

WHISTLEBLOWING

To encourage and facilitate the reporting of wrongdoing and thus reduce the risk of irregularities, the Banco BPM Group has adopted corporate regulations governing the internal "whistleblowing system", as also required by the most recent regulatory and supervisory provisions to which the Group is subject.

The Banco BPM Group's Whistleblowing system **protects from any prejudicial consequences** anyone who intends to report violations of Italian or European Union regulations that harm the public interest or the integrity of the public administration or private entity, of which he/she has become aware in the course of his/her work, while at the same time **ensuring the confidentiality and protection of the personal data** of the whistleblower, the reported person and all the persons involved.

What to report

The whistleblowing report may concern:

- violations of Italian laws (civil, administrative, criminal and accounting offences) and European laws, pursuant to Article 2 of Italian Legislative Decree 24/2023, that harm the public interest or the integrity of the company;
- (i) possible liabilities involving criminal offences including the commission, or reasonable belief of the commission, of crimes and offences to which Italian Legislative Decree 231/01 applies to the benefit of the company, (ii) instances of disloyalty or fraud perpetrated to the detriment of BANCO BPM or the Group Companies or customers, or in any case (iii) situations liable to be reported, sued or brought before the Judicial or Police Authorities;
- non-compliance with mandatory rules (Italian or supranational laws or regulations) or with self-regulations (Articles of Association, Code of Ethics, Organisation, Management and Control Model Regulations pursuant to Italian Legislative Decree 231/01, rules of conduct, and, in general, the internal regulatory framework);
- acts or omissions that harm the financial interests of the European Union or that concern the internal market, as well as acts or conduct that undermine the object or purpose of the EU provisions in effect;
- violations that involve the initiation of disciplinary proceedings, as provided for by labour legislation or by applicable collective and individual agreements;
- violations likely to cause financial damage or trigger a reputational risk to BANCO BPM or to the Group Companies.

Internal Whistleblowing Channel

The internal whistleblowing channel provides for the preferential use of the EQS Integrity Line platform, which can also guarantee complete anonymity of whistleblowers and can also be reached by non-employees, at the address (*in Italian*):

<https://bancobpm.integrityline.io>

Through this platform it is possible to request a direct meeting or to be contacted by telephone.

Alternatively, paper reports can be submitted. In this case, to ensure the protection of confidentiality, the report must be enclosed in two sealed envelopes: the first with the whistleblower's identification data together with a photocopy of his/her identification document; the second with the report, so as to separate the identification data of the whistleblower from the report. Both must then be included in a third sealed envelope that bears the wording "confidential" on the outside, in addition to the address¹, and the indication that the envelope contains a whistleblowing report².

The e-mail address of the Supervisory Bodies, pursuant to Italian Legislative Decree 231/01, is available in the "Organisation, Management and Control Model Regulation" of the Company, posted on its institutional website.

Methods for managing whistleblowing reports sent to the internal channel

- a notice of the receipt of the report is sent to the whistleblower within 7 days;
- interactions take place with the whistleblower;
- investigations necessary to follow up on the report are carried out, including hearings and acquisition of documents;
- a reply, including interlocutory, is sent to the whistleblower within 3 months from the acknowledgement of receipt or, in the absence of said notice, from the expiry of 7 days from receipt;
- a communication is sent to the whistleblower of the final outcome of the report.

Protecting the confidentiality of whistleblowers

- The identity of the whistleblower cannot be disclosed to persons other than those competent to receive or follow up on the whistleblowing;
- the protection concerns not only the name of the whistleblower but also all elements of the report which may lead, even indirectly, to the whistleblower's identification;
- the protection of confidentiality is extended to the identity of the persons involved and of the persons mentioned in the report until the conclusion of the proceedings initiated by reason of the report, in compliance with the same guarantees provided in favour of the whistleblower.

Compliance with data protection regulations

¹ The physical mailing address, to which whistleblowing reports concerning the reasonable belief of commission of crimes and offences referred to by Italian Legislative Decree 231/01 should be forwarded, is available in the "Organisation, Management and Control Model Regulation" of the individual Companies (chapter relating to the Supervisory Body) and is monitored exclusively by the structure supporting it, in compliance with the provisions of the law.

² The indication on the envelope that it is a whistleblowing report implies that the whistleblower intends to keep his/her identity confidential and avail him/herself of the protections set forth in Italian Legislative Decree no. 24 of 10 March 2023. In the absence of this clear indication, the report could be treated as an ordinary report.

The processing of personal data relating to the receipt and management of whistleblowing reports is carried out in compliance with European and Italian principles on the protection of personal data, by providing appropriate information to the whistleblowers and the persons involved in the reports, and by taking appropriate measures to protect the rights and freedoms of the data subjects.

The reports and the related documentation are kept for the time necessary to process the whistleblowing and in any case no longer than 5 years from the date of communication of the final outcome of the whistleblowing procedure, in compliance with the confidentiality obligations pursuant to European and Italian legislation on the protection of personal data.

Reporting on whistleblowing sent to the internal channel

The Banco BPM Group's Internal Violation Reporting System (*SISV - Sistema Interno di Segnalazione delle Violazioni*) requires the Bank to publish an annual "SISV Report", containing a description of the breaches of the banking business's rules. This report is available on the company intranet and is accessible to all employees. The Consolidated Non-Financial Statement also contains this information.

Other reporting channels

To submit whistleblowing reports pursuant to Italian Legislative Decree no. 24 of 10 March 2023, it is also possible to use the following channels:

- external channel (managed by ANAC)³;
- public dissemination (through the press, electronic means or means of dissemination capable of reaching a large number of people)⁴;
- report sent to the Judicial or Accounting Authorities.

Retaliation resulting from whistleblowing

The handling of retaliation reports ('retaliation' being *any conduct, act or omission implemented (or even only attempted or threatened) as a result of the whistleblowing report, the complaint filed with the judicial or accounting authority, or public disclosure, and which causes or is likely to cause the whistleblower or the person making the report, directly or indirectly, unjust damage, to be regarded as unjustified damage*) falls under the exclusive competence of ANAC which may avail itself, within its area of responsibility, of the collaboration of the Public Administration Inspectorate and the National Labour Inspectorate.

The whistleblowing report, public disclosure and complaint must have a clear connection with the unfavourable conduct/act/omission suffered, directly or indirectly, by the whistleblower or the person filing the complaint or making the public disclosure, so that retaliation may be configured and, consequently, the subject may benefit from protection.

³ For the methods and conditions of use of the external channel of ANAC, visit the website <https://www.anticorruzione.it/-/whistleblowing> (in Italian).

⁴ For the protection conditions guaranteed with this method of communication, see Article 15 of Italian Legislative Decree no. 24 of 10 March 2023.