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Oggetto : PR: Public Voluntary Exchange Offer for 100%  
of Banca Generali shares promoted by  
Mediobanca

*Testo del comunicato*

Vedi allegato

PRESS  
RELEASE

# Public Voluntary Exchange Offer for 100% of Banca Generali shares promoted by Mediobanca

*Milan, 28 April 2025* – The Board of Directors (the “**Board**”) of Banca Generali S.p.A. (“**Banca Generali**”), convened today in extraordinary session, acknowledged the communication — pursuant to Article 102, paragraph 1, of Italian Legislative Decree No. 58 of 24 February 1998 (“**TUF**”) and Article 37 of Consob Regulation No. 11971 of 14 May 1999 (the “**Issuers’ Regulation**”) — issued on 28 April 2025 by MEDIOBANCA – Banca di Credito Finanziario S.p.A. (“**Mediobanca**”) concerning a public voluntary exchange offer for 100% of Banca Generali shares (the “**Offer**”).

Without prejudice to the fact that a thorough analysis of the Offer’s terms and conditions is currently underway, Banca Generali will express its opinion on the Offer within the terms and according to the procedures set forth by the law.

It should be noted that the Offer was **not solicited, nor priorly agreed upon** by Banca Generali.

Banca Generali Group’s activities will continue as planned or as already announced so as to forge ahead with the process of **value creation for all shareholders and stakeholders**.

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