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Societa' : BANCA GENERALI  
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Informazione  
Regolamentata  
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Diffusione presunta  
Oggetto : PR: Ordinary and Extraordinary  
Shareholders' Meeting notice of calling

*Testo del comunicato*

Vedi allegato.

**PRESS  
RELEASE**

## Banca Generali: Ordinary and Extraordinary Shareholders' Meeting notice of calling.

*Milan, 18 March 2022* – The Board of Directors of Banca Generali, held today, has resolved – following the approval of the Annual Integrated Report 2021 containing the Consolidated Report on Operations, as per the press release issued on 9 March 2022 – to convene the Ordinary and Extraordinary Shareholders' Meeting to be held on Thursday, 21 April 2022 (first call) at 9:30 in Milan, at Company's operating offices in Piazza Tre Torri 1, and on Friday, 22 April 2022 (second call), at the same place and time.

The Shareholders' Meeting will be called to resolve upon: (i) in the ordinary session, the approval of the Financial Statements for the year ended on 31 December 2021 as well as the relative allocation of net profit for the year, the remuneration policies (including the proposal to raise the ratio of variable to fixed remuneration of some company functions to 2:1), a Banca Generali's Long-Term Incentive Plan, the incentive system and other variable remunerations based on financial instruments, and the authorisation to buy back own shares aimed at implementing the remuneration policies; and (ii) in the extraordinary session, the proposal of amendments to the Articles of Association.

Due to the Covid-19 emergency, the Company decided that – pursuant to, inter alia, Article 106 of Legislative Decree No. 18 dated 17 March 2020, as converted into Law no. 27 of April 24, 2020, the effectiveness of which was most recently extended pursuant to art. 3, paragraph 1, of Law Decree no. 228 of December 30, 2021 – attendance to the Shareholders' Meeting, in any case in compliance with laws applicable from time to time, **will only be possible through the Appointed Representative**. In any event, the date and/or place and/or manner of voting and/or conduct of the Shareholders' Meeting shall be subject to compliance with current legislation or measures issued by the competent authorities due to the Covid-19 emergency. Prompt notice will be given of any changes through the same channels used to publish the notice of calling and/or the information channels provided for in applicable law in force from time to time.

The notice of calling of the General Shareholders' Meeting will be published on the Company's website (<https://www.bancagenerali.com/governance/agm>) on 21 March 2022, and an excerpt thereof in the daily newspaper "Italia Oggi" on the same date.

The full text of the proposed resolutions and of the Board of Directors' Reports concerning the items on the agenda, as well as all the related documents will be made available, in compliance with the terms established by law, at the Company's registered offices, and will be published on the corporate website (<https://www.bancagenerali.com/governance/agm>), on Borsa Italiana S.p.A.'s website ([www.borsaitaliana.it](http://www.borsaitaliana.it)), and through the authorised storage mechanism [www.emarketstorage.com](http://www.emarketstorage.com).

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