

Declaration of the Chief Executive  
Officer and the Manager  
Responsible for Preparing  
the Company's Financial Reports



# CERTIFICATION OF THE CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ART. 81-TER OF CONSOB REGULATION NO. 11971 OF 14 MAY 1999 AND SUBSEQUENT AMENDMENTS AND ADDITIONS

1. The undersigned, Giuseppe Castagna, as Chief Executive Officer of Banco BPM S.p.A. and Gianpietro Val, as Manager responsible for preparing the Company's financial reports of Banco BPM S.p.A., hereby certify, also in consideration of the provisions of Art. 154-bis, paragraphs 3 and 4, of Italian Legislative Decree no. 58 dated 24 February 1998:

- the adequacy in relation to the characteristics of the company and
- the effective application

of the administrative and accounting procedures for the formation of the consolidated financial statements of Banco BPM S.p.A. in 2022.

2. The assessment of the adequacy and the verification of the effective application of the administrative and accounting procedures for the formation of the consolidated financial statements of Banco BPM S.p.A. as at 31 December 2022 were based on an internal model set in place by Banco BPM S.p.A., developed on the basis of the "Internal Control – Integrated Framework (COSO)" and, for the IT component, the "Control Objectives for IT and related Technology (COBIT)", which represent the standards for the internal audit system generally accepted at international level.

3. We also hereby certify that:

- the consolidated financial statements of Banco BPM S.p.A. as at 31 December 2022:
  - a) were drawn up in compliance with the applicable international accounting standards recognised in the European Community as per EC Regulation no. 1606/2002 of the European Parliament and Council, dated 19 July 2002;
  - b) comply with the results of the accounting records and journal entries;
  - c) are suitable for providing a true and fair view of the balance sheet, income statement and financial situation of the issuer and of all the companies included within the scope of consolidation.
- the report on operations includes a reliable analysis of operating performance and results, as well as the situation of the issuer, Banco BPM S.p.A., and of all of the companies included within the scope of consolidation, together with a description of the main risks and uncertainties to which the same are exposed.

Verona, 7 March 2023

Signed by

Giuseppe Castagna  
Chief Executive Officer

Signed by

Gianpietro Val  
Manager responsible for preparing the  
Company's financial reports



Independent Auditors' Report  
on the consolidated financial  
statements





## **Independent auditor's report**

*in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010 and article 10 of Regulation (EU) No. 537/2014*

To the shareholders of Banco BPM SpA

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## **Report on the Audit of the Consolidated Financial Statements**

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### **Opinion**

We have audited the consolidated financial statements of Banco BPM Group (hereinafter the "Group"), which comprise the balance sheet as of 31 December 2022, the income statement, statement of comprehensive income, statement of changes in shareholders' equity, the cash flow statement for the year then ended, and notes thereto, which include a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the Group's financial position as of 31 December 2022 and of the result of its operations and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05 and article 43 of Legislative Decree No. 136/15.

### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of this report. We are independent of Banco BPM SpA (hereinafter the "Bank") pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters.

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### **PricewaterhouseCoopers SpA**

Sede legale: **Milano** 20145 Piazza Tre Torri 2 Tel. 02 77851 Fax 02 7785240 Capitale Sociale Euro 6.890.000,00 i.v. C.F. e P.IVA e Reg. Imprese Milano Monza Brianza Lodi 12979880155 Iscritta al n° 119644 del Registro dei Revisori Legali - Altri Uffici: **Ancona** 60131 Via Sandro Totti 1 Tel. 071 2132311 - **Bari** 70122 Via Abate Gimma 72 Tel. 080 5640211 - **Bergamo** 24121 Largo Belotti 5 Tel. 035 229691 - **Bologna** 40126 Via Angelo Finelli 8 Tel. 051 6186211 - **Brescia** 25121 Viale Duca d'Aosta 28 Tel. 030 3697501 - **Catania** 95129 Corso Italia 302 Tel. 095 7532311 - **Firenze** 50121 Viale Gramsci 15 Tel. 055 2482811 - **Genova** 16121 Piazza Piccapietra 9 Tel. 010 29041 - **Napoli** 80121 Via dei Mille 16 Tel. 081 36181 - **Padova** 35138 Via Vicenza 4 Tel. 049 873481 - **Palermo** 90141 Via Marchese Ugo 60 Tel. 091 349737 - **Parma** 43121 Viale Tanara 20/A Tel. 0521 275911 - **Pescara** 65127 Piazza Ettore Troilo 8 Tel. 085 4545711 - **Roma** 00154 Largo Fochetti 29 Tel. 06 570251 - **Torino** 10122 Corso Palestro 10 Tel. 011 556771 - **Trento** 38122 Viale della Costituzione 33 Tel. 0461 237004 - **Treviso** 31100 Viale Felissent 90 Tel. 0422 696911 - **Trieste** 34125 Via Cesare Battisti 18 Tel. 040 3480781 - **Udine** 33100 Via Poscolle 43 Tel. 0432 25789 - **Varese** 21100 Via Albuzzi 43 Tel. 0332 285039 - **Verona** 37135 Via Francia 21/C Tel. 045 8263001 - **Vicenza** 36100 Piazza Pontelandolfo 9 Tel. 0444 393311

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## Key audit matters

### Valuation of performing loans to customers measured at amortised cost

*Notes to the consolidated financial statements:*  
*Part A - Accounting policies*  
*Part B – Information on the consolidated balance sheet – Assets, Sections 4 and 12*  
*Part C – Information on the consolidated income statement, Section 8*  
*Part E – Information on risks and related hedging policies*

Performing loans to customers (Stage 1 and Stage 2) as of 31 December 2022 amount to Euro 105,033 million and represent the most relevant part of the financial statements line item 40 b) “Financial assets at amortised cost – Loans to customers” which totals Euro 133,648 million corresponding to 70 per cent of total assets. Net impairment losses booked in the year for these loans, are positive for a total of Euro 10.3 million and represent directors’ best estimate in order to determine expected credit losses at the reporting date on the basis of the applicable reporting standards.

Valuation processes and methods adopted are characterized by a high degree of professional judgement and require the estimation of several variables. The use of significant assumptions is particularly relevant to measure the significant increase in credit risk (“SICR”), to allocate loan portfolios to the different risk stages (“Staging”) and to determine assumptions and inputs to models used for the expected credit loss (“ECL”) calculation.

In the current year, in addition to the recurring process of updating the input data and of refining of risk parameters, the Group made some changes, revised some estimation processes compared to previous year and applied, also, “post model adjustments/management overlays”. These actions were deemed necessary to improve the predictiveness of the models in use, to consider the uncertainties in the reference context as well as some additional risk factors not adequately captured by models in use, including climate change related credit risk.

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## Auditing procedures performed in response to key audit matters

In performing our audit procedures, we considered internal control relevant to the financial reporting process.

Our audit procedures were defined taking into account the methodological changes introduced during the year, as well as adjustments to existing methodologies and models in use for the valuation of the loan portfolio.

To address this key audit matter, we performed the following relevant procedures, with the support of the experts of the PwC network as needed:

- assessment of the adequacy of the IT environment and testing of the operating effectiveness of the applicable key controls over the systems and software applications used by the Bank for the valuation of loans to customers;
- understanding and evaluation of the design of key controls related to the monitoring, classification and impairment valuation of loans to customers and testing of their operating effectiveness;
- critical assessment of control activities carried out during the year by internal control functions, of the related outcomes and of the remedial actions undertaken;
- testing, on a sample basis, of the reasonable classification of these loans as performing (Stage 1 and Stage 2) on the basis of the available information about debtor’s status and of other supporting evidences, including external information;
- understanding and assessment of the appropriateness of policies, procedures and models used for determining SICR, Staging and ECL. Special attention was paid to the changes introduced during the year to





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### ***Key audit matters***

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Considering the significance of the amount, the high complexity of estimation processes and the high degree of professional judgement, as well as the process of fine-tuning and refinement of criteria and models adopted, we considered valuation of performing loans as a key audit matter.

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### ***Auditing procedures performed in response to key audit matters***

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- criteria and models in use, as well as to criteria for determining “*post model adjustments/management overlays*” applied and their reasonableness;
- understanding and review of the methods used to define the key estimation parameters for models used to determine the ECL and assessment of the updates and refinements introduced during the year. In particular, we assessed the reasonableness of expected macroeconomic scenarios assumed, also by checking their consistency with external sources, as well as their probabilities weighting, also in the light of the uncertainties arising from the current reference context. Furthermore, for off-balance sheet exposures, we performed specific procedures aimed at verifying the appropriate application of credit conversion factors;
  - assessment of the correct application of the defined criteria, of the completeness and accuracy of the data used for the *ECL* calculation, as well as of any processing performed outside the IT systems;
  - assessment of the reasonableness of loans valuation through independent estimates;
  - comparative and trend analysis on the volumes of loans to customers and on related coverage ratios, also by comparing data of previous years and information related to the main market peers;
  - review of sensitivity analyses of ECL to the macroeconomic scenarios that condition risk parameters of the models used;
  - testing of the completeness and adequacy of financial statements disclosures in accordance with International Financial Reporting Standards, the applicable regulatory framework and the communications and recommendations issued by the Supervisory Authorities.

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**Key audit matters**

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**Auditing procedures performed in response to key audit matters**

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**Valuation of non-performing loans to customers (unlikely-to-pay and bad loans) measured at amortised cost**

*Notes to the consolidated financial statements:*  
*Part A - Accounting policies*  
*Part B – Information on the consolidated balance sheet – Assets, Sections 4 and 12*  
*Part C – Information on the consolidated income statement, Section 8*  
*Part E – Information on risks and related hedging policies*

Non-Performing loans to customers (Stage 3) as of 31 December 2022 amount to Euro 2,261 million.

Net impairment losses booked in the year for these loans, amount to Euro 397.2 million and represent directors' best estimate in order to determine expected credit losses for these loans at the reporting date on the basis of the applicable reporting standards.

Valuation processes and methods applied, both on an individual and on a statistical basis, are characterized by a high degree of professional judgement and require the estimation of several variables. The use of significant assumptions is particularly relevant for the assessment of future cash flows, recovery time and for determining the recoverable amount of any collaterals.

In particular, where Group's strategy is also based on the recovery through a disposal of portfolios, the valuation is performed with a multiple scenarios approach reflecting the cash flows arising from internal work-out activities as well as cash flows expected from the disposal on the market.

Considering the significance of the non-performing loans amount, the complexity of the valuation process and the high subjectivity of the assumptions and hypotheses required to determine the relevant variables, we considered the valuation of non-performing loans as a key audit matter.

In performing our audit procedures, we considered internal control relevant to the financial reporting process.

To address this key audit matter we performed the following relevant procedures:

- assessment of the adequacy of the IT environment and testing of the operating effectiveness of the applicable key controls over the systems and software applications used for the valuation of loans to customers;
- understanding and evaluation of the design of key controls related to the monitoring, classification and impairment valuation of loans to customers and testing of their operating effectiveness;
- understanding and assessment of the appropriateness of policies, procedures and models used for determining the *ECL*;
- assessment of the correct application of the defined criteria as well as of the completeness and accuracy of the data used in the *ECL* calculation;
- testing, on a sample basis, of the reasonable classification of these loans among the different regulatory categories also on the basis of the available information about debtor's status and of other supporting evidences, including external information;
- assessment of the reasonableness of the methodology adopted to define possible alternative recovery scenarios (disposal or work-out scenarios), of their consistency with disposal targets defined by the directors and of the probabilities defined, as well as evaluation of the correct calculation of the *ECL* on the basis of the weighted average of future probable cash flows



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**Key audit matters**

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**Auditing procedures performed in response to key audit matters**

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- expected from internal work-out and disposal scenarios.
- with specific reference to the work-out scenario, for each category required by the applicable financial and regulatory reporting framework, testing, for a sample of loans assessed on an individual basis, of the reasonableness of assumptions used to determine future cash flows from work-out activity, collaterals valuation and recovery time. For non-performing loans assessed on a statistical basis, check of the correct determination of the key parameters used in the model as well as completeness and accuracy of related key data inputs;
  - comparative and trend analysis on the volumes of loans to customers and on related coverage ratios, performed also by comparing data of previous years and information related to main comparable operators;
  - analysis of subsequent events occurring after the reference date of financial statements;
  - testing of the completeness and adequacy of financial statements disclosures in accordance with International Financial Reporting Standards, the applicable regulatory framework and the communications and recommendations issued by the Supervisory Authorities.

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**Valuation of financial instruments held for trading not listed in active markets and measured at fair value on a recurring basis**

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*Notes to the consolidated financial statements:*  
*Part A – Accounting policies*  
*Part B – Information on the consolidated balance sheet – Assets, Section 2, Liabilities, Section 2*  
*Part C – Information on the consolidated income statement, section 4*

In performing our audit procedures, we considered internal control relevant to the financial reporting process. Specifically, to address this key matter, we performed the following relevant procedures with the support of experts of the PwC network as needed:

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### ***Key audit matters***

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Financial instruments held for trading and not listed in active markets whose fair values were determined using models with data and parameters both directly observable and not directly observable in the market (instruments with fair value levels 2 and 3 of the fair value hierarchy, respectively) represent assets for a total of Euro 2,787 million and liabilities of Euro 10,001 million, corresponding respectively to about 1.5 per cent of total assets and 5.3 per cent of total liabilities.

The financial instruments carrying amounts, which represent directors' best estimate of the fair value of the instruments at the reporting date determined in accordance with the applicable reporting standards, are mainly attributable to the portfolio of the subsidiary Banca Akros SpA.

Throughout the course of our audit we paid special attention to the valuation of these financial instruments held by Banca Akros SpA, focusing primarily on those characterised by a high degree of complexity (structured securities and derivatives).

This was considered a key audit matter due to the significance of the amounts, the number and complexity of the valuation models used and the significant estimates and assumptions required. The valuation models used are numerous and different based on the type of instrument requiring specific qualitative and quantitative assumptions that could determine significantly different outcomes.

Furthermore, the valuation models used, even if well-known and acknowledged in the practice, could be extremely sensitive to inputs and assumptions and, given their nature, incorporate a risk of incorrect valuation.

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### ***Auditing procedures performed in response to key audit matters***

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- assessment of the adequacy of the IT environment and testing of the operational effectiveness of key controls over the systems and software applications used for the valuation of financial instruments;
- understanding and evaluation of the design of controls relevant to the identification, measurement and monitoring of the risk related to valuation, recognition and measurement of financial instruments, as well as the operational effectiveness of those controls;
- understanding and critical assessment of the policies adopted to determine the fair value of financial instruments;
- review of the valuation techniques and models used as well as of the criteria applied to determine significant assumptions and data inputs, and verification of their consistency with the market practice and financial sector literature;
- specific substantive procedures on the related accounting balances, including independent fair values calculation for a sample of level 2 and level 3 financial instruments, performed to verify the reasonableness of directors' valuations. Special attention was paid to qualitative and quantitative assumptions and inputs used (interest rate curves, credit and liquidity spreads, adjustments for credit rating, volatility parameters, other market information);
- testing of the completeness and adequacy of disclosures closely related to this key matter also considering requirements of the applicable financial reporting standards.

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**Key audit matters**

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**Business combination with insurance companies Banco BPM Vita and Banco BPM Assicurazioni**

*Notes to the consolidated financial statements:*

*Part A – Accounting policies*

*Part B – Information on the consolidated balance sheet – Assets, Sections 8 and 12, Liabilities, Sections 7 and 11*

*Part C – Information on the consolidated income statement, sections 10 and 11*

*Part E – Information on risks and related hedging policies*

*Part G – Business Combinations regarding companies or divisions*

*Part L – Segment Reporting*

During 2022, the Group gained the control of the insurance company Banco BPM Vita SpA (formerly BPM Vita SpA) operating in life insurance business and of its subsidiary Banco BPM Assicurazioni SpA (formerly BPM Assicurazioni SpA) operating in non-life insurance business, which were previously considered associates, given the equity stake held (the "Transaction").

The Transaction is to be considered a business combination in accordance with IFRS 3 "Business Combinations" which requires the application of the purchase method. This acquisition resulted in the need to carry out specific valuation activities in particular with reference to the *fair value* of the equity stakes previously held and the allocation of the acquisition cost (Purchase Price Allocation-PPA) in accordance with IFRS 3.

In addition, following the Transaction, the insurance companies were consolidated on a line-by-line basis, determining, therefore, a change in the scope of consolidation with the inclusion, for the first time, of entities having non-similar business activity and heterogeneous assets and liabilities with respect to those attributable to the banking business. This circumstance entailed the need to conduct specific valuations and activities with reference to the classification and measurement of assets and liabilities acquired, their presentation, considering, moreover, that in

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**Auditing procedures performed in response to key audit matters**

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To address this key matter, we performed the following relevant procedures:

- understanding of the Transaction also through obtaining and analysing supporting documentation, as well as discussions with management;
- assessment of the reasonableness of assumptions made and conclusions reached by the directors for the determination of the fair value of equity stakes previously held, as well as compliance with IFRS 3 of the accounting for of business combinations carried out in several stages (so-called step acquisitions);
- understanding and critical analysis, also with the support of experts belonging to the PwC network and through discussions with management and the external consultants used by the Group, of the valuation models adopted for the purchase price allocation and the calculation of the fair values of the identifiable assets acquired and liabilities assumed;
- assessment of the reasonableness of the main qualitative and quantitative assumptions used by the directors, also considering the characteristics of the assets and liabilities to be evaluated;
- assessment of the correctness of classification and of measurement criteria for the assets acquired and liabilities assumed in the light of applicable accounting standards and considering the business activity of the companies;
- testing of the correct presentation of the financial position and economic result of the insurance companies in the consolidated financial statements, also in the light of the prospective sale transaction, in accordance with Circular 262 of Bank of Italy and the relevant accounting standards;



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**Key audit matters**

December the Group reached an agreement with Crédit Agricole Group to proceed, upon the occurrence of certain conditions, to the sale of non-life and protection insurance businesses, together with the start of a commercial partnership.

Furthermore, additional disclosure to the financial statement was provided, where necessary.

Considering the complexity of the Transaction and the resulting accounting impacts, the additional required audit activities, as well as the related valuation elements described so far, the Transaction was considered as a key audit matter.

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**Auditing procedures performed in response to key audit matters**

- testing of the completeness and adequacy of disclosures provided in the notes to the financial statements considering the requirements of the applicable financial reporting standards.

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**Responsibilities of the Directors and the Board of Statutory Auditors for the Consolidated Financial Statements**

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05 and article 43 of Legislative Decree No. 136/15 and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The directors are responsible for assessing the Group's ability to continue as a going concern and, in preparing the consolidated financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern.

In preparing the consolidated financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate the parent company Banco BPM SpA or to cease operations or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Group's financial reporting process.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.





As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- we identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- we obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- we evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- we concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- we evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- we obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on the consolidated financial statements.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

We also provided those charged with governance with a statement that we complied with the regulations and standards on ethics and independence applicable under Italian law and communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate the related risks, or safeguards applied.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We described these matters in our auditor's report



### ***Additional Disclosures required by Article 10 of Regulation (EU) No. 537/2014***

On 15 October 2016 the shareholders of Banco Popolare Società Cooperativa and Banca Popolare di Milano Scarl in general meeting engaged us to perform the statutory audit of the Bank's and the consolidated financial statements for the years ending 31 December 2017 to 31 December 2025.

We declare that we did not provide any prohibited non-audit services referred to in article 5, paragraph 1, of Regulation (EU) No. 537/2014 and that we remained independent of the Bank in conducting the statutory audit.

We confirm that the opinion on the consolidated financial statements expressed in this report is consistent with the additional report to the board of statutory auditors, in its capacity as audit committee, prepared pursuant to article 11 of the aforementioned Regulation.

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### ***Report on Compliance with other Laws and Regulations***

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#### ***Opinion on compliance with the provisions of Commission Delegated Regulation (EU) 2019/815***

The directors of Banco BPM SpA are responsible for the application of the provisions of Commission Delegated Regulation (EU) 2019/815 concerning regulatory technical standards on the specification of a single electronic reporting format (ESEF - European Single Electronic Format) (hereinafter, the "Commission Delegated Regulation") to the consolidated financial statements as of 31 December 2022, to be included in the annual report.

We have performed the procedures specified in auditing standard (SA Italia) No. 700B in order to express an opinion on the compliance of the consolidated financial statements with the provisions of the Commission Delegated Regulation.

In our opinion, the consolidated financial statements as of 31 December 2022 have been prepared in XHTML format and have been marked up, in all significant respects, in compliance with the provisions of the Commission Delegated Regulation.

Due to certain technical limitations, some information included in the notes to the consolidated financial statements when extracted from the XHTML format to an XBRL instance may not be reproduced in an identical manner with respect to the corresponding information presented in the consolidated financial statements in XHTML format.

#### ***Opinion in accordance with Article 14, paragraph 2, letter e), of Legislative Decree No. 39/10 and Article 123-bis, paragraph 4, of Legislative Decree No. 58/98***

The directors of Banco BPM SpA are responsible for preparing a report on operations and a report on the corporate governance and ownership structure of Banco BPM Group as of 31 December 2022, including their consistency with the relevant consolidated financial statements and their compliance with the law.





We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to express an opinion on the consistency of the report on operations and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98, with the consolidated financial statements of Banco BPM Group as of 31 December 2022 and on their compliance with the law, as well as to issue a statement on material misstatements, if any.

In our opinion, the report on operations and the specific information included in the report on corporate governance and ownership structure mentioned above are consistent with the consolidated financial statements of Banco BPM Group as of 31 December 2022 and are prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

***Statement in accordance with article 4 of Consob's Regulation implementing Legislative Decree No. 254 of 30 December 2016***

The directors of Banco BPM SpA are responsible for the preparation of the non-financial statement pursuant to Legislative Decree No. 254 of 30 December 2016.

We have verified that the directors approved the non-financial statement.

Pursuant to article 3, paragraph 10, of Legislative Decree No. 254 of 30 December 2016, the non-financial statement is the subject of a separate statement of compliance issued by ourselves.

Milan, 21 March 2023

PricewaterhouseCoopers SpA

*Signed by*

Pierfrancesco Anglani  
(Partner)

*As disclosed by the Directors, the accompanying consolidated financial statements of Banco BPM SpA constitute a non-official version which is not compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815. This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.*



# Attachments

## List of IAS/IFRS endorsed by the European Commission as at 31 December 2022

| Accounting standards |   | Endorsement Regulation |   |
|----------------------|---|------------------------|---|
|                      |   |                        | amendments  |
| IAS 1                | Presentation of Financial Statements  | 1126/2008              | 1274/2008; 53/2009; 70/2009; 494/2009; 243/2010; 149/2011; 475/2012; 1254/2012; 1255/2012; 301/2013; 2113/2015; 2406/2015; 1905/2016; 2067/2016; 1986/2017; 2075/2019; 2104/2019; 2036/2021 (**); 357/2022 (**) |
| IAS 2                | Inventories   | 1126/2008              | 70/2009; 1255/2012; 1905/2016; 2067/2016; 1986/2017   |
| IAS 7                | Statement of Cash Flows   | 1126/2008              | 1260/2008; 1274/2008; 70/2009; 494/2009; 243/2010; 1254/2012; 1174/2013; 1986/2017; 1990/2017; 2036/2021 (**)   |
| IAS 8                | Accounting Policies, Changes in Accounting Estimates and Errors   | 1126/2008              | 1274/2008; 70/2009; 1255/2012; 2067/2016; 2075/2019; 2104/2019; 357/2022 (**)   |
| IAS 10               | Events After the Reporting Period   | 1126/2008              | 1274/2008; 70/2009; 1142/2009; 1255/2012; 2067/2016; 2104/2019  |
| IAS 12               | Income Taxes  | 1126/2008              | 1274/2008; 495/2009; 475/2012; 1254/2012; 1255/2012; 1174/2013; 1905/2016; 2067/2016; 1986/2017; 1989/2017; 412/2019; 1392/2022 (**)  |
| IAS 16               | Property, Plant and Equipment   | 1126/2008              | 1260/2008; 1274/2008; 70/2009; 495/2009; 1255/2012; 301/2013; 28/2015; 2113/2015; 2231/2015; 1905/2016; 1986/2017; 1080/2021; 2036/2021 (**)  |
| IAS 19               | Employee Benefits   | 1126/2008              | 1274/2008; 70/2009; 475/2012; 1255/2012; 29/2015; 2343/2015; 402/2019; 2036/2021 (**)   |
| IAS 20               | Accounting for Government Grants and Disclosure of Government Assistance  | 1126/2008              | 1274/2008; 70/2009; 475/2012; 1255/2012; 2067/2016  |
| IAS 21               | The Effects of Changes in Foreign Exchange Rates  | 1126/2008              | 1274/2008; 69/2009; 494/2009; 149/2011; 475/2012; 1254/2012; 1255/2012; 2067/2016; 1986/2017  |
| IAS 23               | Borrowing Costs   | 1126/2008              | 1260/2008; 70/2009; 2113/2015; 2067/2016; 1986/2017; 412/2019   |
| IAS 24               | Related Party Disclosures   | 1126/2008              | 1274/2008, 632/2010; 475/2012; 1254/2012; 1174/2013; 28/2015  |
| IAS 26               | Accounting and Reporting by Retirement Benefit Plans  | 1126/2008              | 357/2022 (**)   |
| IAS 27               | Separate Financial Statements   | 1126/2008              | 1274/2008; 69/2009; 70/2009; 494/2009; 1254/2012; 1174/2013; 2441/2015  |
| IAS 28               | Investments in Associates and Joint Ventures  | 1126/2008              | 1274/2008; 70/2009, 494/2009, 495/2009; 1254/2012; 1255/2012; 2441/2015; 1703/2016; 2067/2016; 182/2018; 237/2019; 2036/2021 (**)   |
| IAS 29               | Financial Reporting in Hyperinflationary Economies  | 1126/2008              | 1274/2008; 70/2009  |
| IAS 32               | Financial Instruments: Presentation   | 1126/2008              | 1274/2008; 53/2009; 70/2009, 494/2009; 495/2009; 1293/2009; 149/2011; 475/2012; 1254/2012; 1255/2012; 1256/2012; 301/2013; 1174/2013; 1905/2016; 2067/2016; 1986/2017; 2036/2021 (**)                           |
| IAS 33               | Earnings per Share  | 1126/2008              | 1274/2008; 494/2009; 495/2009; 475/2012; 1254/2012; 1255/2012; 2067/2016  |
| IAS 34               | Interim Financial Reporting   | 1126/2008              | 1274/2008; 70/2009; 495/2009; 149/2011; 475/2012; 1255/2012; 301/2013; 1174/2013; 2343/2015; 2406/2015; 1905/2016; 2075/2019; 2104/2019; 357/2022 (**)  |
| IAS 36               | Impairment of Assets  | 1126/2008              | 1274/2008; 69/2009; 70/2009; 495/2009; 243/2010; 1254/2012; 1255/2012; 1374/2013; 2113/2015; 1905/2016; 2067/2016; 2036/2021 (**)   |
| IAS 37               | Provisions, Contingent Liabilities and Contingent Assets  | 1126/2008              | 1274/2008; 495/2009; 28/2015; 1905/2016; 2067/2016; 1986/2017; 2075/2019; 2104/2019; 1080/2021; 2036/2021 (**)  |
| IAS 38               | Intangible Assets   | 1126/2008              | 1260/2008; 1274/2008; 70/2009; 495/2009; 243/2010; 1254/2012; 1255/2012; 28/2015; 2231/2015; 1905/2016; 1986/2017; 2075/2019; 2036/2021 (**)  |
| IAS 39               | Financial Instruments: Recognition and Measurement (with the exception of several provisions relating to accounting for hedging transactions) (*) | 1126/2008              | 1274/2008; 53/2009; 70/2009; 494/2009; 495/2009; 824/2009; 839/2009; 1171/2009; 243/2010; 149/2011; 1254/2012; 1255/2012; 1174/2013; 1375/2013; 28/2015; 1905/2016; 2067/2016; 1986/2017; 34/2020; 25/2021      |
| IAS 40               | Investment Property   | 1126/2008              | 1274/2008; 70/2009; 1255/2012; 1361/2014; 2113/2015; 1905/2016; 1986/2017; 400/2018; 2036/2021 (**)   |
| IAS 41               | Agriculture   | 1126/2008              | 1274/2008; 70/2009; 1255/2012; 2113/2015; 1986/2017; 1080/2021  |

| Accounting standards |  | Endorsement Regulation |  |
|----------------------|--|------------------------|--|
|                      |  |                        | amendments   |
| IFRS 1               | First-time Adoption of International Financial Reporting Standards | 1126/2008              | 1260/2008; 1274/2008; 69/2009; 70/2009; 254/2009; 494/2009; 495/2009; 1136/2009; 1164/2009; 550/2010; 574/2010; 662/2010; 149/2011; 1205/2011; 475/2012; 1254/2012; 1255/2012; 183/2013; 301/2013; 313/2013; 1174/2013; 2173/2015; 2343/2015; 2441/2015; 1905/2016; 2067/2016; 1986/2017; 182/2018; 519/2018; 1595/2018; 1080/2021; 2036/2021 (**); 1392/2022 (**) |
| IFRS 2               | Share-based Payments   | 1126/2008              | 1261/2008; 495/2009; 243/2010; 244/2010; 1254/2012; 1255/2012; 28/2015; 2067/2016; 289/2018; 2075/2019   |
| IFRS 3               | Business Combinations  | 1126/2008              | 495/2009; 149/2011; 1254/2012; 1255/2012; 1174/2013; 1361/2014; 28/2015; 1905/2016; 2067/2016; 1986/2017; 412/2019; 2075/2019; 551/2020; 1080/2021; 2036/2021 (**)   |
| IFRS 4               | Insurance Contracts  | 1126/2008              | 1274/2008; 494/2009; 1165/2009; 1255/2012; 1905/2016; 2067/2016; 1986/2017; 1988/2017; 2097/2020; 25/2021  |
| IFRS 5               | Non-current Assets Held for Sale and Discontinued Operations       | 1126/2008              | 1274/2008; 70/2009; 494/2009; 1142/2009; 243/2010; 475/2012; 1254/2012; 1255/2012; 2343/2015; 2067/2016; 2036/2021 (**)  |
| IFRS 6               | Exploration for and Evaluation of Mineral Resources                | 1126/2008              | 2075/2019  |
| IFRS 7               | Financial Instruments: Disclosures                                 | 1126/2008              | 1274/2008; 53/2009; 70/2009; 495/2009; 824/2009; 1165/2009; 574/2010; 149/2011; 1205/2011; 475/2012; 1254/2012; 1255/2012; 1256/2012; 1174/2013; 2343/2015; 2406/2015; 2067/2016; 1986/2017; 34/2020; 25/2021; 2036/2021 (**); 357/2022 (**)   |
| IFRS 8               | Operating Segments   | 1126/2008              | 1274/2008; 243/2010; 632/2010; 475/2012; 28/2015   |
| IFRS 9               | Financial Instruments  | 2067/2016              | 1986/2017; 498/2018; 34/2020; 25/2021; 1080/2021; 2036/2021 (**)   |
| IFRS 10              | Consolidated Financial Statements                                  | 1254/2012              | 313/2013; 1174/2013; 1703/2016   |
| IFRS 11              | Joint Arrangements   | 1254/2012              | 313/2013; 2173/2015; 412/2019  |
| IFRS 12              | Disclosure of Interests in Other Entities                          | 1254/2012              | 313/2013; 1174/2013; 1703/2016; 182/2018   |
| IFRS 13              | Fair Value Measurement   | 1255/2012              | 1361/2014; 2067/2016; 1986/2017  |
| IFRS 15              | Revenue from Contracts with Customers                              | 1905/2016              | 1986/2017; 1987/2017; 2036/2021 (**)   |
| IFRS 16              | Leases   | 1986/2017              | 1434/2020; 25/2021; 1421/2021  |
| IFRS 17              | Insurance Contracts  | 2036/2021 (**)         | 1491/2022 (**)   |

(\*) With the entry into force of IFRS 9 "Financial Instruments", only the portion of IAS 39 regarding accounting for fair value hedging transactions remains in force.

(\*\*) Regulations endorsed at the date of approval of the financial statements, but applicable following 1 January 2023.

| Interpretations |   | Endorsement Regulation |  |
|-----------------|---|------------------------|--|
|                 |   | Amendments             |  |
| IFRIC 1         | Changes in Existing Decommissioning, Restoration and Similar Liabilities                                | 1126/2008              | 1260/2008; 1274/2008; 1986/2017            |
| IFRIC 2         | Members' Shares in Co-operative Entities and Similar Instruments  | 1126/2008              | 53/2009; 1255/2012; 301/2013; 2067/2016    |
| IFRIC 5         | Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds    | 1126/2008              | 1254/2012; 2067/2016                       |
| IFRIC 6         | Liabilities arising from Participating in a Specific Market – Waste Electrical and Electronic Equipment | 1126/2008              |  |
| IFRIC 7         | Applying the Restatement Approach under IAS 29 - Financial Reporting in Hyperinflationary Economies     | 1126/2008              | 1274/2008                                  |
| IFRIC 10        | Interim Financial Reporting and Impairment  | 1126/2008              | 1274/2008; 2067/2016                       |
| IFRIC 12        | Service Concession Arrangements   | 254/2009               | 1905/2016; 2067/2016; 1986/2017; 2075/2019 |
| IFRIC 14        | IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction       | 1263/2008              | 1274/2008; 633/2010; 475/2012              |
| IFRIC 16        | Hedges of a Net Investment in a Foreign Operation   | 460/2009               | 243/2010; 1254/2012; 2067/2016             |
| IFRIC 17        | Distributions of Non-Cash Assets to Owners  | 1142/2009              | 1254/2012; 1255/2012                       |
| IFRIC 19        | Extinguishing Financial Liabilities with Equity Instruments   | 662/2010               | 1255/2012; 2067/2016; 2075/2019            |
| IFRIC 20        | Stripping Costs in the Production Phase of a Surface Mine   | 1255/2012              | 2075/2019                                  |
| IFRIC 21        | Levies  | 634/2014               |  |
| IFRIC 22        | Foreign Currency Transactions and Advance Consideration   | 519/2018               | 2075/2019                                  |
| IFRIC 23        | Uncertainty over Income Tax Treatments  | 1595/2018              |  |
| SIC 7           | Introduction of the Euro  | 1126/2008              | 1274/2008; 494/2009                        |
| SIC 10          | Government Assistance – No Specific Relation to Operating Activities                                    | 1126/2008              | 1274/2008                                  |
| SIC 15          | Operating Leases – Incentives   | 1126/2008              | 1274/2008                                  |
| SIC 25          | Income Taxes – Changes in the Tax Status of an Entity or its Shareholders                               | 1126/2008              | 1274/2008                                  |
| SIC 29          | Service Concession Arrangements: Disclosures  | 1126/2008              | 1274/2008; 254/2009; 1986/2017             |
| SIC 32          | Intangible Assets – Web Site Costs  | 1126/2008              | 1274/2008; 1905/2016; 1986/2017; 2075/2019 |

Reconciliation between the items in the consolidated balance sheet and the reclassified consolidated balance sheet as at 31 December 2022

| Asset items<br>(thousands of euro)   | 31/12/2022         |
|--|--------------------|
| 10. Cash and cash equivalents  | 13,130,815         |
| <b>Cash and cash equivalents</b>   | <b>13,130,815</b>  |
| 40. a) Financial assets at amortised cost: loans to banks  | 5,492,238          |
| minus: debt securities due to banks at amortised cost  | (1,314,337)        |
| less: financial assets at amortised cost pertaining to insurance companies - loans to banks                        | (8)                |
| <b>Loans at AC: loans to banks</b>   | <b>4,177,893</b>   |
| 40. b) Financial assets at amortised cost: loans to customers  | 133,647,528        |
| plus: senior securities from sales of non-performing loans   | 1,933,727          |
| minus: debt securities due to customers at amortised cost  | (26,125,530)       |
| less: financial assets at amortised cost pertaining to insurance companies - loans to customers                    | (765)              |
| <b>Loans at AC: loans to customers</b>   | <b>109,454,960</b> |
| 20. Financial assets at fair value through profit and loss   | 8,935,495          |
| 50. Hedging derivatives  | 1,717,211          |
| less: financial assets at fair value through profit and loss pertaining to insurance companies                     | (2,445,825)        |
| <b>Financial assets and hedging derivatives at FV through Profit and Loss</b>                                      | <b>8,206,881</b>   |
| 30. Financial assets measured at fair value through other comprehensive income                                     | 12,826,691         |
| less: financial assets measured at fair value through other comprehensive income pertaining to insurance companies | (3,446,171)        |
| <b>Financial assets at FV through OCI</b>  | <b>9,380,520</b>   |
| plus: debt securities due to banks and customers at amortised cost   | 27,439,867         |
| minus: senior securities from sales of non-performing loans  | (1,933,727)        |
| <b>Financial assets at AC</b>  | <b>25,506,140</b>  |
| plus: financial assets at amortised cost pertaining to insurance companies - loans to banks                        | 8                  |
| plus: financial assets at amortised cost pertaining to insurance companies - loans to customers                    | 765                |
| plus: financial assets at fair value through profit and loss pertaining to insurance companies                     | 2,445,825          |
| plus: financial assets measured at fair value through other comprehensive income pertaining to insurance companies | 3,446,171          |
| <b>Financial assets pertaining to insurance companies</b>  | <b>5,892,769</b>   |
| 70. Interests in associates and joint ventures   | 1,453,955          |
| <b>Interests in associates and joint ventures</b>  | <b>1,453,955</b>   |
| 90. Property, plant and equipment  | 3,034,689          |
| <b>Property, plant and equipment</b>   | <b>3,034,689</b>   |
| 100. Intangible assets   | 1,286,734          |
| <b>Intangible assets</b>   | <b>1,286,734</b>   |
| 110. Tax assets  | 4,622,827          |
| <b>Tax assets</b>  | <b>4,622,827</b>   |
| 120. Non-current assets and disposal groups held for sale  | 214,737            |
| <b>Non-current assets and disposal groups held for sale</b>  | <b>214,737</b>     |
| 60. Fair value change of financial assets in macro fair value hedge portfolios (+/-)                               | (488,403)          |
| 130. Other assets  | 3,808,291          |
| Other assets   | <b>3,322,975</b>   |
| <b>Total assets</b>  | <b>189,685,895</b> |

| Liability items<br>(thousands of euro)   | 31/12/2022         |
|--|--------------------|
| <b>10. b)</b> Financial liabilities at amortised cost: due to customers                          | 108,307,067        |
| minus: lease payables due to customers   | (627,238)          |
| less: due to customers pertaining to insurance companies   | (421)              |
| <b>Due to customers</b>  | <b>107,679,408</b> |
| <b>10. c)</b> Financial liabilities at amortised cost: debt securities in issue                  | 12,930,521         |
| <b>30.</b> Financial liabilities designated at fair value  | 3,938,518          |
| minus: protected capital certificates  | (2,467,534)        |
| less: financial liabilities designated at fair value pertaining to insurance companies           | (1,441,830)        |
| <b>Securities and financial liabilities designated at fair value</b>                             | <b>12,959,675</b>  |
| <b>Direct bank funding</b>   | <b>120,639,083</b> |
| plus: other financial liabilities designated at fair value pertaining to insurance companies     | 1,441,830          |
| <b>110.</b> Technical reserves   | 4,414,424          |
| <b>Direct funding from insurance business and technical reserves</b>                             | <b>5,856,254</b>   |
| <b>10. a)</b> Financial liabilities at amortised cost: due to banks                              | 32,636,506         |
| minus: lease payables due to banks   | (683)              |
| less: due to banks pertaining to insurance companies   | (18)               |
| <b>Due to banks</b>  | <b>32,635,805</b>  |
| plus: lease payables due to banks  | 683                |
| plus: lease payables due to customers  | 627,238            |
| <b>Lease payables</b>  | <b>627,921</b>     |
| <b>20.</b> Financial liabilities held for trading  | 10,181,692         |
| plus: protected capital certificates   | 2,467,534          |
| <b>40.</b> Hedging derivatives   | 948,424            |
| <b>Other financial liabilities designated at fair value</b>                                      | <b>13,597,650</b>  |
| plus: due to customers pertaining to insurance companies   | 421                |
| plus: due to banks pertaining to insurance companies   | 18                 |
| <b>Other financial liabilities pertaining to insurance companies</b>                             | <b>439</b>         |
| <b>90.</b> Provisions for employee severance pay   | 258,457            |
| <b>100.</b> Provisions for risks and charges   | 730,395            |
| <b>Liability provisions</b>  | <b>988,852</b>     |
| <b>60.</b> Tax liabilities   | 279,983            |
| <b>Tax liabilities</b>   | <b>279,983</b>     |
| <b>70.</b> Liabilities associated with assets classified as held for sale                        | 31,731             |
| <b>Liabilities associated with assets classified as held for sale</b>                            | <b>31,731</b>      |
| <b>50.</b> Fair value change of financial liabilities in macro fair value hedge portfolios (+/-) | (1,173,078)        |
| <b>80.</b> Other liabilities   | 3,430,984          |
| <b>Other liabilities</b>   | <b>2,257,906</b>   |
| <b>Total liabilities</b>   | <b>176,915,624</b> |
| <b>190.</b> Non-controlling interests (+/-)  | 720                |
| <b>Non-controlling interests</b>   | <b>720</b>         |
| <b>120.</b> Valuation reserves   | (624,011)          |
| <b>140.</b> Equity instruments   | 1,389,794          |
| <b>150.</b> Reserves   | 4,219,445          |
| <b>170.</b> Share capital  | 7,100,000          |
| <b>180.</b> Own shares (-)   | (18,266)           |
| <b>200.</b> Profit (loss) for the year (+/-)   | 702,589            |
| <b>Group shareholders' equity</b>  | <b>12,769,551</b>  |
| <b>Total liabilities and shareholders' equity</b>  | <b>189,685,895</b> |



Reconciliation between the items in the consolidated balance sheet and the reclassified consolidated balance sheet as at 31 December 2021

| <b>Asset items<br/>(thousands of euro)</b>  | <b>31/12/2021</b>  |
|---|--------------------|
| <b>10.</b> Cash and cash equivalents  | 29,153,316         |
| <b>Cash and cash equivalents</b>  | <b>29,153,316</b>  |
| <b>40. a)</b> Financial assets at amortised cost: loans to banks                            | 12,773,990         |
| minus: debt securities due to banks at amortised cost                                       | (896,112)          |
| <b>Loans at AC: loans to banks</b>  | <b>11,877,878</b>  |
| <b>40. b)</b> Financial assets at amortised cost: loans to customers                        | 127,674,398        |
| plus: senior securities from sales of non-performing loans (GACS)                           | 2,297,560          |
| minus: debt securities due to customers at amortised cost                                   | (20,588,576)       |
| <b>Loans at AC: loans to customers</b>  | <b>109,383,382</b> |
| <b>20.</b> Financial assets at fair value through profit and loss                           | 6,337,110          |
| <b>50.</b> Hedging derivatives  | 127,076            |
| <b>Financial assets and hedging derivatives at FV through Profit and Loss</b>               | <b>6,464,186</b>   |
| <b>30.</b> Financial assets measured at fair value through other comprehensive income       | 10,675,079         |
| <b>Financial assets at FV through OCI</b>   | <b>10,675,079</b>  |
| plus: debt securities due to banks and customers at amortised cost                          | 21,484,688         |
| minus: senior securities from sales of non-performing loans (GACS)                          | (2,297,560)        |
| <b>Financial assets at AC</b>   | <b>19,187,128</b>  |
| <b>70.</b> Interests in associates and joint ventures                                       | 1,794,116          |
| <b>Interests in associates and joint ventures</b>   | <b>1,794,116</b>   |
| <b>90.</b> Property, plant and equipment  | 3,278,245          |
| <b>Property, plant and equipment</b>  | <b>3,278,245</b>   |
| <b>100.</b> Intangible assets   | 1,213,722          |
| <b>Intangible assets</b>  | <b>1,213,722</b>   |
| <b>110.</b> Tax assets  | 4,540,229          |
| <b>Tax assets</b>   | <b>4,540,229</b>   |
| <b>120.</b> Non-current assets and disposal groups held for sale                            | 229,971            |
| <b>Non-current assets and disposal groups held for sale</b>                                 | <b>229,971</b>     |
| <b>60.</b> Fair value change of financial assets in macro fair value hedge portfolios (+/-) | 2,875              |
| <b>130.</b> Other assets  | 2,689,089          |
| <b>Other assets</b>   | <b>2,691,964</b>   |
| <b>Total assets</b>   | <b>200,489,216</b> |

| <b>Liability items<br/>(thousands of euro)</b>   | <b>31/12/2021</b>  |
|--|--------------------|
| <b>10. b)</b> Financial liabilities at amortised cost: due to customers                          | 107,788,219        |
| minus: lease payables due to customers   | (667,326)          |
| <b>10. c)</b> Financial liabilities at amortised cost: debt securities in issue                  | 13,081,349         |
| <b>30.</b> Financial liabilities designated at fair value  | 1,405,190          |
| minus: protected capital certificates  | (1,394,416)        |
| <b>Direct funding</b>  | <b>120,213,016</b> |
| <b>10. a)</b> Financial liabilities at amortised cost: due to banks                              | 45,691,578         |
| minus: lease payables due to banks   | (6,546)            |
| <b>Due to banks</b>  | <b>45,685,032</b>  |
| plus: lease payables due to banks  | 6,546              |
| plus: lease payables due to customers  | 667,326            |
| <b>Lease payables</b>  | <b>673,872</b>     |
| <b>20.</b> Financial liabilities held for trading  | 14,132,931         |
| plus: protected capital certificates   | 1,394,416          |
| <b>40.</b> Hedging derivatives   | 227,972            |
| <b>Other financial liabilities designated at fair value</b>                                      | <b>15,755,319</b>  |
| <b>90.</b> Provisions for employee severance pay   | 320,303            |
| <b>100.</b> Provisions for risks and charges   | 876,643            |
| <b>Liability provisions</b>  | <b>1,196,946</b>   |
| <b>60.</b> Tax liabilities   | 302,816            |
| <b>Tax liabilities</b>   | <b>302,816</b>     |
| <b>50.</b> Fair value change of financial liabilities in macro fair value hedge portfolios (+/-) | (47,812)           |
| <b>80.</b> Other liabilities   | 3,613,968          |
| <b>Other liabilities</b>   | <b>3,566,156</b>   |
| <b>Total liabilities</b>   | <b>187,393,157</b> |
| <b>190.</b> Non-controlling interests (+/-)  | 1,108              |
| <b>Non-controlling interests</b>   | <b>1,108</b>       |
| <b>120.</b> Valuation reserves   | 341,360            |
| <b>140.</b> Equity instruments   | 1,092,832          |
| <b>150.</b> Reserves   | 3,999,850          |
| <b>170.</b> Share capital  | 7,100,000          |
| <b>180.</b> Own shares (-)   | (8,159)            |
| <b>200.</b> Profit (loss) for the year (+/-)   | 569,068            |
| <b>Group shareholders' equity</b>  | <b>13,094,951</b>  |
| <b>Total liabilities and shareholders' equity</b>  | <b>200,489,216</b> |

## Reconciliation between the items in the consolidated income statement and the reclassified consolidated income statement schedule for 2022

| 2022   | Income statement | Reclassifications |     | Reclassified income statement |
|--|------------------|-------------------|-----|-------------------------------|
| Net interest income  |                  |                   |     | <b>2,314,409</b>              |
| 10. Interest and similar income  | 2,937,053        | 13,679            | (a) |                               |
|  |                  | (40,945)          | (i) |                               |
| 20. Interest and similar expense   | (595,587)        | 209               | (i) |                               |
| Gains (losses) on interests in associates and joint ventures carried at equity                                     |                  |                   |     | <b>157,483</b>                |
| 250. Gains (losses) of associates and joint ventures   |                  | 157,483           | (b) |                               |
| <b>Financial margin</b>  |                  |                   |     | <b>2,471,892</b>              |
| Net fee and commission income  |                  |                   |     | <b>1,887,322</b>              |
| 40. Fee and commission income  | 1,998,389        | 22,587            | (c) |                               |
|  |                  | (14,502)          | (i) |                               |
| 50. Fee and commission expense   | (143,896)        | 3,273             | (d) |                               |
|  |                  | 21,471            | (i) |                               |
| Other net operating income   |                  |                   |     | <b>71,602</b>                 |
| 230. Other operating expenses/income   | 345,930          | (270,564)         | (e) |                               |
|  |                  | (3,765)           | (f) |                               |
|  |                  | 1                 | (a) |                               |
| Net financial result   |                  |                   |     | <b>242,983</b>                |
| 70. Dividends and similar income   | 60,840           |                   |     |                               |
| 80. Net trading income   | 174,105          | (22,587)          | (c) |                               |
|  |                  | (3,273)           | (d) |                               |
|  |                  | (7,197)           | (g) |                               |
| 90. Fair value gains/losses on hedging derivatives   | 1,402            |                   |     |                               |
| 100. Gains (Losses) on disposal or repurchase  | (165,927)        | 210,302           | (h) |                               |
| 110. Net gains (losses) from other financial assets and liabilities measured at fair value through profit and loss | (9,146)          | 4,464             | (i) |                               |
| Profit (loss) on insurance business  |                  |                   |     | <b>31,718</b>                 |
| 160. -   | 359,803          |                   |     |                               |
| 170. -   | (357,484)        |                   |     |                               |
|  |                  | 29,399            | (i) |                               |
| <b>Other operating income</b>  |                  |                   |     | <b>2,233,625</b>              |
| <b>Operating income</b>  |                  |                   |     | <b>4,705,517</b>              |
| Personnel expenses   |                  |                   |     | <b>(1,608,901)</b>            |
| 190 a) Personnel expenses  | (1,609,881)      | (2,785)           | (l) |                               |
|  |                  | 3,765             | (f) |                               |
| Other administrative expenses  |                  |                   |     | <b>(650,380)</b>              |
| 190 b) Other administrative expenses   | (1,148,761)      | 2,785             | (l) |                               |
|  |                  | 270,564           | (e) |                               |
|  |                  | 225,032           | (m) |                               |
| Net value adjustments to property, plant and equipment and intangible assets                                       |                  |                   |     | <b>(280,088)</b>              |
| 210. Depreciation and impairment losses on property, plant and equipment   | (183,093)        |                   |     |                               |
| 220. Amortisation and impairment losses on intangible assets   | (135,102)        | 38,107            | (a) |                               |
| <b>Operating expenses</b>  |                  |                   |     | <b>(2,539,369)</b>            |
| <b>Profit (loss) from operations</b>   |                  |                   |     | <b>2,166,148</b>              |

| 2022  | Income<br>statement | Reclassifications |          | Reclassified<br>income<br>statement |
|---|---------------------|-------------------|----------|-------------------------------------|
| Net adjustments to loans to customers   |                     |                   |          | <b>(682,281)</b>                    |
| 130 a) Net credit impairment losses/recoveries relating to financial assets at amortised cost   | (480,574)           | 632               | (n)      |                                     |
|   |                     | 861               | (o)      |                                     |
|   |                     | 5,389             | (p)      |                                     |
|   |                     | (210,302)         | (h)      |                                     |
| 140. Gains (losses) from contractual modification without derecognition   | 1,713               |                   |          |                                     |
| Fair value gains (losses) on property, plant and equipment  |                     |                   |          | <b>(108,347)</b>                    |
| 260. Fair value gains (losses) on property, plant and equipment and intangible assets   | (108,347)           |                   |          |                                     |
| Net adjustments to securities and other financial assets  |                     |                   |          | <b>(9,106)</b>                      |
| 130 b) Net credit impairment losses/recoveries relating to financial assets measured at fair value through other comprehensive income | (2,128)             | (632)             | (n)      |                                     |
|   |                     | (861)             | (o)      |                                     |
|   |                     | (5,389)           | (p)      |                                     |
|   |                     | (96)              | (i)      |                                     |
| Net provisions for risks and charges  |                     |                   |          | <b>(57,214)</b>                     |
| 200. Net provisions for risks and charges   | (57,214)            |                   |          |                                     |
| Gains (losses) on interests in associates and joint ventures and other investments  |                     |                   |          | <b>2,258</b>                        |
| 250. Gains (losses) of associates and joint ventures  | 146,781             | (157,483)         | (b)      |                                     |
|   |                     | 10,702            | (a)      |                                     |
| 280. Gains (losses) on disposal of investments  | 2,258               |                   |          |                                     |
| <b>Profit (loss) before tax from continuing operations</b>  |                     |                   |          | <b>1,311,458</b>                    |
| Taxation charge related to profit or loss from continuing operations  |                     |                   |          | <b>(408,931)</b>                    |
| 300. Taxation charge related to profit or loss from continuing operations   | (321,199)           | (73,145)          | (m)      |                                     |
|   |                     | (16,966)          | (a)      |                                     |
|   |                     | 2,379             | (g)      |                                     |
| <b>Profit (loss) after tax from continuing operations</b>   |                     |                   |          | <b>902,527</b>                      |
| Charges related to the banking system, net of taxes   |                     | (151,887)         | (m)      | <b>(151,887)</b>                    |
| Goodwill impairment   |                     |                   |          | <b>(8,132)</b>                      |
| 270. Value adjustments to goodwill  | (8,132)             |                   |          |                                     |
| Change in own credit risk on Certificates issued by the Group, net of taxes   |                     | 4,818             | (g)      | <b>4,818</b>                        |
| Purchase Price Allocation net of taxes  |                     | (45,523)          | (a)      | <b>(45,523)</b>                     |
| Profit (loss) for the year attributable to non-controlling interests  |                     |                   |          | <b>786</b>                          |
| 340. Profit (loss) for the year attributable to non-controlling interests   | 786                 |                   |          |                                     |
| <b>Parent Company's profit (loss) for the year</b>  |                     | <b>702,589</b>    | <b>-</b> | <b>702,589</b>                      |

The letters shown in the column "Reclassifications" are provided for easier understanding of the reclassifications made.

With regard to the above statement of reconciliation, the main classifications are illustrated below:

- **"Net interest income"** is represented by the algebraic balance of interest and similar income (item 10) and interest and similar expense (item 20), net of the PPA relating to loans to customers, amounting to 13.7 million (a), classified within the new reclassified income statement item "Purchase Price Allocation net of taxes", and of interest income (40.9 million) and expense (0.2 million) pertaining to insurance companies, shown in item "Profit (loss) on insurance business" (i);
- **"Gains (losses) on interests in associates and joint ventures carried at equity"** shows the portion of profits (losses) pertaining to investee companies carried at equity (included in item 250) totalling 157.5 million (b), and together with the net interest income, the aggregate is defined as the **"Financial margin"**;

- **“Net fee and commission income”** is represented by the algebraic balance of fee and commission income (item 40) and fee and commission expense (item 50); it also includes the reclassification of the upfront fees relating to the placement of Certificates through the Group network (22.6 million (c)) and through third-party networks (3.3 million (d)) from item 80 of the official schedule “Net trading income”. The item in question is shown net of fee and commission income (14.5 million) and expense (21.5 million) pertaining to insurance companies, shown in “Profit (loss) on insurance business” (i);
- **“Other net operating income”** is represented by the financial statement item “230 Other operating expenses/income”, with the recoveries on indirect taxes, legal fees and other expenses, totalling 270.6 million (e), separated out, which, for reclassification purposes are shown in the item “Other administrative expenses” and with the recovery of training costs of 3.8 million (f), classified in “Personnel expenses”, also separated out;
- the income statement item **“Net financial result”** includes “Dividends and similar income ” (item 70), “Net trading income” (item 80), net of both the reclassification of the amounts of fees on the placement of Certificates for a total of 22.6 million (c) and 3.3 million (d), re-attributed to net fee and commission income, and the impact deriving from the change in own credit risk on issues of Certificates for 7.2 million (g), re-attributed to the customised item of the reclassified income statement called “Change in own credit risk on Certificates issued by the Group, net of taxes”. The aggregate in question also includes the “Fair value gains/losses on hedging derivatives” (item 90), the “Net gains (losses) from other financial assets and liabilities measured at fair value through profit and loss” (item 110) and the “Gains/losses on disposal or repurchase” (item 100) net of the gains/losses from the assignment of receivables not represented by debt securities, of 210.3 million (h), re-attributed to the management aggregate “Net adjustments to loans to customers”. The items of net financial result pertaining to insurance companies are also excluded, corresponding to 4.5 million (i), shown under “Profit (loss) on insurance business”;
- **“Profit (loss) on insurance business”** corresponds to financial statement items “160 Net premiums” and “170 Balance of other income/expenses from insurance activities”, plus the share relating to interest income and expense, to fee and commission income and expense and to the net financial result pertaining to insurance companies, as illustrated above (i);
- **“Personnel expenses”** is represented by the financial statement item “190 a) Personnel expenses” and by several charges functionally related to personnel, amounting to 2.8 million (l), recognised in the financial statements under item 190 b) “Other administrative expenses” and by the recovery of training costs of 3.8 million (f), recorded under item “230 Other operating expenses/income”, as described above;
- **“Other administrative expenses”** is represented by the financial statement item 190 b), net of recoveries on indirect taxes, legal fees and other expenses, totalling 270.6 million (e), included in the item “230 Other operating expenses/income”, as described above, and of several charges connected to personnel, recognised in the reclassified item “Personnel expenses” for 2.8 million (l). “Banking industry” charges totalling 225.0 million (m) introduced for banks under the single and national resolution funds (SRF and NRF) are also excluded and are shown, net of the related tax effect, in the separate item “Charges related to the banking system, net of taxes”;
- **“Net value adjustments to property, plant and equipment and intangible assets”** corresponds to the accounting items 210 and 220, net of adjustments to intangibles with a finite useful life (client relationships and value of business acquired), allocated to the reclassified income statement item “Purchase Price Allocation net of taxes”, amounting to 38.1 million (a);
- the total of **“Net adjustments to loans to customers”** and **“Net adjustments to securities and other financial assets”** starts from income statement items 130 “Net credit impairment losses/recoveries” and 140 “Gains (losses) from contractual modification without derecognition”. Specifically, “Net adjustments to loans to customers” include adjustments to exposures classified in the portfolio of financial assets at amortised cost - loans to customers - loans (amounting to 480.6 million), the negative result of disposals of loans, amounting to 210.3 million (h) (included in item 100), as well as gains (losses) from contractual modification without derecognition (item 140 of the income statement). Instead, this excludes net impairment losses on exposures classified in the portfolio of financial assets at amortised cost represented by debt securities, totalling 5.4 million (p), as well as net impairment losses on exposures classified in the portfolio of financial assets at amortised cost – loans to banks – loans and securities (n) and (o) totalling 1.5 million, all fully presented in the item of the reclassified income statement “Net adjustments to securities and other financial assets”;
- **“Fair value gains (losses) on property, plant and equipment”** correspond to item 260 of the official income statement;
- the aggregate of **“Net adjustments to securities and other financial assets”** includes net

impairment losses on exposures classified in the portfolio of financial assets at amortised cost – loans to banks - loans and securities (n) and (o) totalling 1.5 million, as well as net impairment losses on exposures classified in the portfolio of financial assets at amortised cost consisting of debt securities (included in item 130) issued by customers (p) totalling 5.4 million;

- **“Net provisions for risks and charges”** correspond to item 200 of the official income statement;
- **“Gains (losses) on interests in associates and joint ventures and other investments”** correspond to item 280 of the official income statement and to the gains (losses) on disposal of interests in associates and joint ventures and other investments carried at equity (item 250 of the official income statement), net of the portion of gains (losses) of the investees carried at equity, overall a positive 157.5 million (b) included in the reclassified aggregate “Gains (losses) on interests in associates and joint ventures carried at equity” and of the effect of the remeasurement at fair value of the interest previously held in Banco BPM Vita of 10.7 million (a) recognised in “Purchase Price Allocation net of taxes”;
- **“Taxation charge related to profit or loss from continuing operations”** corresponds to item 300 of the official income statement, net of the negative tax effects relating to “banking industry charges” of 73.1 million (m), the PPA of 17.0 million (a) and the impact of the change in credit risk on Certificates issued of -2.4 million (g);
- the item **“Charges related to the banking system, net of taxes”** includes charges for a total of 225.0 million (m) recognised in the accounts in item 190 b) of the official income statement, net of the related tax effect, amounting to 73.1 million (m);
- the item **“Goodwill impairment”** corresponds to item 270 of the official income statement;
- the item **“Change in own credit risk on Certificates issued by the Group, net of taxes”** shows the economic impact of a change in own credit risk related to the issue of Certificates, recognised in the accounts in item 80 of the official income statement for 7.2 million (g), net of the related tax effect, amounting to -2.4 million (g);
- lastly, the item **“Purchase Price Allocation net of taxes”** includes the effects of the PPA relating to loans, amounting to -13.4 million (a) and the client relationship and VoBA, amounting to -38.1 million (a), and the effect of the remeasurement at fair value of the interest previously held in Banco BPM Vita of -10.7 million (a) net of the relative tax effects, amounting to 17.0 million (a).

## Reconciliation between the items in the consolidated income statement and the reclassified consolidated income statement schedule for 2021

| 2021   | Income statement | Reclassifications |     | Reclassified income statement |
|--|------------------|-------------------|-----|-------------------------------|
| Net interest income  |                  |                   |     | <b>2,041,628</b>              |
| 10. Interest and similar income  | 2,425,188        | 25,488            | (a) |                               |
| 20. Interest and similar expense   | (409,048)        |                   |     |                               |
| Gains (losses) on interests in associates and joint ventures carried at equity                                     |                  |                   |     | <b>231,940</b>                |
| 250. Gains (losses) of associates and joint ventures   |                  | 231,940           | (b) |                               |
| <b>Financial margin</b>  |                  |                   |     | <b>2,273,568</b>              |
| Net fee and commission income  |                  |                   |     | <b>1,911,203</b>              |
| 40. Fee and commission income  | 2,018,601        | 10,508            | (c) |                               |
| 50. Fee and commission expense   | (117,906)        |                   |     |                               |
| Other net operating income   |                  |                   |     | <b>75,280</b>                 |
| 230. Other operating expenses/income   | 363,082          | (282,519)         | (d) |                               |
|  |                  | (5,283)           | (e) |                               |
| Net financial result   |                  |                   |     | <b>250,695</b>                |
| 70. Dividends and similar income   | 53,718           |                   |     |                               |
| 80. Net trading income   | 79,523           | (10,508)          | (c) |                               |
|  |                  | (6,504)           | (f) |                               |
| 90. Fair value gains/losses on hedging derivatives   | (848)            |                   |     |                               |
| 100. Gains (losses) on disposal or repurchase  | (129,080)        | 248,052           | (g) |                               |
| 110. Net gains (losses) from other financial assets and liabilities measured at fair value through profit and loss | 16,342           |                   |     |                               |
| <b>Other operating income</b>  |                  |                   |     | <b>2,237,178</b>              |
| <b>Operating income</b>  |                  |                   |     | <b>4,510,746</b>              |
| Personnel expenses   |                  |                   |     | <b>(1,667,799)</b>            |
| 190 a) Personnel expenses  | (1,670,739)      | (2,343)           | (h) |                               |
|  |                  | 5,283             | (e) |                               |
| Other administrative expenses  |                  |                   |     | <b>(601,151)</b>              |
| 190 b) Other administrative expenses   | (1,100,834)      | 2,343             | (h) |                               |
|  |                  | 282,519           | (d) |                               |
|  |                  | 214,821           | (i) |                               |
| Net value adjustments to property, plant and equipment and intangible assets                                       |                  |                   |     | <b>(246,825)</b>              |
| 210. Depreciation and impairment losses on property, plant and equipment   | (165,828)        |                   |     |                               |
| 220. Amortisation and impairment losses on intangible assets   | (114,457)        | 33,460            | (a) |                               |
| 230. Other operating expenses/income   |                  |                   |     |                               |
| <b>Operating expenses</b>  |                  |                   |     | <b>(2,515,775)</b>            |
| <b>Profit (loss) from operations</b>   |                  |                   |     | <b>1,994,971</b>              |
| Net adjustments to loans to customers  |                  |                   |     | <b>(887,199)</b>              |
| 130 a) Net credit impairment losses/recoveries relating to financial assets at amortised cost                      | (629,997)        | (582)             | (l) |                               |
|  |                  | 274               | (m) |                               |
|  |                  | (321)             | (n) |                               |
|  |                  | (248,052)         | (g) |                               |
| 140. Gains (losses) from contractual modification without derecognition  | (8,521)          |                   |     |                               |
| Fair value gains (losses) on property, plant and equipment   |                  |                   |     | <b>(141,633)</b>              |
| 260. Fair value gains (losses) on property, plant and equipment and intangible assets                              | (141,633)        |                   |     |                               |
| Net adjustments to securities and other financial assets   |                  |                   |     | <b>(328)</b>                  |

| 2021  | Income<br>statement | Reclassifications |     | Reclassified<br>income<br>statement |
|---|---------------------|-------------------|-----|-------------------------------------|
| 130 b) Net credit impairment losses/recoveries relating to financial assets measured at fair value through other comprehensive income | (957)               | 582               | (l) |                                     |
|   |                     | (274)             | (m) |                                     |
|   |                     | 321               | (n) |                                     |
| Net provisions for risks and charges  |                     |                   |     | <b>(26,039)</b>                     |
| 200. Net provisions for risks and charges   | (26,039)            | -                 | (l) |                                     |
| Gains (losses) on interests in associates and joint ventures and other investments  |                     |                   |     | <b>(18,768)</b>                     |
| 250. Gains (losses) of associates and joint ventures  | 213,314             | (231,940)         | (b) |                                     |
| 280. Gains (losses) on disposal of investments  | (142)               |                   |     |                                     |
| <b>Profit (loss) before tax from continuing operations</b>  |                     |                   |     | <b>921,004</b>                      |
| Taxation charge related to profit or loss from continuing operations  |                     |                   |     | <b>(253,828)</b>                    |
| 300. Taxation charge related to profit or loss from continuing operations   | (84,955)            | (69,826)          | (i) |                                     |
|   |                     | (19,488)          | (a) |                                     |
|   |                     | 2,150             | (f) |                                     |
|   |                     | (81,709)          | (o) |                                     |
| <b>Profit (loss) after tax from continuing operations</b>   |                     | <b>98,392</b>     |     | <b>667,176</b>                      |
| Charges related to the banking system, net of taxes   |                     | (144,995)         | (i) | <b>(144,995)</b>                    |
| Impact of the realignment of tax values to book values  |                     | 81,709            | (o) | <b>81,709</b>                       |
| Change in own credit risk on Certificates issued by the Group, net of taxes   |                     | 4,354             | (f) | <b>4,354</b>                        |
| Purchase Price Allocation net of taxes  |                     | (39,460)          | (a) | <b>(39,460)</b>                     |
| Profit (loss) for the year attributable to non-controlling interests  |                     |                   |     | <b>284</b>                          |
| 340. Profit (loss) for the year attributable to non-controlling interests   | 284                 |                   |     |                                     |
| <b>Parent Company's profit (loss) for the year</b>  | <b>569,068</b>      | <b>-</b>          |     | <b>569,068</b>                      |

The letters shown in the column "Reclassifications" are provided for easier understanding of the reclassifications made.

With regard to the above statement of reconciliation, note that:

- **"Net interest income"** is represented by the algebraic balance of interest and similar income (item 10) and interest and similar expense (item 20), net of the PPA relating to loans to customers, amounting to 25.5 million (a), classified within the reclassified income statement item "Purchase Price Allocation net of taxes";
- **"Gains (losses) on interests in associates and joint ventures carried at equity"** shows the portion of the economic results pertaining to investee companies carried at equity (included in item 250), positive overall and amounting to 231.9 million (b) and together with the "Net interest income", it represents the aggregate defined as the **"Financial margin"**;
- **"Net fee and commission income"** is represented by the algebraic balance of fee and commission income (item 40) and fee and commission expense (item 50); it also includes the reclassification of the upfront fees relating to the placement of Certificates through the Group network (10.5 million (c)) from item 80 of the official schedule "Net trading income";
- **"Other net operating income"** is represented by the financial statement item 230 "Other operating expenses/income", net of recoveries on indirect taxes, legal fees and other expenses, totalling 282.5 million (d), which for the purpose of the reclassification, are shown net of "Other administrative expenses", and of the recovery of training costs of 5.3 million (e) reclassified net of "Personnel expenses";
- the income statement item **"Net financial result"** includes "Dividends and similar income" (item 70), "Net trading income" (item 80), net of both the reclassification of the amount of upfront fees on the placement of Certificates for a total of 10.5 million (c), re-attributed to net fee and commission income, and the impact deriving from the change in own credit risk on issues of Certificates for 6.5 million (f), re-attributed to the customised item of the reclassified income statement called "Change in own credit risk on Certificates issued by the Group, net of taxes". The aggregate in question also includes the "Fair value gains/losses on hedging derivatives" (item 90), the "Net gains (losses) from other financial assets and



liabilities measured at fair value through profit and loss" (item 110) and the "gains/losses on disposal or repurchase" (item 100) net of the gains/losses from the assignment of receivables not represented by debt securities, of 248.1 million (g), re-attributed to the management aggregate "Net adjustments to loans to customers";

- **"Personnel expenses"** is represented by the financial statement item "190 a) Personnel expenses" and by several charges functionally related to personnel, amounting to 2.3 million (h), recognised in the financial statements under item 190 b) "Other administrative expenses" and by the recovery of training costs of 5.3 million (e), recorded under item "230 Other operating expenses/income", as described above;
- **"Other administrative expenses"** is represented by the financial statement item 190 b), net of recoveries on indirect taxes, legal fees and other expenses, totalling 282.5 million (d), included in the item "230 Other operating expenses/income", as described above, and of several charges connected to personnel, recognised in the reclassified item "Personnel expenses" for 2.3 million (h). Ordinary and extraordinary charges totalling 214.8 million (i) introduced for banks under the single and national resolution funds (SRF and NRF) are also excluded and are shown, net of the related tax effect, in the separate item "Charges related to the banking system, net of taxes";
- **"Net value adjustments to property, plant and equipment and intangible assets"** corresponds to the accounting items 210 and 220, net of adjustments to intangibles with a finite useful life (client relationships), allocated to the reclassified income statement item "Purchase Price Allocation net of taxes", amounting to 33.5 million (a);
- the total of **"Net adjustments to loans to customers"** and **"Net adjustments to securities and other financial assets"** starts from income statement items 130 "Net credit impairment losses/recoveries" and 140 "Gains (losses) from contractual modification without derecognition". Specifically, "Net adjustments to loans to customers" include adjustments to exposures classified in the portfolio of financial assets at amortised cost - loans to customers - loans (amounting to 630.0 million), the negative result of disposals of loans, amounting to 248.1 million (g) (included in item 100), as well as gains (losses) from contractual modification without derecognition (item 140 of the income statement). Instead, this excludes net impairment losses on exposures classified in the portfolio of financial assets at amortised cost represented by debt securities, totalling 0.3 million (n), as well as net impairment losses on exposures classified in the portfolio of financial assets at amortised cost – loans to banks – loans and securities (l) and (m) totalling 0.3 million, all fully presented in the item of the reclassified income statement "Net adjustments to securities and other financial assets";
- **"Fair value gains (losses) on property, plant and equipment"** correspond to item 260 of the official income statement;
- the aggregate of **"Net adjustments to securities and other financial assets"** includes net impairment losses on exposures classified in the portfolio of financial assets at amortised cost – loans to banks – loans and securities (l) and (m) totalling 0.3 million, as well as net impairment losses on exposures classified in the portfolio of financial assets at amortised cost consisting of debt securities (included in item 130) issued by customers (n) totalling 0.3 million;
- **"Net provisions for risks and charges"** correspond to item 200 of the official income statement;
- **"Gains (losses) on interests in associates and joint ventures and other investments"** correspond to item 280 of the official income statement and to the gains (losses) on disposal of interests in associates and joint ventures and other investments carried at equity (item 250 of the official income statement), net of the portion of gains (losses) of the investees carried at equity, overall a positive 231.9 million (b) included in the reclassified aggregate "Gains (losses) on interests in associates and joint ventures carried at equity";
- **"Taxation charge related to profit or loss from continuing operations"** corresponds to item 300 of the official income statement, net of the negative tax effects relating to "banking industry charges" of 69.8 million (i), the PPA of 19.5 million (a) and the impact of the change in credit risk on Certificates issued of 2.1 million (f). The item in question is also shown net of the positive impact of 81.7 million (o) deriving from the realignment of tax values to book values of Group property used in operations, shown in a separate item of the reclassified income statement called "Impact of the realignment of tax values to book values";
- the item **"Charges related to the banking system, net of taxes"** includes ordinary and extraordinary charges for a total of 214.8 million (i) recognised in the accounts in item 190 b) of the official income statement, net of the related tax effect, amounting to 69.8 million (i);

- the item **"Impact of the realignment of tax values to book values"** shows the amount recognised in item 300 of the official income statement, positive for 81.7 million (o), deriving from the exercise of the option to realign the tax values of properties to their book values, as illustrated above;
- the item **"Change in own credit risk on Certificates issued by the Group, net of taxes"** shows the economic impact of a change in own credit risk related to the issue of Certificates, recognised in the accounts in item 80 of the official income statement for -6.5 million (f), net of the related tax effect, amounting to 2.1 million (f);
- lastly, the item **"Purchase Price Allocation net of taxes"** includes the effects of the PPA relating to loans, amounting to -25.5 million (a) and the client relationship, amounting to -33.5 million (a), net of the relative tax effects, amounting to 19.5 million (a).

## Consolidated balance sheet: contribution of insurance companies

| Asset items<br>(thousands of euro)   | 31/12/2022         | of which<br>contribution of<br>insurance<br>companies |
|--|--------------------|---|
| 10. Cash and cash equivalents  | 13,130,815         | 28,380  |
| 20. Financial assets at fair value through profit and loss                           | 8,935,495          | 2,445,825   |
| a) financial assets held for trading   | 4,508,497          | -   |
| c) other financial assets mandatorily measured at fair value                         | 4,426,998          | 2,445,825   |
| 30. Financial assets measured at fair value through other comprehensive income       | 12,826,691         | 3,446,171   |
| 40. Financial assets at amortised cost   | 139,139,766        | 773   |
| a) loans to banks  | 5,492,238          | 8   |
| b) loans to customers  | 133,647,528        | 765   |
| 50. Hedging derivatives  | 1,717,211          | -   |
| 60. Fair value change of financial assets in macro fair value hedge portfolios (+/-) | (488,403)          | -   |
| 70. Interests in associates and joint ventures                                       | 1,453,955          | -   |
| 80. Technical reserves of reinsurers   | 3,087              | 3,087   |
| 90. Property, plant and equipment  | 3,034,689          | 518   |
| 100. Intangible assets   | 1,286,734          | 66,329  |
| of which: goodwill   | 56,709             | 9,983   |
| 110. Tax assets  | 4,622,827          | 49,129  |
| a) current   | 265,552            | -   |
| b) deferred  | 4,357,275          | 49,129  |
| 120. Non-current assets and disposal groups held for sale                            | 214,737            | 81,907  |
| 130. Other assets  | 3,808,291          | 115,685 (*)   |
| <b>Total assets</b>  | <b>189,685,895</b> | <b>6,237,804</b>                                      |

(\*) The item includes the effect of cancellations of intra-group accounts and of other consolidation adjustments in relation to insurance companies.

| Liabilities and shareholders' equity items<br>(thousands of euro)                            | 31/12/2022         | of which<br>contribution of<br>insurance<br>companies |
|--|--------------------|---|
| 10. Financial liabilities at amortised cost  | 153,874,094        | 439   |
| a) due to banks  | 32,636,506         | 18  |
| b) due to customers  | 108,307,067        | 421   |
| c) debt securities in issue  | 12,930,521         | -   |
| 20. Financial liabilities held for trading   | 10,181,692         | -   |
| 30. Financial liabilities designated at fair value   | 3,938,518          | 1,441,830   |
| 40. Hedging derivatives  | 948,424            | -   |
| 50. Fair value change of financial liabilities in macro fair value hedge portfolios<br>(+/-) | (1,173,078)        | -   |
| 60. Tax liabilities  | 279,983            | 19,645  |
| a) current   | 1,610              | 23  |
| b) deferred  | 278,373            | 19,622  |
| 70. Liabilities associated with assets classified as held for sale                           | 31,731             | 31,731  |
| 80. Other liabilities  | 3,430,984          | 6,465 (*)   |
| 90. Provisions for employee severance pay  | 258,457            | 1,267   |
| 100. Provisions for risks and charges  | 730,395            | 496   |
| a) commitments and guarantees given  | 144,164            | -   |
| b) post-employment benefits and similar obligations  | 99,330             | -   |
| c) other provisions  | 486,901            | 496   |
| 110. Technical reserves  | 4,414,424          | 4,414,424   |
| 120. Valuation reserves  | (624,011)          | (67,366)  |
| 140. Equity instruments  | 1,389,794          | -   |
| 150. Reserves  | 4,219,445          | 381,996   |
| 170. Share capital   | 7,100,000          | -   |
| 180. Own shares (-)  | (18,266)           | -   |
| 190. Non-controlling interests (+/-)   | 720                | -   |
| 200. Profit (loss) for the year (+/-)  | 702,589            | 6,877   |
| <b>Total liabilities and shareholders' equity</b>  | <b>189,685,895</b> | <b>6,237,804</b>                                      |

(\*) The item includes the effect of cancellations of intra-group accounts and of other consolidation adjustments in relation to insurance companies.

It should be noted that the contribution of insurance companies recognised in item 150 "Reserves" conventionally represents the sum of the share capital and reserves of Banco BPM Vita as at 31 December 2022 before the consolidation process.

## Consolidated income statement: contribution of insurance companies

| Items<br>(thousands of euro)   | 2022               | of which<br>contribution of<br>insurance<br>companies |
|--|--------------------|---|
| 10. Interest and similar income  | 2,937,053          | 40,945  |
| of which: interest income using the effective interest method  | 2,618,598          | 40,876  |
| 20. Interest and similar expense   | (595,587)          | (175)   |
| <b>30. Net interest income</b>   | <b>2,341,466</b>   | <b>40,770</b>   |
| 40. Fee and commission income  | 1,998,389          | 14,502  |
| 50. Fee and commission expense   | (143,896)          | (1,499)   |
| <b>60. Net fee and commission income</b>   | <b>1,854,493</b>   | <b>13,003</b>   |
| 70. Dividends and similar income   | 60,840             | 1,032   |
| 80. Net trading income   | 174,105            | -   |
| 90. Fair value gains/losses on hedging derivatives   | 1,402              | -   |
| 100. Gains (losses) on disposal or repurchase of:  | (165,927)          | (73)  |
| a) financial assets at amortised cost  | (60,948)           | -   |
| b) financial assets measured at fair value through other comprehensive income                                      | (101,636)          | (73)  |
| c) financial liabilities   | (3,343)            | -   |
| 110. Net gains (losses) from other financial assets and liabilities measured at fair value through profit and loss | (9,146)            | (5,423)   |
| a) financial assets and liabilities designated at fair value   | 163,348            | -   |
| b) other financial assets mandatorily measured at fair value   | (172,494)          | (5,423)   |
| <b>120. Operating income</b>   | <b>4,257,233</b>   | <b>49,309</b>   |
| 130. Net credit impairment losses/recoveries relating to:  | (482,702)          | 96  |
| a) financial assets at amortised cost  | (480,574)          | 95  |
| b) financial assets measured at fair value through other comprehensive income                                      | (2,128)            | 1   |
| 140. Gains (losses) from contractual modification without derecognition  | 1,713              | -   |
| <b>150. Net income from financial activities</b>   | <b>3,776,244</b>   | <b>49,405</b>   |
| 160. Net premiums  | 359,803            | 359,803   |
| 170. Balance of other income/expenses from insurance activities  | (357,484)          | (357,484)   |
| <b>180. Net income from financial and insurance activities</b>   | <b>3,778,563</b>   | <b>51,724</b>   |
| 190. Administrative expenses:  | (2,758,642)        | (13,619)  |
| a) personnel expenses  | (1,609,881)        | (7,726)   |
| b) other administrative expenses   | (1,148,761)        | (5,893)   |
| 200. Net provisions for risks and charges  | (57,214)           | (3)   |
| a) commitments and guarantees given  | (14,407)           | -   |
| b) other net provisions  | (42,807)           | (3)   |
| 210. Depreciation and impairment losses on property, plant and equipment   | (183,093)          | (438)   |
| 220. Amortisation and impairment losses on intangible assets   | (135,102)          | (7,163)   |
| 230. Other operating expenses/income   | 345,930            | (19,748) (*)  |
| <b>240. Operating expenses</b>   | <b>(2,788,121)</b> | <b>(40,971)</b>                                       |
| 250. Gains (losses) of associates and joint ventures   | 146,781            | -   |
| 260. Fair value gains (losses) on property, plant and equipment and intangible assets                              | (108,347)          | -   |
| 270. Value adjustments to goodwill   | (8,132)            | -   |
| 280. Gains (losses) on disposal of investments   | 2,258              | -   |
| <b>290. Profit (loss) before tax from continuing operations</b>  | <b>1,023,002</b>   | <b>10,753</b>   |
| 300. Taxation charge related to profit or loss from continuing operations  | (321,199)          | (3,876)   |
| <b>310. Profit (loss) after tax from continuing operations</b>   | <b>701,803</b>     | <b>6,877</b>  |
| <b>330. Profit (loss) for the year</b>   | <b>701,803</b>     | <b>6,877</b>  |
| 340. Profit (loss) for the year attributable to non-controlling interests  | 786                | -   |
| <b>350. Parent Company's profit (loss) for the year</b>  | <b>702,589</b>     | <b>6,877</b>  |

(\*) The item includes the effect of cancellations of intra-group accounts and of other consolidation adjustments in relation to insurance companies.

## Country by Country Reporting

The regulations for country by country reporting, introduced with Art. 89 of Directive 2013/36/EU (CRD IV), implemented in Italy with the 4th update to Bank of Italy Circular 285 of 17 December 2013 (Part One, Title III, Chapter 2), involves an annual obligation to publish the information set out in letters a), b), c), d), e) and f) of Art. 89 of CRD IV.

To that end, the required information is provided, broken down by individual letter.

### (A) Name of companies and nature of business

The activities carried out by Banco BPM Group are indicated in the following table, which refers to that indicated in Art. 317 of Regulation 575/2013 of the European Parliament and of the Council (CRR), integrated with additional specific business activities.

These activities are grouped, based on criteria of prevalence, with the “business segments” which, in brief, refer to the Group's internal management structure and are referred to in the Report on Operations (section “Results by business segment”, as well as in “Part L - Segment Reporting” in the Notes to the Consolidated Financial Statements as at 31 December 2022).

| Taken from the CRR: par. 4, Art. 317, Table 2  |   | Banco BPM Group business segments |           |               |         |                    |           |                        |                  |  |
|--|---|-----------------------------------|-----------|---------------|---------|--------------------|-----------|------------------------|------------------|--|
| Business line  | List of activities  | Retail                            | Corporate | Institutional | Private | Investment Banking | Insurance | Strategic Partnerships | Corporate Centre |  |
| Corporate Finance  | Underwriting commitments of financial instruments or placement of financial instruments on the basis of an irrevocable commitment         |                                   | ✓         |               |         | ✓                  |           |                        |                  |  |
|  | Services associated with underwriting commitments   |                                   | ✓         |               |         | ✓                  |           |                        |                  |  |
|  | Investment advisory   |                                   | ✓         |               |         | ✓                  |           |                        |                  |  |
|  | Investment research and financial analysis and other forms of general advisory activities involving transactions in financial instruments |                                   | ✓         |               |         | ✓                  |           |                        |                  |  |
| Trading and sales  | Own account trading   |                                   |           |               |         | ✓                  |           |                        | ✓                |  |
|  | Receipt and transmission of orders regarding one or more financial instruments  | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
|  | Execution of orders for customers   | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
|  | Placement of financial instruments without irrevocable commitments  | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
|  | Management of multilateral trading facilities   |                                   |           |               |         |                    |           |                        |                  |  |
| Retail brokerage (with natural persons or SMEs meeting the criteria set under Art. 123 for the retail exposures class) | Receipt and transmission of orders regarding one or more financial instruments  | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
|  | Execution of orders for customers   | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
|  | Placement of financial instruments without irrevocable commitments  | ✓                                 |           |               | ✓       | ✓                  |           |                        |                  |  |
| Commercial banking   | Collection of deposits or other repayable funds   | ✓                                 | ✓         | ✓             |         |                    |           |                        |                  |  |
|  | Lending transactions  | ✓                                 | ✓         | ✓             |         |                    |           |                        |                  |  |
|  | Finance leases  |                                   |           |               |         |                    |           | ✓                      | ✓                |  |
|  | Issuing of guarantees and unsecured guarantees  | ✓                                 | ✓         | ✓             |         |                    |           |                        |                  |  |
| Retail banking (with natural persons or SMEs meeting the criteria set under Art. 123 for the retail exposures class)   | Collection of deposits or other repayable funds   | ✓                                 |           |               | ✓       |                    |           |                        |                  |  |
|  | Lending transactions  | ✓                                 |           |               |         |                    |           | ✓                      |                  |  |
|  | Finance leases  | ✓                                 |           |               |         |                    |           | ✓                      | ✓                |  |
|  | Issuing of guarantees and unsecured guarantees  | ✓                                 |           |               |         |                    |           |                        |                  |  |
| Payment and settlement   | Payment services  | ✓                                 | ✓         |               |         |                    |           |                        |                  |  |
|  | Issuing and management of means of  | ✓                                 | ✓         |               |         |                    |           |                        |                  |  |

| Taken from the CRR: par. 4, Art. 317, Table 2 |  | Banco BPM Group business segments |           |               |         |                    |           |                        |                  |  |
|---|--|-----------------------------------|-----------|---------------|---------|--------------------|-----------|------------------------|------------------|--|
| Business line                                 | List of activities   | Retail                            | Corporate | Institutional | Private | Investment Banking | Insurance | Strategic Partnerships | Corporate Centre |  |
|   | payment  |                                   |           |               |         |                    |           |                        |                  |  |
| Agency services                               | Custody and administration of financial instruments for customers, including custody and associated services such as management of cash/collateral |                                   |           |               |         | ✓                  |           |                        | ✓                |  |
| Asset management                              | Portfolio management   |                                   |           |               |         |                    |           | ✓                      |                  |  |
|   | UCITS management   |                                   |           |               |         |                    |           |                        | ✓                |  |
|   | Other forms of portfolio management  |                                   |           |               |         |                    | ✓         | ✓                      |                  |  |
| Other services and support activity           | Treasury management and own account funding  |                                   |           |               |         |                    |           |                        | ✓                |  |
|   | Equity interest portfolio management   |                                   |           |               |         |                    |           |                        | ✓                |  |
|   | IT asset management  |                                   |           |               |         |                    |           |                        | ✓                |  |
|   | Real estate asset management and maintenance   |                                   |           |               |         |                    |           |                        | ✓                |  |

With reference to the main content, the business segment:

- **“Retail”** includes management and marketing of banking and financial products/services and loan brokering mainly aimed at private customers and small businesses. These activities are for the most part carried out by the Parent Company's Commercial Network;
- **“Corporate”** includes management and marketing of banking and financial products/services and loan brokering aimed at medium and large-sized companies. These activities are for the most part carried out by the Parent Company's Commercial Network;
- **“Institutional”** includes management and marketing of banking and financial products/services and loan brokering aimed at bodies and institutions (UCITs, SICAVs, insurance companies, pension funds, banking foundations). Those activities are conducted in an equal amount by the Commercial Network of the Parent Company, for “local institutional” counterparties, and by specialised branches, for “systemically-important institutional” counterparties;
- **“Private”** includes management and marketing of banking and financial products/services and loan brokering aimed at private customers with assets that, individually and/or within their business, amount to at least 1 million. These activities are carried out by the subsidiary Banca Aletti;
- **“Investment banking”** includes the structuring of financial products, access to regulated markets, support and development of specialised financial services. These activities are carried out by Banca Akros and by Oaklins Italy;
- **the “Insurance”** segment includes the contribution of the interests held in Vera Vita, Vera Assicurazioni, Banco BPM Vita and Banco BPM Assicurazioni;
- **“Strategic partnerships”** includes the contribution of the interests held in Agos Ducato, Alba Leasing, SelmaBipiemme Leasing, Gardant Liberty Servicing and Anima Holding;
- **“Corporate Centre”**, in addition to governance and support functions, includes the portfolio of owned securities, the treasury and the Group's Asset and Liability Management, the stock of bond issues placed on institutional markets, the activities relating to the Group's leasing business, equity interests not classified as "Strategic Partnerships" and companies operating in the real estate sector.

To a marginal extent with respect to the Group's total volumes, certain retail activities included in the above classifications are also conducted by the foreign subsidiary Banca Aletti & C. (Suisse) S.A. (specialised financial services for private customers). With reference to 31 December 2022, the impact of foreign business can be considered negligible, both in terms of total consolidated assets and total consolidated income.

## (B) Turnover

Turnover refers to Operating income, as under item 120 of the consolidated income statement, which amounted to 4,257.2 million as at 31 December 2022 (3,936.5 million as at 31 December 2021). Please see the Consolidated Income Statement schedule for 2022.

**(C) Number of FTE employees**

In terms of full-time equivalent employees, the figure as at 31 December 2022 totalled 19,157, including Co.Co.Pro. (temporary contracts) and internship contracts (19,435 as at 31 December 2021).

**(D) Profit or loss before tax**

The Group's profit (loss) before tax corresponds to the sum of items 290 and 320 of the consolidated income statement, which is +1,023.0 million (+653.7 million as at 31 December 2021). Please see the Consolidated Income Statement schedule for 2022.

**(E) Taxes on profit or loss**

The tax on the Group's profit for 2022 corresponds to the amount shown in item 300 of the consolidated income statement, which is a negative figure of -321.9 million (-84.9 million as at 31 December 2021). Please see the Consolidated Income Statement schedule for 2022.

As shown in the Notes to the consolidated financial statements, Part C - Information on the consolidated income statement, Section 21 - Taxation charge related to profit or loss from continuing operations - Item 300, note that the only taxes relating to foreign countries refer to the taxes determined according to Swiss tax regulations by the subsidiaries Bipielle Bank (Suisse) S.A. in liquidation and Banca Aletti & C. (Suisse) S.A. based in Switzerland, of 0.2 million (0.1 million as at 31 December 2021).

**(F) Public grants received**

During 2022, Banco BPM Group received public grants to provide personnel training courses totalling 3.5 million euro (4.8 million as at 31 December 2021).

To that end, note that in the listing of these grants, in compliance with the provisions established for preparing the disclosure in question, transactions carried out with central banks for the purposes of financial stability are excluded, as are operations with the objective of facilitating the mechanism used to transmit monetary policy.