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Societa' : BANCA GENERALI

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Oggetto : PR: The General Shareholders' Meeting of
Banca Generali approved the Financial
Statements at 31 December 2024

Testo del comunicato

Vedi allegato



PRESS RELEASE

The General Shareholders' Meeting of Banca Generali approved the Financial Statements at 31 December 2024

Milan, 17 April 2025 – The Ordinary and Extraordinary Shareholders' Meeting of Banca Generali was held today, chaired by Antonio Cangeri.

In its ordinary session, the Shareholders' Meeting:

- approved the 2024 Financial Statements of Banca Generali S.p.A., which closed with net profit of €413.1 million (€314.9 million in 2023). Consolidated net profit was €431.2 million (€326.1 million in 2023);
- acknowledged the Sustainability Statement, prepared pursuant to Italian Legislative Decree No. 125 of 6 September 2024, implementing Directive (EU) 2022/2464 of 14 December 2022 (Corporate Sustainability Reporting Directive – CSRD);
- resolved to distribute a dividend of €2.80 per share (gross of legal withholdings), for each of the 116,851,637 outstanding shares and corresponding to a total payout of 76% of the 2024 consolidated net profit (of which equal to 76% of recurring consolidated net profit and 75% of non-recurring consolidated net profit). Dividends will be paid as follows:
 - i. €2.15 per share, ex-date 19 May 2025, record date 20 May 2025, and payment date 21 May 2025;
 - ii. €0.65 per share, ex-date 23 February 2026, record date 24 February 2026, and payment date 25 February 2026;
- approved the Company's and the Group's remuneration and incentive policy for 2025 and acknowledged the report on compensation paid in 2024 as approved by the Shareholders' Meeting on 18 April 2024;
- approved the motion to raise to 2:1 the ratio of the variable to fixed component of the remuneration of some company managers included in the category of Key Personnel, as defined in the Remuneration and Incentive Policy;
- approved the amendment to the Information Document on the Long Term Incentive Plan 2024 and the adoption of a long-term incentive plan called 2025 LTI Plan, intended for executive directors, top managers and managers of Banca Generali S.p.A. and/or of companies of the Banca Generali Group;
- approved the Plan based on financial instruments of Banca Generali Group, which envisages settlement of a portion of the variable remuneration in shares, so as to enable a better alignment of the interests of Banca Generali Group's management to those of shareholders;
- authorised the buy-back of a maximum of 410,780 treasury shares (of which 20,000 shares purchased by Intermonte SIM S.p.A) and their disposal, aimed at implementing remuneration and incentive policies and in service of the market-making activity conducted by the subsidiary Intermonte SIM S.p.A.

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In its extraordinary session, the Shareholders' Meeting:

- approved the following amendments to the Articles of Association:
 - Article 18, paragraphs 2, 3, 4, 5, 6, 7 and 8;
 - Article 22, paragraphs 2, 3, 4 and 5;
 - other minor linguistic amendments to Article 2 paragraph 2, Article 3 paragraph 3, Article 5 paragraph 3, Article 8 paragraphs 2 and 3, Article 11, Article 13 paragraph 4, Article 15 paragraph 13, Article 17 paragraphs 1 and 8, Article 20 paragraphs 1 and 2, Article 23 paragraphs 2 and 3, Article 25 paragraph 2, Article 26 and Article 27.

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Pursuant to applicable laws, the Financial Statements of Banca Generali S.p.A. and the Consolidated Financial Statements, as well as the related accounting documentation, will be made available to the public, as of today, 17 April 2025, at the Company's registered office, its operating offices in Milan at Piazza Tre Torri 1, on the corporate website (<https://www.bancagenerali.com/en>), as well as on the website of Borsa Italiana S.p.A. (www.borsaitaliana.it) and on the authorised storage mechanism www.emarketstorage.com. The minutes of the Shareholders' Meeting will also be made available to the public in the same manner and within the terms established by applicable laws and regulations.

The Manager responsible for preparing the company's financial reports (Tommaso di Russo) declares, pursuant to Paragraph 2 of Art. 154-bis of the Italian Consolidated Law on Finance, that the accounting information contained in this press release corresponds to the documentary results, books and accounting records.
Tommaso Di Russo (CFO of Banca Generali)

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