



## Unipol Gruppo 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

### EXTRACT OF NOTICE CALLING ORDINARY SHAREHOLDERS' MEETING (pursuant to article 125-bis, paragraph 1, of Legislative Decree No. 58/1998)

## NOTICE OF ORDINARY SHAREHOLDERS' MEETING

The ordinary session of the shareholders' meeting of Unipol Gruppo S.p.A. is hereby called, on a single call, for 1 October 2021, at 11.30 a.m., at the corporate headquarters in Porta Europa in Bologna, Via Stalingrado 37, to consider the following

### AGENDA

#### 1. Proposal to distribute a portion of the extraordinary profit reserve recorded on the balance sheet of the Company. Related and consequent resolutions.

##### Attendance and representation at Shareholders' Meetings

Anyone who holds voting rights at the close of business on 22 September 2021 (record date) and for whom the Company has received the notification from the authorised intermediary shall be entitled to attend the shareholders' meeting and exercise their voting rights.

Anyone who becomes an owner of the shares after 22 September 2021 shall not have the right to attend or vote at the shareholders' meeting.

Holders of ordinary shares of Unipol Gruppo S.p.A. that are not deposited with Monte Titoli S.p.A. may only exercise the rights related to these shares if they deliver them to an intermediary to enter them into the centralised management system.

Due to the emergency caused by the Covid-19 pandemic and in order to ensure maximum protection of the health of the shareholders, Company representatives, employees and consultants of the Company, 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. 105 of 23 July 2021, **eligible parties may only attend the shareholders' meeting, without entering the place where the meeting is held, by giving a proxy to the designated representative pursuant to article 135-undecies of the Consolidated Law on Finance** (the "Designated Representative") using the mechanisms described herein.

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 containing voting instructions on the items on the agenda. The proxy must be given to the Designated Representative by the end of the second trading day before the date of the shareholders' meeting, and therefore **by 29 September 2021**, following the required procedures and using the specific form that will be available on the Company website ([www.unipol.it](http://www.unipol.it) under the section *Governance/Shareholders' Meetings/2021/Ordinary Shareholders' Meeting of 1 October 2021*), 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 given. Alternatively, the proxy given to the Designated Representative may be sent, **by 12.00 p.m. on 30 September 2021**, using the specific web application prepared and managed directly by Computershare S.p.A., through which the proxy form containing voting instructions for the Designated Representative can be filled out with a guided procedure.

The proxy will only be valid if voting instructions have been given.

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](mailto:sedeto@computershare.it).

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 form available on the Company's website which must be submitted **by 12.00 p.m. on 30 September 2021** to Computershare S.p.A.

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 [segreteria generale@pec.unipol.it](mailto:segreteria generale@pec.unipol.it) or by fax to +39 051 7096713, or by calling +39 055 5095308. Shareholders are reminded that there will be no voting by correspondence or by electronic means for this shareholders' meeting.

##### Documentation and further information

The full notice calling the shareholders' meeting, available on the Company website ([www.unipol.it](http://www.unipol.it), under the section *Governance/Shareholders' Meetings/2021/Ordinary Shareholders' Meeting 1 October 2021*), contains all the information and detailed instructions on the rights that may be exercised by shareholders regarding the right to submit questions and any additions to the agenda and to submit proposals on items that were already on the shareholders' meeting agenda.

From today's date, the directors' report, with the proposed resolutions on the single item of the agenda will be 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.com](http://www.emarketstorage.com)) and will be sent to anyone who asks for it.

The shareholders may obtain copies of said documentation.

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**The place and/or the mechanisms for holding the shareholders' meeting may change in the event of amendments to prevailing laws or further orders issued by the relevant authorities due to the Covid-19 emergency in effect on the date on which the shareholders' meeting is held. Notification will be promptly given of any changes using the same mechanisms provided for publishing the notice calling the meeting.**

Bologna, 7 August 2021

The Chairperson of the Board of Directors  
Pierluigi Stefanini