



NEWS RELEASE

Reimbursement of the shares subject to withdrawal right

Milan, 25 October 2017 – This communication follows the press release issued on 11th May 2017 regarding the decision of the Board of Directors of Banco BPM S.p.A. ("**Banco BPM**" or the "**Bank**") to limit partially the reimbursement of the shares for which the right of withdrawal was exercised, following the merger between Banco Popolare – Società Cooperativa ("**Banco Popolare**") and Banca Popolare di Milano S.c. a r.l. ("**BPM**").

Noting that the partial reimbursement of the Residual Shares could have been performed only upon the condition of obtaining, from the European Central Bank ("**ECB**"), the required authorization for the reduction of own funds, pursuant to Articles 77 and 78 of Regulation (EU) no. 575/2013 (CRR) and to the applicable provisions set in the Delegated Regulation (EU) no. 241/2014, we inform that, today, the ECB has granted the afore-mentioned authorization.

Therefore, the Bank will reimburse, as soon as possible, through Monte Titoli and through the respective intermediaries where the shares subject to withdrawal right are deposited, a total of 4,627,461 ordinary Banco BPM shares (for a total amount of euro 14,571,850.27), of which (i) n. 2,522,185 shares resulting from the exercise of the right of withdrawal by the former members and shareholders of Banco Popolare (withdrawal price of euro 3.156) and (ii) n. 2,105,276 shares resulting from the exercise of the right of withdrawal by the former members and shareholders of BPM (withdrawal price of euro 3.1406).

Banco BPM shall carry out this reimbursement through the purchase of the shares.

Contacts:

Investor Relations

Roberto Peronaglio
+39 02.77.00.2057
investor.relations@bancobpm.it

Communications

Matteo Cidda
+39 02.77.00.7438
matteo.cidda@bancobpm.it

Press Office

Monica Provini
+39 02.77.00.3515
monica.provini@bancobpm.it