# Unipol

## Unipol Assicurazioni S.p.A.

Registered Office in Bologna, Via Stalingrado 45 – Share Capital €3,365,292,408.03 fully paid-up

Tax Identification Number and Bologna Companies' Register Number 00284160371 - Parent Company of the Unipol Insurance Group entered on the Register of holding companies under number 046

### EXCERPT OF NOTICE CALLING THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
### (pursuant to article 125-*bis*, paragraph 1, of Legislative Decree no. 58/1998)

## NOTICE OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The ordinary and extraordinary session of the Shareholders' Meeting of Unipol Assicurazioni S.p.A. (the "Company") is hereby called for 29 April 2026, at 10.30 a.m., exclusively by means of telecommunications, to resolve on the following

### AGENDA

**In the Ordinary Session**

1. **2025 financial statements.**
   a) Approval of the financial statements as at 31 December 2025; Directors' Report; Report by the Board of Statutory Auditors and Independent Audit Report. Consequent and related resolutions.
   b) Allocation of the profits for the 2025 financial year and dividend distribution. Consequent and related resolutions.

2. **Composition of the Board of Directors. Consequent and related resolutions.**

3. **Report on Remuneration Policy and the payments made. Consequent and related resolutions.**
   a) Approval of the first section of the report on remuneration policy and the payments made in accordance with article 123-*ter*, paragraph 3 of Legislative Decree no. 58/1998 (Consolidated Law on Finance) and articles 41, 59 and 93 of Institute for the Supervision of Insurance "IVASS" Regulation 38/2018.
   b) Resolution on the second section of the report on remuneration policy and the payments made in accordance with article 123-*ter*, paragraph 6 of Legislative Decree no. 58/1998 (Consolidated Law on Finance).

4. **Acquisition and arrangements for treasury shares. Consequent and related resolutions.**

**In the Extraordinary session**

1. **Amendments to the Articles of Association. Consequent and Related Resolutions.**
   a) Amendment to article 5 ("Capital") in order to update the equity elements of the non-life and life operations in accordance with article 5 of the Supervisory Body for Private Insurance ("ISVAP") Regulation no. 17 of 11 March 2008.
   b) Amendment to article 19 ("Company Profits").

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**Attendance and Representation at Shareholders' Meetings**

Anyone who holds voting rights at the close of business on 20 April 2026 (*record date*) and for whom the company has received notification from the authorised intermediary shall be entitled to attend the Shareholders' Meeting and exercise their voting rights.

Anyone who only comes into ownership of the shares after 20 April 2026 shall not have the right to attend or vote at the Shareholders' Meeting.

As permitted under article 106, paragraph 4 of Law Decree no. 18/2020, converted with amendments by Law no. 27/2020, as subsequently finally amended by Law Decree no. 200 of 30 December 2025, converted with amendments into Law 27 February 2026 no. 26, as well as in accordance with the provisions of Art. 9 of the Company's by-laws ("By-Laws"), **eligible parties may only attend the Shareholders' Meeting by giving a proxy to the designated representative pursuant to article 135-*undecies* of the Legislative Decree no. 58/1998** (the "Designated Representative" and the "Consolidated Law on Finance") using the mechanisms described herein.

The company appointed Computershare S.p.a. with offices in Turin, Via Nizza 262/73, as the Designated Representative pursuant to article 135-*undecies* of the Consolidated Law on Finance. The Designated Representative will be available for clarifications or information at +39 011 0923200 or at the email address *sedeto@computershare.it* .

In accordance with Art. 9 of the By-Laws and in compliance with the conditions stipulated therein, the Shareholders' Meeting shall be held exclusively by means of remote communication, through the use of audiovisual and/or telephone connection systems, without in any case requiring the Chairman and the Secretary or Notary to be physically in the same place.

With regard to the above, persons with voting rights who intend to take part in the Shareholders' Meeting must give the applicable proxy to the Designated Representative pursuant to article 135-*undecies* of the Consolidated Law on Finance, with the voting instructions on the items on the agenda. The proxy must be given to the Designated Representative by the end of the 2nd trading day before the date of the Shareholders' Meeting, and therefore by **27 April 2026**, following the required procedures and using the specific form that will be available on the company website *www.unipol.com* under the section *Governance/Shareholders' Meetings/Ordinary and Extraordinary Shareholders' Meeting - 29 April 2026*, which will also explain the mechanisms that can be used to give notice of the proxies electronically or to withdraw, within the above-mentioned deadline, any proxies or voting instructions previously given. The proxy given to the Designated Representative may be sent **by 12.00 p.m. on 28 April 2026** if the specific web application prepared and managed directly by Computershare S.p.A., is used and through which the proxy form and the voting instructions can be filled out following a guided procedure.

Proxies and/or *sub*-proxies may also be given to said Designated Representative in accordance with article 135-*novies* of the Consolidated Law on Finance, as an exception to article 135-*undecies*, paragraph 4 of the Consolidated Law on Finance, using the same form as above available on the company's website to Computershare S.p.A. in the terms specified therein.

The proxy and/or *sub*-proxies will only be valid if voting instructions are given.

Holders of shares deposited with the company may attend the Shareholders' Meeting exclusively through the Designated Representative, subject to communication sent to the certified email address *segreteriagenerale@pec.unipol.it* or by calling +39 055 5095754.

Shareholders are reminded that there will be no voting by correspondence or by electronic means for this Shareholders' Meeting.

**Documentation and information**

The full notice calling the Shareholders' Meeting, available on the company website (*www.unipol.com*, section *Governance/Shareholders' Meeting/Ordinary and Extraordinary Shareholders' Meeting - 29 April 2026*), contains all the information and detailed instructions on the rights that may be exercised by the shareholders attendance and representation at Shareholders' Meetings, the right to submit questions and any additions to the agenda and to submit proposals on items already on the agenda of the Shareholders' Meeting.

The reports and proposed resolutions on items on the agenda will be made available to the public at the registered office and published on the aforementioned company website, and on the website of the authorised storage mechanism eMarket Storage (*www.emarketstorage.it)* in accordance with the law; they will be sent to anyone who requests them.

The following will be available to the public:

- from today's date, the directors' reports and proposed resolutions regarding items 1, 2 and 4 of the agenda for the ordinary session and on the only item on the agenda for the extraordinary session;

- by 7 April 2026, *(i)* the annual financial report and other documents pursuant to article 154-*ter*, paragraph 1 of the Consolidated Law on Finance, *(ii)* the annual report on corporate governance and ownership structure, and *(iii)* the directors' report with the proposed resolutions regarding item 3 on the agenda for the ordinary session.

By 14 April 2026, the financial statements of the subsidiaries and associated companies shall also be made available at the registered office.

Shareholders may obtain copies of said documentation.

Bologna, 27 March 2026        The Chairperson of the Board of Directors
*Carlo Cimbri*