



**EXCERPT FROM THE NOTICE OF MEETING FOR THE
ANNUAL GENERAL MEETING TO BE HELD ON 28 OCTOBER 2022**

Notice is hereby given that an ordinary general meeting of shareholders in Mediobanca has been called to take place **in a single session at 10.00 a.m. on 28 October 2022**, at the Bank's headquarters in Via Filodrammatici 3, Milan, Italy, with the following

Agenda

1. Financial statements as at 30 June 2022, Board of Directors' review of operations and external auditors' report; report by the Statutory Audit Committee:
 - a. approval of financial statements for the year ended 30 June 2022;
 - b. allocation of profit for the year and distribution of dividend to shareholders.
2. Remuneration:
 - a. Group Remuneration Policy and Report: Section I – Mediobanca Group Remuneration Policy FY 2022-23;
 - b. Group Remuneration Policy and Report: resolution not binding on Section II – Group Remuneration Report FY 2021-22;
 - c. Policy in the event of the beneficiary leaving office or the employment arrangement being terminated;
 - d. 2023 incentivization system based on financial instruments (annual performance share scheme).

Information on the Bank's share capital and on the means and deadlines for:

- ◆ Taking part in the annual general meeting and exercising voting rights (it should be noted in this connection that the record date is 19 October 2022);
- ◆ Taking part in, and voting at, the annual general meeting by proxy, including via the Company's Appointed Representative (Mr Dario Trevisan);
- ◆ The submission of proposed resolutions and/or requests for items to be added to the agenda;
- ◆ Exercising the right to ask questions on items on the agenda prior to the meeting;
- ◆ Availability of the reports on the items on the agenda and other documentation for the Annual General Meeting;

is found in the notice of meeting available on the Bank's website at www.mediobanca.com (Governance/General Meetings/General Meeting 2022)

This excerpt has been published in the following daily newspapers: *Il Corriere della Sera* and *Mf/Milano Finanza*.

pp. the Board of Directors
CHAIRMAN
(Renato PAGLIARO)

Milano, 23 September 2022