



## Ordinary and Extraordinary Shareholders' Meeting

# Privacy statement

## Articles 13 and 14 of Regulation (EU) No 2016/679

This information is provided by BPER Banca S.p.A., with registered office at Via San Carlo 8/20, Modena, pursuant to articles 13 and 14 of Regulation (EU) 2016/679 (“**GDPR**”), in order to inform the persons entitled to attend the Shareholders' Meeting of the Company convened at any given time about the processing of their personal data (respectively, the “**Data subjects**” and the “**Shareholders' Meeting**”).

### 1. Data Controller and Data Protection Officer

The Controller is BPER Banca S.p.A., with registered office at via San Carlo n. 8/20, Modena - 41121 (“**BPER**” or the “**Controller**”).

The Controller can be contacted at one of the following addresses:

- by regular mail: BPER Banca S.p.A. – Ufficio Group Data Protection – via Emilia Est 421 – 41122 Modena;
- by e-mail: [presidio.privacy@bper.it](mailto:presidio.privacy@bper.it).

The Controller has designated a Data Protection Officer (“**DPO**”), who can be contacted to obtain clarification on any matter related to the processing of personal data and the exercise of related rights, at the following addresses:

- by regular mail: BPER Banca S.p.A. – Ufficio Group Data Protection – via Emilia Est 421 – 41122 Modena;
- by e-mail: [dpo.gruppobper@bper.it](mailto:dpo.gruppobper@bper.it)

### 2. Categories and origin of personal data processed

For the purposes set out in the following paragraph 3 of this statement, the Controller will process the personal data of the Data Subjects (the “**Personal Data**”) collected (i) directly from the data subject or (ii) from the depository intermediaries that hold custody of the data subject shares or (iii) through the designated representative pursuant to art. 135-*undecies* of the Consolidated Law on Finance,

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Computershare S.p.A. (the “**Designated Representative**”) or (iv) when permitted, through other subjects delegated by the data subject in accordance with the current legislation.

Personal Data belong to the category of common data (first name, last name, domicile and residence, date of birth, social security number/tax code, identity document), contact data (e-mail address or telephone number), data related to the shareholding of the data subject, and, in cases where in-person attendance in the Shareholders’ meeting rooms is permitted, data acquired through audio-video recording of the Shareholders’ Meeting (photos and audio-video footage containing the image of the Data Subjects and/or their voice).

In the event that personal data also refers to third parties, the person who communicates the data to the Controller guarantees that he or she has all the authorisations and/or proxies necessary to provide such information to the Controller, accepting all legal obligations and responsibilities and conferring on this matter the broadest indemnification to the Controller with respect to any dispute, claim, cost or burden that may be caused to the latter by third parties. In addition, should information from third parties be provided, the person who provides the data guarantees as of now - undertaking full responsibility - that this particular type of processing is based on a suitable legal basis that justifies communication of this data to the Controller and its related processing.

### **3. Purpose and legal basis of Processing**

Personal Data under paragraph 2 above is processed with the support of hard copy, computerised or electronic systems, in any case in such a way as to ensure their security and confidentiality to:

- (a) enable the participation of the Data Subjects in the Shareholders’ Meeting, verification of their entitlement to attend, in addition to their exercise of any other right associated with the Shareholders’ Meeting, such as, for example, the right to ask questions regarding the items on the agenda or to submit additions to the agenda and/or new resolution proposals.

The legal basis for the processing of Personal Data lies in the need to give effect to the contractual relationship established between BPER and the Data Subjects (art. 6, para. 1, point b) of the GDPR);

- (b) make sure that the Shareholders’ Meeting has been duly constituted (and that, for example, the quorum requirements for its constitution and adoption of resolutions are met), including by means of audio/video recording systems for the purpose of facilitating the subsequent minuting of the meeting, as well as to fulfil any other legal obligation of the Controller in any way related to the holding of the Meeting, including European and national regulatory provisions, such as regulations, laws, law decrees, legislative decrees, as well as acts, orders and/or measures of the competent authorities.

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The legal basis is that processing is necessary for compliance with a legal obligation to which the Controller is subject (art. 6, para. 1, point c) of the GDPR);

- (c) ascertain, exercise and/or defend a right of the Controller and/or a third party, in and/or out of court.

The legal basis is that processing is necessary for the purposes of a legitimate interest pursued by the Controller in the establishment, exercise and defense of its own and/or third parties' rights (art. 6, para. 1, point f) of the GDPR).

Transmission and processing of the Personal Data is necessary for the above-mentioned purposes. Failure to provide the Personal Data results in the impossibility to attend the Shareholders' Meeting.

## 4. Recipients and transfers of Personal Data

Personal Data may be made accessible to the following categories of recipients:

- persons authorised by the Controller to process the personal data pursuant to article 29 of the GDPR and *2-quaterdecies* of Legislative Decree no. 196 of 30 June 2003, as later amended or supplemented (e.g. employees and BPER system administrators);
- third parties, performing activities that are functional to those of the Controller, who typically act as data processors specifically bound by a contract pursuant to article 28 of the GDPR (such as, for example, IT service providers, consultants);
- subjects, institutions and authorities to which the Controller is required to communicate the personal data by virtue of a legal obligation - including of a regulatory nature, an order and/or a measure that the Controller was a recipient of. These subjects act as independent data controllers.

Personal data processed under this policy will not be circulated.

In general, Personal Data is processed within the European Economic Area (EEA). If strictly necessary, Personal Data may be transferred to countries outside the European Economic Area for technical or operational reasons, in which case, data will be transferred in compliance with the applicable legislation and, in particular, only in the presence of one of the safeguards provided by Chapter V of the GDPR.

## 5. Personal Data storage

Personal Data will be processed for a period not exceeding that which is strictly necessary to carry out the purposes set forth in paragraph 3 above and, in any case, for a period not exceeding 10 years from the date of the Shareholders' Meeting. This period takes into account both the regulatory provisions on appeals against Shareholders' Meeting resolutions and the requirements of the Issuers' Regulation approved by Consob under Resolution no. 11971 of 14 May 1999 concerning the disclosure of regulated information on the website of the issuers (see in particular art. 65-*septies*,

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paragraph 5, art. 77, paragraph 1-*bis*, art. 84-*quater*, paragraph 1).

The Controller reserves the right, however, to retain Personal Data for a longer period than specified above in the event that this becomes necessary to safeguard the defensive interests and/or comply with the regulatory obligations of the Controller (purposes b) and c)).

## 6. Rights of data subjects.

Data subjects can exercise at any time the following rights:

- right to withdraw their consent at any time (art. 7 of the GDPR);
- right to obtain from confirmation as to whether or not Personal Data concerning them are being processed, and, where that is the case, access to any information about the processing (art. 15 of the GDPR);
- right to obtain the rectification of inaccurate Personal Data concerning them (art. 16 of the GDPR);
- right to obtain the erasure of Personal Data concerning them from the Controller's archives under certain circumstances (art. 17 of the GDPR);
- right to obtain restriction of processing of Personal Data concerning them under certain circumstances (art. 18 of the GDPR);
- the right to have the Personal Data concerning them transmitted directly to another controller and the right to receive the personal data concerning them in a structured, commonly used and machine-readable format (art. 20 of the GDPR);
- right to object to processing of personal data concerning them.

Requests should be sent to the Controller in writing:

- by regular mail, to: BPER Banca S.p.A. – Ufficio *Group Data Protection*, Via Emilia Est 421 – 41122 Modena;
- by e-mail to: [presidio.privacy@bper.it](mailto:presidio.privacy@bper.it)

In any case, this is always without prejudice to the right to file a complaint with the competent supervisory authority (the Data Protection Authority), pursuant to Art. 77 of the Regulation, if the data subject considers that the processing of personal data relating to him or her infringes the regulations in force.