,284		F	F	F
FUNDO DE PENSOES REQUESTER:NT NT0 TREATY/NON TREATY TAX C	20,877		F	F	F
FCA US LLC DEFINED CONTRIBUTION PLAN MASTER TRUST REQUESTER:NT NT0 TREATY/NON TREATY TAX C	1,496,363		F	F	F
MASTER TRUST AGREEMENT BETWEEN PFIZER INC AND THE NORTHERN TRUST COMPANY REQUESTER:NT NT0 TREATY/NON TREATY TAX C	3,796		F	A	F
NATWEST TRUSTEE AND DEPOSITARY SERVICES LIMITED AS TRUSTEE O REQUESTER:NT NT0 15% TREATY ACCOUNT CLIE	192,147		F	F	F
THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND REQUESTER:NT NT0 TREATY/NON TREATY TAX C	61,337		F	F	F
LTW INVESTMENTS LLC REQUESTER:NT NT0 TREATY/NON TREATY TAX C	105,176		F	F	F
ARVEST FOUNDATION REQUESTER:NT NT0 TREATY/NON TREATY TAX C	1,273		F	F	F
ALICE A PROIETTI FAMILY TRUST UAD 09/27/13 REQUESTER:NT NT0 TREATY/NON TREATY TAX C	8,185		F	F	F
ROBECO GLOBAL DM CONSERVATIVE EQUITIES FUND (AUD) AGENT:JP MORGAN CHASE BANK	122,663		F	A	F
BECTON DICKINSON AND COMPANY MASTER RETIREMENT TRUST REQUESTER:NT NT0 TREATY/NON TREATY TAX C	88,147		F	F	F
BELLSOUTH CORPORATE TRUST UNDER EXECUTIVE BENEFIT PLAN(S). REQUESTER:NT NT0 TREATY/NON TREATY TAX C	19,300		F	A	F
JCW 1987 ARTICLE II DESC TRUST FBOAAP C/O WALTON ENTERPRISES LLC REQUESTER:NT NT0 TREATY/NON TREATY TAX C	717		F	F	F
JOHN E FETZER INSTITUTE INC REQUESTER:NT NT0 TREATY/NON TREATY TAX C	304,136		F	F	F
JCW 1987 ARTICLE II DESC TRUST FBO JMW DTD 1/1/2012 REQUESTER:NT NT0 TREATY/NON TREATY TAX C	632		F	F	F
JCW 1987 ARTICLE II DESC TRUST FBOSLW REQUESTER:NT NT0 TREATY/NON TREATY TAX C	446		F	F	F
STEUART L. WALTON FAMILY TRUST UAD 3/19/13 REQUESTER:NT NT0 TREATY/NON TREATY TAX C	5,250		F	F	F
EXELON CORPORATION EMPLOYEES' BENEFIT TRUST FOR UNION EMPLOYEES REQUESTER:NT NT0 TREATY/NON TREATY TAX C	307,526		F	F	F
PEPCO HOLDINGS INC. VEBA TRUST REQUESTER:NT NT0 TREATY/NON TREATY TAX C	155,473		F	F	F
S. ROBSON WALTON 2009 GRAT NO. 4 ARTICLE II TRUST REQUESTER:NT NT0 TREATY/NON TREATY TAX C	4,558		F	F	F
THE LABOUR UNION CO-OPERATIVE RETIREMENT FUND AGENT:JP MORGAN CHASE BANK	30,527		F	A	F
R.E. GINNA NUCLEAR POWER PLANT QUALIFIED FUND REQUESTER:NT NT0 TREATY/NON TREATY TAX C	11,500		F	A	F
NINE MILE POINT NDT QUALIFIED PARTNERSHIP REQUESTER:NT NT0 TREATY/NON TREATY TAX C	11,200		F	A	F
CALVERT CLIFFS NUCLEAR POWER PLANT UNIT ONE QUALIFIED FUND REQUESTER:NT NT0 TREATY/NON TREATY TAX C	14,400		F	A	F
KBI GLOBAL INVESTMENT FUND REQUESTER:NT NT0 IEDP 15% TREATY DOCS LE	69,230		F	F	F
GARD UNIT TRUST REQUESTER:NT NT0 IEDP 15% TREATY DOCS LE	94,613		F	A	F
HONG KONG SAR GOVERNMENT EXCHANGE FUND. REQUESTER:NT NT0 10% TREATY ACCOUNT CLIE	2,286,466		F	F	F
THE BOARD OF MANAGEMENT OF THE CHINESE PERMANENT CEMETERIES REQUESTER:NT NT0 10% TREATY ACCOUNT CLIE	19,446		F	F	F
BEAT DRUGS FUND ASSOCIATION REQUESTER:NT NT0 10% TREATY ACCOUNT CLIE	2,621		F	F	F
PUBLIC PENSION AGENCY REQUESTER:NT NT0 10% TREATY ACCOUNT LEND	97,333		F	A	F
PUBLIC PENSION AGENCY REQUESTER:NT NT0 10% TREATY ACCOUNT LEND	1,019,290		F	F	F
EQ ADVISORS TRUST - ATM INTERNATIONAL MANAGED VOLATILITY PORTFOLIO AGENT:JP MORGAN CHASE BANK	184,805		F	F	F

F: For; A: Against; B: Abstained; 1: Slate 1; 2: Slate 2; -: Non-Voting; X: Absent from voting; N: Votes not counted; C: Cancelled votes; Q: Votes excluded from quorum

LIST OF PARTICIPANTS

NAME OF PARTICIPANT	Partial	Total	VOTING RESULTS		
			Extraordinary Session		
			1	2	3
BY PROXY AND BY REPRESENTATIVE					
PRO-GEN INVESTMENTS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	11,897		F	F	F
CINDY SPRINGS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	163,830		F	F	F
OMEGA FFIP LIMITED PARTNERSHIP. REQUESTER:NT NT0 NON TREATY CLIENTS	6,678		F	F	F
ORIZABA LP REQUESTER:NT NT0 NON TREATY CLIENTS	10,238		F	F	F
NELKE PARTNERSHIP C/O NORTHERN TRUST COMPANY MANAGER REQUESTER:NT NT0 NON TREATY CLIENTS	3,054		F	F	F
LTW GROUP HOLDINGS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	111,851		F	F	F
LUNA LLC REQUESTER:NT NT0 NON TREATY CLIENTS	1,683		F	F	F
MF INTERNATIONAL FUND LLC REQUESTER:NT NT0 NON TREATY CLIENTS	4,284		F	F	F
LEHMAN-STAMM FAMILY PARTNERS LLC LEHMAN-STAMM FAMILY PARTNERS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	264		F	F	F
LEGAL AND GENERAL MSCI EAFE FUND LLC REQUESTER:NT NT0 NON TREATY CLIENTS	143,130		F	F	F
THE SOUTHERN COMPANY SYSTEM MASTER RETIREMENT TRUST AGENT:JP MORGAN CHASE BANK	574,157		F	A	F
LAKE AVENUE INVESTMENTS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	98,461		F	F	F
NTGI-QM COMMON DAILY ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND - NON LENDING REQUESTER:NT NT0 NON TREATY CLIENTS	56,913		F	F	F
RDM LIQUID LLC REQUESTER:NT NT0 NON TREATY CLIENTS	57,800		F	F	F
IRR K LLC REQUESTER:NT NT0 NON TREATY CLIENTS	17,777		F	F	F
DILLON MARKETABLE SECURITIES COMMON TRUST FUND C/O KESWICK MANAGEMENT REQUESTER:NT NT0 NON TREATY CLIENTS	7,135		F	F	F
DFI LP EQUITY (PASSIVE REQUESTER:NT NT0 NON TREATY CLIENTS	1,369		F	F	F
DYNASTY INVEST LTD REQUESTER:NT NT0 NON TREATY CLIENTS	4,830		F	F	F
FOURTH AVENUE INVESTMENT COMPANY REQUESTER:NT NT0 NON TREATY CLIENTS	28,854		F	F	F
FIDDLER PARTNERS LLC. REQUESTER:NT NT0 NON TREATY CLIENTS	1,092		F	F	F
CARNELIAN INVESTMENT MANAGEMENT LLC REQUESTER:NT NT0 NON TREATY CLIENTS	17,110		F	F	F
MAGELLAN WHOLESALE PLUS INFRASTRUCTURE FUND AGENT:JP MORGAN CHASE BANK	419,970		F	F	F
CARROLL AVENUE PARTNERS LLC. REQUESTER:NT NT0 NON TREATY CLIENTS	705		F	F	F
BETTER BE GOOD LLC REQUESTER:NT NT0 NON TREATY CLIENTS	1,778		F	F	F
GWL GLOBAL INVESTMENTS LLC. REQUESTER:NT NT0 NON TREATY CLIENTS	398,330		F	F	F
INTERNATIONAL EQUITY FUND LLC REQUESTER:NT NT0 NON TREATY CLIENTS	36,325		F	F	F
NTGI-QM COMMON DAILY EAFE INDEX FUND - NON LENDING REQUESTER:NT NT0 NON TREATY CLIENTS	277,983		F	F	F
K ARIES INVESTMENTS SH LIMITED REQUESTER:NT NT0 NON TREATY CLIENTS	18,357		F	F	F
SODA SPRINGS PARTNERS LLC REQUESTER:NT NT0 NON TREATY CLIENTS	1,535,515		F	F	F
FCM INTERNATIONAL LLC REQUESTER:NT NT0 NON TREATY CLIENTS	4,436		F	F	F
MALACHITE 35 TRUST REQUESTER:NT NT0 NON TREATY CLIENTS	7,209		F	F	F
ZOMA CAPITAL PORTFOLIO LLC REQUESTER:NT NT0 NON TREATY CLIENTS	37,957		F	F	F
		2,360,791,116			
STUDIO TREVISAN DESIGNATED REPRESENTATIVE AS PROXY-HOLDER UNDER 135-UNDECIES CLF IN THE PERSON OF DARIO TREVISAN		0			
- BY PROXY OF					
GENERALI VIE	659,026		F	F	F
GENERALI INVESTMENTS SICAV	28,953		F	F	F
ALLEANZA ASSICURAZIONI SPA	2,262,984		F	F	F
GIAM GENERALI INSURANCE ASSET MANAGEMENT	1,190,876		F	F	F
GENERALI ITALIA SPA	8,926,567		F	F	F
ASSICURAZIONI GENERALI SPA	8,584		F	F	F
GIE GEN REVENUS FCP 4D	29,383		F	F	F
GENERTELLIFE SPA	221,362		F	F	F

LIST OF PARTICIPANTS

NAME OF PARTICIPANT

GENERALI ESPANA SA DE SEGUROS Y REASEGUROS

67,662

**LIST OF PARTICIPANTS**

**NAME OF PARTICIPANT**

**BY PROXY AND BY REPRESENTATIVE**

**DAS DIFESA AUTOMOBILISTICA SINISTRI SPA**

**GENERTEL S.P.A.**

**Partial**

18,214

**Total**

63,866

**13,477,477**

**VOTING RESULTS**

**Extraordinary  
Session**

**1 2 3**

**F F F**

**F F F**

**Legend:**

1 Proposed amendment to article 2 of the company Bylaws.

3 Proposed amendment to article 13 and article

24 of the company Bylaws.

2 Proposed amendment to article 12 of the company Bylaws.

## EXTRAORDINARY SHAREHOLDERS' MEETING of 2 February 2021

RESULTS OF VOTING

SubJect: **Proposed amendment to article 2 of the company Bylaws**

Number **1,921** shareholders entitled to vote took part in the voting, representing by proxy n° **2,374,268,593** ordinary shares, corresponding to **70.644720%** of the n. **3,360,857,809** capital ordinary shares

**The counting of votes produced the following results:**

			% of share capital present and entitled to vote %ordinary capital	
<b>In Favour</b>	2,319,600,795	votes equating to	97.697489	69.018118
<b>AGAINST</b>	0	votes equating to	0.000000	0.000000
Sub-Total	2,319,600,795	votes equating to	97.697489	69.018118
<b>Abstentions</b>	54,667,798	votes equating to	2.302511	1.626603
<b>Not Voting</b>	0	votes equating to	0.000000	0.000000
Sub-Total	54,667,798	votes equating to	2.302511	1.626603
<b>Total</b>	2,374,268,593	votes equating to	100.000000	70.644720

## EXTRAORDINARY SHAREHOLDERS' MEETING of 2 February 2021

RESULTS OF VOTING

Subject: **Proposed amendment to article 12 of the company Bylaws**

Number **1,921** shareholders entitled to vote took part in the voting, representing by proxy n° **2,374,268,593** ordinary shares, corresponding to **70.644720%** of the n. **3,360,857,809** capital ordinary shares

**The counting of votes produced the following results:**

			% of share capital present and entitled	
			to vote	%ordinary capital
<b>In Favour</b>	2,274,144,849	votes equating to	95.782965	67.665607
<b>AGAINST</b>	100,063,918	votes equating to	4.214516	2.977333
Sub-Total	2,374,208,767	votes equating to	99.997480	70.642940
<b>Abstentions</b>	59,826	votes equating to	0.002520	0.001780
<b>Not Voting</b>	0	votes equating to	0.000000	0.000000
Sub-Total	59,826	votes equating to	0.002520	0.001780
<b>Total</b>	2,374,268,593	votes equating to	100.000000	70.644720

## EXTRAORDINARY SHAREHOLDERS' MEETING of 2 February 2021

RESULTS OF VOTING

Subject : **Proposed amendment to article 13 and article 24 of the company Bylaws**

Number **1,921** shareholders entitled to vote took part in the voting, representing by proxy n° **2,374,268,593** ordinary shares, corresponding to **70.644720%** of the n. **3,360,857,809** capital ordinary shares

**The counting of votes produced the following results:**

			% of share capital present and entitled	
			to vote	%ordinary capital
<b>In Favour</b>	2,365,712,682	votes equating to	99.639640	70.390145
<b>AGAINST</b>	8,496,085	votes equating to	0.357840	0.252795
Sub-Total	2,374,208,767	votes equating to	99.997480	70.642940
<b>Abstentions</b>	59,826	votes equating to	0.002520	0.001780
<b>Not Voting</b>	0	votes equating to	0.000000	0.000000
Sub-Total	59,826	votes equating to	0.002520	0.001780
<b>Total</b>	2,374,268,593	votes equating to	100.000000	70.644720

**BYLAWS**  
**OF SNAM S.p.A.**

**Section I - INCORPORATION AND PURPOSE OF THE COMPANY**

ARTICLE 1

1.1 The Company “**Snam S.p.A.**” is governed by these Bylaws. The company's name may be written in any font, either in lower or upper case.

ARTICLE 2

2.1 The corporate purpose shall be to exercise, directly or indirectly, in Italy and abroad, including through direct or indirect equity investments in companies, entities or enterprises, regulated activities involving transportation, dispatching, distribution, regasification and storage of hydrocarbons, as well as any other economic activity that is linked through whatever degree of importance to one or more of the activities mentioned above, including the production of hydrocarbons associated with activities for storage thereof, the storage of other gases, the activity of energy metering, as well as the management of organised gas markets; all in observance of the concessions provided for by law.

2.2 In order to carry out its purpose, the Company:

- may perform all operations deemed necessary or useful to pursue its company purpose; by way of example, it may carry out industrial, commercial, investment, real estate and financial operations, pertaining to assets and liabilities, as well as any activity that is related to the company purpose, including scientific and technical research and the acquisition of patents related to activities carried out, as well as operations for the study, design, construction, acquisition, management and execution of complex systems of transmission, infrastructure, viability, IT and telecommunications, with the exception of collection of public funds and the exercise of activities governed by financial intermediation regulations;
- shall carry out and oversee the technical, industrial and financial coordination of subsidiaries, also providing them with the necessary financial assistance and services;
- may carry out all activities related to environmental protection and reclamation, as well as the safeguarding of the environment;
- shall comply with equal treatment criteria towards customers, as well as transparency, impartiality and neutrality as it pertains to transmission and dispatch, in compliance with applicable legislative and regulatory provisions. In particular, the Company, in compliance with principles of cost-effectiveness, profitability and maximisation of shareholder investment, without prejudice to the confidentiality of corporate data, shall carry out its company purpose with the intent to promote competition, efficiency and adequate levels of quality in dispensing services. To this end:
  - the Company shall ensure the neutrality of management of infrastructure deemed essential for the development of a free energy market;
  - shall prevent discrimination in the access to commercially sensitive information;
  - shall prevent cross-transfer of resources among the different segments of the supply chain.

ARTICLE 3

3.1 The Company shall have its registered office at Piazza Santa Barbara 7, San Donato Milanese, Milan.

3.2 Secondary headquarters, branches, agencies, and representation offices in Italy and abroad may be set up and/or closed at any time.

## ARTICLE 4

4.1 The life of the Company is set to end on 31 December 2100 and may be extended, one or more times, by resolution of the Shareholders' Meeting.

### **Section II - SHARE CAPITAL OF THE COMPANY**

## ARTICLE 5

5.1 The share capital shall be 2,735,670,475.56 (two billion seven hundred thirty-five million six hundred seventy thousand four hundred seventy-five point fifty-six) euros, divided into 3,360,857,809 (three billion three hundred and sixty million eight hundred and fifty-seven thousand eight hundred and nine) shares without nominal value.

5.2 The Shareholders' Meeting may resolve to increase the share capital, determining the terms, conditions and arrangements thereof. The share capital may be increased: by transfer in kind or of assets and with the issue of new shares, including special categories, to be assigned free of charge pursuant to art. 2349 of the Italian Civil Code.

## ARTICLE 6

6.1 The shares shall be registered and indivisible and each share shall grant the right to one vote.

6.2 In the event of joint share ownership, the rights of the joint owners shall be exercised by a common representative. Without prejudice to provisions regarding representation, legitimisation, and circulation of the shareholding for shares traded on regulated markets.

6.3 Payments on shares shall be required by the Board of Directors in a lump sum or in instalments. Interest on arrears in a measure equal to the legal rate shall be applied to late payments, without prejudice to the application of Article 2344 of the Italian Civil Code.

6.4 Withdrawal shall be permitted only in those cases contemplated by preemptory legislative regulations and, in any case, shall be excluded in the case of extension of incorporation, as well as introduction, amendment and removal of restrictions to circulation of shares.

6.5 Shareholder status, in and of itself, shall imply the unconditional adherence to the Bylaws.

6.6 For any corporate matter, the domicile of each shareholder, any other parties having the right to vote, directors and statutory auditors, as well as the body tasked with auditing, shall be that recorded on company registers or stated in communications made by the aforementioned individuals.

## ARTICLE 7

7.1 The Company, consistent with the law, may issue bonds, even convertible or with warrants and other debt securities.

### **Section III - SHAREHOLDERS' MEETINGS**

## ARTICLE 8

8.1 Shareholders' Meetings shall be either ordinary or extraordinary.

8.2 Ordinary Shareholders' Meetings shall be convened at least once per year for the approval of the financial statements within 180 days of the end of the fiscal year, since the Company is required to prepare consolidated financial statements.

8.3 Shareholders' Meetings shall be held in Italy.

## ARTICLE 9

9.1 The Shareholders' Meeting shall be convened by notice to be published in accordance within the terms and following the procedures set forth in current regulations. Shareholders' Meetings shall be held in a single call.

## ARTICLE 10

10.1 The right to speak during Shareholders' Meetings shall be governed by legal provisions, the Bylaws and the provisions contained in the call notice.

10.2 Law provisions shall govern the legitimisation of participation in Shareholders' Meetings. Those who have the right to vote may be represented by written proxy in accordance with the law; the proxy may be submitted by certified electronic mail. All relevant documentation shall be filed at the Company.

10.3 The Company shall make available to associations of shareholders who meet the requirements provided for in the relevant legislation, in accordance with terms and conditions agreed from time to time with their legal representatives, the facilities necessary for communication and work activities related to the collection of proxies of shareholders employed by the Company and its subsidiaries.

10.4 The Chairman of the Shareholders' Meeting shall confirm the validity of the proxies and the right to participate in the Meeting.

10.5 Shareholders' Meetings shall be governed by the relevant Regulations approved by the Ordinary Shareholders' Meeting of the Company.

## ARTICLE 11

11.1 The Shareholders' Meeting, legally convened and quorate, shall represent all shareholders. Its resolutions shall bind shareholders, even those who were not in attendance, abstained or dissented.

11.2 The Shareholders' Meeting shall be presided over by the Chairman of the Board of Directors or, in his/her absence or inability to attend, the person chosen by the majority of the shareholders in attendance.

11.3 The Shareholders' Meeting shall appoint the Secretary, who may also be a shareholder.

11.4 The minutes of ordinary Shareholders' Meetings shall be drafted by the Secretary and signed by the Secretary and the Chairman; the minutes of extraordinary Shareholders' Meetings shall be drafted by the notary and signed by the notary and the Chairman.

Copies of the minutes certified by the person who drafted them and the Chairman shall constitute official record with full validity under the law.

## ARTICLE 12

12.1 The validity of Shareholders' Meetings shall be established in accordance with the law.

12.2 For matters within its powers, the ordinary Shareholders' Meeting shall decide with the majorities set by law.

12.3 The extraordinary Shareholders' Meeting shall resolve with a majority of at least three quarters of the capital present at the meeting.

12.4 The Board of Directors shall be required to discuss proposals concerning:

- mergers in the cases specified in articles 2505 and 2505-bis of the Italian Civil Code, also in the case of demergers;
- the opening, changing or closing of branches;
- the reduction in the share capital upon withdrawal of one or more shareholders;
- the adaptation of the Bylaws to legal provisions;
- the transfer of the registered office within Italy.

## **Section IV - BOARD OF DIRECTORS**

### ARTICLE 13

13.1 The Company shall be managed by a Board of Directors numbering no fewer than five and no more than nine members, with their number and term of office being established by the Shareholders' Meeting at the time of appointment.

13.2 The Directors may be appointed for a period not exceeding three fiscal years, their term in office shall expire on the date of the Shareholders' Meeting convened to approve the financial statements relating to the last fiscal year in which the Directors hold office, and may be re-elected.

13.3 The Board of Directors shall be appointed by the Shareholders' Meeting in compliance with the provisions of these Bylaws and with the aim of ensuring gender balance in the composition of the Board itself.

The Board of Directors shall be appointed on the basis of slates submitted by the shareholders, on which candidates must be listed by means of a progressive number.

The slates shall be deposited at the Company's registered offices no later than the twenty-fifth day preceding the date in which the Shareholders' Meeting shall convene to discuss the appointment of the members of the Board of Directors, and shall be made available to the public at least twenty-one days prior to the Shareholders' Meeting, in accordance with the terms and conditions provided for in the law and Consob's own regulations.

Each shareholder may submit or participate in the submission of and vote on a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.

Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.

Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations. Ownership of the minimum share necessary to submit slates shall be defined by taking account of shares that are registered to the shareholder on the day on which the slates are deposited with the Company.

In order to prove ownership of the number of shares necessary to submit slates, shareholders must produce the relevant certification issued in accordance with the law by qualified intermediaries within the deadline set for the publication of slates by the Company.

At least one director, if the Board is made up of no more than seven members, or at least three directors, if the Board is made up of more than seven members, must meet the requirements of independence laid down for statutory auditors of listed companies.

The slates shall expressly bear the names of candidates who meet the aforementioned requirement of independence.

At least two fifths of the members of the Board of Directors, or any different proportion – if higher – as envisaged by provisions in force *pro tempore* on the matter, must belong to the less represented gender, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.

Pursuant to the Decree of the President of the Council of Ministers of 25 May, 2012, containing the "Criteria, conditions and terms for the adoption of the model for the demerger of Snam S.p.A., in accordance with Article 15, of Law no. 27 of 24 March, 2012", the directors may not be appointed to offices in administrative or control bodies or in managerial positions at ENI S.p.A. and its subsidiaries, nor may they entertain any direct or indirect, professional or financial relationship with the aforementioned companies.

Furthermore, all candidates must meet the requirements of integrity laid down in current legislation. In the slates that present three or more candidates, at least two fifths of the candidates, or any different proportion – if higher – as envisaged by provisions in force *pro tempore* on the matter, must belong to the less represented gender, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more candidates, and as better specified in the call notice for

the Shareholders' Meeting.

At the time of deposit, each slate, under penalty of its inadmissibility, must be accompanied by the professional CV of each candidate, along with the declarations by which candidates accept their candidacy and, under their own responsibility, declare the non-existence of reasons for ineligibility and incompatibility, in addition to their ownership of the aforementioned requirements of integrity and independence.

The appointed directors must notify to the Company of their loss of the aforementioned requirements of independence and integrity, as well as the occurrence of causes for ineligibility and incompatibility, if any.

13.4 The Board of Directors shall periodically evaluate the independence and integrity of directors, and verify the non-existence of reasons for ineligibility and incompatibility. In the event that a director does not own or loses the declared and legally prescribed requirements of independence or integrity, or if reasons for ineligibility and incompatibility have materialized, the Board of Directors shall remove the director from office and replace him/her, or invite him/her to remedy the causes of incompatibility within a specified deadline, under penalty of removal from office.

13.5 The directors shall be elected as follows:

a) seven tenths of the directors to be elected shall be selected from the slate that obtains the majority of votes expressed by the shareholders (the "*Majority Slate*"), in the order in which they are listed on the slate, rounding down in the case of decimal number;

b) the remaining directors will be selected from the other slates (the "*Minority Slates*") that are in no way – directly or indirectly – connected to shareholders who have submitted or voted for the slate that received the majority of votes; to this end, votes obtained by the slates will be subsequently divided by one or two or three, depending on the progressive number of directors to be elected. The quotients thus obtained shall be progressively assigned to the candidates on each slate in the order specified thereon. On the basis of the quotients assigned, the candidates on the various slates shall be arranged in a single decreasing ranking. Those who have obtained the highest quotients shall be elected. If more than one candidate obtains the same quotient, the candidate from the slate that has not yet elected any director or that has elected the smallest number of directors shall be elected. If none of such slates has yet elected a director or all of them have elected the same number of directors, the candidate from the slate that obtained the largest number of votes shall be elected. If the different slates have received the same number of votes and their candidates have been assigned the same quotients, a new vote shall be held by the entire Shareholders' Meeting and the candidate obtaining the simple majority of the votes shall be elected;

b-bis) in the event that the Majority Slate does not contain a sufficient number of candidates to reach the number of directors to be elected pursuant to letter a) above, all candidates listed in said slate shall be appointed, based on their progressive order in said slate; in turn, after appointing the other directors from the Minority Slates, pursuant to letter b) above, for the number of positions established for these minority slates, which is three tenths of the total, the remaining directors shall be appointed, for the positions not covered by the Majority Slate, from the minority list that obtains the greatest number of votes among the Minority Slates (the "*First Minority Slate*") in relation to the capacity of said slate. In the event of insufficient capacity of said slate, the remaining directors shall be appointed, with the same procedures, from the following slate ("*Second Minority Slate*") or any subsequent slates, based on the number of votes and capacity of the slates themselves. Lastly, if the total number of candidates on the slates presented – in both the Majority Slate and Minority Slates – is lower than the number of the directors to be elected, the remaining directors shall be elected by the shareholders' meeting with the resolution approved in accordance with letter d) below;

c) if, following the application of the procedure described above, it is not possible to appoint the minimum number of independent directors required by the Bylaws, then the quotient of the votes to attribute to each candidate on the slates is calculated by dividing the number of votes obtained by each slate by the number of the order of each one of the aforementioned candidates; candidates who do not meet the requirements of independence and have the lowest quotients among candidates from

all slates are replaced, starting with the last candidate, by independent candidates listed on the same slate of the replaced candidate (following the order in which they are listed), or, alternatively by individuals meeting the requirements of independence, who have been appointed in accordance with the procedure described under letter d). In cases in which candidates from different slates have obtained the same quotient, the candidate to be replaced is the candidate of the slate from which the greatest number of directors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes from the Shareholders' Meeting in a specific voting round;

c-bis) if the application of the procedure described under letters a), b) and b)-bis does not permit compliance with the Bylaws regulations on gender balance, the quotient of votes to be attributed to each candidate from the slates is calculated by dividing the number of votes obtained by each slate by the number of the order of each candidate; the candidate of the most represented gender who has the lowest quotient among the candidates from all the slates is replaced, without prejudice to the minimum number of independent directors, by the candidate representing the less represented gender (with the subsequent higher number of order) on the same slate as the replaced candidates, or, alternatively, by the individual appointed in accordance with the procedure described under letter d). In cases in which candidates from different slates have obtained the same minimum quotient, the candidate to be replaced shall be the candidate of the slate from which the greatest number of directors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes by the Shareholders' Meeting in a specific voting round;

d) for the appointment of directors, who, for any reason, are not appointed in accordance with the procedures described above, the Shareholders' Meeting shall resolve by legal majority, in order to ensure that the composition of the Board of Directors is compliant with the law and the Bylaws.

Current peremptory legislative and regulatory provisions shall constitute, in any case, an exception to these policies.

13.6 The slate voting procedure shall be applied only in case of renewal of the entire Board of Directors.

13.7 The Shareholders' Meeting may change the number of Directors, including during its term, within the limitations laid down in subsection 1 of this Article, and shall make the respective appointments according to the procedures set out in Article 13.5 (d) above. The term of office of Directors appointed in this way shall expire with the term of those currently in office.

13.8 If in the course of the financial year one or more vacancies occur on the Board, the procedure specified in Art. 2386 of the Italian Civil Code shall be followed.

In any case, respect for the minimum number of independent directors and the presence of least two fifths of the candidates for the Board of Directors, or any different proportion - if greater - as envisaged by provisions in force *pro tempore* on the matter of the directors belonging to the less represented gender must be ensured, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.

If there is no longer a majority of directors, the entire Board of Directors shall resign, and a Shareholders' Meeting shall be convened in a timely manner by the Board of Directors for the reconstitution of the latter.

13.9 The Board of Directors may set up Committees from among its members having advisory and proposal-making functions on specific issues.

## ARTICLE 14

14.1 The Board of Directors, unless this duty has been previously fulfilled by the Shareholders' Meeting, appoints the Chairman from among its members; furthermore, it appoints the Secretary, who may or may not be a director.

14.2 The Chairman:

- shall represent the Company, pursuant to Article 19 of these Bylaws;
- shall preside over Shareholders' Meetings, exercising functions in accordance with the law and the regulations of the Shareholders' Meeting;
- shall convene and preside over the Board of Directors, prepare the agenda and coordinate activities thereof;
- shall ensure that all adequate information on issues listed on the agenda are provided to the directors.

## ARTICLE 15

15.1 The Board of Directors shall be convened by the Chairman – or, in his absence or impediment, by the Chief Executive Officer, or, finally, in his absence or impediment, by the eldest board member – whenever he deems suitable or when at least two Board members request a meeting of the Board in writing. The request must indicate the reasons for convening the Board. The Board of Directors shall meet in the location indicated in the call notice. The notice is usually sent at least five days before the meeting. The Board of Directors' meetings may be held via conference call or video conference, on the condition that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions. The meeting shall be considered as having taken place where the Chairman of the meeting and the Secretary are located. The Board of Directors shall define additional terms and procedures for convening its meetings.

15.2 The meetings of the Board of Directors shall be chaired by the Chairman or in his absence or impediment, the Chief Executive Officer or, finally, in case of absence or inability to attend of the latter, by the eldest Board member present.

## ARTICLE 16

16.1 The Board of Directors shall be invested with the most extensive powers for the ordinary and extraordinary administration of the Company and, in particular, shall have the faculty to carry out all acts it deems appropriate for the implementation and achievement of the company purpose, excluding only the acts that the law or these Bylaws reserve to the Shareholders' Meeting. The Board of Directors shall delegate its duties to one or more of its members, determining the limits of the delegation in accordance with Art. 2381 of the Italian Civil Code and appointing the Chief Executive Officer. The Board of Directors may always give instructions to the Chief Executive Officer and advocate to itself any operations falling within the scope of the powers delegated, just as it may revoke the powers conferred at any time, proceeding, if revoking the powers conferred upon the Chief Executive Officer, simultaneously to appoint another Chief Executive Officer. The Board may also establish Committees, determining their powers and the number of members.

At the proposal of the Chairman, in agreement with the Chief Executive Officer, the Board may also confer powers for single acts or categories of acts on other members of the Board of Directors. Within the remit granted to them, the Chairman and Chief Executive Officer may confer mandates and powers to represent the company for single acts or categories of acts on employees of the Company and also on third parties.

16.2 The Board of Directors, as proposed by the Chief Executive Officer, in agreement with the Chairman, may nominate one or more General Managers, defining their powers, having checked they possess the integrity requisites prescribed by law. The same may not hold any office indicated in article 13.3 of these Bylaws. The Board of Directors shall periodically assess the integrity and existence of causes of incompatibility of the General Managers. Failure to meet the requirements shall result in the forfeiture of the office.

16.3 On the occasion of meetings and at least once every three months, the Chairman or any Directors granted powers pursuant to this article of the Bylaws shall inform the Board of Directors and the Board of Statutory Auditors on the general trend of operations, including those of subsidiaries, on

foreseeable developments, on operations with the most significant economic, financial and patrimonial impact, with special reference to operations in which directors have a personal or indirect interest and those which are affected by any party exercising management or coordination activities. 16.4 At the proposal of the Chief Executive Officer, in agreement with the Chairman, subject to the favourable opinion of the Board of Statutory Auditors, the Board of Directors shall appoint the Officer responsible for the preparation of financial reports, from those subjects who possess the professionalism requirements indicated below.

The Officer responsible for the preparation of financial reports must be chosen from among individuals who do not hold the offices indicated in art. 13.3 of these Bylaws and have carried out the following for at least three years:

- a) administration or control or management activities with listed companies on regulated markets of Italy or other European Union Member States or other OECD member countries with a share capital of no less than two million euros, or
- b) legal auditing of accounts at the companies indicated under letter a), or
- c) professional or university teaching activities (as professor) on financial or accounting matters, or
- d) managerial functions at public or private entities with competences in the financial, accounting or auditing sector.

The Board of Directors shall monitor to ensure that the Officer responsible for the preparation of financial reports has suitable powers and means by which to exercise the tasks attributed to him or her, and that current administrative and accounting procedures are respected.

#### ARTICLE 17

17.1 The Board of Directors' meeting shall be legally constituted if the majority of Directors in office are in attendance.

17.2 Resolutions shall be adopted by majority vote cast by directors in attendance, and, in case of tie, the presiding individual shall cast the tie-breaking vote.

17.3 The minutes of Board meetings shall be drafted by the Secretary of the Board of Directors and signed by the Chairman of the meeting and the Secretary.

17.4 Copies of the minutes shall be certified by the Chairman of the meeting and the Secretary of the Board of Directors and have full validity under the law.

#### ARTICLE 18

18.1 On an annual basis and for the entire term of office, the directors shall be compensated in an amount determined by the ordinary Shareholders' Meeting at the time of their appointment; the compensation amount determined in this way shall be valid until the Shareholders' Meeting resolves otherwise. The directors shall also be entitled to a refund of all expenses incurred in relation to the exercise of their office.

18.2 Directors vested with special offices shall receive compensation as determined by the Board of Directors, after consulting the Board of Statutory Auditors.

#### ARTICLE 19

19.1 Both the Chairman and the Chief Executive Officer shall be entitled to represent the Company before any judicial or administrative authority and before third parties as well as to sign on behalf of the company.

### **Section V - BOARD OF STATUTORY AUDITORS**

## ARTICLE 20

20.1 The Board of Statutory Auditors shall comprise three standing auditors; in addition, three alternate auditors shall be appointed. The Shareholders' Meeting shall appoint the statutory auditors and determine their compensation. Statutory Auditors shall be chosen from those in possession of the requisites of integrity and professionalism laid down by applicable legislation, in particular by Decree no. 162 of 30 March 2000 of the Ministry of Justice.

For the purposes of the aforementioned decree, topics strictly under the purview of the Company shall be: commercial law, business administration and corporate finance.

For the same purpose, the engineering and geological sectors are under the direct purview of the Company.

20.2 The statutory auditors may be appointed to administrative and control bodies of other companies within the parameters set by Consob through its own regulations, with the exclusion of the offices indicated in Article 13.3 of these Bylaws.

20.3 The Board of Statutory Auditors shall be appointed by the Shareholders' Meeting on the basis of slates submitted by the shareholders, on which candidates shall be listed by means of a progressive number and in a number that shall not exceed the number of members of the body to be elected. One standing auditor and one alternate auditor must belong to the less represented gender.

For the deposit, submission and publication of slates, the procedures governed by the provisions of Article 13.3 of these Bylaws shall be applied.

Each shareholder may submit or participate in the submission of and vote a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.

Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations.

Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.

The slates shall be divided into two sections: one for candidates for the office of Standing Auditor and the other for candidates for the office of Alternate Auditor. At least the first candidate in each section must be enrolled in the register of external auditors and have worked on legal audits for a period of not less than three years.

The slates that, considering both sections, contain a number of candidates equal to or greater than three and compete for appointment to the majority of the members of the Board of Statutory Auditors, must include, in accordance also with the provisions set forth in the call notice for the Shareholders' Meeting, members of the less represented gender in the number stated in the first paragraph of this art. 20.3.

Two standing auditors and two alternate auditors shall be selected from the slate that receives the majority of votes. The other standing auditor and the other alternate auditor shall be appointed in accordance with provisions set forth in Article 13.5, letter b), to apply distinctly to each of the sections in which the other slates are articulated.

In the event that, *mutatis mutandis*, a similar situation should occur to that laid down in Article 13.5 b-bis) above, the procedures pursuant to the same letter b-bis) shall apply both for the standing auditors and alternate auditors, insofar as compatible with current regulations and with this Article.

The Shareholders' Meeting shall appoint as Chairman of the Board of Statutory Auditors the standing auditor elected in accordance with the provisions set forth in Article 13.5 letter b).

If the application of the procedure described above does not allow, as regards standing auditors, compliance with the gender division criterion set out in the first subsection of this art. 20.3, the quotient of votes to be attributed to each candidate from the standing auditor sections of the different slates, shall be calculated by dividing the number of votes obtained in each slate by the number of the order of each of the aforementioned candidates; the candidate of the most represented gender who has the lowest quotient among candidates from all slates, shall be replaced by the candidate belonging to the least represented gender listed, with the subsequent highest order number, in the same standing

auditor section of the slate of the replaced candidate, or, subordinately, in the alternate auditor section of the same slate of the replaced candidate (who, in this case, shall take over the position of the alternate candidate he/she replaces); otherwise, if this operation does not allow compliance with the gender division criterion set out in the first subsection of this art. 20.3, the candidate shall be replaced by the individual appointed by the Shareholders' Meeting with a legal majority, so that a Board of Statutory Auditors compliant with the law and the Bylaws can be constituted.

In cases in which candidates from different slates have obtained the same quotient, the candidate to be replaced shall be the candidate of the slate from which the greatest number of auditors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes by the Shareholders' Meeting in a specific voting round.

For the appointment of standing auditors, who, for any reason, are not appointed in accordance with the procedures described above, the Shareholders' Meeting resolves by legal majority, in order to ensure that the composition of the Board of Statutory Auditors is compliant with the law and the Bylaws.

In the case of replacement of the statutory auditor selected from the minority slates, the office shall be held by the alternate auditor selected from such slates.

In the case of replacement of a statutory auditor selected from the slate that obtained the majority of votes, the office shall be held by the first alternate auditor from the same slate; if the replacement does not allow compliance with the gender division criterion set out in the first subsection of this art. 20.3, the office shall be held by the second alternate auditor selected from such slate.

The slate voting procedure shall be applied only in case of renewal of the entire Board of Statutory Auditors. Current peremptory legislative and regulatory provisions shall constitute, in any case, an exception to these policies.

20.4 Outgoing statutory auditors can be re-elected.

20.5 With prior notification to the Chairman of the Board of Directors, the Board of Statutory Auditors may convene a Shareholders' Meeting and meetings of the Board of Directors. The authority to convene meetings of the Board of Directors may be exercised individually by each member of the Board of Statutory Auditors; the authority to convene a Shareholders' Meeting must be exercised by at least two members of the Board of Statutory Auditors.

20.6 The Board of Statutory Auditors' meetings may be held also via conference call or video conference, on the condition that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions. The meeting shall be considered as having taken place where the Chairman of the Board of Statutory Auditors and Secretary, if appointed, are located.

## **Section VI - FINANCIAL STATEMENTS, PROFITS AND DIVIDENDS**

### ARTICLE 21

21.1 A fiscal year runs from 1 January to 31 December of each year.

At the end of each fiscal year, the Board of Directors, in accordance with legislative provisions, shall draft the financial statements.

21.2 The net profit resulting from the approved financial statements will be allocated as follows:

- up to 5% to the legal reserve, until it reaches the limit required by the law;
- any remaining amount to shares, without prejudice to other resolutions made by the Shareholders' Meeting.

Dividends not claimed within the 5-year period elapsing from the day in which they can be claimed shall be reverted to the Company.

The Board of Directors may resolve to pay interim dividends during the fiscal year.

## **Section VII - LIQUIDATION AND DISSOLUTION**

### ARTICLE 22

22.1 Liquidation and dissolution of the Company shall be governed by legislative provisions.

## **Section VIII - GENERAL PROVISIONS**

### ARTICLE 23

23.1 All matters not expressly laid down in nor otherwise governed by these Bylaws shall be governed by legislative provisions.

## **TRANSITIONAL CLAUSE**

### ARTICLE 24

24.1 The composition of the Board of Statutory Auditors indicated in art. 20, characterised by the appointment of three standing auditors and three alternate auditors, and the further provisions referring to this composition, shall apply as of the first renewal of the control body after that appointed by the Shareholders' Meeting on 2 April 2019. Until such time the Board of Statutory Auditors shall be made up of three standing auditors and the number of alternate auditors appointed by the Shareholders' Meeting is two.

24.2 The provisions of articles 13.3 and 13.8, which aim to ensure that at least two-fifths of the directors belong to the least represented gender, shall apply as of the first renewal of the administrative body after that appointed by the Shareholders' Meeting of 2 April 2019. Up until such time, also in the case of co-optation, the composition of the Board of Directors shall comply with the quota of at least one third (rounded up to the next whole number in the case of a decimal number).

**BYLAWS**  
**OF SNAM S.p.A.**

**Section I - INCORPORATION AND PURPOSE OF THE COMPANY**

ARTICLE 1

1.1 The Company “**Snam S.p.A.**” is governed by these Bylaws. The company's name may be written in any font, either in lower or upper case.

ARTICLE 2

2.1 The Company goes about its business with the aim of fostering the energy transition towards forms of use of the energy resources and sources that are compatible with environmental protection and the progressive decarbonisation (Energy to inspire the world). To this end, the Company goes about and organises its business with the aim of pursuing sustainable success through long-term value creation to benefit shareholders, taking, into account the interests of the other relevant stakeholders for the Company.

2.2 The corporate purpose shall be to exercise, directly or indirectly, in Italy and abroad, including through equity investments in companies, entities or enterprises, in compliance with the applicable legislation and any envisaged concessions and/or authorisations, regulated or unregulated activities involving transportation, dispatching, distribution, regasification, liquefaction, processing and storage of gas (also liquefied gas) including the production of gas associated with activities for storage thereof, the activity of energy metering, as well as the management of organised gas markets.

2.3 Without prejudice to the main activities referred to in the previous subsection 2 of this article, the Company exercises, directly and/or indirectly, in Italy and abroad, including through equity investments in companies, entities or enterprises, in compliance with the applicable legislation and any envisaged concessions and/or authorisations, business activities, regulated and unregulated, in the energy transition sector, and in particular:

- the construction and management of technologies and infrastructure relating to renewable energy sources (including biomethane and bio-LNG), hydrogen, sustainable mobility and natural resources;
- the production, sale and provision of services concerning renewable energy sources and hydrogen;
- provision of services and creation of works regarding energy efficiency in the public and private sector.

2.4 The Company can carry out any economic activity having an instrumental, complementary or ancillary connection with one or more of the activities described in subsections 2 and 3 of this article. The Company may also:

- perform all operations deemed necessary or useful to pursue or in any case functional to pursuing the company purpose; by way of example, it may carry out industrial, commercial, investment, real estate and financial operations, pertaining to assets and liabilities, after obtaining any authorisations required by applicable legislation, in any case with the exclusion of financial activities involving the public and the collection of public funds;
- perform any activity that is related to the company purpose, including scientific and technical research and the acquisition of patents related to activities carried out, as well as operations for the study, design, construction, acquisition, management and execution of complex systems of transmission, infrastructure, viability, IT and telecommunications;
- carry out and oversee the technical, industrial and financial coordination of subsidiaries, also providing them with the necessary financial assistance and services;
- carry out all activities related to environmental protection and reclamation, as well as the safeguarding of the environment.

2.5 In the performance of its activities, the Company shall comply with equal treatment criteria towards customers, as well as transparency, impartiality and neutrality as it pertains to transmission and dispatch, in compliance with applicable legislative and regulatory provisions. In particular, the Company, in compliance with principles of cost-effectiveness, profitability and maximisation of shareholder investment, without prejudice to the confidentiality of corporate data, shall carry out its company purpose with the intent to promote competition, efficiency and adequate levels of quality in dispensing services. To this end:

- the Company shall ensure the neutrality of management of infrastructure deemed essential for the development of a free energy market;
- shall prevent discrimination in the access to commercially sensitive information;
- shall prevent cross-transfer of resources among the different segments of the supply chain.

### ARTICLE 3

3.1 The Company shall have its registered office at Piazza Santa Barbara 7, San Donato Milanese, Milan.

3.2 Secondary headquarters, branches, agencies, and representation offices in Italy and abroad may be set up and/or closed at any time.

### ARTICLE 4

4.1 The life of the Company is set to end on 31 December 2100 and may be extended, one or more times, by resolution of the Shareholders' Meeting.

## **Section II - SHARE CAPITAL OF THE COMPANY**

### ARTICLE 5

5.1 The share capital shall be 2,735,670,475.56 (two billion seven hundred thirty-five million six hundred seventy thousand four hundred seventy-five point fifty-six) euros, divided into 3,360,857,809 (three billion three hundred and sixty million eight hundred and fifty-seven thousand eight hundred and nine) shares without nominal value.

5.2 The Shareholders' Meeting may resolve to increase the share capital, determining the terms, conditions and arrangements thereof. The share capital may be increased: by transfer in kind or of assets and with the issue of new shares, including special categories, to be assigned free of charge pursuant to art. 2349 of the Italian Civil Code.

### ARTICLE 6

6.1 The shares shall be registered and indivisible and each share shall grant the right to one vote.

6.2 In the event of joint share ownership, the rights of the joint owners shall be exercised by a common representative. Without prejudice to provisions regarding representation, legitimisation, and circulation of the shareholding for shares traded on regulated markets.

6.3 Payments on shares shall be required by the Board of Directors in a lump sum or in instalments. Interest on arrears in a measure equal to the legal rate shall be applied to late payments, without prejudice to the application of Article 2344 of the Italian Civil Code.

6.4 Withdrawal shall be permitted only in those cases contemplated by peremptory legislative regulations and, in any case, shall be excluded in the case of extension of incorporation, as well as introduction, amendment and removal of restrictions to circulation of shares.

6.5 Shareholder status, in and of itself, shall imply the unconditional adherence to the Bylaws.

6.6 For any corporate matter, the domicile of each shareholder, any other parties having the right to vote, directors and statutory auditors, as well as the body tasked with auditing, shall be that recorded on company registers or stated in communications made by the aforementioned individuals.

#### ARTICLE 7

7.1 The Company, consistent with the law, may issue bonds, even convertible or with warrants and other debt securities.

### **Section III - SHAREHOLDERS' MEETINGS**

#### ARTICLE 8

8.1 Shareholders' Meetings shall be either ordinary or extraordinary.

8.2 Ordinary Shareholders' Meetings shall be convened at least once per year for the approval of the financial statements within 180 days of the end of the fiscal year, since the Company is required to prepare consolidated financial statements.

8.3 Shareholders' Meetings shall be held in Italy.

#### ARTICLE 9

9.1 The Shareholders' Meeting shall be convened by notice to be published in accordance within the terms and following the procedures set forth in current regulations. Shareholders' Meetings shall be held in a single call.

#### ARTICLE 10

10.1 The right to speak during Shareholders' Meetings shall be governed by legal provisions, the Bylaws and the provisions contained in the call notice.

10.2 Law provisions shall govern the legitimisation of participation in Shareholders' Meetings. Those who have the right to vote may be represented by written proxy in accordance with the law; the proxy may be submitted by certified electronic mail. All relevant documentation shall be filed at the Company.

10.3 The Company shall make available to associations of shareholders who meet the requirements provided for in the relevant legislation, in accordance with terms and conditions agreed from time to time with their legal representatives, the facilities necessary for communication and work activities related to the collection of proxies of shareholders employed by the Company and its subsidiaries.

10.4 The Chairman of the Shareholders' Meeting shall confirm the validity of the proxies and the right to participate in the Meeting.

10.5 Shareholders' Meetings shall be governed by the relevant Regulations approved by the Ordinary Shareholders' Meeting of the Company.

#### ARTICLE 11

11.1 The Shareholders' Meeting, legally convened and quorate, shall represent all shareholders. Its resolutions shall bind shareholders, even those who were not in attendance, abstained or dissented.

11.2 The Shareholders' Meeting shall be presided over by the Chairman of the Board of Directors or, in his/her absence or inability to attend, the person chosen by the majority of the shareholders in attendance.

11.3 The Shareholders' Meeting shall appoint the Secretary, who may also be a shareholder.

11.4 The minutes of ordinary Shareholders' Meetings shall be drafted by the Secretary and signed by the Secretary and the Chairman; the minutes of extraordinary Shareholders' Meetings shall be drafted by the notary and signed by the notary and the Chairman.

Copies of the minutes certified by the person who drafted them and the Chairman shall constitute official record with full validity under the law.

## ARTICLE 12

12.1 The validity of Shareholders' Meetings shall be established in accordance with the law.

12.2 For matters within its powers, the ordinary Shareholders' Meeting shall decide with the majorities set by law.

12.3 The extraordinary Shareholders' Meeting shall resolve with a majority of at least three quarters of the capital present at the meeting.

12.4 The Board of Directors shall be required to discuss proposals concerning:

- mergers in the cases specified in articles 2505 and 2505-bis of the Italian Civil Code, also in the case of demergers;
- the opening, changing or closing of branches;
- the reduction in the share capital upon withdrawal of one or more shareholders;
- the adaptation of the Bylaws to legal provisions;
- the transfer of the registered office within Italy.

### **Section IV - BOARD OF DIRECTORS**

## ARTICLE 13

13.1 The Company shall be managed by a Board of Directors numbering no fewer than five and no more than nine members, with their number and term of office being established by the Shareholders' Meeting at the time of appointment.

13.2 The Directors may be appointed for a period not exceeding three fiscal years, their term in office shall expire on the date of the Shareholders' Meeting convened to approve the financial statements relating to the last fiscal year in which the Directors hold office, and may be re-elected.

13.3 The Board of Directors shall be appointed by the Shareholders' Meeting in compliance with the provisions of these Bylaws and with the aim of ensuring gender balance in the composition of the Board itself.

The Board of Directors shall be appointed on the basis of slates submitted by the shareholders, on which candidates must be listed by means of a progressive number.

The slates shall be deposited at the Company's registered offices no later than the twenty-fifth day preceding the date in which the Shareholders' Meeting shall convene to discuss the appointment of the members of the Board of Directors, and shall be made available to the public at least twenty-one days prior to the Shareholders' Meeting, in accordance with the terms and conditions provided for in the law and Consob's own regulations.

Each shareholder may submit or participate in the submission of and vote on a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.

Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.

Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations. Ownership of the minimum share necessary to submit slates shall be defined by taking account of shares that are registered to the shareholder on the day on which the slates are deposited with the Company.

In order to prove ownership of the number of shares necessary to submit slates, shareholders must produce the relevant certification issued in accordance with the law by qualified intermediaries within

the deadline set for the publication of slates by the Company.

At least one director, if the Board is made up of no more than seven members, or at least three directors, if the Board is made up of more than seven members, must meet the requirements of independence laid down for statutory auditors of listed companies.

The slates shall expressly bear the names of candidates who meet the aforementioned requirement of independence.

At least two fifths of the members of the Board of Directors, or any different proportion – if higher – as envisaged by provisions in force *pro tempore* on the matter, must belong to the less represented gender, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.

Pursuant to the Decree of the President of the Council of Ministers of 25 May, 2012, containing the “Criteria, conditions and terms for the adoption of the model for the demerger of Snam S.p.A., in accordance with Article 15, of Law no. 27 of 24 March, 2012”, the directors may not be appointed to offices in administrative or control bodies or in managerial positions at ENI S.p.A. and its subsidiaries, nor may they entertain any direct or indirect, professional or financial relationship with the aforementioned companies.

Furthermore, all candidates must meet the requirements of integrity laid down in current legislation. In the slates that present three or more candidates, at least two fifths of the candidates, or any different proportion – if higher – as envisaged by provisions in force *pro tempore* on the matter, must belong to the less represented gender, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more candidates, and as better specified in the call notice for the Shareholders’ Meeting.

At the time of deposit, each slate, under penalty of its inadmissibility, must be accompanied by the professional CV of each candidate, along with the declarations by which candidates accept their candidacy and, under their own responsibility, declare the non-existence of reasons for ineligibility and incompatibility, in addition to their ownership of the aforementioned requirements of integrity and independence.

The appointed directors must notify to the Company of their loss of the aforementioned requirements of independence and integrity, as well as the occurrence of causes for ineligibility and incompatibility, if any.

13.4 The Board of Directors shall periodically evaluate the independence and integrity of directors, and verify the non-existence of reasons for ineligibility and incompatibility. In the event that a director does not own or loses the declared and legally prescribed requirements of independence or integrity, or if reasons for ineligibility and incompatibility have materialized, the Board of Directors shall remove the director from office and replace him/her, or invite him/her to remedy the causes of incompatibility within a specified deadline, under penalty of removal from office.

13.5 The directors shall be elected as follows:

- a) seven tenths of the directors to be elected shall be selected from the slate that obtains the majority of votes expressed by the shareholders (the “*Majority Slate*”), in the order in which they are listed on the slate, rounding down in the case of decimal number;
- b) the remaining directors will be selected from the other slates (the “*Minority Slates*”) that are in no way – directly or indirectly – connected to shareholders who have submitted or voted for the slate that received the majority of votes; to this end, votes obtained by the slates will be subsequently divided by one or two or three, depending on the progressive number of directors to be elected. The quotients thus obtained shall be progressively assigned to the candidates on each slate in the order specified thereon. On the basis of the quotients assigned, the candidates on the various slates shall be arranged in a single decreasing ranking. Those who have obtained the highest quotients shall be elected. If more than one candidate obtains the same quotient, the candidate from the slate that has not yet elected any director or that has elected the smallest number of directors shall be elected. If none of such slates has yet elected a director or all of them have elected the same number of directors, the candidate from the slate that obtained the largest number of votes shall be elected. If the different

slates have received the same number of votes and their candidates have been assigned the same quotients, a new vote shall be held by the entire Shareholders' Meeting and the candidate obtaining the simple majority of the votes shall be elected;

b-bis) in the event that the Majority Slate does not contain a sufficient number of candidates to reach the number of directors to be elected pursuant to letter a) above, all candidates listed in said slate shall be appointed, based on their progressive order in said slate; in turn, after appointing the other directors from the Minority Slates, pursuant to letter b) above, for the number of positions established for these minority slates, which is three tenths of the total, the remaining directors shall be appointed, for the positions not covered by the Majority Slate, from the minority list that obtains the greatest number of votes among the Minority Slates (the "*First Minority Slate*") in relation to the capacity of said slate. In the event of insufficient capacity of said slate, the remaining directors shall be appointed, with the same procedures, from the following slate ("*Second Minority Slate*") or any subsequent slates, based on the number of votes and capacity of the slates themselves. Lastly, if the total number of candidates on the slates presented – in both the Majority Slate and Minority Slates – is lower than the number of the directors to be elected, the remaining directors shall be elected by the shareholders' meeting with the resolution approved in accordance with letter d) below;

c) if, following the application of the procedure described above, it is not possible to appoint the minimum number of independent directors required by the Bylaws, then the quotient of the votes to attribute to each candidate on the slates is calculated by dividing the number of votes obtained by each slate by the number of the order of each one of the aforementioned candidates; candidates who do not meet the requirements of independence and have the lowest quotients among candidates from all slates are replaced, starting with the last candidate, by independent candidates listed on the same slate of the replaced candidate (following the order in which they are listed), or, alternatively by individuals meeting the requirements of independence, who have been appointed in accordance with the procedure described under letter d). In cases in which candidates from different slates have obtained the same quotient, the candidate to be replaced is the candidate of the slate from which the greatest number of directors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes from the Shareholders' Meeting in a specific voting round;

c-bis) if the application of the procedure described under letters a), b) and b)-bis does not permit compliance with the Bylaws regulations on gender balance, the quotient of votes to be attributed to each candidate from the slates is calculated by dividing the number of votes obtained by each slate by the number of the order of each candidate; the candidate of the most represented gender who has the lowest quotient among the candidates from all the slates is replaced, without prejudice to the minimum number of independent directors, by the candidate representing the less represented gender (with the subsequent higher number of order) on the same slate as the replaced candidates, or, alternatively, by the individual appointed in accordance with the procedure described under letter d). In cases in which candidates from different slates have obtained the same minimum quotient, the candidate to be replaced shall be the candidate of the slate from which the greatest number of directors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes by the Shareholders' Meeting in a specific voting round;

d) for the appointment of directors, who, for any reason, are not appointed in accordance with the procedures described above, the Shareholders' Meeting shall resolve by legal majority, in order to ensure that the composition of the Board of Directors is compliant with the law and the Bylaws.

Current peremptory legislative and regulatory provisions shall constitute, in any case, an exception to these policies.

13.6 The slate voting procedure shall be applied only in case of renewal of the entire Board of Directors.

13.7 The Shareholders' Meeting may change the number of Directors, including during its term, within the limitations laid down in subsection 1 of this Article, and shall make the respective

appointments according to the procedures set out in Article 13.5 (d) above. The term of office of Directors appointed in this way shall expire with the term of those currently in office.

13.8 If in the course of the financial year one or more vacancies occur on the Board, the procedure specified in Art. 2386 of the Italian Civil Code shall be followed.

In any case, respect for the minimum number of independent directors and the presence of least two fifths of the candidates for the Board of Directors, or any different proportion - if greater - as envisaged by provisions in force *pro tempore* on the matter of the directors belonging to the less represented gender must be ensured, with mandatory rounding up, in the event of a decimal figure, to the next whole number, if there are five or more members.

If there is no longer a majority of directors, the entire Board of Directors shall resign, and a Shareholders' Meeting shall be convened in a timely manner by the Board of Directors for the reconstitution of the latter.

13.9 The Board of Directors may set up Committees from among its members having advisory and proposal-making functions on specific issues.

## ARTICLE 14

14.1 The Board of Directors, unless this duty has been previously fulfilled by the Shareholders' Meeting, appoints the Chairman from among its members; furthermore, it appoints the Secretary, who may or may not be a director.

14.2 The Chairman:

- shall represent the Company, pursuant to Article 19 of these Bylaws;
- shall preside over Shareholders' Meetings, exercising functions in accordance with the law and the regulations of the Shareholders' Meeting;
- shall convene and preside over the Board of Directors, prepare the agenda and coordinate activities thereof;
- shall ensure that all adequate information on issues listed on the agenda are provided to the directors.

## ARTICLE 15

15.1 The Board of Directors shall be convened by the Chairman – or, in his absence or impediment, by the Chief Executive Officer, or, finally, in his absence or impediment, by the eldest board member – whenever he deems suitable or when at least two Board members request a meeting of the Board in writing. The request must indicate the reasons for convening the Board. The Board of Directors shall meet in the location indicated in the call notice. The notice is usually sent at least five days before the meeting. The Board of Directors' meetings may be held via conference call or video conference, on the condition that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions. The meeting shall be considered as having taken place where the Chairman of the meeting and the Secretary are located. The Board of Directors shall define additional terms and procedures for convening its meetings.

15.2 The meetings of the Board of Directors shall be chaired by the Chairman or in his absence or impediment, the Chief Executive Officer or, finally, in case of absence or inability to attend of the latter, by the eldest Board member present.

## ARTICLE 16

16.1 The Board of Directors shall be invested with the most extensive powers for the ordinary and extraordinary administration of the Company and, in particular, shall have the faculty to carry out all acts it deems appropriate for the implementation and achievement of the company purpose, excluding only the acts that the law or these Bylaws reserve to the Shareholders' Meeting. The Board of

Directors shall delegate its duties to one or more of its members, determining the limits of the delegation in accordance with Art. 2381 of the Italian Civil Code and appointing the Chief Executive Officer. The Board of Directors may always give instructions to the Chief Executive Officer and advocate to itself any operations falling within the scope of the powers delegated, just as it may revoke the powers conferred at any time, proceeding, if revoking the powers conferred upon the Chief Executive Officer, simultaneously to appoint another Chief Executive Officer. The Board may also establish Committees, determining their powers and the number of members.

At the proposal of the Chairman, in agreement with the Chief Executive Officer, the Board may also confer powers for single acts or categories of acts on other members of the Board of Directors. Within the remit granted to them, the Chairman and Chief Executive Officer may confer mandates and powers to represent the company for single acts or categories of acts on employees of the Company and also on third parties.

16.2 The Board of Directors, as proposed by the Chief Executive Officer, in agreement with the Chairman, may nominate one or more General Managers, defining their powers, having checked they possess the integrity requisites prescribed by law. The same may not hold any office indicated in article 13.3 of these Bylaws. The Board of Directors shall periodically assess the integrity and existence of causes of incompatibility of the General Managers. Failure to meet the requirements shall result in the forfeiture of the office.

16.3 On the occasion of meetings and at least once every three months, the Chairman or any Directors granted powers pursuant to this article of the Bylaws shall inform the Board of Directors and the Board of Statutory Auditors on the general trend of operations, including those of subsidiaries, on foreseeable developments, on operations with the most significant economic, financial and patrimonial impact, with special reference to operations in which directors have a personal or indirect interest and those which are affected by any party exercising management or coordination activities.

16.4 At the proposal of the Chief Executive Officer, in agreement with the Chairman, subject to the favourable opinion of the Board of Statutory Auditors, the Board of Directors shall appoint the Officer responsible for the preparation of financial reports, from those subjects who possess the professionalism requirements indicated below.

The Officer responsible for the preparation of financial reports must be chosen from among individuals who do not hold the offices indicated in art. 13.3 of these Bylaws and have carried out the following for at least three years:

- a) administration or control or management activities with listed companies on regulated markets of Italy or other European Union Member States or other OECD member countries with a share capital of no less than two million euros, or
- b) legal auditing of accounts at the companies indicated under letter a), or
- c) professional or university teaching activities (as professor) on financial or accounting matters, or
- d) managerial functions at public or private entities with competences in the financial, accounting or auditing sector.

The Board of Directors shall monitor to ensure that the Officer responsible for the preparation of financial reports has suitable powers and means by which to exercise the tasks attributed to him or her, and that current administrative and accounting procedures are respected.

## ARTICLE 17

17.1 The Board of Directors' meeting shall be legally constituted if the majority of Directors in office are in attendance.

17.2 Resolutions shall be adopted by majority vote cast by directors in attendance, and, in case of tie, the presiding individual shall cast the tie-breaking vote.

17.3 The minutes of Board meetings shall be drafted by the Secretary of the Board of Directors and signed by the Chairman of the meeting and the Secretary.

17.4 Copies of the minutes shall be certified by the Chairman of the meeting and the Secretary of the

Board of Directors and have full validity under the law.

#### ARTICLE 18

18.1 On an annual basis and for the entire term of office, the directors shall be compensated in an amount determined by the ordinary Shareholders' Meeting at the time of their appointment; the compensation amount determined in this way shall be valid until the Shareholders' Meeting resolves otherwise. The directors shall also be entitled to a refund of all expenses incurred in relation to the exercise of their office.

18.2 Directors vested with special offices shall receive compensation as determined by the Board of Directors, after consulting the Board of Statutory Auditors.

#### ARTICLE 19

19.1 Both the Chairman and the Chief Executive Officer shall be entitled to represent the Company before any judicial or administrative authority and before third parties as well as to sign on behalf of the company.

### **Section V - BOARD OF STATUTORY AUDITORS**

#### ARTICLE 20

20.1 The Board of Statutory Auditors shall comprise three standing auditors; in addition, three alternate auditors shall be appointed. The Shareholders' Meeting shall appoint the statutory auditors and determine their compensation. Statutory Auditors shall be chosen from those in possession of the requisites of integrity and professionalism laid down by applicable legislation, in particular by Decree no. 162 of 30 March 2000 of the Ministry of Justice.

For the purposes of the aforementioned decree, topics strictly under the purview of the Company shall be: commercial law, business administration and corporate finance.

For the same purpose, the engineering and geological sectors are under the direct purview of the Company.

20.2 The statutory auditors may be appointed to administrative and control bodies of other companies within the parameters set by Consob through its own regulations, with the exclusion of the offices indicated in Article 13.3 of these Bylaws.

20.3 The Board of Statutory Auditors shall be appointed by the Shareholders' Meeting on the basis of slates submitted by the shareholders, on which candidates shall be listed by means of a progressive number and in a number that shall not exceed the number of members of the body to be elected. One standing auditor and one alternate auditor must belong to the less represented gender.

For the deposit, submission and publication of slates, the procedures governed by the provisions of Article 13.3 of these Bylaws shall be applied.

Each shareholder may submit or participate in the submission of and vote a single slate in accordance with the terms set forth in the aforementioned legislative and regulatory provisions.

Slates may only be presented by Shareholders who, alone or together with other Shareholders, represent at least 2% or are together the owners of such other stake in the capital as Consob may set in its regulations.

Each candidate may only submit his/her candidacy on one slate, under penalty of ineligibility.

The slates shall be divided into two sections: one for candidates for the office of Standing Auditor and the other for candidates for the office of Alternate Auditor. At least the first candidate in each section must be enrolled in the register of external auditors and have worked on legal audits for a period of not less than three years.

The slates that, considering both sections, contain a number of candidates equal to or greater than three and compete for appointment to the majority of the members of the Board of Statutory Auditors, must include, in accordance also with the provisions set forth in the call notice for the Shareholders' Meeting, members of the less represented gender in the number stated in the first paragraph of this art. 20.3.

Two standing auditors and two alternate auditors shall be selected from the slate that receives the majority of votes. The other standing auditor and the other alternate auditor shall be appointed in accordance with provisions set forth in Article 13.5, letter b), to apply distinctly to each of the sections in which the other slates are articulated.

In the event that, *mutatis mutandis*, a similar situation should occur to that laid down in Article 13.5 b-bis) above, the procedures pursuant to the same letter b-bis) shall apply both for the standing auditors and alternate auditors, insofar as compatible with current regulations and with this Article.

The Shareholders' Meeting shall appoint as Chairman of the Board of Statutory Auditors the standing auditor elected in accordance with the provisions set forth in Article 13.5 letter b).

If the application of the procedure described above does not allow, as regards standing auditors, compliance with the gender division criterion set out in the first subsection of this art. 20.3, the quotient of votes to be attributed to each candidate from the standing auditor sections of the different slates, shall be calculated by dividing the number of votes obtained in each slate by the number of the order of each of the aforementioned candidates; the candidate of the most represented gender who has the lowest quotient among candidates from all slates, shall be replaced by the candidate belonging to the least represented gender listed, with the subsequent highest order number, in the same standing auditor section of the slate of the replaced candidate, or, subordinately, in the alternate auditor section of the same slate of the replaced candidate (who, in this case, shall take over the position of the alternate candidate he/she replaces); otherwise, if this operation does not allow compliance with the gender division criterion set out in the first subsection of this art. 20.3, the candidate shall be replaced by the individual appointed by the Shareholders' Meeting with a legal majority, so that a Board of Statutory Auditors compliant with the law and the Bylaws can be constituted.

In cases in which candidates from different slates have obtained the same quotient, the candidate to be replaced shall be the candidate of the slate from which the greatest number of auditors is selected, or, subordinately, the candidate from the slate that has received the least number of votes, or, in case of equal number of votes, the candidate that has obtained less votes by the Shareholders' Meeting in a specific voting round.

For the appointment of standing auditors, who, for any reason, are not appointed in accordance with the procedures described above, the Shareholders' Meeting resolves by legal majority, in order to ensure that the composition of the Board of Statutory Auditors is compliant with the law and the Bylaws.

In the case of replacement of the statutory auditor selected from the minority slates, the office shall be held by the alternate auditor selected from such slates.

In the case of replacement of a statutory auditor selected from the slate that obtained the majority of votes, the office shall be held by the first alternate auditor from the same slate; if the replacement does not allow compliance with the gender division criterion set out in the first subsection of this art. 20.3, the office shall be held by the second alternate auditor selected from such slate.

The slate voting procedure shall be applied only in case of renewal of the entire Board of Statutory Auditors. Current preemptory legislative and regulatory provisions shall constitute, in any case, an exception to these policies.

20.4 Outgoing statutory auditors can be re-elected.

20.5 With prior notification to the Chairman of the Board of Directors, the Board of Statutory Auditors may convene a Shareholders' Meeting and meetings of the Board of Directors. The authority to convene meetings of the Board of Directors may be exercised individually by each member of the Board of Statutory Auditors; the authority to convene a Shareholders' Meeting must be exercised by at least two members of the Board of Statutory Auditors.

20.6 The Board of Statutory Auditors' meetings may be held also via conference call or video conference, on the condition that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions. The meeting shall be considered as having taken place where the Chairman of the Board of Statutory Auditors and Secretary, if appointed, are located.

## **Section VI - FINANCIAL STATEMENTS, PROFITS AND DIVIDENDS**

### ARTICLE 21

21.1 A fiscal year runs from 1 January to 31 December of each year.

At the end of each fiscal year, the Board of Directors, in accordance with legislative provisions, shall draft the financial statements.

21.2 The net profit resulting from the approved financial statements will be allocated as follows:

- up to 5% to the legal reserve, until it reaches the limit required by the law;
- any remaining amount to shares, without prejudice to other resolutions made by the Shareholders' Meeting.

Dividends not claimed within the 5-year period elapsing from the day in which they can be claimed shall be reverted to the Company.

The Board of Directors may resolve to pay interim dividends during the fiscal year.

## **Section VII - LIQUIDATION AND DISSOLUTION**

### ARTICLE 22

22.1 Liquidation and dissolution of the Company shall be governed by legislative provisions.

## **Section VIII - GENERAL PROVISIONS**

### ARTICLE 23

23.1 All matters not expressly laid down in nor otherwise governed by these Bylaws shall be governed by legislative provisions.

## **TRANSITIONAL CLAUSE**

### ARTICLE 24

24.1 The composition of the Board of Statutory Auditors indicated in art. 20, characterised by the appointment of three standing auditors and three alternate auditors, and the further provisions referring to this composition, shall apply as of the first renewal of the control body after that appointed by the Shareholders' Meeting on 2 April 2019. Until such time the Board of Statutory Auditors shall be made up of three standing auditors and the number of alternate auditors appointed by the Shareholders' Meeting is two.

24.2 The provisions of articles 13.3 and 13.8, which aim to ensure that at least two-fifths of the directors belong to the least represented gender, shall apply as of the first renewal of the administrative body after that appointed by the Shareholders' Meeting of 2 April 2019. Up until such time, also in the case of co-optation, the composition of the Board of Directors shall comply with the quota of at least one third (rounded up to the next whole number in the case of a decimal number).