

NOTICE OF MEETING

This Notice of Meeting replaces the Notice of Meeting of the Ordinary Shareholders' Meeting of 14/15 December 2021, published and disseminated to the market on 10 November last and hereby revoked.

The time periods for the exercise of Shareholders' rights pursuant to law shall therefore commence as of the date of publication of this Notice of Meeting. Any voting instructions already sent in relation to the revoked Shareholders' Meeting must therefore be sent again in accordance with the following instructions.

SOCIETÀ CATTOLICA DI ASSICURAZIONE Società per Azioni

Registered office at Lungadige Cangrande 16, Verona

Tax code and Verona Companies Register No.

00320160237

Listed in the Register of Insurance Companies at No. 1.00012

A company subject to the management and coordination of Assicurazioni Generali S.p.A.

Fully paid-up share capital €685,043,940.00

NOTICE OF ORDINARY SHAREHOLDERS' MEETING

The Ordinary Shareholders' Meeting is convened for **9.00am on Thursday 23 December 2021** at single call, exclusively by means of telecommunications - as permitted by the applicable emergency framework - to discuss and resolve on the agenda below.

Due to the Covid-19 epidemic and pursuant to Article 106, paragraph 4, of Legislative Decree No. 18 of 17 March 2020, converted by Law No. 27 of 24 April 2020, as amended, participation in and exercise of voting rights at the Shareholders' Meeting by those entitled is permitted solely through the Designated Representative, pursuant to Article 135-*undecies* of Legislative Decree No. 58/1998, according to the instructions provided in the specific section of this notice. The Designated Representative may also be granted proxies and/or sub-proxies pursuant to Article

Società Cattolica di Assicurazione S.p.A.

Sede Legale: Lungadige Cangrande 16, 37126 Verona - Italia - Pec cattolica.assicurazioni@pec.gruppocattolica.it - Tel. +39 045 8 391 111
Fax +39 045 8 391 112 - Cap. Soc. Euro 685.043.940,00 i.v. - C. F. e iscr. Reg. Imp. di VR n. 00320160237 - R.E.A. della C.C.I.A.A. di Verona n. 9962
P. IVA del Gruppo IVA Cattolica Assicurazioni n. 04596530230 - Albo Imprese presso IVASS n. 1.00012 - Rappresentante del Gruppo IVA
Cattolica Assicurazioni - Capogruppo del Gruppo Cattolica Assicurazioni, iscritta all'Albo dei gruppi assicurativi presso IVASS al n. 019
Impresa autorizzata all'esercizio delle assicurazioni a norma dell'art. 65 R.D.L. numero 966 del 29 aprile 1923.
www.cattolica.it

135-novies of the Consolidated Law on Finance (TUF), in derogation from Article 135-undecies, paragraph 4, of the TUF.

AGENDA:

1. Award of statutory audit mandate:
 - consensual early termination of the current mandate with PricewaterhouseCoopers S.p.A.;
 - award of a new mandate for financial years 2021-2029 to a new auditing company;
 - determination of the consideration payable to the new auditing company.

ADDITION OF ITEMS TO THE AGENDA AND PRESENTATION OF NEW DRAFT RESOLUTIONS

According to the applicable procedures and deadlines, Shareholders who individually or collectively represent at least 2.5% of the share capital may, within ten days of publication of this Notice of Meeting (and therefore by Friday 3 December 2021), request items to be added to the list of matters to be discussed, indicating in their requests the additional matters proposed, or submit draft resolutions for matters already on the agenda.

Items may not be added to the agenda for matters on which the Shareholders' Meeting adopts resolutions, in accordance with the law, at the proposal of the Directors or on the basis of a draft or report produced by them, other than those referred to in Article 125-ter, paragraph 1, of Legislative Decree No. 58 of 24 February 1998 (the Consolidated Law on Finance or TUF).

Said request must be received in writing by the Company within ten days of publication of this Notice of Meeting (and therefore by 3 December 2021) by certified email at assemblea@pec.gruppocattolica.it, or by email at AdempimentiSocietari@cattolicaassicurazioni.it, or delivered by hand at the registered office at Lungadige Cangrande 16, Verona, for the attention of the head of the Funzione Adempimenti Societari (the corporate obligations function). In the latter case, in view of the health emergency and in order to better organise the appropriate safety precautions for access to company premises, requests to access Company premises must be emailed at least 24 hours beforehand, to AdempimentiSocietari@cattolicaassicurazioni.it, it being specified that documents may be delivered by hand to the registered office during office hours (Mon-Fri 8.30am-5.00pm) and, in any case, by and no later than 5.00pm on Friday

3 December 2021. In the same way, Shareholders wishing to add items to the agenda must also prepare a report stating the reasons for the draft resolutions on the matters that they put forward for discussion, or the reasons for the additional draft resolutions presented on matters already on the agenda, by the same deadline.

This request must be accompanied by a specific notice produced by the depositary intermediary, with effect from the date of the request, addressed to the Company, according to the procedures and at the addresses indicated above, attesting to the ownership of the shares by the requesting Shareholders, as well as the shareholding required to request agenda additions.

Any additions to the agenda will be made known, within the statutory deadlines, in the same forms as those established for the publication of this Notice of Meeting.

Similarly, reports prepared by Shareholders requesting additions to the agenda, accompanied by any changes made by the Board of Directors, will be made available to the public in the same form and according to the same procedures as for the Shareholders' Meeting documentation.

Once their relevance to the items on the Shareholders' Meeting agenda have been ascertained, these proposals will be published on the Company's website by the statutory deadlines, in order to allow Shareholders entitled to vote to express their opinion in full knowledge of the circumstances, including in relation to said new proposals, and to allow the Designated Representative to collect any voting instructions related to them.

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DOCUMENTATION AND ADDITIONAL INFORMATION

The documents containing the draft resolutions, reports of the Board of Directors relating to the items on the agenda, the forms to be used for proxy voting, as indicated below, and information on the amount of share capital will be deposited, within the statutory deadlines, at the Company's registered office, and will be made available to Shareholders wishing to view them and obtain a copy.

These documents will also be available on the Company's corporate website at <http://www.cattolica.it/home-corporate> (in the "Governance/Shareholders' Meeting" section), on the Consob-authorized eMarket-Storage facility, managed by Spafid Connect S.p.A. and accessible from the website <http://www.emarketstorage.com>, and from Borsa Italiana S.p.A.

If a copy of the said documents is to be collected from the Company's registered office, in view of the health emergency and in order to better organise the appropriate safety precautions for access to company premises, requests to access said premises must be emailed at least 24 hours beforehand to AdempimentiSocietari@cattolicaassicurazioni.it. Please remember that access is only possible during office hours (Mon-Fri 8.30am-5.00pm).

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PARTICIPATION IN THE SHAREHOLDERS' MEETING

Entitlement to attend Shareholders' Meetings and to exercise voting rights is certified by a notice sent to the company by an authorised intermediary, in accordance with its accounting records, on behalf of the party entitled to vote.

The notice is sent by the intermediary on the basis of the information on the record date, which is the seventh trading day prior to the convocation date (Tuesday 14 December 2021).

Any party holding shares after Tuesday 14 December 2021 (the record date) will not be entitled to participate in and vote at the Shareholders' Meeting.

Holders of shares which have not yet been dematerialised may only take part in the meeting after their share certificates have been delivered to an authorised entity for their entry into the system in dematerialised form and for subsequent notification by the authorised intermediary.

The participation of Shareholders in the Shareholders' Meeting is subject to the applicable laws and regulations and the provisions contained in the Articles of Association published on the Company's website.

Those entitled to vote may be represented at Shareholders' Meetings in accordance with the law.

For this purpose, in view of the Covid-19 emergency and for the purposes of providing maximum protection and safety to Shareholders as permitted by Article 106, Decree Law No. 18 of 17 March 2020 "containing measures to strengthen the national health service and economic support for families, workers and companies connected with the Covid-19 epidemic" (the "Cura Italia" Decree), as confirmed following the enactment of Law No. 21 of 26 February 2021, converted with amendments into the "Mille Proroghe" Decree, **Shareholders may take part in the Shareholders' Meeting, without attending the**

meeting location, **exclusively by granting a proxy to the Designated Representative pursuant to Article 135-undecies of the TUF** (the “Designated Representative”), according to the procedures described below.

The Company has identified Computershare S.p.A., with registered office at Via Lorenzo Mascheroni 19, 20145 Milan, as the Designated Representative.

Participation in the Shareholders’ Meeting by the corporate officers, the Secretary and the Designated Representative, as well as any other parties authorised by the Chairman of the Board of Directors, will take place through the use of remote connection systems that guarantee the identification of said parties in accordance with the rules that apply in such an event, in accordance with the statutory measures in place to contain the Covid-19 epidemic.

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PARTICIPATION AND VOTING IN THE SHAREHOLDERS’ MEETING THROUGH THE DESIGNATED REPRESENTATIVE PURSUANT TO ARTICLE 135 – UNDECIES OF THE TUF – PROXIES AND SUB-PROXIES PURSUANT TO ARTICLE 135 - NOVIES OF THE TUF

Participation in the Shareholders’ Meeting is permitted exclusively through the granting of a proxy to the Designated Representative.

Shareholders intending to take part in the Shareholders’ Meeting must therefore be represented, free of charge (subject to any costs of sending the proxy) by the Designated Representative by the granting of a proxy containing voting instructions on all or some of the items on the agenda.

The Designated Representative must receive the proxy, according to the procedures described below, by the end of the second trading day before the date of the Shareholders’ Meeting, using the appropriate form, which will be available on the Company’s corporate website at <http://www.cattolica.it/home-corporate>, in the “Governance/Shareholders’ Meeting” section, which also specifies how to grant and send the proxy, and to revoke the proxy and any voting instructions that may have already been conferred, by the same deadline.

The proxy granted to the Designated Representative pursuant to Article 135 – *undecies* of the TUF, containing voting instructions, together with a copy of a valid identity document - and in the case of a delegating legal person, a document attesting to the powers to grant the proxy - must be sent to Computershare S.p.A., within the above deadline, a)

to the certified email address cattolica@pecserviziotitoli.itor b) by sending the original of the proxy and a copy of the further documentation attached by registered letter with return receipt to Computershare S.p.A., Via Monte Giberto 33 – 00138 Rome; in the latter case, a copy of the documentation reproduced electronically may be sent by ordinary email in advance of the registered letter to the mailbox cattolica@pecserviziotitoli.it (please note that the registered letter must arrive within the above deadline to be valid).

The Designated Representative may also, again according to the above procedures, be granted a proxy and/or sub-proxy in accordance with Article 135-*novies* of the TUF, in derogation from Article 135-*undecies*, paragraph 4 of the TUF, using the form provided on the Company's corporate website <http://www.cattolica.it/home-corporate> in the "Governance/Shareholders' Meeting" section.

It should be noted that the proxy to the Delegated Representative will only be valid for draft resolutions for which voting instructions have been granted.

The Designated Representative will be available for clarification or information at +39 02 124128 810 from 10.00am to 1.00pm and from 2.00pm to 5.00pm, Monday to Friday, or at the email address cattolica@pecserviziotitoli.it.

It should be noted that there are no postal or electronic voting procedures for this Shareholders' Meeting.

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RIGHT TO ASK QUESTIONS CONCERNING ITEMS ON THE AGENDA

Given that the Shareholders' Meeting is attended exclusively through the Designated Representative, Shareholders may ask questions about the items on the agenda prior to the meeting by sending them to the Company in writing by certified email to assemblea@pec.gruppocattolica.it, or by email to AdempimentiSocietari@cattolicaassicurazioni.it, or by delivery by hand to the registered office at Lungadige Cangrande 16, Verona, for the attention of the Head of the Corporate Obligations function, making sure to specify the agenda item to which the request refers. In the latter case, in view of the health emergency and in order to better organise the appropriate safety precautions for access to company premises, requests to access said premises must be emailed at least 24 hours beforehand to AdempimentiSocietari@cattolicaassicurazioni.it, it being specified that documents may be delivered by hand to the registered office during office hours (Mon-Fri 8.30am-

5.00pm).

Questions must be received by the Company by and no later than Tuesday 14 December 2021.

Only questions that are strictly relevant to the items on the agenda will be considered.

Applicants must provide their personal data (surname and name or company name in the case of a legal person, place and date of birth and tax number) and, in accordance with current regulations, provide documentary proof of voting rights issued by the depositary intermediary.

Questions received by the stated deadlines that are relevant to the agenda and comply with the procedures, deadlines and conditions indicated above, will be answered by 17 December 2021 by publication on the Company's website, with the option to provide a single response to questions on a similar subject.

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INFORMATION ON THE SHARE CAPITAL

The subscribed and fully paid-up share capital amounts to €685,043,940.00 as at the date of this Notice of Meeting and is represented by 228,347,980 ordinary shares. Each share entitles the holder to one vote.

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Further information on the rights exercisable by Shareholders is available on the Company's corporate website at <http://www.cattolica.it/home-corporate> (in the "Governance/Shareholders' Meeting" section), and any requests may be sent to assemblea@pec.gruppocattolica.it.

This Notice of Meeting was published today on the Company website, on Borsa Italiana S.p.A., on the Consob-authorized eMarket-Storage facility and, as an excerpt, in the *Il Sole 24 Ore* daily newspaper.

Verona, 23 November 2021

The Chairman

Davide Croff