



EXCERPT OF NOTICE OF CALL

OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The ordinary and extraordinary Shareholders' Meeting of BPER Banca S.p.A. is convened for 19 December 2024 at 9:30, in one call, at the premises of BPER Banca, in Via Mike Bongiorno 13, Milan to discuss and resolve on the following

AGENDA

ORDINARY SESSION

1. Integration of the Board of Statutory Auditors: appointment of the Chair of the Board of Statutory Auditors.

EXTRAORDINARY SESSION

1. Partial, non-proportional demerger of the e-money part of Bibanca S.p.A.'s assets in favour of BPER Banca S.p.A.; related and ensuing resolutions.
2. Proposed amendment to art. 40 of the Articles of Association; related and ensuing resolutions.

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Procedures for holding the Shareholders' Meeting

In line with regulations in force concerning the procedures for holding the Shareholders' Meeting, attendance at the Shareholders' Meeting by those entitled to vote is only allowed via the Designated Representative (the "Designated Representative"), pursuant to art. 135-*undecies* of Legislative Decree no. 58/1998 (the "Consolidated Law on Finance"), in accordance with the instructions provided in the full version of the Notice of Call published on the Bank's website <https://group.bper.it/>, in the section Governance – Shareholders – Shareholders' Meetings – December 2024.

Without prejudice to the above regarding the possibility, for those entitled to vote, of participating solely via the Designated Representative, the Directors, Statutory Auditors, Meeting Secretary (including the Notary), Designated Representative and any other persons requested to attend will participate in the Shareholders' Meeting in compliance with the above legislation, including via the use of remote communication systems that guarantee their identification and, in any case, without it being necessary for the Chair, Secretary and Notary to be in the same place.

The procedures for holding the Shareholders' Meeting may be supplemented and/or modified, if necessary, provided that public disclosure is made in due time and in the same manner as for the publication of this notice.

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Information concerning the share capital and information regarding:

- entitlement to attend the Shareholders' Meeting and exercise the right to vote exclusively via the Designated Representative, Computershare S.p.A. (*record date*: Tuesday, 10 December 2024);
- assignment of proxies/sub-proxies with voting instructions to the Designated Representative;
- additions to the agenda and/or submission of proposed resolutions on matters already on the agenda by Shareholders holding at least 2.5% of the share capital pursuant to art. 126-*bis*, para. 1, first sentence of the Consolidated Law on Finance (within ten days of publication of the Notice of Call on the Company's website);
- submission of proposed resolutions by holders of voting rights pursuant to art. 126-*bis*, para. 1, third sentence of the Consolidated Law on Finance (by Wednesday, 4 December 2024).
- the right to raise questions on items on the agenda prior to the Meeting (by Tuesday, 10 December 2024);
- the integration of the Board of Statutory Auditors,

is provided in the full version of the Notice of Call, which can be found on the Bank's corporate website <https://group.bper.it/>, in the section Governance – Shareholders – Shareholders' Meetings – December 2024, to which reference should be made.

The Shareholders' Meeting documentation will be made available to the public in accordance with the law and regulations at the registered office and on the Bank's website <https://group.bper.it/>, in



the section Governance – Shareholders – Shareholders' Meetings – December 2024, and in the 1Info storage system.

Modena, 8 November 2024

BPER Banca S.p.A.

The Chair

Fabio Cerchiai

This excerpt of the Notice of call will be published in the Italian financial daily “Il Sole 24 Ore” on Saturday 9 November 2024.

This excerpt of the notice of call is also available in the "1Info" storage system.

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