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

Banco BPM S.p.A. Affari societari di Gruppo Piazza Filippo Meda, 4 20121 Milano

I, the undersigned,		, born in
on	tax code	
resident in/with registered office of	at	
or		
business/company name		
tax code no.		
	HEREBY APPOINT	
Mr./Ms		born in
on	tax code	
resident in		
to represent me at the Ordinary	y and Extraordinary Sharehold	ers' Meeting of Banco BPM S.p.A.
convened on <u>Saturday, 7 April 20</u>	118 (on single call) with respect t	to:
o number	ordinary shares of Bance	o BPM S.p.A. deposited with the
intermediary		
who may be replaced by		
Mr./Ms	born in	on
tax code	resident	t in
Please provide details of a valid i	dentity document of the proxy	signatory; in case the proxy-issuer is
a Company, please provide d	etails and office held by the	e signatory (e.g. Chairman, Chief
Executive Officer, etc.):		
ID card (type)	issued by	
no		
The proxy-holder may name a sul	bstitute pursuant to article 135-r	10vies Lgs.D. 58/98.
Place and Date of Signing		
Signature :		
digital and paper format, to manage the meeti	ing proceedings.	sed by Banco BPM S.p.A. – the data controller – in llers or Processors, to pursue the above mentioned

Personal data may be processed by authorized individuals, in their capacity as Data controllers or Processors, to pursue the above mentioned purposes; the data may be communicated to specific individuals in compliance with legal, regulatory or EU requirements, or based on instructions issued by Authorities so authorized by law or by supervisory and control boards. The submission of personal data is mandatory to pursue the above mentioned purposes. Refusal by the data subject to submit personal data shall prevent the proxy-holder from attending the General Meeting.

The data subject is entitled to know, at any time, what personal data is being stored with Banco BPM S.p.A., its source and how it is used. The data subject is also entitled to require that the data be updated, rectified, supplemented or erased, to request its block and object to its processing by submitting a written application to the Data controller of Banco BPM S.p.A. addressed to: Affari Societari di Gruppo - Piazza Meda 4, 20121 Milano.

I herewith declare I have read the Privacy Policy as per article 13 Lgs.D. 196/2003.

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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 <u>assembleasoci@pec.bancobpmspa.it</u>

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.