



BANCO BPM S.p.A. • Parent company of the Banking Group BANCO BPM • Registered office: Milan, Piazza F. Meda 4 • Corporate office: Verona, Piazza Nogara 2 • Share Capital Euro 7,100,000,000.00 fully paid in • Tax code, VAT no. And Reg. with the Milano Monza Brianza Lodi Companies Registry no. 09722490969 • VAT no. 10537050964 • Registered with the Bank of Italy's Banks Registry with reg. no 8065, and with the Banking Groups Registry • Member of the Interbank Deposit Guarantee Fund and of the National Guarantee Fund

## **MERGER OF HOLDING DI PARTECIPAZIONI FINANZIARIE BANCO POPOLARE S.p.A. INTO BANCO BPM S.p.A.**

We herewith announce that, having received the authorization to merge from the European Central Bank, on 28 June the Plan of Merger of Holding di Partecipazioni Finanziarie Banco Popolare S.p.A. into Banco BPM S.p.A., prepared pursuant to articles 2501-ter and 2505 of the Italian civil code (the "Plan of Merger"), was filed with the competent Companies Registries. Pursuant to article 2505, paragraph two, of the Italian civil code, as regards the acquiring company the Plan to Merge will be submitted to the approval of the Board of Directors of Banco BPM S.p.A. as permitted by art. 24.2.3 of the Articles of association, without prejudice to the possibility, pursuant to art. 2505, paragraph three, of the Italian civil code, for the shareholders of Banco BPM S.p.A. representing no less than five percent of the share capital, to ask that the merger approval resolution be passed by the Extraordinary Shareholders Meeting of Banco BPM S.p.A.. Shareholders who may wish to exercise this option must send the specific application and the certification proving the ownership of the shares by 9 July 2019, by registered mail, to Banco BPM S.p.A. (Affari Societari di Gruppo, Piazza Filippo Meda, 4 – 20121 Milano), or by e-mail at the certified e-mail address [soci@pec.bancobpmspa.it](mailto:soci@pec.bancobpmspa.it).