

**BANCA POPOLARE DELL'EMILIA ROMAGNA**  
società cooperativa

**Notice of change in share capital**

We announce the new composition of the share capital (fully subscribed and paid) as at 31 December 2013 following the issue of 304 new shares arising from the conversion of 173 bonds of the “Banca Popolare di Lanciano e Sulmona subordinated convertible bond loan 4.50% 2008-2013” that expired on 31/12/2013, which BPER took over as issuer after the merger of the subsidiary Banca Popolare di Lanciano e Sulmona\*.

The remaining expired bonds have been reimbursed, according to the bond loan regulation.

**TABLE 1**

	Current share capital			Previous share capital		
	EURO	no. of shares	Par value per share	EURO	no. of shares	Par value per share
Total of which:	1.001.482.977	333.827.659	Euro 3	1.001.482.065	333.827.355	Euro 3
Ordinary shares with regular dividend/voting rights: current coupon number	1.001.482.065	333.827.355	Euro 3	1.001.482.065	333.827.355	Euro 3
Ordinary shares with different rights: 1 January 2014 - IT0004967425	912	304	Euro 3			
Ordinary shares with different rights:						
Preferred shares with regular dividend/voting rights: current coupon number						
Preferred shares with different rights: current coupon number						
Convertible savings shares with regular dividend/voting rights: current coupon number						
Convertible savings shares with different rights: current coupon number						
Non-convertible savings shares with regular dividend/voting rights: current coupon number						
Non-convertible savings shares with different rights: current coupon number						

**TABLE 2**

	No. of securities converted/exercised	No. of residual securities outstanding
Convertible bonds	173**	0
Convertible savings shares		
Convertible preferred shares		
Warrants		

\*: Please read the press release of 28/5/2013 regarding the change in the share capital.

\*\* : The conversion ratio of the bonds into BPLS shares was 1:1. The issue of BPER shares to replace the original BPLS shares took place by changing the conversion ratio according to the merger change of 1.76 BPER ordinary shares to 1 BPLS share.

The Manager responsible for preparing the Company's financial reports, Emilio Annovi, declares in accordance with art.154-bis, para. 2, of D.Lgs. 58/1998 (Consolidated Finance Act) that the accounting information contained in this press release agrees with the books of account, accounting entries and supporting documentation.

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