

Rome, 27th April 2020

## Ordinary Shareholders' Meeting of Be, Think, Solve, Execute S.p.A. held in first call on 22/04/2020

Synthetic Report on voting results on agenda items.

(pursuant to art. 125-quater, paragraph 2, Legis. Decree 24 February 1998, no.58)

### EXTRAORDINARY PART

**Point 1 of the agenda:** change of company name with a view to strengthening the existing brand and subsequent amendment of article 1 of the articles of incorporation; pertinent and subsequent resolutions.

#### Voting results

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	74.540.567	55,26	100,00
Votes against	-	-	-
Abstentions	-	-	-
Shares not expressing vote	-	-	-

### ORDINARY PART

**Point 1 of the agenda:** company's financial statements as of December 31, 2019, including the board of directors' report on operations, the report of the board of auditors, and the external auditors report; presentation of consolidated financial statements as of December 31, 2019; acknowledgement of 2019 consolidated nonfinancial statement pursuant to legislative decree no. 254 of December 30, 2016, 254; pertinent and subsequent resolutions.

#### Voting results:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	74.531.109	55,25	99,99
Votes against	-	-	-
Abstentions	9.458	0,01	0,01
Shares not expressing vote	-	-	-

**Point 2 of the agenda:** resolutions concerning the allocation of 2019 result; pertinent and subsequent resolutions.

Voting results:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	74.540.567	55,26	100,00
Votes against	-	-	-
Abstentions	-	-	-
Shares not expressing vote	-	-	-

**Point 3 of the agenda:** remuneration report - resolutions related to the first section of the report under article 123-ter, subparagraphs 3-bis and 3-ter, d. Lgs. February 24, 1998, no 58 and resolutions relating to the second section under article 123-ter, sub-paragraph 6, of d. Lgs. February 24, 1998 no. 58.

Outcome of the vote on Section I of the remuneration report:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	74.087.498	54,92	99,39
Votes against	73.069	0,05	0,10
Abstentions	380.000	0,28	0,51
Shares not expressing vote	-	-	-

Outcome of the vote on Section II of the remuneration report:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	69.069.329	51,20	92,66
Votes against	5.091.238	3,77	6,83
Abstentions	380.000	0,28	0,51
Shares not expressing vote	-	-	-

**Point 4 of the agenda:** appointment of company's board of directors, following determination of number of its members; determination of term of office and compensation; pertinent and subsequent resolutions.

Voting results determination of the number of Board of Directors components:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour of TIP proposal	61.052.855	45,26	81,91
Votes against	-	-	-
Abstentions	13.487.712	10,00	18,09
Shares not expressing vote	-	-	-

Voting results determination of the duration of the Board of Directors:

	Number of shares	As % of Share Capital	As % of shares admitted to vote
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour of TIP proposal	61.052.855	45,26	81,91
Votes against	-	-	-
Abstentions	13.487.712	10,00	18,09
Shares not expressing vote	-	-	-

Results of votes determination of Board of Directors' fees:

	<b>Number of shares</b>	<b>As % of Share Capital</b>	<b>As % of shares admitted to vote</b>
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour of TIP proposal	60.672.855	44,98	81,40
Votes against	-	-	-
Abstentions	13.867.712	10,28	18,60
Shares not expressing vote	-	-	-

Outcome of the vote Appointment of the Board of Directors:

	<b>Number of shares</b>	<b>As % of Share Capital</b>	<b>As % of shares admitted to vote</b>
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	70.100.567	51,97	94,04
Axxion S.A. List	14.138.950	10,48	20,17
iFuture Power in Action List	55.961.617	41,48	79,83
Abstentions	-	-	-
Shares not expressing vote	4.440.000	3,29	5,96

**Point 5 of the agenda:** authorization to purchase and dispose of treasury shares, pursuant to articles 2357 and 2357-ter of the Italian civil code, as well as article 132 of d. Lgs. February 24, 1998, n. 58, upon revocation of the relevant shareholders' meeting resolution of April 18, 2019; pertinent and subsequent resolutions.

Voting results:

	<b>Number of shares</b>	<b>As % of Share Capital</b>	<b>As % of shares admitted to vote</b>
Shares represented in the SHs' Meeting	74.540.567	55,26	100,00
Voting shares	74.540.567	55,26	100,00
Votes in favour	74.004.554	54,86	99,28
Votes against	536.013	0,40	0,72
Abstentions	-	-	-
Shares not expressing vote	-	-	-

This press release is available on the Company's website [www.be-tse.it](http://www.be-tse.it) and on the centralized storage mechanism "eMarket STORAGE" at [www.emarketstorage.com](http://www.emarketstorage.com).

**About Be**

'Be' group is listed in the star segment of 'Borsa Italiana' and is one of the leading Italian players in the consulting sector. The company provides Business Consulting and Information Technology services. A combination of specialist skills, advanced proprietary technologies and a wealth of experience enable the group to work with leading international financial and insurance institutions to create value and boost business growth. With more than 1,300 employees and branches in Italy, United Kingdom, Germany, Austria, Switzerland, Spain, Romania, Poland and Ukraine, in 2019 the group recorded revenues in the amount of euro 152.3 million.