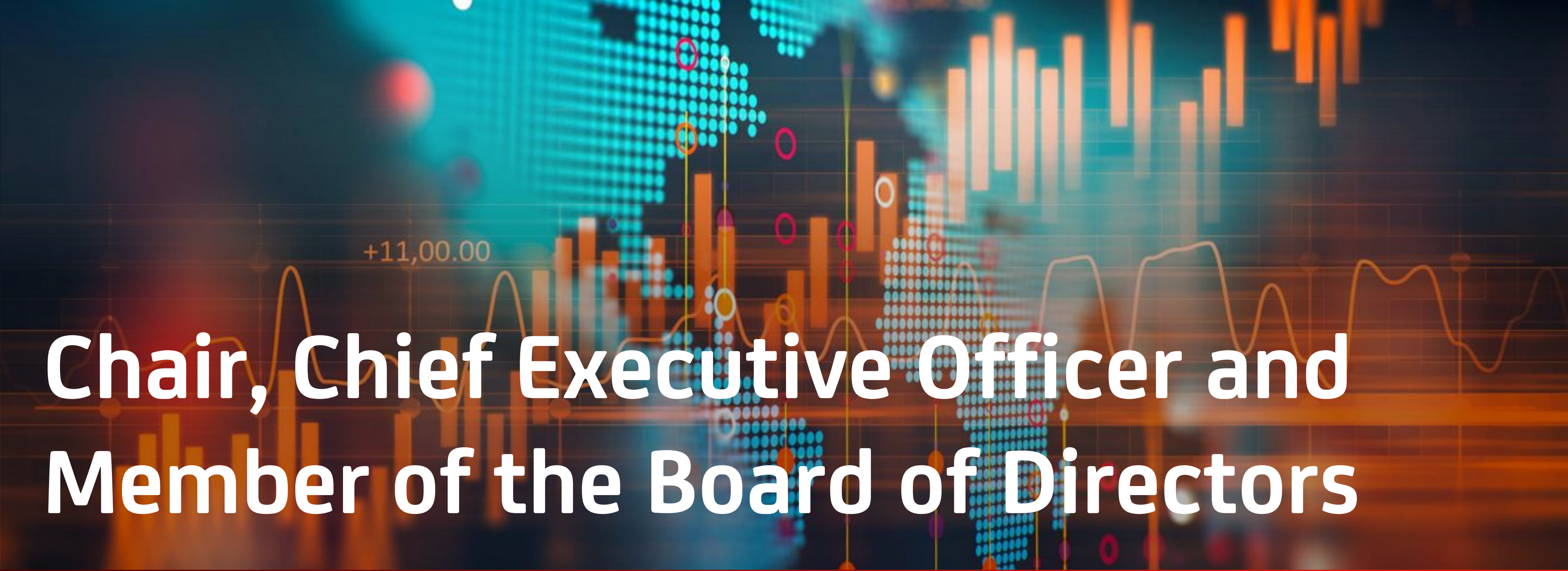

Chair, Chief Executive Officer and Member of the Board of Directors

Process for selecting candidates

July 2026

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Parties to the Process

Task Force

A small number of Directors that supports the Board to carrying out its duties. If no Task Force is named, its activities will be carried out by the Nomination Committee.

External Consulting Firm

One or more leading head-hunting firms, chosen from among companies of high standing, appointed by the Board of Directors to support the Bank in the definition of the Board Profile and/or in the search for potential candidates.

Nomination Committee

Supports the Board of Directors in the various stages of the Process, by making proposals and carrying out preparatory and instrumental activities.

Chair of the Nomination Committee

Unless resolved otherwise by the Board of Directors, leads the Process, ensuring it is carried out in a timely and effective manner.

Governance and Sustainability Committee

Supports the Board of Directors in defining the optimal governance structure for the purpose of drafting the Board Profile.

Board of Directors

Takes decisions on the Process, including: (i) approval of the Board Profile; (ii) approval of the engagement of the External Consulting Firm; (iii) identification of candidates when a Board Slate is submitted to the Shareholders' Meeting; (iv) appointment of Directors to fill vacancies (“cooptazione”).

The parties are supported throughout the Process by the Board Secretary, to ensure that meetings, proposal and decisions are duly documented, reported and relevant tasks are timely planned, and by the Group Legal to provide legal advice and support the process’ duly implementation.

Annex B – Process for selecting candidates

Scope of the Process – Board Profile and Board Slate

BOARD PROFILE AND BOARD SLATE

1 – Nomination of Task Force & External Consulting Firm

- Nomination Committee proposes to the Board of Directors the scope and members of the Task Force
- Nomination Committee may propose to the Board the appointment of an External Consulting Firm for the Board Profile and/or the candidate search

2 – Definition of the Board Profile

- Nomination and Governance and Sustainability Committees cooperate on the Board Profile
- Governance and Sustainability Committee analyses the Board's optimal governance structure
- Nomination Committee submits the Board Profile to the Board for approval

3 – Selection of Candidates

- Board Chair (or Nomination Committee Chair) checks Directors' willingness to be reappointed
- Task Force / Nomination Committee sets candidate numbers (Board Slate = Board size + 1/3 per Art. 147-ter.1 TUF; initial list ≥ Board Slate + 1/3) and builds the initial list with the External Consulting Firm
- Individual interviews are conducted to draft the short list

4 – Approval of the Board Slate

- Nomination Committee proposes to the Board a candidate list drawn from the short list, for the Shareholders' Meeting
- Board of Directors resolves on the proposed Board Slate with the favourable vote of at least 2/3 of its members
- The Board Slate is published on the Company's website within the applicable statutory terms

Board Profile

- Aims to balance the risk of self-referentiality with continuity needs.
- Can be refined on the basis of the dialogue with shareholders and proxy advisors but must be concluded before the review of individual candidacies and never refers to specific names.
- Must be published before the notice of call of the Shareholders' Meeting convened to appoint the Directors

Legal Framework & Regulatory References

The Process (Annex B) and the Engagement Policy (Annex C) are grounded in the following legal, regulatory and self-regulatory sources.

ANNEX B - BOARD SLATE PROCESS

Source	Reference
Art. 147-ter.1 TUF	Board Slate size - Board size increased by one third
Bank of Italy Circular 285/2013	First Part - Chapter 1 - Section IV (composition & appointment of corporate bodies)
Corp. Governance Code & CONSOB	Art. 4, Recommendation 23 (list guidelines) and CONSOB "Richiamo d'attenzione" no. 1/2022

ANNEX C - ENGAGEMENT POLICY

Source	Reference
Directive (EU) 2017/828	SRD II - encouragement of long-term shareholders' engagement
Bank of Italy Circular	Composition and functioning of corporate bodies
Market best practices	Assogestioni (I-SDX) and Assonime Principles for Listed Companies' Dialogue with Investors
Corporate Governance Code	Principle IV and Recommendation 3 - dialogue with shareholders

Dialogue with Stakeholders

The Board of Directors engages in a structured Dialogue with Shareholders and Stakeholders as follows.

OWNER OF THE DIALOGUE

Chair of the Board	Governance and Board matters, and internal control system - in agreement with the CEO
Chief Executive Officer	Strategy, business matters and bank's management - in agreement with the Chair
Committee Chairs	Upon delegation by the Chair of the Board, on matters within their Committee's remit, subject to prior agreement on terms and contents

KEY PRINCIPLES OF THE DIALOGUE

Equal Treatment	Equal treatment among Shareholders in the same position
Transparency	Clear, complete, correct, true and not misleading
Confidentiality	No Inside Information or otherwise confidential information disclosed
Black-out Periods	As a general rule, no Dialogue during black-out periods; exceptions require Board approval and safeguards

CONTACT CHANNELS

- azionisti@unicredit.eu for non-institutional shareholders (email managed by Group Legal - Group Corporate Affairs & Shareholding)
- investorrelations@unicredit.eu for institutional shareholders and proxy advisors (email managed by Group Stakeholder Engagement - Group Investor Relations)

Annex C – Engagement Policy

Dialogue Initiation & Management

DIALOGUE INITIATION

Request for Dialogue

Reactive: initiated by Shareholders or Proxy Advisors

Offer for Dialogue

Proactive: initiated by the Chair or the CEO, in agreement with each other, each within their own remit

Supervisory Request

Meetings/info requests from the Supervisory Authority (not regulated by this Policy - separate internal procedures apply)

DIALOGUE MANAGEMENT

Evaluation

Chair and CEO assess requests within their remit; may be accepted, declined or accepted on different terms - in any case duly replied to

Meeting and Minutes

Board Secretary (or Group IR Manager, if attending) documents the meeting

Reporting

Chair ensures that the Board is informed at the first available meeting