

PRESS RELEASE

COMMUNICATION OF CHANGE IN SHARE CAPITAL OF BPER BANCA S.P.A. PURSUANT TO ARTICLE 85-BIS OF ISSUERS' REGULATION

Modena – 20 April 2026. Further to the information provided in the press release issued on 14 April 2026, it is hereby confirmed that the legal effects of the merger by absorption of Banca Popolare di Sondrio S.p.A. (“**BP Sondrio**”) into BPER Banca S.p.A. (“**BPER**”) take effect from today. For accounting purposes, the transactions carried out by BP Sondrio will be accounted in the financial statements of BPER starting from 1 January 2026. The fiscal effects will also take effect on the same date.

Pursuant to article 85-bis of Consob Regulation no. 11971/1999 as subsequently amended (“**Issuers’ Regulation**”), notice is hereby given that – as a result of the aforementioned merger and, more in particular, of the execution of the share capital increase to service the exchange ratio – the share capital of BPER has increased by Euro 183,130,800.73 through the issue of 121,798,164 BPER ordinary shares, with no nominal value, with regular entitlement and the same characteristics as the BPER shares outstanding as of the issuance date, ISIN IT0000066123.

The following table shows the current composition of BPER’s share capital, fully subscribed and paid in, as of 20 April 2026, also highlighting the previous share capital and the change that occurred.

TABLE 1

	Current share capital			Previous share capital			Change	
	Euro	no. of shares	Expressed unit nominal value	Euro	no. of shares	Expressed unit nominal value	Euro	no. of shares
Total of which:	3,136,702,715.30	2,086,184,466	-	2,953,571,914.57	1,964,386,302	-	183,130,800.73	121,798,164
Ordinary shares (full rights: 01.01.2026) current coupon number: 44	3,136,702,715.30	2,086,184,466	-	2,953,571,914.57	1,964,386,302	-	183,130,800.73	121,798,164

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The Manager responsible for preparing the Company's financial reports, Giovanni Tincani, declares - in accordance with art. 154-*bis*, paragraph 2, of Legislative Decree no. 58/1998 (Italian Consolidated Law on Finance) - that the accounting information contained in this press release are consistent with the corporate documents, accounting books and entries.

Manager responsible for
preparing the Company's
financial reports
Giovanni Tincani

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Finally, we notify that the updated Articles of Association of BPER, amended to take into account the capital increase to service the merger, is available to the public at the Company's registered office, on the Emarket Storage mechanism and on the Bank's website (<https://group.bper.it/en>, section Governance – Documents).

BPER Banca S.p.A.

This press release is also available in the storage mechanism *EmarketStorage*.

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