

<p>Informazione Regolamentata n. 0856-24-2023</p>	<p>Data/Ora Ricezione 19 Aprile 2023 11:52:20</p>	<p>Euronext Milan</p>
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Societa' : BANCA GENERALI

Identificativo : 175464

Informazione
Regolamentata

Nome utilizzatore : BCAGENERALIN04 - Zazzaro

Tipologia : 1.1

Data/Ora Ricezione : 19 Aprile 2023 11:52:20

Data/Ora Inizio : 19 Aprile 2023 11:52:22

Diffusione presunta

Oggetto : The General Shareholders' Meeting of Banca Generali approved the Financial Statement at 31 December 2022

Testo del comunicato

Vedi allegato.

**PRESS
RELEASE**

The General Shareholders' Meeting of Banca Generali approved the Financial Statements at 31 December 2022

Milan, 19 April 2023 – The ordinary General Shareholders' Meeting of Banca Generali was held today under the chairmanship of Antonio Cangeri.

The Shareholders' Meeting:

- approved the 2022 Financial Statements of Banca Generali S.p.A., which closed with a net profit of € 226.2 million (€ 342.2 million in 2021). Consolidated net profit was € 213.0 million (€ 323.1 million in 2021);
- acknowledged the Consolidated Non-financial Statement pursuant to Article 4 of Legislative Decree No. 254/2016, specifically included in the Annual Integrated Report;
- resolved to:
 - distribute cash dividends for a total of 192.8 million euros, corresponding to a total payout of 90.5% of the 2022 consolidated net profit, made up of a portion equal to 80% of recurring net profit, equal to 178.4 million euros, and a portion equal to 60% of non-recurring net profit, net of the impact of the tax settlement agreement signed on 19 September 2022 with the Italian Revenue Agency, for an amount of 16.4 million euros;
 - pay the aforesaid dividends, net of withholding taxes where applicable, as follows: (i) 1.00 euros per share, ex-date 22 May 2023, record date 23 May 2023, and payment date 24 May 2023 and (ii) 0.65 euros per share, ex-date 19 February 2024, record date 20 February 2024, and payment date 21 February 2024;
- approved the Company's and Group's remuneration and incentivization policy for 2023 and acknowledged the report concerning the implementation during 2022 of the policy approved by the Shareholders' Meeting on 21 April 2022;
- approved the motion to raise to 2:1 the ratio of the variable to fixed component of the remuneration of some company managers included in the category of Key Personnel, as defined in the remuneration and incentivization policy;
- approved the adoption of a long-term incentive plan called "LTI 2023 Plan" reserved to executive directors, top managers and managers of Banca Generali S.p.A. and/or companies belonging to the Banca Generali Group, to pursue the objective of increasing the value of the bank shares meanwhile aligning the economic interest of its beneficiaries to those of the stakeholders;

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**PRESS
RELEASE**

- approved the incentive system and other share-based variable remuneration for Key Personnel which provides for 2023 for the recognition of part of the variable remuneration through the assignment of shares, so as to enable a better alignment of the interests of the Banca Generali Group's management and those of its shareholders through attentive management of company risks and pursuit of long-term strategies;
- authorised the buy-back and disposal up to a maximum of n. 369,260 own shares aimed at implementing remuneration and incentivization policies;
- approved the appointment as Directors of Banca Generali the already co-opted Directors Ilaria Romagnoli e Alfredo Maria De Falco; they will remain in office until the end of the term of the current Board, and therefore until the Shareholders' Meeting called to approve the Financial Statements for financial year 2023.

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Pursuant to applicable laws, the Financial Statements of Banca Generali S.p.A. and the Consolidated Financial Statements, as well as the related accounting documentation, will be made available to the public at the Company's registered office, its operating offices in Milan at Piazza Tre Torri n. 1, on the corporate website (<https://www.bancagenerali.com/en>) as well as on the website of Borsa Italiana S.p.A. (www.borsaitaliana.it) and on the authorized storage mechanism www.emarketstorage.com, as of today, 19 April 2023. The minutes of the Shareholders' Meeting will also be made available to the public in the same manner and within the terms established by applicable laws and regulations.

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The Manager responsible for preparing the company's financial reports (Tommaso Di Russo) declares, pursuant to Paragraph 2 of Article 154-bis, of the Italian Consolidated Law on Finance, that the accounting information contained in this press release corresponds to the documentary results, books and accounting records. Tommaso Di Russo (CFO of Banca Generali).

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Fine Comunicato n.0856-24

Numero di Pagine: 4