

PRESS RELEASE

**Quali-quantitative composition of the B.o.D.
in view of the partial replacement of the Board of Directors
at the Shareholders' Meeting 2014**

Modena – February 20th 2014. The Bank's Board of Directors completed an analysis aimed at pre-emptively identifying the quali-quantitative composition of the Board of Directors, which is to be considered the optimal composition in relation to the correct and most effective performance of the Board tasks and duties, as provided for by the provision issued by Banca d'Italia on January 11th 2012 on this subject (the "Provision").

The analysis, published on the Bank's website www.bper.it – Corporate Governance section - Corporate bodies - Shareholders' Meeting - Shareholders' Meeting 2014, highlights the theoretical profile that all persons wishing to hold office as Director should meet and feature, as established by the self-assessment process implemented by the Board.

This notice is issued considering the need, laid down in the above mentioned Provision, to disclose the results of the said analysis to the Shareholders in due time, so that they may choose the candidates to be appointed as members of the Board of Directors taking into account their professional skills and competence, as required.

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