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Societa' : UNIPOL

Utenza - referente : UNIPOLN08 - Nardi Alessandro

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Oggetto : Press release Unipol – Crossing the threshold set forth in Article 106, paragraph 1, of TUF in BPER Banca S.p.A. and undertaking pursuant to Article 49, paragraph 1, letter e), of the Issuers' Regulation

Testo del comunicato

Vedi allegato

CROSSING THE THRESHOLD SET FORTH IN ARTICLE 106, PARAGRAPH 1, OF TUF IN BPER BANCA S.P.A. AND UNDERTAKING PURSUANT TO ARTICLE 49, PARAGRAPH 1, LETTER E), OF THE ISSUERS' REGULATION

Bologna, 23 October 2026

Following the disclosure to the market of the execution of BPER Banca S.p.A. ("**BPER**") share buy-back programme on 23 October 2026, Unipol announces that - as a consequence of the execution of BPER's share buy-back programme and considering the direct stake and the long positions held through derivative financial instruments (the "**Exposure**")- its Exposure has exceeded the 30% of BPER's share capital, threshold set forth in Article 106, paragraph 1, of Legislative Decree No. 58 of 24 February 1998 (the "**TUF**").

In this regard Unipol intends to avail itself of the exemption from the obligation to launch a mandatory tender offer on BPER, pursuant to Article 49, paragraph 1, letter e), of the Issuers' Regulation, by assuming the commitment to disposal to third parties not qualifying as related parties of Unipol, within and no later than 12 months from today's date, of BPER shares or of a portion of the derivative contracts to the extent necessary and sufficient to reduce its Exposure below the 30% threshold set forth in Article 106, paragraph 1, of the TUF, ensuring not to exercise voting rights for a shareholding exceeding the aforementioned 30% threshold.

Unipol Group

The Unipol Group is one of the leading insurance groups in Europe as well as being leader in Italy in the non-life insurance business (especially MV and health), with total premiums of €17.4bn that include €9.6bn in non-life income and €7.8bn in life income (2025 figures). Its approach is to offer an integrated range of insurance products and services mainly through the parent company Unipol Assicurazioni, UniSalute (the leading health insurer in Italy), Linear (direct MV insurance), Arca Vita and Arca Assicurazioni (life and non-life bancassurance through the branches of BPER), SIAT (transport insurance) and DDOR (insurance company operating in Serbia). It also operates in the real estate, hotel (UNA Italian Hospitality), medical-healthcare (Santagostino) and viticultural (Tenute del Cerro) sectors. The ordinary shares of Unipol Assicurazioni S.p.A. have been listed on the Italian Stock Exchange since 1990, and are also on the FTSE MIB® and MIB® ESG indexes.

Unipol Group

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