



## EXTRACT FROM NOTICE OF CALL OF GENERAL MEETING

(pursuant to art. 125-bis(1), Leg. Dec. 58/1998)

The shareholders of Banca Finnat Euramerica S.p.A. are hereby called to a combined Ordinary and Extraordinary General Meeting at the registered office in Rome - Palazzo Altieri - Piazza del Gesù, 49 – on 30 April 2021 at 15:00, barring any updates which will be promptly announced as a consequence of developments arising from the COVID-19 health emergency or any guidance that may be issued in relation to said emergency, to discuss and vote on the following:

### AGENDA

#### Extraordinary section

1. Proposals to modify articles 5, 7, 12, 12-bis, 13-bis, 15, 16 and 20 of the company bylaws. Elimination of art. 25. Proposal to renumber bylaw articles; related and consequent resolutions.

#### Ordinary section

1. separate financial statement closed on 31 December 2020 complete with the relative reports from the Board of Directors, Board of Auditors and the Company entrusted with the legal auditing of accounts. Presentation of the consolidated financial statement at 31 December 2020. Related and consequent resolutions.
  - 1.1. Approval of separate financial statement;
  - 1.2. Resolutions on the destination of the period result.
2. Appointment of the members of the Board of Directors for the financial years ending 31 December 2021, 2022 and 2023; related and consequent resolutions.
  - 2.1. Determination of the number of members of the Board of Directors.
  - 2.2. Appointment of the members of the Board of Directors.
  - 2.3. Determination of the remuneration of the members of the Board of Directors.
3. Appointment of the Honorary Chair and determination of the term of office; related and consequent resolutions
4. Appointment of the members of the Board of Auditors for the financial years ending 31 December 2021, 2022 and 2023; related and consequent resolutions.
  - 4.1. Appointment of the members of the Board of Auditors and its Chair.
  - 4.2. Determination of the remuneration of the members of the Board of Auditors.
5. Report on the remuneration policy and on the fees paid pursuant to art. 123-ter of Leg. Dec. 58/98 and 84-quater of the Regulation adopted by Consob with resolution no. 11971 of 14 May 1999, including information on the remuneration policies for Directors, Employees and Consultants not bound by an employment relationship. Related and consequent resolutions.
  - 5.1. Binding resolution on the first section of the report on the remuneration policy, drawn up pursuant to art. 123-ter(3) of Leg. Dec. 58/1998.

- 5.2. Non-binding resolution on the second section of the report on fees paid, drawn up pursuant to art. 123-ter(4) of Leg. Dec. 58/1998.

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The date and/or place and/or speaking and/or voting method and/or holding the Meeting stated in the notice of call are subject to compatibility with current legislation and/or measures announced by the competent authorities on the COVID-19 health emergency, as well as to the fundamental principles of safeguarding the health of the company's shareholders, employees, representatives and consultants. Any changes will be promptly announced in the same manner as envisaged for publication of this notice and/or through the information channels provided for by the legislation in force at the time. In addition, in order to guarantee timely receipt by the Company of the communications and documents indicated in the notice of call, Shareholders are invited to prefer the use of the telematic notification tools indicated in the same notice in place of postal services which, given the current emergency, may be delayed.

In consideration of the COVID-19 health emergency and having regard to the provisions laid down in art. 106(4) of Leg. Dec. 17 March 2020, no. 18, converted with amendments by Law no. 27 of 24 April 2020 (as subsequently amended), speaking at the Meeting and exercising the right to vote will be carried out exclusively through a Proxy.

Information regarding:

- attendance at the Meeting (the Record Date is 21 April 2021);
- speaking at the Meeting and exercising voting rights, exclusively through a Proxy;
- exercising the right to ask questions about the matters on the agenda;
- exercising the right to supplement the agenda and to submit new resolution proposals, as well as the right to submit resolution proposals individually;
- the procedure for appointing members of the Board of Directors and the Board of Auditors;
- the availability of reports on the items on the agenda and the documents relating to the Meeting;
- the share capital;

is given in the full notice of call available on the Company website [www.bancafinnat.it](http://www.bancafinnat.it) (under "Investor Relations/Corporate Governance/Meeting") and at the authorised storage mechanism "NIS-Storage" (at [www.emarketstorage.com](http://www.emarketstorage.com)).

Rome 20 March 2021

Chairman of the Board of Directors  
(Flavia Mazzarella)