



Press release

Ordinary AGM called to approve financial statements and reappoint Board of Directors

At a Board meeting held today, the Directors of Mediobanca approved the draft individual and consolidated financial statements for the financial ended 30 June 2025, reflecting the situation described in the press release issued on 31 July 2025: the Group delivered a net profit for the twelve months of €1,330.1m, up 4.5% on last year, and Mediobanca a net profit of €1,012.2m (down 18.6% YoY).

As also disclosed on 31 July 2025, a gross dividend of €1.15 per share will be proposed to shareholders in Annual General Meeting, translating, in view of the interim dividend distributed in May 2025 (€0.56), to a balance of €0.59 per share to be paid on 26 November 2025, with record date 25 November, and the shares going ex-rights on 24 November.

Furthermore, having duly noted the result of the public exchange and purchase offer launched by Banca Monte dei Paschi di Siena for 100% of Mediobanca shares, and in order to facilitate an orderly and timely transition through the appointment of a new management body, the Directors all, with the exception of Sandro Panizza, tendered their resignations, effective from the date of the next Annual General Meeting.

The Board also decided, in view of the changes to the ownership structure and the different authorization framework this entails, not to proceed with the final tranche of the share buyback and cancellation programme included in the Strategic Plan announced on 31 July 2025.

The Board therefore called shareholders to come together in an ordinary Annual General Meeting to be held on 28 October 2025, to adopt resolutions in respect of the following agenda:

- Approval of financial statements for year ended 30 June 2025;
- Group Remuneration Policy and Report, FY 2025-26; Annual performance share scheme;
- Appointment of Board of Directors for the 2026-28 three-year period.

The notice of meeting for the AGM, plus the reports on the items on the agenda (including the Report on the qualitative and quantitative composition of the Board of Directors), will be made available to the public at the company's head office, and on websites www.mediobanca.com (Governance/General Meeting October 2025) and www.emarketstorage.com by the terms set by the regulations in force.

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MEDIOBANCA

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