



## NOTICE OF CALL OF ORDINARY SHAREHOLDERS' MEETING

Pursuant to Articles 12 and 13 of the Articles of Association, the ordinary Shareholders' Meeting of Banco BPM S.p.A. ("Banco BPM" or the "Company") is hereby convened on single call on **Thursday, 16 April 2026, at 9.00, in Milan**, at Allianz MiCo - Ala Sud, Viale Scarampo - ingresso Gate 3, to discuss and resolve on the following

### AGENDA

- 1) Approval of the financial statements of Banco BPM S.p.A. as of 31 December 2025, accompanied by the reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Presentation of the consolidated financial statements of the Banco BPM Group.
- 2) Resolutions on the allocation and distribution of profits.
- 3) Report on the remuneration policy and compensation paid by the Banco BPM Group 2026 (section I and section II).
  - 3.1) Approval of the remuneration policy (section I) pursuant to the applicable regulatory provisions. Related and consequent resolutions.
  - 3.2) Approval of the report on remuneration paid in 2025 (section II) pursuant to the applicable regulations. Related and consequent resolutions.
- 4) Share-based compensation plan of Banco BPM S.p.A.: approval of the short-term incentive plan (2026). Related and consequent resolutions.
- 5) Request for authorisation to purchase and dispose of treasury shares to service Banco BPM S.p.A.'s share-based compensation plans. Related and consequent resolutions.
- 6) Appointment of the members of the Board of Directors for the financial years 2026-2027-2028, including the Chairman and Vice-Chairman.
- 7) Appointment of Statutory Auditors and the Chairman of the Board of Statutory Auditors for the financial years 2026-2027-2028.
- 8) Determination of the remuneration of the members of the Board of Directors.
- 9) Determination of the remuneration of the members of the Board of Statutory Auditors.

Please find below all necessary information in compliance with article 125-bis of Legislative Decree no. 58 of 1998, as subsequently amended ("Italian Consolidated Financial Act").

### ATTENDANCE AT THE SHAREHOLDERS' MEETING AND REPRESENTATION

All shareholders with voting rights, for whom within the third trading day prior to the date of the Shareholders' Meeting, *i.e.* **13 April 2026**, the Company has duly received the authorised intermediary's notification certifying that they are entitled to participate in the Shareholders' Meeting and to exercise their voting rights, are entitled to participate in the Shareholders' Meeting.

In compliance with article 83-sexies of the Italian Consolidated Financial Act and article 42 of the Joint Order on post-trading issued by Consob and the Bank of Italy on 13 August 2018 as subsequently



amended ("Joint Order"), the authorised intermediary's notification to the Company shall be based on the records as of the end of the accounting day of the seventh trading day prior to the date of the Shareholders' Meeting (**7 April 2026 – so called "record date"**).

Anyone whose shareholding has been recorded after the above date will not be entitled to attend and vote at the Shareholders' Meeting.

The right to participate and vote shall remain valid should the notifications be received by the Company after the aforementioned term of 13 April 2026 as long as they are received by the start of the works of the Shareholders' Meeting.

Shareholders whose shares are already deposited in a custody and administration account with the Parent Company Banco BPM S.p.A. or with Banca Aletti S.p.A., and as such have already been dematerialised, must in any case, under article 42 of the Joint Order, request **by 13 April 2026** that the notification be issued, and obtain an immediate copy thereof, to be used as an admission ticket to the Shareholders' Meeting.

For Shareholders whose shares are deposited with other authorised intermediaries, note that, pursuant to the aforementioned article 42 of the Joint Order, the request of notification must still be submitted **no later than 13 April 2026**, making sure to obtain a copy of the notification.

Shareholders whose shares have not been dematerialised yet are required to deliver such shares to Banco BPM S.p.A. or to another bank belonging to the Banco BPM Group, or to another authorised intermediary, for the purposes of their dematerialisation and of requesting the issuance of the notification required for attendance at the Shareholders' Meeting.

Individuals with voting rights are entitled to be represented by proxy at the Shareholders' Meeting, in accordance with the applicable law, and for this purpose may use the proxy form at the foot of the notification issued to the Shareholder by one of the Group banks or by another authorized intermediary, or the fac-simile of the proxy form available on the Company's website ([www.gruppo.bancobpm.it](http://www.gruppo.bancobpm.it) – "Corporate Governance – Shareholders' Meetings" section) or at the registered office of Banco BPM S.p.A. (Group Corporate Affairs Piazza Filippo Meda, 4 – 20121 Milano, Italy).

The Chairman of the Board of Directors, in his capacity as Chairman of the Shareholders' Meeting, has full powers, also via staff appointed specifically for this task, to verify the validity of the proxies, and in general the shareholders' actual entitlement to attend the Shareholders' Meeting and to cast their vote, as well as to verify whether the meeting has been duly constituted, and if the relevant *quorum* has been reached.

Should the representative sent or deliver to the Company a copy of the proxy, upon registering to attend the Shareholders' Meeting, they will have to attest under their own responsibility the compliance of the copy to the original proxy form and the identity of the holder.

#### **DESIGNATED PROXY OF THE COMPANY**

The proxy may also be granted free of charge – with voting instructions on all or some of the proposals on the agenda – to Computershare S.p.A, as "Designated Proxy" in accordance with article 135-undecies of the Italian Consolidated Financial Act, by the end of the second trading day prior to the



Shareholders' Meeting (i.e. no later than **14 April 2026**). The proxy shall be valid exclusively for the proposals for which voting instructions have been given. The proxy and the voting instructions may be revoked by the above deadline.

In this regard, in order to facilitate the submission of the proxy and voting instructions, from the section of Banco BPM's website dedicated to the Shareholders' Meeting, [www.gruppo.bancobpm.it](http://www.gruppo.bancobpm.it) section "Corporate Governance - Shareholders' Meeting", it will be possible to fill in and **submit** the specific form prepared by the Designated Proxy **also online and in guided mode until 12:00 on 15 April 2026**. The Shareholders are recommended to use the online mode.

As an alternative to filling in online, it can be used the form downloadable from the same site to be submitted by the end of the second trading day prior to the Shareholders' Meeting, i.e. by **14 April 2026**, to the addresses and in the manner indicated on the form.

The proxy to the Designated Proxy, with voting instructions, together with an identity document – and in the case of a delegating legal entity a document proving the powers to issue the proxy – must be submitted, in a copy reproduced electronically (PDF), to Computershare S.p.A. at the certified email address [bancobpm@pecserviziofitoli.it](mailto:bancobpm@pecserviziofitoli.it) provided that the delegating party, even if a legal entity, uses its own certified email address or, failing that, its own ordinary email address.

The original proxy, the voting instructions and a copy of the related documentation must be submitted to Computershare S.p.A. (Ref. "Proxy – Shareholders' Meeting of Banco BPM S.p.A."), Via Nizza 262/73, 10126 Turin, Italy.

The proxy shall be effective solely with respect to the resolutions for which the voting instructions have been expressly provided. The proxy and the voting instructions may be revoked within the same deadline indicated above (i.e. by 14 April 2026) and in accordance with the same procedures required for their granting.

The Designated Proxy will be available to provide clarifications or information at 011/0923200.

In consideration of the deadline for the submission by the Shareholders of any resolution proposals as set forth below, the proxy forms shall be made available, in the manner indicated above, as of **27 March 2026**.

#### **ADDITIONS TO THE AGENDA AND PRESENTATION OF NEW RESOLUTION PROPOSALS**

Shareholders who even jointly represent no less than 1/40 of the share capital may ask, **by 16 March 2026** (ten days of the publication of this notice calling the shareholders' meeting), to make additions to the list of items on the Shareholders' Meeting's agenda (save for those matters on which the Shareholders' Meeting resolves, pursuant to applicable law, upon a proposal of the management body or on the basis of a draft resolution or report prepared by the latter, other than those referred to in Article 125-ter, paragraph 1, Italian Consolidated Financial Act), specifying in the request the additional subject matters proposed, pursuant to Article 13.3 of the By-laws and Article 126-bis of the Italian Consolidated Financial Act. Those entitled to vote may individually submit proposals for resolution at the Shareholders' Meeting.



The written request must be sent to the Company by certified email to the certified email address [soci@pec.bancobpmspa.it](mailto:soci@pec.bancobpmspa.it) or by registered letter (Affari Societari di Gruppo, Piazza Filippo Meda, 4 - 20121 Milan).

The entitlement to exercise the voting right (including ownership of the minimum portion of the share capital specified above) is certified by filing a copy of the notification issued by the authorised intermediary under Article 43 of the Joint Order.

Shareholders requesting the addition to the agenda or submitting resolution proposals shall prepare a report explaining the reasons for the proposed resolutions on new subject matters they are submitting for discussion or the reasons related to the further resolution proposals submitted referring to items already on the agenda. The report shall be submitted to the Board of Directors by the final deadline for the presentation of the request for additions, as specified above. The Board of Directors shall make the report available to the public, together with its additional assessment, if any, when it publishes the notice of the additions to the agenda, according to the terms set forth by the applicable laws and regulations.

Any addition to the agenda or further resolution proposal on items already on the agenda will be disclosed using the same procedure prescribed for the publication of this notice of call, at least fifteen days prior to the date scheduled for the Shareholders' Meeting, *i.e.* **by 1° April 2026**.

#### **RIGHT TO ASK QUESTIONS ON THE ITEM ON THE AGENDA**

Shareholders with voting rights may ask questions on the item on the agenda also before the Shareholders' Meeting, by sending them no later than the five trading days prior to the Shareholders' Meeting, *i.e.* **by 9 April 2026** by certified email to the address [soci@pec.bancobpmspa.it](mailto:soci@pec.bancobpmspa.it).

The applicants must deliver to the Company – through their intermediaries – the notifications certifying their entitlement to exercise this right; in the event that they have instructed their intermediaries to issue the notification to attend the Shareholders' Meeting, it will be sufficient to specify in the application the notification reference numbers or at least the name of the intermediary.

Questions received, which are deemed relevant in respect of the items on the agenda, shall be answered in accordance with the procedure provided for by applicable law, no later than during the Shareholders' Meeting. Please note that no answer will be provided where the information requested is already available in a "Q&A" format in the specific section of the Company's website, or where the answer has already been published in the same section. The Company may provide a single consolidated answer to questions having the same content.

#### **SHARE CAPITAL INFORMATION**

The share capital subscribed and paid in by the Company at the date of this notice totals Euro 7,100,000,000.00 subdivided into no. 1,515,182,126 shares with no nominal value. As of the date of this notice, the Company owns no. 10,116,766 treasury shares.

#### **APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF STATUTORY AUDITORS**

Resolutions concerning the appointment of the members of the Board of Directors and the Board of Statutory Auditors, as set out in items 6 and 7 of the agenda of the Ordinary Shareholders' Meeting,

shall be passed in accordance with the laws and regulations in force, as well as the provisions contained in Banco BPM's By-laws (Article 20 for appointments to the Board of Directors and Articles 33, 34 and 35 for appointments to the Board of Statutory Auditors).

The election shall be carried out on the basis of slates of candidates presented in the manner indicated below; the Shareholders' Meeting is called upon to elect 15 (fifteen) Board members, who may or may not be shareholders, including a Chairman and a Vice-Chairman, as well as 5 (five) Standing Auditors and 3 (three) Alternate Auditors.

The term of the office of the Board of Directors and the Board of Statutory Auditors is equal to three financial years and expires on the date of the Shareholders' Meeting called to approve the financial statements as of 31 December 2028.

### **Entitlement to submit slates**

The election of the members of the Board of Directors for the financial years 2026 - 2028 shall be carried out on the basis of slates - in which the candidates are assigned a progressive numbering - that may be submitted (i) by the Board of Directors (the "**Board List**"); (ii) by one or more shareholders who collectively hold a shareholding equal at least to 0.5% (zero point five per cent) of the Company's share capital with voting rights at the Ordinary Shareholders' Meeting (the "**List of Shareholders for the Board**") (iii) by one or more shareholders who are at the same time employees of the Company or of its subsidiaries and who collectively hold a shareholding equal to at least 0.12% (zero point twelve per cent) of the Company's share capital (the "**List of Shareholders-Employees**").

The election of the members of the Board of Statutory Auditors for the financial years 2026 - 2028 shall be carried out on the basis of slates - in which the candidates shall be assigned a sequential numbering - submitted by one or more shareholders with voting rights who, individually or jointly, hold a shareholding equal at least to 0.5% (zero point five per cent) of the Bank's share capital (the "**List of Shareholders for the Board of Statutory Auditors**") and, together with the List of Shareholders for the Board, the "**List of Shareholders**").

Those entitled to submit the List of Shareholders and the List of Shareholders-Employees, with the aforementioned requirements, are those who obtain the release of the notice pursuant to Article 43 of the Joint Order and Article 83-sexies of the Italian Consolidated Financial Act and its implementing provisions (the "**Notice**").

As indicated above, the share capital - updated as of the date herein - is equal to Euro 7,100,000,000.00 subdivided into 1,515,182,126 ordinary shares with no par value. Therefore, the minimum quota for the submission of the List of Shareholders is equal to 7.575.911 shares and for the List of Shareholders-Employees is 1.818.219 shares.

### **Composition of the lists**

#### Appointment of the Board of Directors

The composition of the Board of Directors must ensure a gender balance in accordance with the provisions of the relevant legislation. Pursuant to current legislation, at least two-fifths of the elected directors must be reserved for the less represented gender for six consecutive mandates.

The Board List must meet the following requirements:

- must contain a number of 20 (twenty) candidates;
- the first two places shall be filled by the candidate for the office of Chairman of the Board of Directors, first on the list, and the person proposed to member of the Board of Directors for the office of Chief Executive Officer, second on the list;
- in third place is the candidate for the office of Vice-Chairman of the Board of Directors.

The composition of the Lists of Shareholders for the Board and the Lists of Shareholders-Employees, instead, do not have to comply with the requirements for the Board List, provided that:

- Lists of Shareholders for the Board and Lists of Shareholders-Employees that provide for a number of candidates equal to or higher than 3 (three) must include candidates of different genders, in order to ensure that the composition of the Board of Directors respects the balance between genders as provided for by the regulations in force;
- the aforementioned lists must also contain a number of candidates meeting the independence requirements set forth in Article 20.1.6. of the By-laws at least equal to 8 (eight) if the List of Shareholders or the List of Shareholders- Employees is made up of 15 (fifteen) candidates or at least half (approximating to the lower number if the first decimal is or lower than 5 and to the upper number in other cases) if the Lists of Shareholders for the Board or the List of Shareholders-Employees is made up of a number of candidates lower than 15 (fifteen).

#### Appointment of the Board of Statutory Auditors

The composition of the Board of Statutory Auditors must ensure a balance between genders in accordance with the provisions of the relevant legislation in force. Pursuant to applicable law, at least two-fifths of the standing auditors elected must be reserved for the less represented gender for six consecutive mandates. In addition, taking into account Article 9 of Ministerial Decree 169/2020, at least two of the candidates for the office of Standing Auditor and at least one of the candidates for the office of Alternate Auditor listed in the respective sections of the List of Shareholders for the Board of Statutory Auditors must be enrolled in the register of statutory auditors and have exercised the activity of statutory auditing for a period of no lower than three years.

Pursuant to the relevant provisions of the By-laws, the List of Shareholders for the Board of Statutory Auditors must meet the following requirements:

- the List of Shareholders for the Board of Statutory Auditors divided into two sections, one for candidates for the office of Standing Auditor and one for candidates for the office of Alternate Auditor, must indicate a number of candidates not exceeding the number of Auditors to be elected. In each section, the candidates shall be listed with a progressive number;
- the List of Shareholders for the Board of Statutory Auditors that, considering both sections, includes a number of candidates equal to or higher than 3 (three), must include, both in the section of the List of Shareholders for the Board of Statutory Auditors relating to standing auditors and in the section relating to alternate auditors, candidates of different gender, so as to ensure a composition of the Board of Statutory Auditors that complies with the provisions of the laws in force from time to time on gender balance.

### **Procedure for submitting lists and documents to be deposited**

For the election of the Board of Directors, each shareholder may submit or concur to submit only one List of Shareholders for the Board or List of Shareholders-Employees and vote for only one list of candidates, even if through a third party. Shareholders belonging to the same corporate group - meaning the parent company, subsidiaries and companies subject to joint control - and shareholders who are party to a shareholders' agreement pursuant to Article 122 of the Italian Consolidated on Financial Act concerning Banco BPM shares may not submit or vote for more than one list, even if through a third party or trust company.

Each candidate may only be included in one list, under penalty of ineligibility.

Ownership of the minimum shareholding in the share capital required for submission of the List of Shareholders for the Board and the List of Shareholders-Employees is determined by taking into account the shares registered in favour of the individual shareholder, or several shareholders jointly, on the day the lists are filed with the Company.

Proof of ownership of the number of shares necessary to present the Lists of Shareholders for the Board and Lists of Shareholders-Employees may be received by the Bank even after the Lists of Shareholders for the Board and Lists of Shareholders-Employees have been filed, provided that it is received **by the deadline for publication of the lists themselves, which shall be made by Banco BPM by 26 March 2026** (i.e. at least 21 (twenty-one) days before the date of the Shareholders' Meeting).

The following documents must also be filed together with each list:

- the indication of the identity of the shareholders who submitted the List of Shareholders for the Board or the List of Shareholders-Employees and the total percentage of shares held;
- comprehensive information on the personal and professional characteristics of the candidates on the list (by way of example but not limited to: *curriculum vitae*, copy of an identity document, certificate of residence or equivalent document);
- the declarations with which the individual candidates accept the candidature and confirm, under their own responsibility, the non-existence of causes of ineligibility or incompatibility (also pursuant to art. 36 of Law 214/2011, known as the prohibition of interlocking), the existence of the requirements prescribed by applicable law, regulations and the By-laws to hold the office of Director (professionalism, competence, honourableness, correctness, time commitment, accumulation of offices and, where applicable, independence, as well as communicate the list of administration and control offices held in other companies, bearing in mind the limit on the accumulation of offices provided for by applicable law);
- a declaration of the Shareholders who submitted the List of Shareholders for the Board or the List of Shareholders-Employees - and other than those holding, even jointly, a controlling or relative majority interest - certifying the lack (or the presence) with the latter of the relations of connection envisaged by Article 144-*quinquies*, first paragraph, of the Issuers' Regulations and by the legislation in force from time to time;
- a copy of the Communication or a declaration of commitment to submit the aforementioned Communication **by the deadline for the publication of the Lists of Members for the Board and**

**the Lists of Shareholders-Employees, which will be made by Banco BPM by 26 March 2026** (at least 21 (twenty-one) days before the date of the Shareholders' Meeting).

In addition to the aforementioned documentation, shareholders-employees submitting the List of Shareholders-Employees must file documentation proving their status as employees of the Company or companies controlled by the latter.

Lists submitted without complying with the above procedures shall be considered as not submitted. However, the lack of documentation relating to individual candidates on a list does not automatically entail the exclusion of the entire list, but only of the candidates to whom the irregularities refer. When submitting lists, Shareholders are also invited to take into account the document "*Qualitative and Quantitative Composition of the Board of Directors*" – drawn down also pursuant to the Bank of Italy's provisions on corporate governance, contained in Circular no. 285/2013 - which provides for indications and suggestions available to shareholders, in order to help them to formulate proposals for the optimal composition of Banco BPM's Board of Directors, as well as the document containing the "*Operating procedures for the submission of lists for the appointment of Banco BPM S.p.A.'s corporate bodies*", which contains indications on the procedure for the appointment of Banco BPM's Directors and Statutory Auditors and on the method of presenting lists for the appointment of Banco BPM's Board of Directors and Board of Statutory Auditors. The documents are available on Banco BPM's website [www.gruppobancobpm.it](http://www.gruppobancobpm.it) (Corporate governance > Shareholders' Meeting).

For the election of the Board of Statutory Auditors, the following documents must also be submitted together with each List of Shareholders for the Board of Statutory Auditors:

- information on the identity of the shareholders who submitted the List of Shareholders for the Board of Statutory Auditors, with the indication of the total percentage of shares held;
- detailed information on the personal and professional characteristics of the candidates (by way of example but not limited to: *curriculum vitae*, copy of an identity document, certificate of residence or equivalent document and certificate of enrolment in the Register of Statutory Auditors, if any), with the indication of the management and supervisory offices held in other companies (also for the purposes of disclosure pursuant to Article 2400, paragraph 4, of the Italian Civil Code, and bearing in mind the limit on the number of positions held as provided for by applicable law);
- the declarations with which the individual candidates accept the candidature and confirm, under their own responsibility, the non-existence of causes of ineligibility or incompatibility (also pursuant to the prohibition of interlocking), the existence of the requirements prescribed by law or by the By-laws for the office (professionalism, competence, time commitment, accumulation of offices, honourableness, correctness and independence);
- a declaration by the Shareholders who submitted the List of Shareholders for the Board of Statutory Auditors - and other than those holding, even jointly, a controlling or relative majority stake - certifying the lack (or presence) with the latter of the relations of connection provided for by Article 144-*quinquies*, first paragraph, of the Issuers' Regulations and by the laws and regulations in force from time to time;

- a copy of the Communication or a declaration of commitment to submit the Communication **by the deadline for publication of the lists, which will be made by Banco BPM by 26 March 2026** (at least 21 (twenty-one) days before the date of the Shareholders' Meeting).

#### **Deadlines and procedures for filing and publishing lists**

The Board List, together with the relative documentation required by applicable law and by the By-laws, must be signed by the Chairman of the outgoing Board of Directors and filed, under penalty of forfeiture, by 24:00 hours on **7 March 2026** (by the 40th (Fortieth) day prior to the date scheduled for the Shareholders' Meeting) in the following ways (among them, alternative):

- filing with Banco BPM's registered office (Group Corporate Affairs Department), Piazza Filippo Meda, 4, Milan on working days from 8:15 a.m. to 5:00 p.m.; or
- submission by certified e-mail, to the following address [soci@pec.bancobpm.it](mailto:soci@pec.bancobpm.it), attaching the documents in pdf format.

The List of Shareholders and List of Shareholders-Employees, together with the relative documentation required by applicable law and by the By-laws, must be signed by the shareholders and filed, under penalty of forfeiture, by 24:00 hours on **23 March 2026** (by the 25th (twenty-fifth) day prior to the date scheduled for the Shareholders' Meeting<sup>(1)</sup>), with the same procedures provided for the Board List.

The Group's Corporate Affairs function, as a dedicated structure, will be available to provide shareholders who request it with the necessary documentation and indications for the formation and presentation of the Lists of Shareholders and the Lists of Shareholders-Employees.

In relation to the election of the Board of Statutory Auditors, if only one List of Shareholders for the Board of Statutory Auditors or solely Lists of Shareholders for the Board of Statutory Auditors submitted by shareholders who, according to the regulations in force, are associated with each other, have been filed by the above deadline, Banco BPM shall promptly give notice thereof in the manner provided for by the applicable regulations, and then proceed within the legal deadlines.

Board List duly submitted will be made available to the public at least 40 (fourty) days before the date of the Shareholders' Meeting (and therefore by 7 March 2026).

Lists of Shareholders and Lists of Shareholders-Employees that have been duly submitted will be made available to the public at least 21 (twenty-one) days before the date of the Shareholders' Meeting (and therefore by 26 March 2026). The lists must be made available to the public by the Bank at Banco BPM's registered office, on the Bank's website [www.bancobpm.it](http://www.bancobpm.it) - Corporate Governance > Shareholders' Meeting and on the website of the authorised storage mechanism "eMarket Storage" [www.emarketstorage.com](http://www.emarketstorage.com) and in the other ways indicated in this notice of call of the Shareholders' Meeting.

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(<sup>1</sup>) The 25th (twenty-fifth) day prior to the date of the Shareholders' Meeting falls on Sunday 22 March 2026, therefore the deadline shall be intended expiring on Monday 23 March 2026, first following business day.

## DOCUMENTATION

The reports of the directors on each item on the agenda, including the proposed resolutions, as well as the other documentation, for which publication is required prior to the Shareholders' Meeting, will be made available to the public at the registered office of Banco BPM S.p.A. and at Borsa Italiana S.p.A., as well as published on the Bank's website ([www.gruppo.bancobpm.it](http://www.gruppo.bancobpm.it), section "Corporate Governance - Shareholders' Meeting") and on the website of the authorised storage mechanism [www.emarketstorage.it](http://www.emarketstorage.it), in accordance with the terms and procedures provided for by the regulations in force.

Shareholders are entitled to receive a copy of the above documentation once it has been duly filed by sending a request to Banco BPM S.p.A. at the certified email address: [soci@pec.bancobpm.it](mailto:soci@pec.bancobpm.it).

The Bank has also prepared the Report on Corporate Governance and Ownership Structure in accordance with Article 123-bis of the Italian Consolidated Financial Act, which will be made available to the public at the registered office of Banco BPM S.p.A. and at Borsa Italiana S.p.A., as well as published on the Bank's website ([www.gruppo.bancobpm.it](http://www.gruppo.bancobpm.it), "Corporate Governance" section) and on the website of the authorized storage mechanism [www.emarketstorage.it](http://www.emarketstorage.it) in accordance with the terms and procedures set forth in current regulations.

This notice – also made for the purposes of Article 84 of the Issuers' Regulations – is published, pursuant to Article 125-bis of the Italian Consolidated Financial Act and Article 13.4. of the By-laws, in the daily newspapers "Il Sole 24 Ore" and "MF" as well as in the other ways indicated above.

To receive additional information on the procedure to attend the Shareholders' Meeting, please contact Banco BPM S.p.A. (Affari Societari di Gruppo, Piazza Filippo Meda no. 4 – 20121 Milan) by sending a request to the certified email address: [soci@pec.bancobpm.it](mailto:soci@pec.bancobpm.it).

In compliance with Privacy regulations (EU Regulation 2016/679 of the European Parliament and of the Council of 27 April 2016), the Data Controller is Banco BPM S.p.A.; the data will be processed for the sole purpose of executing the corporate contract to which the Shareholder is a party and performing obligations or responding to requests arising from the role of Member of the Bank. For full disclosure on data processing with respect to the exercise of rights related to the Shareholders' Meeting, please visit the website [www.gruppo.bancobpm.it](http://www.gruppo.bancobpm.it), "Corporate Governance – Shareholders' Meeting" section.

Milan, 3 March 2026

On behalf of the BOARD OF DIRECTORS  
The Chairman  
(Mr. Massimo Tononi)