



**PROXY FORM FOR  
ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF BANCO BPM SPA  
SATURDAY, 7 APRIL 2018**

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**Information on form - filling and lodge your proxy**

*The original of the proxy form must be executed and delivered to the proxy-holder. Upon its receipt, the proxy-holder must deliver the original proxy to the Company.*

*The proxy-holder must deliver to the Company the original proxy form upon registration at the Shareholders' Meeting, or deliver/send a copy of the proxy, also in electronic format, certifying both the compliance to the original and the identity of the proxy-issuer pursuant to article 135-novies Lgs.D. 58/98.*

*The proxy form can be notified to the Company via e-mail to the following address [assembleasoci@pec.bancobpmspa.it](mailto:assembleasoci@pec.bancobpmspa.it)*

*The concerned Shareholders may deliver hard copies of the proxy to the branches of Banco BPM S.p.A., BPM S.p.A., Banca Aletti S.p.A. or to the office of Affari societari di Gruppo of Banco BPM, in Piazza Meda 4, Milan.*

*The proxy must contain the following data:*

- *for individuals, surname and first name of the proxy-issuer;*
- *for legal entities, business/company name of the proxy-issuer;*
- *surname, first name and personal data of the proxy-holder, or its business/company name.*  
*Should there be a conflict of interest with the proxy-holder or with his/her substitutes, when appointed, the granting of the proxy is allowed only at the terms and conditions set out by art. 135-decies of Legislative Decree no. 58/98 and the replacement of a proxy-holder in conflict of interest is allowed only if the substitute has been previously appointed by the shareholder.*
- *the name of the intermediary the shares are deposited with;*
- *surname and first name or business/company name of the signatory of the proxy-form, entitled to exercise voting rights;*
- *surname and first name or business/company name of the shareholder, if different from the individual or legal entity entitled to exercise voting rights;*
- *details of a valid id document of the proxy signatory.*

*The proxy is valid provided that Banco BPM S.p.A. timely receives the notice issued by an authorized intermediary certifying both the right to attend the Meeting and to exercise the voting right, upon request of the authorized party.*