

**Instructions for granting proxies to the Designated Representative pursuant to  
Article 135-*undecies* of the Consolidate Law on Finance**

Those entitled to vote may be represented by Computershare S.p.A., with registered office in Milano, Via Mascheroni 19, and offices in Torino, Via Nizza 262/73, as Designated Representative (The “Designated Representative” or “Computershare”), pursuant to Art. 135-*undecies* of the Consolidate Law on Finance (CLF), by granting a specific written proxy.

The proxy granted to the Designated Representative is only effective in relation to those motions for which voting instructions are given. Shares for which proxies, even partial proxies, have been conferred are counted for the purpose of duly constituting the Shareholders’ Meeting. In relation to proposals for which voting instructions have not been given, the shares are not counted for the purpose of calculating the majority and the share of capital required for the approval of resolutions.

The proxy granted to the Designated Representative, does not incur any expenses for the represented person (except for any costs incurred to send the proxy).

The proxy granted to the Designated Representative must be given by the end of the second trading day prior to the date of the Shareholders’ Meeting (*i.e.* by 3 November 2022), using the specific web application prepared and managed by Computershare, which allows for guided completion of the form, to which access is granted through the following link:

**[Facilitated completion of the proxy form for the Designated Representative](#)**

Alternatively, the proxy may also be granted by using the specific paper form (under “Proxy granted to the Designated Representative as per Art. 135-*undecies* CLF”) available on the Bank’s website [www.bper.it](http://www.bper.it) – Sito istituzionale > Governance > Shareholders’ Meeting, following the instructions for filling in and submitting the form (also electronically), which are provided on the form itself.

A copy of an identity document must be sent together with the proxy and, in the case of legal persons, documentary evidence of the relevant signatory powers must be provided.

Proxies and voting instructions can be revoked at any time in the same manner, prior to the above deadline (3 November 2022).

The Designated Representative may not be granted proxies except in his capacity as the Company’s designated representative pursuant to Article 135-*undecies* CLF.



Without prejudice to the foregoing, it is recalled that, in order to attend and vote at the Shareholders' Meeting, it is necessary to send to BPER Banca S.p.A., through the intermediary where the shares are deposited, the appropriate communication certifying ownership of the right as per art. 83-*sexies* CLF, as stated in the Notice of Call.