

PRESS RELEASE**Verification of the requirements of the Bank's representatives**

Modena – 22 July 2021. The Board of Directors and the Board of Statutory Auditors of BPER Banca S.p.A., on the basis of the declarations made and the information available to the company, has ascertained, as a result of separate processes activated by each body and in compliance with the prescribed term of thirty days from the appointment, the possession of the requisites envisaged by the applicable legislation in force and by the Articles of Association by each of the representatives appointed by the Shareholders' Meeting of June 23, 2021 to integrate the two aforementioned Bodies.

With reference, in particular, to the independence requirements, at the outcome of the verification by the Board of Directors, the appointed Director, Elisa Valeriani, was found to be independent pursuant to article 17 paragraph 4 of the Articles of Association, and therefore in accordance with (i) the Decree of the Ministry of Economy and Finance no. 169/2020, (ii) of Legislative Decree no. 58 of 1998 and (iii) of the recommendations contained in the Corporate Governance Code.

Directors in possession of the independence requirements, as declined by article 17 paragraph 4 of the Articles of Association, there are therefore eleven, more than the minimum set by the applicable supervisory regulations in force, referred to in article 17, paragraph 3, of the Articles of Association, and the minimum number recommended by the Corporate Governance Code.

With regard to the independence requirements of the Statutory Auditors appointed by the Shareholders' Meeting of June 23, 2021, Daniela Travella (Chairperson) and Sonia Peron (Alternate auditor), at the outcome of the verification by the Board of Statutory Auditors all the members of the supervisory body were found to be independent pursuant to Legislative Decree no. 58 of 1998, of the Decree of the Ministry of Economy and Finance no. 169/2020, as well as the recommendations contained in the Corporate Governance Code.

The Board of Directors and the Board of Statutory Auditors also considered the respective composition adequate with reference to both quantitative and qualitative aspects required by current legislation and verified its compliance with that identified as optimal.

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

BPER Banca S.p.A.

Contacts:

Investor Relations
investor.relations@bper.it

Corporate and Regulatory Affairs
corporategovernance@bper.it

External Relations and CSR
rel.est@bper.it

www.bper.it - <https://istituzionale.bper.it/>

The press release is also available in the 1INFO storage mechanism.

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BPER Banca S.p.A. con sede in Modena, via San Carlo, 8/20 - Codice Fiscale e iscrizione nel Registro Imprese di Modena n. 01153230360 – Società appartenente al GRUPPO IVA BPER BANCA Partita IVA nr. 03830780361 – Capitale sociale Euro 2.100.435.182,40 - Codice ABI 5387.6 - Iscritta all'Albo delle Banche al n. 4932 - Aderente al Fondo Interbancario di Tutela dei Depositi e al Fondo Nazionale di Garanzia - Capogruppo del Gruppo bancario BPER Banca S.p.A. iscritto all'Albo dei Gruppi Bancari al n. 5387.6 - Telefono 059.2021111 - Telefax 059.2022033 - e-mail: servizio.clienti@bper.it - PEC: bper@pec.gruppobper.it - bper.it – istituzionale.bper.it