

**PROXY FORM**

**BANCA SISTEMA S.P.A. ORDINARY SHAREHOLDERS' MEETING**

To Banca SISTEMA S.p.A.  
Largo Augusto 1/A, Angolo Via Verziere n. 13  
20122 Milano

**I, the undersigned, (DELEGATING PARTY)**

*(Individual)*

Surname ..... Name .....  
Place of birth ..... date of birth .....  
..... Resident in .....  
.....

**or**

*(Legal entity)*

Company name .....  
Registered office .....  
.....  
Tax code .....  
Surname and Name of Legal Representative .....  
.....

**HEREBY DELEGATE (1st DELEGATED PARTY)**

*(Individual)*

Surname ..... Name .....  
Place of birth ..... date of birth .....  
..... Resident in .....  
.....

**or**

*(Legal entity)*

Company name .....  
Registered office .....  
.....  
Tax code .....  
Surname and Name of Legal Representative .....  
.....

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**who may in turn elect to be replaced by (2nd DELEGATED PARTY)**

*(Individual)*

Surname ..... Name .....

Place of birth .....

date of birth .....

Resident in .....

**or**

*(Legal entity)*

Company name .....

Registered office

.....

Tax code .....

Surname and Name of Legal Representative

.....

to represent me at the Ordinary Shareholders' Meeting of Banca SISTEMA S.p.A., convened in single call on **30 April 2025, at 10:00 a.m.** with the following agenda:

1. Approval of the Individual Financial Statements as at 31st December 2024 of Banca Sistema S.p.A. Presentation of the Consolidated Financial Statements as at 31st December 2024. Reports of the Directors, the Board of Statutory Auditors and the Independent Auditors. Relating and resulting resolutions.
2. Allocation of the profit for the year 2024. Relating and resulting resolutions.
3. Project to overhaul the Bank's governance structure. Relating and resulting resolutions.
4. Appointment of no. 4 Directors. Relating and resulting resolutions.
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.
6. Appointment of no 2. Statutory Auditors. Relating and resulting resolutions.
7. Appointment of the Chairperson of the Board of Statutory Auditors. Relating and resulting resolutions.
8. Remuneration and incentive 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.
  - 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.

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and exercise voting rights in relation to: ..... (number) ordinary shares of Banca SISTEMA S.p.A.

deposited with: ..... (intermediary's name)

All the above with promise of full ratification and approval.

Please find attached a copy of the identity document of the Delegating Party or, if it is a legal entity, an up-to-date Chamber of Commerce Register extract that identifies the legal representative, and his/her identity document.

*I authorise the processing of my personal data in accordance with Legislative Decree no. 196 of 30 June 2003 (the Italian "Personal Data Protection Code") and its communication to Banca SISTEMA S.p.A. solely for the purposes connected with the activities of the Shareholders' Meeting.*

\_\_\_\_\_, \_\_\_\_\_ 2025  
(place) (date)

Delegating Party signature

\_\_\_\_\_

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IN CASE OF DELIVERY OF A COPY ONLY  
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I certify under my own responsibility the conformity of the proxy with the original and the identity of the delegating party.

I undertake to keep the original of the proxy and keep track of any voting instructions received for one year from the conclusion of the meeting.

Delegated Party signature

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