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Societa' : BPER BANCA

Utenza - referente : BPERN04 - Anselmi

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Oggetto : Merger by absorption of Banca Popolare di Sondrio into BPER Banca: information for U.S. Holders on the results of the sale of share pursuant to the Vendor Placement

Testo del comunicato

Vedi allegato

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PRESS RELEASE

MERGER BY ABSORPTION OF BANCA POPOLARE DI SONDRIO INTO BPER BANCA: INFORMATION FOR U.S. HOLDERS ON THE RESULTS OF THE SALE OF SHARES PURSUANT TO THE VENDOR PLACEMENT

Modena – 27 April 2026 – Reference is made to the merger by absorption of Banca Popolare di Sondrio S.p.A. (“**BP Sondrio**”) into BPER Banca S.p.A. (“**BPER**”), which became effective on 20 April 2026 (the “**Merger**”).

Further to the press release published on 23 April 2026, it is hereby announced that, in the context of the vendor placement established by BPER and BP Sondrio, on 24 April 2026 Equita SIM S.p.A., as vendor agent, sold 15,725 BPER shares in the open market, corresponding to approximately 0.00075% of BPER’s share capital post-Merger.

For further details, please refer to the press release published on 23 April 2026, which is available on BPER’s website (<https://group.bper.it>) and on the authorised storage mechanism EmarketStorage (<https://www.emarketstorage.it/it>).

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The documentation relating to the Merger is available to the public on the website of BPER (<https://group.bper.it>), as well as through the authorized storage mechanism EmarketStorage (<https://www.emarketstorage.it/it>).

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*This document does not constitute and is not intended to constitute an offer, sale or solicitation to purchase or otherwise acquire any securities in the United States of America. The shares of BPER Banca S.p.A. referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”), or with any securities regulatory authority of any state or other jurisdiction of the United States and may not be offered, sold, resold, transferred, delivered or distributed, directly or indirectly in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and in compliance with any applicable securities*

BPER Banca S.p.A. with head office in Via San Carlo 8/20, Modena, Italy – Tax Code and Modena Companies Register no. 01153230360 – Company belonging to the BPER BANCA GROUP VAT no. 03830780361 – Share capital Euro 3,136,702,715.30 - ABI code 5387.6 - Register of Banks no. 4932 - Member of the Interbank Deposit Protection Fund and of the National Guarantee Fund - Parent Company of the BPER Banca S.p.A. Banking Group registered in the Register of Banking Group no. 5387.6 - PEC: bper@pec.gruppobper.it - bper.it – group.bper.it

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laws of any state or other jurisdiction of the United States. None of the parties involved in the merger intend to register any portion of the securities referenced herein in the United States or conduct a public offering of the securities in the United States.

BPER Banca S.p.A.

This press release is also available in the storage mechanism *EmarketStorage*.

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