

Shareholder Rights Directive II – Annual Disclosure

Exor Capital LLP makes the below annual disclosure under the obligations arising from Article 3g(1)(b) of the revised Shareholder Rights Directive (EU 2017/828) (“SRD”) for the Calendar Year 2021.

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| <p>How has Exor Capital LLP’s engagement policy been implemented in a way that meets the below requirements.</p> <p>COBS 2.2B.5R (1) (b)</p> | <p>Under obligations arising from the revised Shareholder Rights Directive (EU 2017/828) (“SRD II”), a firm which trades shares on regulated and comparable markets, is required to either develop and publicly disclose an engagement policy as prescribed in COBS 2.2B.6R or disclose a clear and reasoned explanation of why it has chosen not to do so.</p> <p>Exor Capital LLP (“the Firm”) has disclosed publicly, on this website, its Engagement Policy (“Engagement Policy”) as prescribed in COBS 2.2B.6R. Furthermore, the Firm is required to disclose on an annual basis how its Engagement Policy has been implemented in a way that meets the requirements set out in COBS 2.2B.7R.</p> <p>The Firm currently runs a listed equity focussed strategy and a private equity focussed strategy. As with the engagement policy, this annual disclosure pertains to the actions undertaken by the listed equity team.</p> <p>Please see below details in respect of the Firm’s implementation of its Engagement Policy in relation to the Calendar Year 2021.</p> |
| <p>General description of voting behaviour.</p> <p>COBS 2.2B.7R (1)</p> | <p>The Firm chose to vote with management recommendation for proxy events of its investee companies. This includes for example voting in favour of management endorsed director candidates and management proposals on the retention of external auditors.</p> <p>In the absence of management recommendations, the Firm has voted in favour of all respective proposals.</p> <p>The Firm’s voting behaviour is in accordance with its Engagement Policy and consistent with the best interests of its clients.</p> |
| <p>How has Exor Capital LLP cast votes in the general meetings of companies in which it holds shares.</p> <p>COBS 2.2B.7R (2)</p> | <p>The Firm submitted votes electronically via proxy advisor portals. All voting submitted was in accordance with the Firm’s Proxy Voting Policy.</p> |

**An explanation of Exor Capital
LLP's most significant votes.**

COBS 2.2B.7R (1)

The Firm's criteria for what constitutes significant voting is based on resolutions which are voted for in Extraordinary and Special Shareholder Meetings.

We have judged **5.6%** of all proxy voting submitted in 2021 to be significant. The Firm has voted with management for all significant votes which were submitted during this period.

Exor Capital LLP's use of the services of proxy advisors.

COBS 2.2B.7R (1)

The Firm used the following proxy advisors, during the Calendar Year 2021, in order to access proxy forms and associated company materials (e.g. audited financial report), review proposals and submit votes electronically:

- ISS Proxy Exchange
- Broadridge