NEWS RELEASE

Verona, 24 May 2016

Banco Popolare: Maurizio Marino resigns his position as Director

Banco Popolare communicates that today the Notary Maurizio Marino, after having assumed, in full agreement with the Board of Directors, the decisions regarding the Merger Project with Banca Popolare di Milano, has tendered his resignation, with immediate effect, as a member of the Board of Directors of Banco Popolare, with the aim of maintaining his position, on a non-remunerative basis, as Chairman of the Group's pension fund (Fondo Pensioni per il Personale del Gruppo Banco Popolare) which, pursuant to D.M. 166/2014 – to be complied with starting from 28 May 2016 – would otherwise have determined a situation of incompatibility.

Banco Popolare has thanked Notary Marino warm-heartedly for the assiduous and valuable commitment demonstrated for the bank since its establishment and, before, in his role as Director of the Board of Banca Popolare di Verona, as well as for his availability, renewed on this occasion, to continue providing his experience and professional skills in favour of the Group.

Pursuant to art. IA.2.6.7 of the Instructions to the Regulation of organized markets managed by Borsa Italiana S.p.A., Banco Popolare informs that Notary Marino, an independent non-executive Director and member of the Nomination Committee, holds 3,313 shares of Banco Popolare stock.

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