

Ordinary Shareholders' Meeting of 30 April 2025, 10:00 a.m.

PART 1 - Information about the Shareholder or the person entitled to vote

Individuals

Name and surname	
Place and date of birth	
Resident in (<i>city</i>)	at (<i>street address</i>)
Tax Code	
Identity document (type)	No.
Issued by	Expiry date

Companies, Institutions, Legal entities, etc.

Name or company name	
Registered office address	
Tax Code	
Name and surname of representative	
Place and date of birth of representative	
Details of the document granting powers of representation	

Please provide a copy of the identity document of the delegating party or the document of the legal representative and a Chamber of Commerce Register extract in case of legal entity.

Number of shares held _____

I hereby declare that I am not in any of the situations that would deny me from being eligible to vote under current legal and regulatory provisions, and the Articles of Association of Banca Sistema S.p.A.

Please note that to exercise the right to vote by post, the person entitled to vote must provide instructions to the intermediary who keeps the accounts so that they can make the communication certifying entitlement at the end by the accounting day of 28 April 2025.

Date

Signature of the Shareholder or the person entitled to vote

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PART 2 – Section on the casting of votes on items on the agenda of the Ordinary Shareholders' Meeting

(Flag one)

1. Approval of the Separate Financial Statements of Banca Sistema S.p.A. as at 31 December 2024. Presentation of the Consolidated Financial Statements at 31 December 2024. Reports of the Directors, the Board of Statutory Auditors and the Independent Auditors. Relating and resulting resolutions.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

2. Allocation of the profit for the year 2024. Relating and resulting resolutions.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

3. Project to overhaul the Bank's governance structure. Relating and resulting resolutions.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

modify the vote
(as follow)

vote in favour of the proposal
by Board of Director

vote in favour of the proposal
by the Shareholder

vote Against
all the proposal presented

4. Appointment of no. 4 Directors. Relating and resulting resolutions.

a) Having read the report the Board of Directors and the proposal of the Shareholder _____, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

modify the vote
(as follow)

vote in favour of the proposal
by Board of Director

vote in favour of the proposal
by the Shareholder

vote Against
all the proposal presented

5. Supplement to the remuneration due to members of the Board of Directors, Board Committees and other bodies established within the Company related to item 3 (Project to overhaul the Bank's governance structure). Relating and resulting resolutions.

a) Having read the report the Board of Directors and the proposal of the Shareholder _____, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

6. Appointment of no 2. Statutory Auditors. Relating and resulting resolutions.

a) Having read the report the Board of Directors and the proposal of the Shareholder _____, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

7. Appointment of the Chairperson of the Board of Statutory Auditors. Relating and resulting resolutions.

a) Having read the report the Board of Directors and the proposal of the Shareholder _____, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

modify the vote
(as follow)

vote in favour of the proposal
by Board of Director

vote in favour of the proposal
by the Shareholder

vote Against
all the proposal presented

8. Remuneration and incentives policies.

8.1. Approval of the first section (Remuneration Policies of the Banca Sistema Group for 2025) of the Report on the remuneration policy and remuneration paid: resolution pursuant to Article 123-ter, paragraph 3-ter of Legislative Decree no. 58 of 24 February 1998 as amended and supplemented. Relating and resulting resolutions.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

modify the vote
(as follow)

vote in favour of the proposal
by Board of Director

vote in favour of the proposal
by the Shareholder

vote Against
all the proposal presented

8.2. Approval of the second section (Application of the Remuneration Policies of the Banca Sistema Group and remuneration paid for 2024) of the Report on the remuneration policy and remuneration paid: resolution pursuant to Article 123-ter, paragraph 6, of Legislative Decree no. 58 of 24 February 1998 as amended and supplemented. Relating and resulting resolutions.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

Any liability action brought pursuant to art. 2393, paragraph 2, of the Italian Civil Code, on the occasion of the approval of the financial statements.

a) Having read the report and the proposal of the Board of Directors, I hereby cast the following vote (1):

For

Against

Abstain

b) In the event of an amendment or integration to the proposed resolution (2):

confirm the vote

revoke the vote (3)

Abstain

**modify the vote
(as follow)**

**vote in favour of the proposal
by Board of Director**

**vote in favour of the proposal
by the Shareholder**

**vote Against
all the proposal presented**

Date

Signature of the Shareholder or the person entitled to vote

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(1) In accordance with Article 143, paragraph 2 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, in the case where no vote is cast on an agenda item, the shares will still be taken into account in determining whether the Shareholders' Meeting is duly constituted; however, the same shares will not be taken into account for the purposes of calculating the majority and quorum required to pass resolutions.

(2) In accordance with Article 143, paragraph 3 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, if there is no indication of how the person intends to vote, the vote already cast shall be deemed to have been confirmed.

(3) In accordance with Article 143, paragraph 3 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, in the event a vote already cast on an agenda item is revoked, the shares will still be taken into account in determining whether the Shareholders' Meeting is duly constituted; however, the same shares will not be taken into account for the purposes of calculating the majority and quorum required to pass resolutions.