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Oggetto	:	BPER Banca successfully places Euro 500 million Additional Tier 1 issuance - Peak orders of over Euro 4 billion, 8 times the offer

Testo del comunicato

Vedi allegato

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PRESS RELEASE

BPER BANCA SUCCESSFULLY PLACES EURO 500 MILLION ADDITIONAL TIER 1 ISSUANCE PEAK ORDERS OF OVER EURO 4 BILLION, 8 TIMES THE OFFER

Modena, 10 November 2026 – BPER Banca S.p.A. (the "**Bank**") has successfully placed an Additional Tier 1 ("**AT1**") perpetual bond issuance, callable on 17 November 2032 (the "***First Reset Date***") and, thereafter, on any interest payment date, for a total amount of Euro 500 million (the "**Notes**").

The Notes were placed at par with a fixed coupon of 6.625%, until the First Reset Date, payable semi-annually. If not called by the Bank, the coupon will be redetermined by adding a reset spread of 347.1 bps to the 5-year swap rate in Euro as at the First Reset Date.

The issuance was met with unprecedented demand from approximately 270 investors, with bookbuilding reaching Euro 4 billion during placement, a new all-time record for the Bank for instruments of this type. Strong, diversified demand made it possible to lower the initial coupon guidance from around 7.250% to 6.625%, marking the best yield reduction on AT1 issuances in the Italian banking sector year-to-date.

The final allocation was mainly in favour of investment funds (66%).

The geographical breakdown shows participation by international investors – including from the UK & Ireland (46%), France (30%) – and Italian investors (8%).

Coupon payment is discretionary and subject to certain restrictions. The issuance additionally provides for the temporary principal write-down of the nominal value, should the CET1 ratio of the Bank and/or the Group fall below 5.125%.

Barclays Bank Ireland PLC and Deutsche Bank Aktiengesellschaft acted as *Joint Structuring Advisors, Global Coordinators and Managers,* Citigroup, HSBC, Santander and UniCredit as *Managers,* Equita SIM S.p.A. as *Co-Lead Manager*.

The Notes are expected to be rated Ba2 and BB by Moody's and DBRS, respectively.

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Note

*This announcement is not a public offer of financial products as per Article 2 letter d) of Regulation (EU) 2017/1129, as amended (the "**EU Prospectus Regulation** "), nor does it constitute an offer to sell or a solicitation of an offer to buy any securities or other financial instruments in the United States or in any other jurisdiction, or to any person, where such offer or solicitation would be unlawful under applicable law.*

*The Notes were and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold within the United States, or to, or for the account or benefit of, U.S. persons, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.*

*Promotion of the Notes in the United Kingdom is restricted by the Financial Services and Markets Act 2000 (the "**FSMA**"). Accordingly, the Notes are not being promoted to the general public in the United Kingdom and are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom.*

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA, as defined in Directive 2014/65/EU or to any person who is not a qualified investor within the meaning of the EU Prospectus Regulation.

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