

**BANCA IFIS S.P.A.**

Via Terraglio 63, 30174 VENICE–MESTRE

Tax Code and registration no. in the Companies Register of Venice 02505630109 – VAT no. 02992620274

Share capital as of 31<sup>st</sup> December 2010: Euro 53,811,095.00 fully paid up

Enrolled in the Register of Banks and Parent Company of the Banca IFIS Banking Group,

enrolled in the register of Banking Groups

www.bancaifis.it

**SUMMARY REPORT OF THE VOTING BY THE  
ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING  
HELD ON 27<sup>th</sup> APRIL 2012**(pursuant to art. 125-*quater*, paragraph 2, of Italian Legislative Decree 58/98)**Ordinary Part****Item 1 on the agenda****Approval of Annual Report as of 31<sup>st</sup> December 2011; communication of the Consolidated Annual Report as of 31<sup>st</sup> December 2011; allocation of the profit for the period; pertinent and consequent resolutions.**The proposal contained in the Directors' Explanatory Report, written and made available to the public pursuant to article 125-*ter* of Italian Leg. Decree 58/2008, was approved.

Shares present at the meeting at the start of the voting (personally or by proxy): 43,373,054 ordinary shares entitled to 43,373,054 votes, representing 80.602% of the share capital of 53,811,095 ordinary shares.

**Outcome of the voting**

|                            | <b>no. of shares</b> | <b>% of share capital</b> |
|----------------------------|----------------------|---------------------------|
| <b>In favour</b>           | 43,373,040           | 80.602%                   |
| <b>Against</b>             | 14                   | 0.000%                    |
| <b>Null</b>                | -                    | -                         |
| <b>Abstentions</b>         | -                    | -                         |
| <b>Total voting shares</b> | <b>43,373,054</b>    | <b>80.602%</b>            |

**Item 2 on the agenda**

**Authorization to purchase and sell treasury shares: subject to the previous authorization being revoked.**

The proposal contained in the Directors' Explanatory Report, written and made available to the public pursuant to article 125-ter of Italian Leg. Decree 58/2008, was approved.

Shares present at the meeting at the start of the voting (personally or by proxy): 43,373,054 ordinary shares entitled to 43,373,054 votes, representing 80.602% of the share capital of 53,811,095 ordinary shares.

**Outcome of the voting**

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| <b>Against</b>             | 14                   | 0.000%                    |
| <b>Null</b>                | -                    | -                         |
| <b>Abstentions</b>         | -                    | -                         |
| <b>Total voting shares</b> | <b>43,373,054</b>    | <b>80.602%</b>            |

**Item 3 on the agenda**

**Insurance policy covering the civil liability of corporate officers (D&O); pertinent and consequent resolutions.**

The proposal contained in the Directors' Explanatory Report, written and made available to the public pursuant to article 125-ter of Italian Leg. Decree 58/2008, was approved.

Shares present at the meeting at the start of the voting (personally or by proxy): 43,373,054 ordinary shares entitled to 43,373,054 votes, representing 80.602% of the share capital of 53,811,095 ordinary shares.

**Outcome of the voting**

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| <b>Against</b>             | 14                   | 0.000%                    |
| <b>Null</b>                | -                    | -                         |
| <b>Abstentions</b>         | -                    | -                         |
| <b>Total voting shares</b> | <b>43,373,054</b>    | <b>80.602%</b>            |

**Item 4 on the agenda**

**Remuneration policies in favour of officers, employees and collaborators of the Banca IFIS Banking Group: Remuneration report.**

The proposal contained in the Directors' Explanatory Report, written and made available to the public pursuant to article 125-ter of Italian Leg. Decree 58/2008, was approved.

Shares present at the meeting at the start of the voting (personally or by proxy): 43,373,054 ordinary shares entitled to 43,373,054 votes, representing 80.602% of the share capital of 53,811,095 ordinary shares.

**Outcome of the voting**

|                            | <b>no. of shares</b> | <b>% of share capital</b> |
|----------------------------|----------------------|---------------------------|
| <b>In favour</b>           | 43,373,040           | 80.602%                   |
| <b>Against</b>             | 14                   | 0.000%                    |
| <b>Null</b>                | -                    | -                         |
| <b>Abstentions</b>         | -                    | -                         |
| <b>Total voting shares</b> | <b>43,373,054</b>    | <b>80.602%</b>            |

**Extraordinary Part**

**Item 1 on the agenda**

**Changes to articles 5, 9, 11, 14, 21 and 22 in force of the Articles of Incorporation; pertinent and consequent resolutions.**

The proposal contained in the Directors' Explanatory Report, written and made available to the public pursuant to article 125-ter of Italian Leg. Decree 58/2008, was approved.

Shares present at the meeting at the start of the voting (personally or by proxy): 43,373,054 ordinary shares entitled to 43,373,054 votes, representing 80.602% of the share capital of 53,811,095 ordinary shares.

**Outcome of voting**

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|----------------------------|----------------------|---------------------------|
| <b>In favour</b>           | 43,373,040           | 80.602%                   |
| <b>Against</b>             | 14                   | 0.000%                    |
| <b>Null</b>                | -                    | -                         |
| <b>Abstentions</b>         | -                    | -                         |
| <b>Total voting shares</b> | <b>43,373,054</b>    | <b>80.602%</b>            |

Venice – Mestre, 30<sup>th</sup> April 2012