

### SELF-CERTIFICATION

(pursuant to articles 46 and 47 of Presidential Decree no. 445 of 28 December 2000)

The undersigned ....., born in ..... on ....., [Italian citizen], resident in ..... - tax code....., aware that, pursuant to art. 76 of Presidential Decree no. 445 of 28 December 2000, false statements, false documents and the use of false acts or containing data that are no longer true are punished under the criminal code and the relevant special laws, in relation to the next Ordinary and Extraordinary Shareholders' Meeting of Banco BPM Società per Azioni (joint-stock company) with registered office in Milan, Piazza F. Meda no. 4 and administrative office in Verona, Piazza Nogara no. 2, Tax Code and registration number in the Register of Companies of Milan, Monza Brianza Lodi 09722490969, Representative of the Banco BPM VAT Group, VAT no. 10537050964 (hereinafter also "Banco BPM" or "Bank" or "Parent Company") called to approve the appointment of the Board of Statutory Auditors and, as a result, in relation to the appointment as Standing/Alternate Auditor of the Bank, considering: i) art. 26 of Legislative Decree no. 385/1993 ("TUB" - Consolidated Banking Law); ii) Ministerial Decree no. 169 of 23 November 2020 ("Ministerial Decree 169/2020"); iii) the Regulation of the Ministry of Justice no. 162 of 30 March 2000, ("Ministerial Decree 162/2000"); iv) art. 36 of Law no. 214 of 22 December 2011 (so-called "interlocking prohibition"); v) art. 148 of Legislative Decree no. 58/1998 ("TUF" - Consolidated Financial Law); vi) Legislative Decree no. 159 of 6 September 2011 and subsequent amendments and additions (so-called "Code of anti-mafia laws and prevention measures, as well as new provisions on anti-mafia documentation" or "Anti-mafia Code"); vii) the provisions contained in Part One, Title IV, Chapter 1, of the Bank of Italy Circular no. 285 of 17 December 2013, ("Circular"); viii) art. 35 of the Articles of Association of Banco BPM (hereinafter the "Articles of Association"); ix) the "Quali-quantitative composition of the Board of Statutory Auditors" of Banco BPM; x) the "Regulation on the maximum number of offices" of Banco BPM,

### DECLARES

- that he/she accepts his/her application for the office of member of the Board of Statutory Auditors of Banco BPM;
- that there are no reasons for his/her ineligibility, disqualification and incompatibility (also pursuant to art. 36 of Law 214/2011, so-called "interlocking prohibition") set forth by law, by Ministerial Decree 169/2020, by the Circular and the Articles of Association, for the office of member of the Parent Company's Board of Statutory Auditors;
- that he/she meets the requirements prescribed by the legal, regulatory and statutory provisions to fulfil the role of member of the Parent Company's Board of Statutory Auditors and therefore:
  - A) that he/she meets the **professionalism requirements** set forth for the Board of Statutory Auditors (i) of Banks by art. 9 of Ministerial Decree 169/2020; (ii) of listed companies by art. 1 of Ministerial Decree 162/2000;

- B) that he/she meets **the competence criteria** set out in art. 10 of Ministerial Decree 169/2020 as well the attitude requirements envisaged by the "Quali-quantitative composition of the Board of Statutory Auditors";
- C) that he/she satisfies the criteria **of dedication of time and limits on the maximum number of offices** set out in articles 16-18 of Ministerial Decree 169/2020, by the "Quali-quantitative composition of the Board of Statutory Auditors" and "Regulation on the maximum number of offices" of Banco BPM;
- D) that he/she is able to act with **autonomy of judgment** and full awareness of the duties and rights connected with the engagement pursuant to art. 15 of Ministerial Decree 169/2020;
- E) that he/she meets the **integrity requirements** established:
- by art. 3 of Ministerial Decree 169/2020, and in particular:
    - a) that he/she is not subject to a legal prohibition or does not find himself/herself in another of the situations set forth in art. 2382 of the Italian Civil Code;
    - b) that he/she has not been sentenced with a definitive ruling, without prejudice to the effects of rehabilitation and revocation of the ruling due to abolition of the crime pursuant to art. 673, paragraph 1, of the Code of Criminal Procedure:
      - (i) to a custodial sentence for a crime set forth in the provisions governing corporate, bankruptcy, banking, financial, insurance, payment services, anti-money laundering matters, intermediaries authorised to perform investment services and collective asset management, of markets and centralised management of financial instruments, solicitation of public savings, of issuers as well as for one of the crimes set out in articles 270-bis, 270-ter, 270-quater, 270-quater.1, 270-quinquies, 270-quinquies.1, 270-quinquies.2, 270-sexies, 416, 416-bis, 416-ter, 418, 640 of the criminal code;
      - (ii) to imprisonment, for a period of no less than one year, for a crime against the public administration, against the public trust, property, or tax-related;
      - (iii) to imprisonment for a period of no less than two years for any crime with criminal intent;
    - c) that he/she has not been subject to prevention measures set forth by the judicial authorities pursuant to the Anti-mafia Code, without prejudice to the effects of rehabilitation and revocation of the ruling due to abolition of the crime pursuant to art. 673, paragraph 1, of the Code of Criminal Procedure;
    - d) that he/she is not in any situation of temporary prohibition from the management offices of legal entities and businesses or temporary or permanent prohibition from the performance of administration, management and control functions pursuant to art. 144-ter, paragraph 3, of the TUB and art. 190-bis, paragraphs 3 and 3-bis of the TUF, or in one of the situations pursuant to art. 187-quater of the TUF;
    - e) that he/she has not been sentenced with a definitive ruling which applies the penalty requested by the parties or as a result of a summary proceedings - without prejudice to the

effects of rehabilitation and revocation of the ruling due to abolition of the crime pursuant to art. 673, paragraph 1, of the Code of Criminal Procedure - to one of the punishments set forth:

- in previous letter b), number (i), except in the case of the extinguishment of the offence pursuant to art. 445, paragraph 2, of the code of criminal procedure;
- in previous letter b), numbers (ii) and (iii), based on the duration specified therein, except in the case of the extinguishment of the offence pursuant to art. 445, paragraph 2, of the code of criminal procedure;

f) that he/she has never been sentenced to criminal convictions in foreign countries or been subject to other sanctionary measures for cases corresponding, based on a substantive evaluation, to those that would involve, according to Italian Law, the loss of the integrity requirements;

– in art. 2 of Ministerial Decree 162/2000, and in particular:

a) that he/she has not been subject to prevention measures imposed by the judicial authorities pursuant to the Anti-mafia Code, except for the effects of rehabilitation;

b) that he/she has not been sentenced with an absolute judgment, except for the effects of rehabilitation:

(i) to a custodial sentence for one of the crimes set forth in the regulations that govern banking, financial and insurance activities and the rules governing markets and financial instruments, regarding tax matters and payment instruments;

(ii) to imprisonment for one of the crimes set out in title XI of book V of the Italian Civil Code and in royal decree no. 267 of 16 March 1942;

(iii) to imprisonment for a period of no less than six months for a crime against the public administration, against the public trust, property, public order and the public economy;

(iv) to imprisonment for a period of no less than one year for any crime with criminal intent;

c) that he/she has not reported any of the punishments set forth in previous letter b) applied at the request of the parties, except for the case of extinguishment of the crime;

F) that he/she satisfies the **correctness criteria** set out in art. 4 of Ministerial Decree 169/2020 and by the "Quali-quantitative composition of the Board of Statutory Auditors". Particularly, for the purposes of evaluation of respect for the criteria of correctness pursuant to art. 5 of Ministerial Decree 169/2020, the following situations are taken into consideration:

(a) criminal sentences imposed also with non-definitive rulings, sentences including non-definitive that apply the punishment at the request of the parties or as a result of summary proceedings, criminal decrees of conviction, even if they have not become irrevocable, and personal precautionary measures relating to a crime set forth in the provisions governing corporate and bankruptcy, banking, financial, insurance, payment services, usury, anti-money laundering matters, of intermediaries authorised to perform investment services and collective asset management, of markets and centralised management of financial instruments, solicitation of public savings, of issuers as well as for one of the crimes set out in articles 270-bis,

- 270-ter, 270-quater, 270-quater.1, 270-quinquies, 270-quinquies.1, 270-quinquies.2, 270-sexies, 416, 416-bis, 416-ter, 418, 640 of the criminal code;
- b) criminal sentences imposed also with non-definitive ruling, sentences including non-definitive that apply the punishment at the request of the parties or as a result of summary proceedings, criminal decrees of conviction, even if they have not become irrevocable, and personal precautionary measures relating to crimes other than those set forth in letter a); application, including provisionally, of one of the prevention measures imposed by the judicial authorities pursuant to the Anti-mafia Code;
  - c) final criminal sentencing to pay compensation for damages for acts carried out in fulfilment of the engagements at entities operating in the banking, financial, markets and transferable securities, insurance and payment services sectors; final criminal sentencing to pay compensation for damages for administrative-accounting responsibility;
  - d) administrative sanctions imposed to the representative for violations of the legislation governing corporate, banking, financial, securities-related, insurance, anti-money laundering matters and the rules governing markets and payment instruments;
  - e) forfeiture or precautionary measures imposed by the supervisory authorities or at their request; removal measures imposed in accordance with article 53-bis, paragraph 1, letter e), article 67-ter, paragraph 1, letter e), article 108, paragraph 3, letter d-bis), article 114-quinquies, paragraph 3, letter d-bis), article 114-quaterdecies, paragraph 3, letter d-bis), of the TUB (Consolidated Banking Law), and article 7, paragraph 2-bis, and article 12, paragraph 5-ter of the TUF (Consolidated Financial Law);
  - f) fulfilment of engagements at entities operating in the banking, financial, markets and transferable securities, insurance and payment services sectors on which an administrative sanction has been imposed, or a sanction pursuant to Legislative Decree no. 231/2001;
  - g) fulfilment of engagements in companies which have been subject to extraordinary administration, winding-up procedures, bankruptcy or compulsory administrative liquidation, collective removal of members of the administration and control bodies, revocation of the authorisation pursuant to article 113-ter of the TUB, cancellation pursuant to article 112-bis, paragraph 4, letter b) of the TUB or equivalent procedures;
  - h) suspension or striking of from registers, cancellation (adopted in the form of a disciplinary measure) from professional lists or orders imposed by the competent authorities on said professional orders; revocation measures for just cause from engagements assumed at management, administration and control bodies; similar measures adopted by bodies appointed by law for the management of registers and lists;
  - i) negative evaluation by an administrative authority of the suitability of the representative as part of the authorisation procedures set out in the provisions governing corporate, banking, financial, securities-related, insurance matters and the rules regulating markets and payment services;

- j) investigations and criminal proceedings in progress relating to the crimes set out in letters a) and b);
- k) negative information on the representative contained in the Central Credit Registry established in accordance with article 53 of the TUB, where said negative information means that relating to the representative also when he/she is not acting as consumer, relevant for the purposes of fulfilment of the obligations set out in article 125, paragraph 3 of the TUB;
- G) that he/she is not subject to any causes of forfeiture, suspension or prohibition pursuant to article 67, nor situations relating to attempted mafia infiltration pursuant to article 84, paragraphs 4 and 4-bis, of the Anti-mafia Code;
- H) that he/she is not subject to one of the conditions of ineligibility or disqualification set forth in article 148, paragraph 3, letters a), b) and c) of the TUF and article 14 of Ministerial Decree 169/2020 and meets the independence requirements pursuant to recommendation no. 7 of the Code of Corporate Governance of Borsa Italiana S.p.A. and the "Quali-quantitative composition of the Board of Statutory Auditors";
- l) that he/she covers, also for disclosure purposes in accordance with article 2400, paragraph 4, of the Italian Civil Code and bearing in mind the provisions contained in the "Regulation on the maximum number of offices of Banco BPM", the following administration and control positions in other companies:

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The undersigned henceforth authorises Banco BPM, pursuant to and in accordance with article 71, paragraph 4, of Presidential Decree no. 445 of 2000, to verify, with the competent administrative authorities, the truthfulness of the information declared by said party; he/she also undertakes to produce, at the request of Banco BPM, the appropriate documentation for confirming the truthfulness of the data declared as well as promptly communicate any changes that should occur to the circumstances indicated above.

With reference to the processing of personal data, the undersigned declares that he/she has examined the disclosure pursuant to article 13 of Regulation EU 2016/679 of the European Parliament and Council of 27 April 2016, reported in the footnotes to this self-certification.

Attached to this declaration is the following documentation:

- *curriculum vitae*;
- photocopy of an identity document;
- copy of any certificate of registration in the Register of Auditors.

place and date

In witness whereof

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Ann.

## INFORMATION NOTICE

pursuant to art. 13 of Regulation EU 2016/679 of the European Parliament and Council of 27 April 2016

It is hereby communicated that the personal data provided by you will be processed in compliance with the provisions of the relevant legislation and, in particular, the Regulation on the protection of natural persons with regard to the processing of personal data, as well as the free movement of such data (hereinafter: Regulation).

The personal data will be processed by Banco BPM S.p.A. (hereinafter: "Bank") for purposes connected with the obligations set forth by the laws, regulations and EU legislation listed in the self-certifications signed by you, as well as for the registration of the office in public registers (for example, the Register of Companies).

In particular:

- in the event in which your application is submitted for the role of company representative, the personal data will be processed by the Bank to ascertain the requirements of professionalism, integrity, independence and non-existence of causes of suspension for the purposes of presentation to the Shareholders' Meeting of lists for the appointment of corporate bodies, subsequent publication on the Bank's website and disclosure to press organisations;
- in the event in which you are appointed by the Shareholders' Meeting, or by the Bank's Board of Directors, the personal data will be processed for the verification of said requirements for the purposes of approval by the Bank's Board of Directors;
- in the event in which you already hold the office of company representative, the personal data will be processed for the verification of said requirements for the purposes of participation in the tenders called by the Public Administration.

For the purposes of assessment of the aforementioned requirements, the Bank may process the personal data that the Regulations defines as "relating to criminal convictions and crimes", and, that is, suitable to disclose provisions pursuant to Presidential Decree no. 313 of 14.11.2002 regarding the criminal records, pending charges and the index of administrative sanctions imposed for criminal offences, as well as the quality of defendant or suspect pursuant to articles 60 and 61 of the code of criminal procedure.

The transfer of said data is mandatory and the associated processing does not require your consent.

In relation to the purposes indicated above, personal data will be processed through manual, electronic or, nonetheless, automated tools with approaches strictly related to said purposes and, in any case, so as to guarantee the security and confidentiality of said data and always in observance of the provisions of the Code (replaced with "Regulation").

The personal data, outside of the aforementioned purposes, will not be otherwise communicated nor disclosed.

The personal data may be processed by the Bank by making use solely of personnel authorised and trained for the purpose and in order to guarantee the necessary confidentiality of the information provided.

The Bank will store your data for the time strictly needed for the purposes for which they have been

collected, in respect of the provisional terms or different time periods established by the reference legal and regulatory provisions or necessary for justice or public interest requirements.

Lastly, we should point out that articles 15-22 of the Regulation provide you, inter alia, with the right to: obtain confirmation of the existence or not of the personal data that concern you and their copy in intelligible form; obtain the updating, adjustment or supplementing of your data; request the deletion of your data, according to the terms permitted by the legislation; oppose, wholly or partly, the processing of the personal data that concerns you; limit the processing, in the event of violation, request for adjustment or opposition; request the portability of the data processed electronically, provided on the basis of a consent or contract.

To this end, the Bank, as Data Controller, has provided on its website, in order to present your requests freely, a specific section (Privacy area) in which you can download the form and send it completed via e-mail to the following address: [protezionedati@bancobpm.it](mailto:protezionedati@bancobpm.it) or via registered letter to the registered office for the attention of the DPO (Data Protection Officer).