

<p>Informazione Regolamentata n. 0856-13-2023</p>	<p>Data/Ora Ricezione 08 Marzo 2023 13:07:26</p>	<p>Euronext Milan</p>
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Societa' : BANCA GENERALI

Identificativo : 173163

Informazione
Regolamentata

Nome utilizzatore : BCAGENERALIN04 - Zazzaro

Tipologia : REGEM

Data/Ora Ricezione : 08 Marzo 2023 13:07:26

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Diffusione presunta

Oggetto : PR: Banca Generali, co-optation of Alfredo Maria De Falco as non-executive and independent Director and member of the Committees

Testo del comunicato

Vedi allegato.

**PRESS
RELEASE**

Banca Generali S.p.A.: co-optation of Alfredo Maria De Falco as non-executive and independent Director and member of the Committees (i) Nomination, Governance and Sustainability, (ii) Control and Risk and (iii) Remuneration

Milan, 8th March 2022 - Following the resignation submitted by Mr. Massimo Lapucci (see press release of 18 November 2022), Banca Generali hereby announces that the process of reintegration of the Board of Directors - conducted in compliance with the Decree of the Italian Ministry of Economy and Finance no. 169/2020 (hereinafter the "**MEF Decree**") and the relevant regulatory provisions - was finalised today through the co-option, pursuant to Article 2386 of the Italian Civil Code, of the independent and non-executive director Mr. Alfredo Maria De Falco. Alfredo Maria De Falco was co-opted by the Board of Directors with a unanimous resolution, based on the proposal of the Nomination, Governance and Sustainability Committee and the approval of the Board of Statutory Auditors. The new Director thus identified will remain in office until the Shareholders' Meeting called to approve the 2022 financial statements.

His appointment makes it possible to restore the full composition of the Board of Directors as well as the Endoconsiliar Committees (i) Nomination, Governance and Sustainability, (ii) Control and Risks and (iii) Remuneration. The Board also decided to appoint Ms. Roberta Cocco (former interim Chairman) as permanent Chairman of the Nomination, Governance and Sustainability Committee.

Having acknowledged the statements made, and the documentation submitted by the new Director, the Board of Directors of the Bank, supported by the Nomination, Governance and Sustainability Committee, has assessed:

- the existence of the requirements and criteria set forth in the MEF Decree;
- the possession of the independence requirement pursuant to Article 148, paragraph 3, as referred to in Article 147-ter, paragraph 4, of Legislative Decree No. 58/98, as subsequently amended, as well as the independence requirement pursuant to Article 2, Recommendation 7, of the Corporate Governance Code;
- the non-existence of causes of incompatibility for interlocking purposes, pursuant to Article 36 of Legislative Decree No. 201 of 6 December 2011
- the compliance of the composition of the Board of Directors as a whole with the indications expressed in the qualitative-quantitative profile previously identified by the outgoing body in the terms set forth in the document containing the "Indications as to the qualitative-quantitative composition deemed optimal of the Board of Directors", approved and published pursuant to law on 23 February 2021, and the fulfilment of the criteria of adequate collective composition, pursuant to Article 11 of the MEF Decree.

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**PRESS
RELEASE**

Born on 17 March 1971 in Naples (NA), Alfredo Maria De Falco, after graduating in Economics and Business at the Federico II University of Naples and obtaining a Doctorate in "Discipline of Business Economics and Corporate Governance" at the Naval University Institute in partnership with La Sapienza University of Rome, he gained extensive experience in leading companies operating in the banking and financial sector, assuming positions of increasing responsibility. Mr. De Falco has been a member of bodies with strategic supervisory functions at Camfin S.p.A., Cordusio SIM S.p.A. and UniCredit International Bank (Luxemburg) S.A. and currently sits on the Board of Directors of the European Institute of Oncology. He also teaches Acquisition & Leveraged Finance at the Master in Corporate Finance of Bocconi University.

A summary of the *curriculum vitae* of the newly elected director is available for consultation on the [website](#).

As of today's date, Alfredo Maria De Falco does not own any shares of Banca Generali.

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