



UniCredit S.p.A.- Registered Office and Head Office: Piazza Gae Aulenti no. 3 - Tower A - 20154 Milan; Share Capital € 21,367,680,521.48 fully paid-up - Bank registered with the National Register of Banks and with the Register of Banking Groups and Parent Company of the UniCredit Banking Group, code 02008.1 - ABI (Italian Banking Association) Code 02008.1 – registration in the Milan-Monza-Brianza-Lodi Companies' Register, Fiscal Code and VAT no. 00348170101 - Member of the National Interbank Deposit Guarantee Fund and of the National Compensation Fund - Stamp duty paid virtually, if due - Auth. Agenzia delle Entrate, Ufficio di Roma 1, no. 143106/07 of 21.12.2007

EXCERPT FROM THE NOTICE OF CALL OF THE EXTRAORDINARY SHAREHOLDERS' MEETING

(pursuant to Article. 125-bis, paragraph 1, of Legislative Decree no. 58/1998)

The Shareholders' Meeting of UniCredit S.p.A. (the "Company") is convened in extraordinary session, in **Milan, UniCredit Tower Hall, via Fratelli Castiglioni 12, on 10 April 2025, at 10 a.m., in a single call.**

The Meeting is convened to decide on the following

AGENDA

Extraordinary part

1. Proposal to grant the Board of Directors, pursuant to Art. 2443 of the Italian Civil Code, with the power, to be exercised within 31 December 2025, to increase the share capital, in one or more tranches and in a divisible form, without pre-emption right pursuant to Art. 2441, paragraph 4, first sentence, of the Italian Civil Code, and with issuance of maximum no. 266,000,000 ordinary shares, with ordinary rights and the same characteristics as the shares already outstanding on the issue date, whose issuance price shall be determined by the Board of Directors pursuant to applicable laws, to be paid up by way of contribution in kind functional to a voluntary public exchange offer (*offerta pubblica di scambio volontaria*) on all the ordinary shares of Banco BPM S.p.A.; subsequent amendment of Art. 6 of the Company's by-laws; related and subsequent resolutions.

Information concerning the share capital and shares with voting rights as well as information concerning the manners, terms and procedures regarding:

- the right to attend and vote at the Shareholders' Meeting, personally or by proxy, also by means of the Company's designated representative (please note that the *record date* falls on **1 April 2025** and that the Company's designated representative is Computershare S.p.A.);
- the exercise of the right to add items to the agenda and to submit further resolution proposals on items already on the agenda as per Article 126-bis of the TUF;
- the exercise of the right to ask questions pertaining to items on the agenda prior to the Shareholders' Meeting (please note that questions must be received by the Company **no later than 3 April 2025**);
- the availability of the explanatory Reports concerning the items on the agenda;

is given in the notice of call, available on the Company website www.unicreditgroup.eu/agm10april2025, to the full content of which you are invited to refer for any other information concerning the Shareholders' Meeting and the exercise of the rights of the Shareholders.

Milan, 24 November 2024

THE CHAIRMAN OF THE BOARD OF DIRECTORS

Signed by *Pietro Carlo Padoan*