

Informazione Regolamentata n. 0035-39-2025	Data/Ora Inizio Diffusione 8 Aprile 2025 19:33:09	Euronext Milan
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Societa' : BANCA MONTE DEI PASCHI DI SIENA

Identificativo Informazione  
Regolamentata : 203849

Utenza - Referente : PASCHIN05 - Avv. Quagliana

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Data/Ora Ricezione : 8 Aprile 2025 19:33:09

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Oggetto : BMPS: COMUNICATO STAMPA

*Testo del comunicato*

Vedi allegato



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## PRESS RELEASE

### BANCA MPS: ECB AUTHORISATIONS

*Siena, 8 April 2025* - With reference to the Ordinary and Extraordinary Shareholders' Meeting of Banca Monte dei Paschi di Siena S.p.A. (the "**Bank**" or "**BMPS**"), convened on 17 April 2025, the Bank hereby informs that with respect to the share capital increase to serve the voluntary Public Exchange Offer of BMPS on all the ordinary shares of Mediobanca, it has received from the European Central Bank the authorizations relating to the classification of the new shares issued as Common Equity Tier 1 (CET 1) capital<sup>1</sup>, and the amendments to the By-Laws concerning the delegation to the Board of Directors for the above mentioned share capital increase, subject to the approval of such amendments to the By-Laws by the Shareholders' Meeting of BMPS.

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*This press release will be available on the website at [www.gruppomps.it/en/](http://www.gruppomps.it/en/)*

#### For further information:

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The Voluntary Public Exchange Offer referred to in this document shall be promoted by Banca Monte dei Paschi di Siena S.p.A. (the "**Offeror**") on all the ordinary shares of MEDIOBANCA - Banca di Credito Finanziario Società per Azioni (the "**Offer**"). This document does not constitute an offer to buy or sell the shares of MEDIOBANCA - Banca di Credito Finanziario Società per Azioni ("**MEDIOBANCA**").

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<sup>1</sup> provided that the newly issued shares are fully subscribed and their acquisition is not financed, directly or indirectly, by BMPS



Prior to the commencement of the acceptance period, as required under applicable regulations, the Offeror shall publish an offer document and an exemption document, which the shareholders of MEDIOBANCA shall carefully examine.

The Offer will be made in Italy and will be addressed, on equal terms, to all holders of shares of MEDIOBANCA. The Offer will be made in Italy as the shares of MEDIOBANCA are listed on Euronext Milan, a regulated market organized and managed by Borsa Italiana S.p.A. and, without prejudice to the following, the Offer is subject to the obligations and procedural requirements provided for by Italian law.

The Offer is not being made or disseminated in Canada, Japan and Australia, or any other country in which such Offer is not authorized, or to any person to whom such offer or solicitation is not permitted by law (the “**Excluded Countries**”). Partial or complete copies of any documents to be issued by the Offeror in connection with the Offer shall not be sent, nor shall they be transmitted, or otherwise distributed, directly or indirectly, in the Excluded Countries. Any person receiving such documents shall not distribute, send or dispatch them (whether by post or by any other means or instrumentality of communication or commerce) in the Excluded Countries. Any acceptances of the Offer resulting from solicitation activities carried out in violation of the above limitations will not be accepted. This document, as well as any other document issued by the Offeror in connection with the Offer, shall not constitute or form part of any offer to purchase or exchange, or any solicitation of offers to sell or exchange, securities in any of the Excluded Countries.

Acceptance to the Offer by persons resident in countries other than Italy may be subject to specific obligations or restrictions provided for by laws or regulations. It is the sole responsibility of the addressees of the Offer to comply with such regulations and, therefore, before accepting the Offer, to verify their existence and applicability by contacting their advisors. The Offeror shall not be held liable for any breach by any person of any of the foregoing limitations.

#### IMPORTANT INFORMATION

In connection with the proposed Voluntary Public Exchange Offer, the required offer document will be sent to Commissione Nazionale per le Società e la Borsa (“**Consob**”). Investors and shareholders of MEDIOBANCA are strongly advised to read the offer document and the exemption document, if and when available, and any other relevant documents sent to, or filed with, Consob, as well as any amendments or supplements to those documents, because they will contain important information. If and when filed, investors may obtain free copies of the offer document and of the exemption document, at BMPS’ web site at [www.gruppompis.it/en/](http://www.gruppompis.it/en/) and will receive information at an appropriate time on how to obtain these transaction-related documents for free from the parties involved or from a duly appointed agent.

This document does not constitute an offer to purchase, sell or exchange or the solicitation of an offer to purchase, sell or exchange any securities, nor shall there be any offer to purchase, solicitation, sale or exchange of securities in any jurisdiction in which such offer, solicitation or sale or exchange would be unlawful prior to the registration or qualification under the laws of such jurisdiction. The distribution of this document may, in some countries, be restricted by law or regulation. Accordingly, persons who come into possession of this document should inform themselves of and observe these restrictions. To the fullest extent permitted by applicable law, the companies involved in the proposed Voluntary Public Exchange Offer disclaim any responsibility or liability for the violation of such restrictions by any person.

The BMPS securities referred to herein that will be issued in connection with the Voluntary Public Exchange Offer described herein may not be offered or sold in the United States except pursuant to an effective registration statement under the U.S. Securities Act of 1933 or pursuant to a valid exemption from registration.

