

PRESS RELEASE

CORPORATE OFFICERS' REQUIREMENTS VERIFIED

Verona, 30 January 2017 – Further to the press release issued on 10 January 2017, it is noted that, at today's meeting, Banco BPM's Board of Directors has verified that:

- all members of the Board of Directors satisfy the requirements of professionalism and integrity and meet the criteria of competence, fairness and dedication prescribed by the regulations in force and by the Articles of Association;
- all members of the Board of Directors satisfy the requirements of professionalism and integrity provided for by the regulations in force and by the Articles of Association, as well as those of independence pursuant to art. 148, paragraph 3, of Legislative Decree 58/1998;
- the General Manager and the Co-General Managers satisfy the requirements of professionalism and integrity provided for by the regulations currently in force.

Please note that a summary of the CVs of the corporate officers mentioned above is available in the "Corporate Governance – Corporate bodies" section of the Company's website (www.bancobpmspa.it).

It should also be noted that the Board of Directors acknowledged that the Board of Statutory Auditors, at its meeting of 17 January 2017, verified - in compliance with Application Criterion 8.C.1 of the Code of Conduct promoted by Borsa Italiana S.p.A. (the "Code") - that all of its members satisfy the independence requirement as per Application Criterion 3.C.1 of the Code adopted by the governing body of Banco BPM, as indicated in the press release issued on 10 January 2017.

Lastly, at today's board meeting, the Board of Directors confirmed that all members of the Supervisory Board satisfy the requirements of professionalism, competence and integrity pursuant to Legislative Decree 231/2001 ("SB 231") of Banco BPM - appointed by the governing body at its meeting of 10 January 2017 - as well as the independence requirement of this body's external members as per art. 20.1.6 of the Articles of Association. The following is the list of members of the SB 231 of Banco BPM:

- Federico Maurizio D'Andrea (Chairman and external member);
- Gherardo Colombo (external member);
- Iole Anna Savini (external member);
- Alfonso Sonato (member specifically nominated by the Board of Statutory Auditors);
- Sergio Sorrentino (internal member, as Head of Internal Audit).

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