

## CURRICULUM VITAE

Name: Marcello Priori

Place and date of birth: Milan, 18 August 1964

Married, two children

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- Academic qualification*** Degree in Business Economics at *Università Commerciale L. Bocconi*, Milan, in 1989.
- Professional registers and associations*** Academic Fellow at Bocconi University in the Management & Technology Department.  
Registered in the Register of Qualified Chartered Accountant of Milan since 1994 and in the Register of Independent Auditor since 1999.  
Member of the Register of Technical Witness of the Civil Court of Milan.  
Ordinary member of the Italian Association of Financial Analysts (AIAF).
- Offices held*** Chairman of the Board of Directors:
- Corob SpA (Ardian Private Equity Group)
  - F2A SpA (Ardian Private Equity Group)

MP

Chairman of the Board of Statutory Auditors:

- Banco BPM SpA
- Banca Akros SpA
- Bipiemme Vita SpA
- Bipiemme Assicurazioni SpA
- Primonial REIM Italy SpA

Member of the Board of Statutory Auditors:

- Banca Aletti SpA

In the past also held the office of Chairman, Deputy Chairman and Member of Board of Directors, of Chairman and Member of the Board of Statutory Auditors, Chairman of 231 Committee of banks, financial institutions and industrial, service and large retail companies (also listed at the Milan Stock Exchange).

Chairman and Member of Board Committees (Internal Control and Risk, Related Party, Remuneration Committees).

Ref. Attachment 1

***Main professional  
experience***

Studio Priori, with offices in Milan, Via Agnello, 8.

Sphere of professional specialisation:

- business, financial and strategic consulting to main groups operating in the energy/gas, retail and banking sectors;
- analysis, evaluation and development of corporate governance and internal control systems for listed companies, family business and banks/financial institutions;
- evaluation of companies operating in the banking, financial and industrial sectors (fairness opinion, impairment test) and and of fair value in Purchase Price Allocation processes;
- advisory in the implementation and execution of industrial/business plans and in investment evaluations/analysis;
- advisory in the design and implementation of extraordinary finance transactions and mergers & acquisitions operations;
- advisory in data rooms and in financial due diligences;

MP

- independent expert appointed to certify audit restructuring plans pursuant to art. 67 of the Italian Insolvency Law;
- independent expert appointed to assess shares exchange ratio and debt sustainability in M&A operations and according to art. 2501 bis Italian Civil Code;
- technical witness in civil, criminal cases and arbitrations.

***Lecturing  
and publications***

Publishing activities:

*“Governance e tutela del risparmio. Best Practice, regole e comunicazioni al mercato”*. Authors: Paolo Costanzo, Marcello Priori and Arturo Sanguinetti. Publisher: Vita e Pensiero

*“Bilancio e reddito d'impresa. Disciplina civilistica e fiscale — Analisi di bilancio”* . Authors: Conti, Costanzo, Novati and Priori. Publisher: Egea

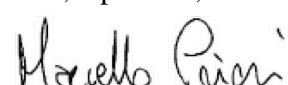
*“The role of the independent expert: Independent Business Review and Audited Restructuring Plan”* in *“Corporate turnaround: the Italian perspective”* edited by: Gualtiero Brugger e Paola Galbiati. Publisher: McGraw-Hill

Lecturer in courses and conferences organised by the *Associazione Bancaria Italiana* (ABI - Italian Banking Association) on credit, finance, corporate governance and internal control systems.

Coordinator and lecturer in courses organized by the Sole 24 Ore Business School, the Association of Chartered Accountants, the Bar Association and university institutions on corporate governance, financial, credit, M&A and ESG matters.

Teacher in training courses organized by leading banking groups concerning financial and credit risk analysis, stock market, markets and financial instruments.

Milan, April 21<sup>st</sup>, 2023



***Attachment 1***

***Main offices held in the financial and industrial sectors until Aprile 2023***

- *Chairman of the Board of Directors*

Profamily SpA (Banco BPM Group)  
Bipiemme Danni SpA (Covea Group)  
Corob SpA (Ardian Private Equity Group)  
F2A SpA (Ardian Private Equity Group)  
RGI SpA (Ardian Private Equity Group)  
Algo SpA (Ardian Private Equity Group)  
Mogar Music SpA (Monzino Group)

- *Deputy Chairman of the Supervisory Board*

Banca Popolare di Milano Scarl

- *Deputy Chairman of the Board of Directors*

Bipiemme Gestioni SpA (oggi Anima SGR)

- *Member of the Board of Directors*

Banca Popolare di Milano Scarl – with powers on the supervision of group Internal Control System as provided Codice di Corporate Governance of Italian Stock Exchange  
Asset Management Holding SpA  
Cassa di Risparmio di Alessandria SpA  
Dexia Crediop SpA  
Alerion Clean Power SpA  
Vivigas SpA  
Monzino SpA

- *Chairman of the Board of Statutory Auditors*

Banco BPM SpA  
Banca Akros SpA

Carrefour Servizi Finanziari SpA

Carrefour Italia Finance Srl

Bipiemme Vita SpA

Bipiemme Assicurazioni SpA

Etica SGR

DAF Veicoli Industriali SpA

Carrefour Italia Finance SpA

- *Member of the Board of Statutory Auditors*

Banca Farmafactoring SpA

Reno de Medici SpA

Fomas Hop SpA

Bracco Imaging Italia SpA

Lucchini SpA

Key Client Cards & Solutions

BPM Private Equity SGR SpA

Carrefour Italia SpA

Carrefour Property Italia Srl

- *Chairman and member of 231 Committee*

RBS plc Italian Branch (Chairman)

Natwest plc Italian Branch

We@bank SpA

Yard SpA