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Societa' : UNICREDIT

Utenza - referente : UNICREDITN03 - Velo Michele

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Oggetto : UniCredit S.p.A. Board of Directors approves draft Company's Financial Statements and Consolidated Financial Statements as of 31 December 2025

Testo del comunicato

Vedi allegato



PRESS RELEASE

UniCredit S.p.A. Board of Directors approves draft Company's Financial Statements and Consolidated Financial Statements as of 31 December 2025

Based on the Board of Directors' approval of the financial results as of 31 December 2025, disclosed to the market on 9 February 2026, the Board of Directors of UniCredit S.p.A. in today's meeting approved:

- the Draft Company's Financial Statements and the Consolidated Financial Statements as of 31 December 2025, recording a net profit for Euro 8,121 million for UniCredit S.p.A. and a net profit for Euro 10,915 million at Consolidated level.
- the transfer of the “extra-profit” reserve (Euro 1,125 million) to the statutory reserve, which will take place after the payment to be executed in 2026 of the extraordinary contribution envisaged by the Italian Budget Law¹.
- the Board of Directors' Reports to the Shareholders' Meeting - to be held on 31 March 2026 - related to the following proposals:
 - approval of the 2025 Company Financial Statement of UniCredit S.p.A.
 - allocation of the 2025 net profit of UniCredit S.p.A. that envisages - among other items - the distribution of the final cash dividend for Euro 2,578,326,000, corresponding to Euro 1.7208² per share.
 - elimination of negative reserves for the components not subject to change by means of their definitive coverage, by use of available reserves.
 - purchase of a maximum no. 100,000,000 UniCredit shares, to allow the execution of a Share Buy Back Program (SBB) for a maximum amount of Euro 4,750,000,000 with the aim of pursuing the actions and targets in terms of shareholder remuneration.

The authorization to purchase is requested until the earlier of (i) the term of 18 (eighteen) months from the authorizing resolution of the Shareholders' Meeting; and (ii) the date of the shareholders' meeting that will be called to approve the financial statements for the year ending December 31, 2026. The share purchases must be carried out at a price that will be determined on a case-by-case basis, in compliance with applicable rules, including regulatory requirements, in force from time to time, it being understood that the purchase price cannot diverge downwards or upwards by more than 10% from the official price registered by the UniCredit share in the trading session of Euronext Milan, on the day prior to the execution of each individual purchase transaction. The purchase transactions which are the subject of the authorization requested to the Shareholders' Meeting will be carried out (indicatively in more transactions) in accordance with the procedures regulated pursuant to Article 132 of the Italian Consolidated Financial Act, Article 144-bis of the Consob Issuers' Regulation no. 11971/99 and more generally by the applicable rules, in force from time to time and may be carried out in compliance with the conditions provided by Article 3 of Delegated Regulation (EU) No. 1052/2016 in order to benefit, where the conditions exist, from

¹ Following the payment of the extraordinary contribution, the tax mechanism provided for by Law No.136/2023 will permanently cease to apply, and the “extra-profit” reserve will be tax-exempt pursuant to Law No.199/2025.

² The overall €4,750 million cash dividend (of these, €2,172 million already paid as interim dividend in November 2025) corresponds to a dividend per share (DPS) equal to €3.1490 calculated as €1.4282 interim DPS paid in November 2025, plus €1.7208 final DPS, calculated as of 23 February 2026 based on the number of shares eligible for dividend payment at payment date.



the exemption under Article 5 of Regulation (EU) no. 596/2014 (MAR) and the related implementing provisions. On the date of this report, UniCredit S.p.A. does not hold treasury shares in the portfolio.

Subject to the approval of the abovementioned Shareholders' Meeting, the Company: (i) will proceed with the cash dividend distribution that envisages an ex-dividend date on 20 April 2026, a record date on 21 April 2026 and a payment date on 22 April 2026; (ii) intends to launch the purchases of the 2025 SBB, with the prior approval of the Supervisory Authorities.

For further information please see the Directors' Reports for the Shareholders' Meeting, which will be made available within the deadlines provided by law.

In line with the distribution policy and subject to the necessary corporate and regulatory approvals and to the applicable capital requirements, an interim FY26 cash dividend is expected to be paid in November 2026, amounting to approximately 45% of the total expected FY26 cash dividend, based on a target payout of 50% of net profit.

Milan, 23 February 2026

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