



MEDIOBANCA

MEDIOBANCA S.p.A.

Registered Office: Piazzetta Enrico Cuccia 1, Milan
Share capital € 444,680,575 fully paid up
Tax code and Milan Co. Reg. No. n. 00714490158

ORDINARY SHAREHOLDERS' MEETING HELD ON 21 AUGUST 2025

**Summary account of the votes on the item of the Agenda in accordance
with art.125-quarter, paragraph No. 2, Legislative Decree No. 58/98**

Item 1 of the agenda

Authorizations, required pursuant to Article 104(1) of Italian Legislative Decree no. 58/1998, as amended, to be granted to the Board of Directors of Mediobanca – Banca di Credito Finanziario S.p.A. ("Mediobanca") to enable Mediobanca to: (i) execute the public voluntary exchange offer (the "Offer") for 100% of the ordinary shares in Banca Generali S.p.A. announced on 28 April 2025; (ii) use the ordinary shares in Assicurazioni Generali S.p.A. held by Mediobanca as the consideration for the Offer; (iii) exercise the right, where considered appropriate, to waive all or part of the conditions precedent set for the Offer. Related and/or subsequent resolutions.

Shares present at the meeting when the vote was opened No. 633,750,638 equal to 77.9253% of the No. 813,279,689 shares constituting the share capital.

The voting result was the following:

Votes result

	No. Share	% on shares represented in the meeting	% on share capital
Votes for	287,679,375	45.3931%	35.3728%
Votes against	84,995,381	13.4115%	10.4509%
Abstentions	261,075,882	41.1954%	32.1016%
Total shares	633,750,638	100.0000%	77.9253%