

# PART II

## 2.1 Tables

**Table 1** – Payments to members of the Administrative and Control Bodies, to General Managers and to other Managers with Strategic Responsibilities

Person Name and surname	Office held	Period for which office was held	Office expiry	Emoluments (in Euro)						Total	Fair value equity	Severance indemnity for end of office or termination of employment	
				Emoluments for the office held	Non-equity variable remuneration								
				Fixed emoluments	Fees for participation in committees	Bonus and other incentives	Profit sharing	Non monetary benefits	Other remuneration				
Emoluments within the company that prepares the financial statement													
<b>Gabriele GALATERI DI GENOLA</b>				<b>Total</b>	<b>333,626</b>	<b>50,000</b>	--	--	<b>3,073</b>	--	<b>386,698</b>	--	--
Chair of the Board of Directors	1.1-29.4.2022	Approved f.s. 2021		281,461	36,000			3,073			320,534		
Member of the Board of Directors	1.1-29.4.2022	Approved f.s. 2021		32,603							32,603		
Chair of the Corporate Governance, Social and Environmental Sustainability Committee	1.1-29.4.2022	Approved f.s. 2021		9,781	8,000						17,781		
Member of Investments Committee	1.1-29.4.2022	Approved f.s. 2021		9,781	6,000						15,781		
<b>Andrea SIRONI</b>				<b>Total</b>	<b>552,055</b>	<b>20,000</b>	--	--	<b>2,320</b>	--	<b>574,375</b>	--	--
Chair & Member of the Board of Directors	2.5-31.12.2022	Approved f.s. 2024		534,795				2,320			537,115		
Member of the Board of Directors	30.4-1.5.2022	Approved f.s. 2024		548							548		
Member of the Board of Directors	28.2-29.4.2022	Approved f.s. 2021		16,712	20,000						36,712		
Chair of the the Nominations and Corporate Governance Committee	12.5-31.12.2022	Approved f.s. 2024									--		
<b>Francesco Gaetano CALTAGIRONE</b>				<b>Total</b>	<b>14,082</b>	<b>12,000</b>	--	--	--	--	<b>26,082</b>	--	--
Member of the Board of Directors	1.1-13.1.2022	Approved f.s. 2021		3,562							3,562		
Member of the Board of Directors	29.4-26.5.2022	Approved f.s. 2024		7,671	12,000						19,671		
Member of the Appointments and Remuneration Committee	1.1-13.1.2022	Approved f.s. 2021		712							712		
Member of the Corporate Governance, Social and Environmental Sustainability Committee	1.1-13.1.2022	Approved f.s. 2021		712							712		
Member of Investments Committee	1.1-13.1.2022	Approved f.s. 2021		1,068							1,068		
Member of the Strategic Operations Committee	1.1-13.1.2022	Approved f.s. 2021		356							356		
<b>Philippe DONNET</b>				<b>Total</b>	<b>1,910,626</b>	--	<b>3,279,022</b>	--	<b>320,145</b>	--	<b>5,509,793</b>	<b>4,449,602</b>	--
Managing Director/Group CEO <sup>(1)</sup>	1.1-31.12.2022	Approved f.s. 2024		1,910,626		3,279,022		320,145			5,509,793	4,449,602 <sup>(1)</sup>	
Member of the Board of Directors	1.1-31.12.2022	Approved f.s. 2024											
Chair of Investments Committee	1.1-29.04.2022	Approved f.s. 2021											
Chair of the Strategic Operations Committee	1.1-29.04.2022	Approved f.s. 2021											
<b>Lorenzo PELLICOLI</b>				<b>Total</b>	<b>159,151</b>	<b>142,000</b>	--	--	--	--	<b>301,151</b>	--	--
Member of the Board of Directors	1.1-31.12.2022	Approved f.s. 2024		100,000	84,000						184,000		
Member of the Appointments and Remuneration Committee	1.1-29.4.2022	Approved f.s. 2021		9,781	24,000						33,781		
Member of the Strategic Operations Committee	1.1-29.4.2022	Approved f.s. 2021		3,260	8,000						11,260		
Member of Investments Committee	1.1-31.12.2022	Approved f.s. 2024		26,877	14,000						40,877		
Member of the Remuneration and Human Resources Committee	12.5-31.12.2022	Approved f.s. 2024		19,233	12,000						31,233		

Person Name and surname	Office held	Period for which office was held	Office expiry	Emoluments (in Euro)							Total	Fair value equity	Severance indemnity for end of office or termination of employment
				Emoluments for the office held			Non-equity variable remuneration						
				Fixed emoluments	Fees for participation in committees	Bonus and other incentives	Profit sharing	Non monetary benefits	Other remuneration				
<b>Clemente REBECCHINI</b>			<b>Total</b>	<b>175,342</b>	<b>162,000</b>	--	--	--	--	<b>337,342<sup>(2)</sup></b>	--	--	
Member of the Board of Directors		1.1-31.12.2022	Approved f.s. 2024	100,000	88,000					188,000			
Member of the Corporate Governance, Social and Environmental Sustainability Committee		1.1-29.4.2022	Approved f.s. 2021	6,521	6,000					12,521			
Member of the Strategic Operations Committee		1.1-29.4.2022	Approved f.s. 2021	3,260	8,000					11,260			
Member of Investment Committee		1.1-31.12.2022	Approved f.s. 2024	26,877	20,000					46,877			
Member of the Risk and Control Committee		1.1-31.12.2022	Approved f.s. 2024	38,685	40,000					78,685			
<b>Alberta FIGARI</b>			<b>Total</b>	<b>67,712</b>	<b>104,000</b>	--	--	--	--	<b>171,712</b>	--	--	
Member of the Board of Directors		1.1-29.4.2022	Approved f.s. 2021	32,603	36,000					68,603			
Chair of the Risk and Control Committee		1.1-29.4.2022	Approved f.s. 2021	19,562	22,000					41,562			
Member of the Appointments and Remuneration Committee		1.1-29.4.2022	Approved f.s. 2021	9,781	40,000					49,781			
Chair of the Related Party Transactions Committee <sup>(3)</sup>		2.2-29.4.2022	Approved f.s. 2021	5,767	6,000					11,767			
<b>Sabrina PUCCI</b>			<b>Total</b>	<b>10,959</b>	<b>14,000</b>	--	--	--	--	<b>24,959</b>	--	--	
Member of the Board of Directors		1.1-25.1.2022	Approved f.s. 2021	6,849	4,000					10,849			
Member of the Risk and Control Committee		1.1-25.1.2022	Approved f.s. 2021	2,740	2,000					4,740			
Member of the Appointments and Remuneration Committee		1.1-25.1.2022	Approved f.s. 2021	1,370	8,000					9,370			
<b>Romolo BARDIN</b>			<b>Total</b>	<b>7,890</b>	--	--	--	--	--	<b>7,890</b>	--	--	
Member of the Board of Directors		1.1-16.1.2022	Approved f.s. 2021	4,384						4,384			
Member of the Related Party Transactions Committee		1.1-16.1.2022	Approved f.s. 2021	877						877			
Member of the Appointments and Remuneration Committee		1.1-16.1.2022	Approved f.s. 2021	877						877			
Member of Investments Committee		1.1-16.1.2022	Approved f.s. 2021	1,315						1,315			
Member of the Strategic Operations Committee		1.1-16.1.2022	Approved f.s. 2021	438						438			
<b>Diva MORIANI</b>			<b>Total</b>	<b>179,644</b>	<b>166,000</b>	--	--	--	--	<b>345,644</b>	--	--	
Member of the Board of Directors		1.1-31.12.2022	Approved f.s. 2024	100,000	88,000					188,000			
Member of the Related Party Transactions Committee		1.1-31.12.2022	Approved f.s. 2024	19,342	6,000					25,342			
Chair of the Appointments and Remuneration Committee		1.1-29.4.2022	Approved f.s. 2021	13,041	40,000					53,041			
Member of the Strategic Operations Committee		2.2-29.4.2022	Approved f.s. 2021	2,384	6,000					8,384			
Chair of the Remuneration and Human Resources Committee		12.5-31.12.2022	Approved f.s. 2024	25,644	12,000					37,644			
Member of the Nominations and Corporate Governance Committee		12.5-31.12.2022	Approved f.s. 2024	19,233	14,000					33,233			
<b>Paolo DI BENEDETTO</b>			<b>Total</b>	<b>48,534</b>	<b>48,000</b>	--	--	--	--	<b>96,534</b>	--	--	
Member of the Board of Directors		1.1-29.4.2022	Approved f.s. 2021	32,603	36,000					68,603			
Chair of the Related Party Transactions Committee		1.1-2.2.2022	Approved f.s. 2021	2,260						2,260			
Member of the Corporate Governance, social and environmental Sustainability Committee		1.1-29.4.2022	Approved f.s. 2021	6,521	6,000					12,521			
Member of Investment Committee		2.2-29.4.2022	Approved f.s. 2021	7,151	6,000					13,151			

Person Name and surname	Office held	Period for which office was held	Office expiry	Emoluments (in Euro)							Total	Fair value equity	Severance indemnity for end of office or termination of employment
				Emoluments for the office held			Non-equity variable remuneration						
				Fixed emoluments	Fees for participation in committees	Bonus and other incentives	Profit sharing	Non monetary benefits	Other remuneration				
<b>Roberto PEROTTI</b>	<b>Total</b>			<b>61,945</b>	<b>102,000</b>	--	--	--	--	<b>163,945</b>	--	--	
Member of the Board of Directors	1.1-29.4.2022	Approved f.s. 2021		32,603	36,000					68,603			
Member of the Appointments and Remuneration Committee	1.1-29.4.2022	Approved f.s. 2021		6,521	36,000					42,521			
Member of the Risk and Control Committee	1.1-29.4.2022	Approved f.s. 2021		13,041	22,000					35,041			
Member of Investment Committee	1.1-29.4.2022	Approved f.s. 2021		9,781	8,000					17,781			
<b>Ines MAZZILLI</b>	<b>Total</b>			<b>56,932</b>	<b>88,000</b>	--	--	--	--	<b>144,932</b>	--	--	
Member of the Board of Directors	1.1-29.4.2022	Approved f.s. 2021		32,603	36,000					68,603			
Member of the Risk and Control Committee	1.1-29.4.2022	Approved f.s. 2021		13,041	22,000					35,041			
Member of the Related Party Transactions Committee	1.1-29.4.2022	Approved f.s. 2021		6,521	6,000					12,521			
Member of the Appointments and Remuneration Committee	2.2-29.4.2022	Approved f.s. 2021		4,767	24,000					28,767			
<b>Antonella MEI-POCHTLER</b>	<b>Total</b>			<b>166,110</b>	<b>120,000</b>	--	--	--	--	<b>286,110</b>	--	--	
Member of the Board of Directors	1.1-31.12.2022	Approved f.s. 2024		100,000	84,000					184,000			
Member of the Strategic Operations Committee	2.2-29.4.2022	Approved f.s. 2021		2,384	6,000					8,384			
Member of the Corporate Governance, Social and Environmental Sustainability Committee	1.1-29.4.2022	Approved f.s. 2021		6,521	6,000					12,521			
Member of the Innovation, Social and Environmental Sustainability Committee	12.5-31.12.2022	Approved f.s. 2024		12,822	8,000					20,822			
Member of the Related Party Transactions Committee <sup>(6)</sup>	1.1-31.12.2022	Approved f.s. 2024		21,589	6,000					27,589			
Chair of the Investment Committee	7.6-31.12.2022	Approved f.s. 2024		22,795	10,000					32,795			
<b>Clara FURSE</b>	<b>Total</b>			<b>123,233</b>	<b>48,000</b>	--	--	--	--	<b>171,233</b>	--	--	
Member of the Board of Directors	29.4-31.12.2022	Approved f.s. 2024		67,671	28,000					95,671			
Member of the Remuneration and Human Resources Committee	12.5-31.12.2022	Approved f.s. 2024		19,233	4,000					23,233			
Member of the Nominations and Corporate Governance Committee	12.5-31.12.2022	Approved f.s. 2024		19,233	10,000					29,233			
Member of the Investment Committee	7.6-31.12.2022	Approved f.s. 2024		17,096	6,000					23,096			
<b>Umberto MALESCI</b>	<b>Total</b>			<b>112,548</b>	<b>80,000</b>	--	--	--	--	<b>192,548</b>	--	--	
Member of the Board of Directors	29.4-31.12.2022	Approved f.s. 2024		67,671	52,000					119,671			
Member of the Risk and Control Committee	12.5-31.12.2022	Approved f.s. 2024		25,644	20,000					45,644			
Member of the Innovation, Social and Environmental Sustainability Committee	12.5-31.12.2022	Approved f.s. 2024		19,233	8,000					27,233			
<b>Marina BROGI</b>	<b>Total</b>			<b>109,315</b>	<b>72,000</b>	--	--	--	--	<b>181,315</b>	--	--	
Member of the Board of Directors	29.4-31.12.2022	Approved f.s. 2024		67,671	52,000					119,671			
Member of the Risk and Control Committee	2.8-31.12.2022	Approved f.s. 2024		16,658	8,000					24,658			
Member of the Remuneration and Human Resources Committee	2.8-31.12.2022	Approved f.s. 2024		12,493	6,000					18,493			
Member of the Nominations and Corporate Governance Committee	2.8-31.12.2022	Approved f.s. 2024		12,493	6,000					18,493			
<b>Flavio CATTANEO</b>	<b>Total</b>			<b>92,658</b>	<b>56,000</b>	--	--	--	--	<b>148,658</b>	--	--	
Member of the Board of Directors	29.4-31.12.2022	Approved f.s. 2024		67,671	52,000					119,671			
Chair of the Related Party Transactions Committee	2.8-31.12.2022	Approved f.s. 2024		12,493						12,493			
Members of the Investment Committee	2.8-31.12.2022	Approved f.s. 2024		12,493	4,000					16,493			

Person Name and surname	Office held	Period for which office was held	Office expiry	Emoluments (in Euro)							Total	Fair value equity	Severance indemnity for end of office or termination of employment
				Emoluments for the office held			Non-equity variable remuneration						
				Fixed emoluments	Fees for participation in committees	Bonus and other incentives	Profit sharing	Non monetary benefits	Other remuneration				
<b>Luisa TORCHIA</b>	<b>Total</b>			<b>154,630</b>	<b>94,000</b>	--	--	--	--	<b>248,630</b>	--	--	
Member of the Board of Directors		28.2-31.12.2022	Approved f.s. 2024	84,110	60,000					144,110			
Chair of the Risk and Control Committee		12.5-31.12.2022	Approved f.s. 2024	38,466	20,000					58,466			
Member of the Related Party Transactions Committee		12.5-31.12.2022	Approved f.s. 2024	12,822						12,822			
Member of the Nominations and Corporate Governance Committee		12.5-31.12.2022	Approved f.s. 2024	19,233	14,000					33,233			
<b>Alessia FALSARONE</b>	<b>Total</b>			<b>133,260</b>	<b>104,000</b>	--	--	--	--	<b>237,260</b>	--	--	
Member of the Board of Directors		28.2-31.12.2022	Approved f.s. 2024	84,110	72,000					156,110			
Member of the Remuneration and Human Resources Committee		12.5-31.12.2022	Approved f.s. 2024	19,233	12,000					31,233			
Member of the Investment Committee		7.6-31.12.2022	Approved f.s. 2024	17,096	12,000					29,096			
Member of the Innovation, Social and Environmental Sustainability Committee		12.5-31.12.2022	Approved f.s. 2024	12,822	8,000					20,822			
<b>Stefano MARSAGLIA</b>	<b>Total</b>			<b>54,904</b>	<b>30,000</b>	--	--	--	--	<b>84,904</b>	--	--	
Member of the Board of Directors		15.7-31.12.2022	Approved f.s. 2024	46,575	24,000					70,575			
Member of the Innovation, Social and Environmental Sustainability Committee		2.8-31.12.2022	Approved f.s. 2024	8,329	6,000					14,329			
<b>Carolyn DITMEIER</b>	<b>Total</b>			<b>180,000</b>	--	--	--	--	--	<b>180,000</b>	--	--	
Chair of the Statutory Auditor		1.1-31.12.2022	Approved f.s. 2022	180,000						180,000			
<b>Lorenzo POZZA</b>	<b>Total</b>			<b>130,000</b>	--	--	--	--	--	<b>130,000</b>	--	--	
Statutory Auditor		1.1-31.12.2022	Approved f.s. 2022	130,000						130,000			
<b>Antonia DI BELLA</b>	<b>Total</b>			<b>130,000</b>	--	--	--	--	--	<b>130,000</b>	--	--	
Statutory Auditor		1.1-31.12.2022	Approved f.s. 2022	130,000						130,000			
<b>Other Managers with Strategic Responsibilities <sup>(5)</sup></b>	<b>Total</b>			<b>11,608,751</b>	--	<b>12,448,355</b>	--	<b>988,405</b>	--	<b>25,045,510</b>	<b>10,359,462<sup>(*)</sup></b>	<b>2,739,287</b>	
<b>Total <sup>(5)</sup></b>				<b>16,573,907</b>	<b>1,512,000</b>	<b>15,727,377</b>	--	<b>1,313,943</b>	--	<b>35,127,226</b>	<b>14,809,064</b>	<b>2,739,287</b>	

(1) For the incidence of the components of Director and Employee, refer to what is described in Part I of Section II with reference to the remuneration of the Managing Director/Group CEO.

(2) The remuneration is paid directly to Mediobanca.

(3) From 2.2.2022 to 16.02.2022, the Director was a Member of the Related Party Transactions Committee, to then be appointed Chairwoman.

(4) The Director was for a short time, from 12.5.2022 to 2.8.2022, Chairman of the Related Party Transaction Committee.

(5) During the 2022 financial year, there were 22 Managers with Strategic Responsibilities (including the Heads of Key Control Functions). The amounts shown in the table consider the total remuneration paid to all Managers with Strategic Responsibilities (including the Heads of Key Control Functions). The data include the compensation from subsidiaries and associates.

(\*) Sum of the fair value relating to the shares attributable and potentially attributable in the future (as part of the long-term Incentive plans subject to the achievement of the goals and compliance to the terms and conditions set out in the respective plans, please refer to the following Tables for further details) for the part recognized in the financial statement 2022 on an accrual basis according to international accounting standards.

The Table represents the variations over the last 3-year period to the remuneration of the parties for whom the disclosure on remuneration is nominative, to the performance of the Company, and to the remuneration of employees.

The representation takes into account also the voluntary reduction of remuneration for solidarity initiatives tied to the Covid-19 emergency.

Name and Surname or Category	2019-2020 <sup>(a)</sup>	2020-2021 <sup>(a)</sup>	2021-2022 <sup>(b)</sup>
Andrea SIRONI	--	--	n.a.
Philippe DONNET Managing Director/Group CEO	- 28.6%	+ 38.8%	+ 31.7%
Antonella MEI-POCHTLER	+ 58.9%	+ 8.1%	+ 19.2%
Diva MORIANI	- 8.1%	+ 33.9%	+ 18.4%
Lorenzo PELLICCIOLI	- 30.0%	+ 70.0%	- 1.6%
Clemente REBECCHINI	- 2.8%	+ 23.0%	- 15.8%
Marina BROGI	--	--	n.a.
Flavio CATTANEO	--	--	n.a.
Alessia FALSARONE	--	--	n.a.
Clara FURSE	--	--	n.a.
Umberto MALESCI	--	--	n.a.
Stefano MARSAGLIA	--	--	n.a.
Luisa TORCHIA	--	--	n.a.
Gabriele GALATERI di GENOLA	- 28.6%	+ 6.4%	n.a.
Romolo BARDIN	+ 2.0%	+ 17.3%	n.a.
Francesco Gaetano CALTAGIRONE	+ 12.5%	- 2.1%	n.a.
Paolo DI BENEDETTO	+ 6.4%	+ 6.2%	n.a.
Alberta FIGARI	+ 10.8%	+ 11.5%	n.a.
Ines MAZZILLI	+ 47.5%	+ 14.6%	n.a.
Roberto PEROTTI	+7.9%	+ 9.5%	n.a.
Sabrina PUCCI	-0.3%	+ 23.4%	n.a.
Carolyn DITTMEIER	+ 13.3%	+ 5.9%	+ 0.0%
Antonia DI BELLA	+ 20.0%	+ 8.3%	+ 0.0%
Lorenzo POZZA	+ 20.0%	+ 8.3%	+ 0.0%
Employees	+ 1.7%	+ 0.6%	+ 10.7%
<b>Performance Generali (Gruppo)</b>			
Adjusted Net Profit	- 12.7%	+ 45.1%	+ 4.2%
Operating Result	+ 0.3%	+ 12.4%	+ 11.2%

#### Legend

The total remuneration includes the fixed component, including fees for participation in committee where applicable, and variable annual cash one and the fair value of the share-based incentive plans (for the part reported in the financial statements for the relevant year based on international accounting standards). The perimeter of "employees" considered corresponds to the employees of the Issuer (Assicurazioni Generali S.p.A.) with the exception of the Managing Director/Group CEO and takes into account the full time equivalent remuneration including the variable remuneration pertaining to the financial year (where not available, the variable remuneration granted during the financial year).

(a) The total remuneration takes into account the voluntary **reduction of remuneration in the context of solidarity initiatives linked to the Covid-19 emergency**.

(b) In view of the renewal of the Board of Directors in 2022, the percentage change in the remuneration of the Directors nominated or terminated during 2022 are not relevant for disclosure purposes.

**Table 2** – Stock options granted to the members of the Board of Directors, General Managers and other Managers with Strategic Responsibilities

A	B	Options held at the start of the financial year							(8)	(9)	(10)	Options assigned during the financial year			Options exercised during the financial year		(14)	Options held at the end of the financial year (15) = 2+5-11-14	(16)
		(1)	(2)	(3)	(4)	(5)	(6)	(7)				(11)	(12)	(13)					
Name and Surname	Office	Plan	Number of options	Exercise price	Possible exercise period	Number of options	Exercise price	Possible exercise period	Fair value at assignment date	Assignment date	Market price of the shares at the assignment of options	Number of options	Exercise price	Market price of the shares at the assignment date	Number of options	Number of options	Fair value		
(I) Emoluments in the company that prepares the financial statement																			
(II) Emoluments from subsidiaries and associates																			
<b>(III) Total</b>																			

This table has not been completed because there are no outstanding stock option plans.

**Table 3A** – Incentive plans based on financial instruments, other than stock options, in favour of the members of the Board of Directors, General Managers, and other Managers with Strategic Responsibilities

A	B	Financial instruments assigned during previous years and not vested during the year			Financial instruments assigned during the year				Financial instruments vested during the year and not assigned	Attributable financial instruments vested during the year	Financial instruments relevant to the year		
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
Name and surname	Office	Plan	Number and type of financial instruments	Vesting period (*)	Number and type of financial instruments	Fair value on assignment date	Vesting period (*)	Assignment date	Market price upon assignment	Number and type of financial instruments	Number and type of financial instruments	Value on maturity date	Fair value
Emoluments within the company that prepares the financial statement													
Philippe DONNET Amministratore Delegato/ Group CEO		LTI 2019-2021 (AGM resolution May 7, 2019)	76,970 shares potentially granted <sup>(a)</sup>	2019-2023									€ 166,308
		LTI 2020-2022 (AGM resolution April 30, 2020)	81,119 shares potentially granted <sup>(a)</sup>	2020-2024						29,787 shares not granted <sup>(c)</sup>	95,047 shares to be granted <sup>(a)</sup>	€ 1,691,837	€ 339,274
		LTI 2021-2023 (AGM resolution April 29, 2021)	227,258 shares potentially granted <sup>(a)</sup>	2021-2025									€ 931,615
		LTI 2022-2024 (AGM resolution April 29, 2022)				658,870 shares potentially granted <sup>(d)</sup>	€ 11,925,547	2022-2026	29.04.2022	€ 18,100			€ 2,270,149
		Co-investment share plan linked to the mandate (AGM resolution April 30, 2020)	202,199 shares potentially granted <sup>(e)</sup>	2019-2024							145,602 shares not granted <sup>(b)</sup>	239,893 shares to be granted <sup>(a)</sup>	€ 3,723,139
Altri Dirigenti con Responsabilità Strategiche (**)		LTI 2019-2021 (AGM resolution May 7, 2019)	233,172 shares potentially granted <sup>(a)</sup>	2019-2023									€ 503,815
		LTI 2020-2022 (AGM resolution April 30, 2020)	212,340 shares potentially granted <sup>(a)</sup>	2020-2024						150,511 shares not granted <sup>(c)</sup>	483,430 shares to be granted <sup>(a)</sup>	€ 8,605,054	€ 1,640,157
		LTI 2021-2023 (AGM resolution April 29, 2021)	1,060,563 shares potentially granted <sup>(a)</sup>	2021-2025									€ 4,595,892
		LTI 2022-2024 (AGM resolution April 29, 2022)				1,043,213 shares potentially granted <sup>(d)</sup>	€ 18,882,155	2022-2026	29.04.2022	€ 18,100			€ 3,619,598
<b>Totale</b>		<b>2,093,621</b>			<b>1,702,083</b>					<b>325,900</b>	<b>818,370</b>	<b>€ 14,020,030</b>	<b>€ 14,809,064</b>

- (a) Maximum number of shares potentially granted at the end of the additional two years of deferral (in 2024) subject to compliance to the terms and conditions set out in the plan rules. Furthermore, as stated in the plan rules and as described in the 2019 Remuneration Report, beneficiaries could receive an additional number of shares based on the total amount of dividends distributed over the first three-year performance period and the additional two years of reference deferral (so-called dividend equivalent principle).
- (b) Maximum number of shares potentially granted at the end of the additional two years of deferral (in 2025) subject to compliance to the terms and conditions set out in the plan rules. Furthermore, as stated in the plan rules and as described in the 2020 Remuneration Report, beneficiaries could receive an additional number of shares based on the total amount of dividends distributed over the first three-year performance period and the additional two years of reference deferral (so-called dividend equivalent principle).
- (c) Total number of shares not to be granted in relation to the performance actually achieved in the first three years.
- (d) Number of shares to be granted in April 2023 as per the resolution of the Board of Directors of Assicurazioni Generali at the end of the first three-year plan performance period and based on the level of achievement of the goals defined for the three-year period 2020-2022, including the number of additional shares determined on the basis of the total amount of dividends distributed over the three-year period (so-called dividend equivalent). The total share value at the vesting date was reported considering the closing price of the share on 13 March 2023, the date on which the Board of Directors of Assicurazioni Generali was held, which verified the level of achievement of the three-year goals and resolved the free capital increase.
- (e) Maximum number of shares potentially granted at the end of the first three-year performance period and the additional two years of deferral (2021-2025) subject to the achievement of the defined goals and compliance to the terms and conditions set out in the plan rules. Furthermore, as stated in the plan rules and as described in the 2021 Report on Remuneration Policy and Payments, beneficiaries could receive an additional number of shares based on the total amount of dividends distributed over the first three-year performance period and the additional two years of reference deferral (so-called dividend equivalent principle).
- (f) Maximum number of shares potentially granted at the end of the first three-year performance period and the additional two years of deferral (2022-2026) subject to the achievement of the defined goals and compliance to the terms and conditions set out in the plan rules. Furthermore, as stated in the plan rules and as described in the 2022 Report on Remuneration Policy and Payments, beneficiaries could receive an additional number of shares based on the total amount of dividends distributed over the first three-year performance period and the additional two years of reference deferral (so-called dividend equivalent principle).
- (g) Maximum number of shares potentially granted at the end of the additional two years of deferral (in 2024) subject to compliance to the terms and conditions set out in the plan rules. Furthermore, as stated in the plan rules and as described in the 2020 Remuneration Report, the beneficiary could receive an additional number of shares based on the total amount of dividends distributed over the first three-year performance period and the additional two years of reference deferral (so-called dividend equivalent principle).
- (h) Total number of shares not to be granted in relation to the performance actually achieved in the performance period.
- (i) Number of shares granted in July 2022 as per the resolution of the Board of Directors of Assicurazioni Generali at the end of the performance period and based on the level of achievement of the goals defined, including the number of additional shares determined on the basis of the total amount of dividends distributed over the period 2020-2022 (so-called dividend equivalent). The total share value at the vesting date was reported considering the closing price of the share on 22 June 2022, the date on which the Board of Directors of Assicurazioni Generali was held, which verified the level of achievement of the goals defined for the period and resolved the free capital increase.

(\*) Overall period including the first three years of performance and any additional two years of deferral subject to verification of additional conditions.

(\*\*) The data includes remuneration from subsidiaries and associates.

**Table 3B** – Cash incentive plans in favour of members of the Board of Directors, General Managers, and other Managers with Strategic Responsibilities

A	B	(1)	(2)			(3)			(4)	
			Bonus of the year			Bonus of the previous years				Other bonuses
			(A)	(B)	(C)	(A)	(B)	(C)		
Name and surname	Office	Plan	Payable/ Paid	Deferred	Deferment period	No longer payable	Payable/ Paid	Still deferred		
Emoluments in the company that prepares the financial statement (€)										
Philippe DONNET	Managing Director/ Group CEO	STI 2022 (Board of Directors resolution March 14, 2022)	3,279,022							
		STI 2022 (Board of Directors resolution March 14, 2022)	11,127,905	1,320,450	2027					
		STI 2021 <sup>(a)</sup> (Board of Directors resolution March 10, 2021)					524,400	580,700		
Other Managers with Strategic Responsibilities <sup>(a)</sup>		STI 2020 <sup>(c)</sup> (Board of Directors resolution March 12, 2020)					202,335	117,315		
		STI 2019 <sup>(d)</sup> (Board of Directors resolution March 13, 2019)					98,000			
		LTI 2020-2022 <sup>(e)</sup> (AGM resolution April 30, 2020)					450,000			
		Other bonuses							-	
<b>Total</b>			<b>14,406,927</b>	<b>1,320,450</b>			<b>1,274,735</b>	<b>698,015</b>	<b>0</b>	

- (a) During the 2022 financial year, there were 22 Managers with Strategic Responsibilities (including the Heads of Key Functions). The amounts shown in the table consider the total remuneration paid to all Managers with Strategic Responsibilities (including the Heads of Key Functions). The data includes remuneration from subsidiaries and associates.
- (b) The amount relates to the deferred 2021 bonuses provided by the incentive scheme for Key Functions and other Group Functions with payments in cash and partly linked to the trend in the value of fund shares.
- (c) The amount relates to the deferred 2020 bonuses provided by the incentive scheme for Key Control Functions and other Group Functions with payments in cash and partly linked to the trend in the value of fund shares.
- (d) The amount refers to the deferred 2019 bonuses provided by the incentive scheme for Key Functions and other Group Functions with payments in cash and partly linked to the trend in the value of fund shares.
- (e) The amount relates to the monetary settlement scheduled for 2023 of the bonus related to the 2020-2022 LTI plan originally assigned in shares (as amended as part of the revision of the remuneration package, which took place following the transfer of some individuals to the higher-level category of Key Functions).



**Table 4** – Shareholdings of members of the Administrative and Control Bodies, of General Managers and other Managers with Strategic Responsibilities

Name and surname	Investee Company	Number of shares held at the end of the previous year	Number of shares acquired	Number of shares sold	Number of shares held at the year-end
Gabriele GALATERI DI GENOLA <i>Chairman of the Board of Directors until April 29, 2022</i>	Assicurazioni Generali	34,700			34,700 <sup>(1)</sup>
Francesco Gaetano CALTAGIRONE <i>Vice-Chairman of the Board of Directors until January 13, 2022</i> <i>Member of the Board of Directors from April 29, 2022 until May 26, 2022</i>	Assicurazioni Generali	127,130,000 <sup>(2)</sup> 148,848,808 <sup>(2)(4)</sup>			127,130,000 <sup>(2)(3)</sup> 148,848,808 <sup>(2)(5)</sup>
Philippe DONNET <i>Managing Director/Group CEO</i>	Assicurazioni Generali	1,084,147	331,439 <sup>(6)</sup>		1,415,586
Romolo BARDIN <i>Member of the Board of Directors until January 16, 2022</i>	Assicurazioni Generali	3,000			3,000 <sup>(7)</sup>
Marina BROGI <i>Member of the Board of Directors from April 29, 2022</i>	Assicurazioni Generali	3,330 <sup>(4)</sup>			3,330
Paolo DI BENEDETTO <i>Member of the Board of Directors until April 29, 2022</i>	Assicurazioni Generali	100,000 <sup>(8)</sup>		100,000 <sup>(8)</sup>	0 <sup>(1)</sup>
Other Managers with Strategic Responsibilities <sup>(9)</sup>	Assicurazioni Generali	1,786,260	403,320 <sup>(10)</sup>	91,797	2,097,783

(1) At the expiry date of the office on 29 April 2022.

(2) Through an intermediary legal person, including 1,000,000 shares held by an associated company.

(3) Upon termination of the office on 13 January 2022

(4) Upon nomination on 29 April 2022

(5) Upon termination of the office on 26 May 2022

(6) Shares granted under the 2019-2021 LTI plan and the co-investment share plan related to the 2019-2021 mandate of the Managing Director/Group CEO

(7) Upon termination of the office on 16 January 2022

(8) Through the company of which he is the sole director.

(9) During the 2022 financial year, the number of Managers with Strategic Responsibilities was equal to 22 (including the Heads of Key Control Functions), 19 of whom were holders of Generali shares as at 31 December 2022.

(10) Included shares granted under the 2019-2021 LTI plan.

As at 31 December 2022<sup>7</sup>, the Managing Director/Group CEO's shareholding, expressed as a multiple of annual recurring fixed gross remuneration, is 12.02 (1,202%), while the average shareholding of the Group Management Committee members holding shares, expressed as a multiple of the annual recurring fixed gross remuneration, is 3.53 (353%).

7. Considering the average price of Generali shares in December 2022, equal to €16,99.