PRESS RELEASE

THE SHAREHOLDERS' MEETING APPROVES THE FINANCIAL STATEMENTS AND ALLOCATION OF THE PROFIT FOR THE YEAR 2024 AND PASSES OTHER RESOLUTIONS

The Shareholders' Meeting of Banco di Desio e della Brianza S.p.A., convened today in first call, having provided for the participation of Shareholders exclusively through a Designated Representative in accordance with applicable provisions, passed the following resolutions:

THE ORDINARY SHAREHOLDERS' MEETING:

- ✓ **APPROVED THE FINANCIAL STATEMENTS AT 31 DECEMBER 2024**
- ✓ **APPROVED THE PAYMENT OF THE DIVIDEND FOR THE FINANCIAL YEAR 2024**
- ✓ **APPROVED THE ANNUAL REPORT ON THE REMUNERATION POLICY AND ON REMUNERATION PAID**
- ✓ **APPROVED THE ANNUAL INCENTIVE PLAN CALLED "2025 INCENTIVE SYSTEM", BASED ON THE ASSIGNMENT OF "PHANTOM SHARES" TO THE CHIEF EXECUTIVE OFFICER AND GENERAL MANAGER AND TO THE REMAINING IDENTIFIED STAFF OF BANCO DI DESIO E DELLA BRIANZA S.P.A. AND ITS SUBSIDIARIES**
- ✓ **APPROVED, BASED ON THE REASONED PROPOSAL OF THE BOARD OF STATUTORY AUDITORS, AN ADDITION TO THE FEE OF THE INDEPENDENT AUDITORS KPMG S.P.A. FOR THE ASSIGNMENT OF CERTIFYING THE COMPLIANCE OF THE NON-FINANCIAL STATEMENT FOR THE PERIOD 2021-2029**

THE EXTRAORDINARY SHAREHOLDERS' MEETING:

- ✓ **APPROVED AMENDMENTS TO CERTAIN ARTICLES OF THE ARTICLES OF ASSOCIATION AIMED, AMONG OTHER THINGS, AT PROMOTING MORE EFFICIENT MANAGEMENT OF SHAREHOLDERS' MEETINGS THROUGH THE APPOINTMENT OF A DESIGNATED REPRESENTATIVE AND AT EXTENDING THE ROLE OF THE FINANCIAL REPORTING OFFICER TO INCLUDE SUSTAINABILITY REPORTING.**

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Approval of the financial statements and allocation of profit for the year 2024

The Ordinary Shareholders' Meeting approved the financial statements at 31 December 2024. The net profit for the year is equal to Euro *124,186,049.75.* In this context, the Shareholders' Meeting approved the distribution of a dividend to the shareholders amounting to Euro *0.4566*[1] for each of the ordinary shares outstanding. In compliance with the Stock Exchange calendar, the dividend will be paid on 30 April 2025, against detachment of coupon no. 34; the ex-dividend date, for the purposes of share prices, and the "record date"[2] will be 28 and 29 April 2025, respectively.

The Ordinary Shareholders' Meeting was also presented with the consolidated financial statements, which include the consolidated sustainability report prepared in accordance with Article 4 of Italian Legislative Decree no. 125/2024, transposing Directive (EU) 2022/2424 (the Corporate Sustainability Reporting Directive – CSRD).

The individual and consolidated financial statements were audited by KPMG S.p.A., which did not report any irregularities and expressed an opinion of consistency and compliance of the report on operations with the legal provisions and with the financial statements. With reference to the "sustainability report", the Independent Auditing Firm expressed an opinion of compliance ("limited assurance engagement") in accordance with the applicable provisions.

Annual Report on the Remuneration Policy and on Remuneration Paid

The Ordinary Shareholders' Meeting also approved the Annual Report on the Remuneration Policy and on Remuneration Paid, prepared in compliance with the relevant supervisory provisions.

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[1] The dividend per share amount will remain unchanged even following the further reduction of the outstanding ordinary shares as part of the ongoing buyback programme, for which additional repurchases of treasury shares are planned before the dividend record date. These repurchased shares will not be entitled to the dividend. Specifically, the dividend amount for the additional shares purchased between the date of approval of the draft financial statements and the aforementioned record date will be allocated to the Statutory Reserve.
In light of the treasury share purchases under the ongoing buyback programme, as of 17 April Banco Desio holds 2,340,192 treasury shares, meaning the number of shares outstanding as of that date is 132,022,857, a reduction compared to the same number on 11 March 2025 (formerly 132,589,857 shares outstanding, as indicated in the "Proposal for approval of the financial statements and allocation of net profit" contained in the Draft Financial Statements at 31 December 2024).
Considering the dividend amount of Euro 0.4566 per share to be allocated to each of the 132,022,857 shares outstanding, the net profit to be allocated to the Shareholders as of the Shareholders' Meeting date is Euro 60,281,636.51, showing a decrease of Euro 258,892.20 compared to the amount indicated in the "Proposal for approval of the financial statements and allocation of net profit", which is allocated to increase the Statutory Reserve.
[2] Date of entitlement to receive the dividend pursuant to Article 83-terdecies CFA (Consolidated Finance Act) by Italian Legislative Decree no. 91/2012

Annual incentive plan called "2025 Incentive System", based on the assignment of "Phantom Shares" to the Chief Executive Officer and General Manager and to the remaining identified staff of Banco di Desio e della Brianza S.p.A. and its subsidiaries.

The Ordinary Shareholders' Meeting approved the annual incentive plan called the "2025 Incentive System", drawn up pursuant to Article 114-bis, paragraph 1, of the Consolidated Finance Act, based on the assignment of "Phantom Shares" to the Chief Executive Officer and General Manager and the remaining identified staff of Banco di Desio e della Brianza S.p.A. and its subsidiaries pursuant to Article 2359 of the Italian Civil Code and the attribution to the Board of Directors, with the right to sub-delegate, of all powers needed for the actual implementation of the "2025 Incentive System" Plan, to be exercised in accordance with the provisions of the relevant information document posted on the institutional website at www.bancodesio.it ("About us/Governance/Our Governance Model/Shareholders' Meeting" Section).

Addition to the fee for the independent auditors KPMG S.p.A. for the task of certifying the compliance of the non-financial statement pursuant to Article 3, paragraph 10, of Italian Legislative Decree no. 254/2016 for the period 2021-2029.

The Ordinary Shareholders' Meeting, upon a reasoned proposal by the Board of Statutory Auditors, approved – pursuant to Article 13, paragraph 2-ter of Italian Legislative Decree no. 39/2010 and Article 18, paragraph 1 of Italian Legislative Decree no. 125/2024 – the addition to the fee for the independent auditors KPMG S.p.A. for the task of certifying the compliance of the non-financial statement assigned pursuant to Article 3, paragraph 10, of Italian Legislative Decree no. 254/2016 for the period 2021-2029 in relation to the additional procedures to be carried out pursuant to the same Italian Legislative Decree no. 125/2024 implementing Directive (EU) 2022/2424 (the Corporate Sustainability Reporting Directive – CSRD).

Amendments to the Articles of Association

The Extraordinary Shareholders' Meeting approved the amendment of Articles 7, 9, 10, 11, 14, 15, 17, 18, 22 and 25 of the Articles of Association. These amendments are, among other things, intended to promote more efficient management of Shareholders' Meetings by incorporating into the Articles of Association certain new provisions introduced by Italian Law no. 21 of 5 March 2024 (the "Capital Law"), which provides for the possibility, for companies with shares listed on a regulated market, to provide in their Articles of Association for the Board of Directors to determine, from time to time, that shareholders may participate in Shareholders' Meetings and exercise their voting rights exclusively through a representative appointed by the company in accordance with Article 135-undecies of the Consolidated Finance Act (CFA).

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The minutes of the Extraordinary and Ordinary Shareholders' Meeting will be made available to the public within the legal deadlines at the registered office and on the institutional website www.bancodesio.it ("About us/Governance/Our Governance Model/Shareholders' Meeting" Section), as well as on the "1INFO" authorised storage mechanism, which can be consulted on the website www.1info.it. The report summarising the votes will also be made available on the Bank's website at www.bancodesio.it, in accordance with the law and regulations.

Desio, 17 April 2025

BANCO DI DESIO E DELLA BRIANZA S.p.A.

The Chair

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BANCO DI DESIO E DELLA BRIANZA S.P.A. Established in 1909 and listed on the Milan Stock Exchange since 1995, today Banco Desio is a modern multi-product banking Group oriented towards the future in keeping with its own traditions, with strong territorial roots and an organisational structure focused on offering high quality services to its customers, including through digital channels. The Banco Desio Group operates in Northern and Central Italy and Sardinia, with a distribution network of 281 branches and approximately 2,400 employees. It operates in the consumer credit sector through Fides S.p.A. and Dynamica Retail S.p.A., finance companies that specialise in salary-backed loans. It operates through distribution agreements with leading national and international parties in the assets under management and "bancassurance" areas. It has total assets of over Euro 18 billion.

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