

## PRESS RELEASE

### Draft Terms of the Merger through absorption of Nuova Cassa di Risparmio di Ferrara S.p.A. into BPER Banca S.p.A.

Modena - 12 July 2017. With reference to the announcement to the market on 11 July 2017 regarding the approval by their respective Board of Directors of the Draft Terms of the merger through absorption of Nuova Cassa di Risparmio di Ferrara S.p.A. ("**Nuova CARIFE**" or "**Company To Be Merged**") into BPER Banca S.p.A. ("**BPER Banca**" or the "**Merging Company**"), notice is hereby given that the planned merger consists of a transaction having as party a BPER Banca's related party, given that the Merging Company controls the Company To Be Merged by holding 100% of the latter's share capital.

This transaction is classified as one of lesser importance in that the relevance indexes threshold - as set out by Consob Regulation No. 17221/10, as adopted by BPER Banca through the "Group's Internal Policy on management procedures for transactions involving Related Parties and Connected Parties" available on the website [www.bper.it](http://www.bper.it) - will not be exceeded.

BPER Banca has applied - with reference to such transaction - the provision as set out in Article 14 of the aforementioned Consob Regulation.

BPER Banca S.p.A.

This press release is also available on the 1INFO storage mechanism.

*Contacts:*

---

**Investor Relations**

**Gilberto Borghi**

Tel: 059/202 2194

[gilberto.borghi@bper.it](mailto:gilberto.borghi@bper.it)

[www.bper.it](http://www.bper.it) - [www.gruppobper.it](http://www.gruppobper.it)

**Media Relations**

**Eugenio Tangerini**

Tel: 059/202 1330

[eugenio.tangerini@bper.it](mailto:eugenio.tangerini@bper.it)

**Equity Investments and Special Projects**

**Matteo Bigarelli**

Tel: 059/202 2172

[matteo.bigarelli@bper.it](mailto:matteo.bigarelli@bper.it)

---

*This is a translation into English of the original in Italian. The Italian text shall prevail over the English version.*