



## **PRESS RELEASE**

### **REQUIREMENTS OF COMPANY REPRESENTATIVES VERIFIED**

Verona, 28 April 2020 – Following up on the press releases issued on 4 and 7 April 2020, it is hereby noted that Banco BPM's Board of Directors, at today's meeting, has ascertained, with the support of the Appointments Committee, that:

- all members of the Board of Directors meet the requirements of professionalism and integrity and respect the criteria of competence, correctness, dedication of time and the specific limits on the accumulation of offices set forth in the currently applicable legislation, the Articles of Association, by the "Quali-quantitative composition of the Board of Directors" and by the additional relevant internal regulation;
- all members of the Board of Statutory Auditors meet the requirements of professionalism and integrity and respect the criteria of competence, correctness, dedication of time and the specific limits on the accumulation of offices set forth in the currently applicable legislation, by the "Quali-quantitative composition of the Board of Statutory Auditors" and by the additional relevant internal regulation, as well as satisfy the requirement of independence pursuant to art. 148, paragraph 3 of Legislative Decree 58/1998.

The Board of Directors also verified, with the support of the Appointments Committee (i) both with reference to the administrative body and the control body, that the optimal quali-quantitative composition matches the actual composition resulting from the appointment process, (ii) the non-existence, as regards members of the Board of Directors and the Board of Statutory Auditors, of situations that fall under the scope of application of art. 36 of Decree Law 201/2011 ("interlocking prohibition").

Lastly, the Board of Directors has acknowledged that the Board of Statutory Auditors, at the meeting on 27 April 2020 - in compliance with the provisions of Application Criterion 8.C.1 of the Corporate Governance Code promoted by Borsa Italiana S.p.A. (the "Code") - ascertained that all its members met the independence requirement governed by Application Criterion 3.C.1 of the Code, as adopted by the Board body of Banco BPM, in line with the criteria outlined in the press release issued on 7 April 2020.

Note that the CVs of the afore-mentioned company representatives are available in the section "Corporate Governance – Corporate bodies" of the Company's website ([www.bancobpm.it](http://www.bancobpm.it)).

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