

1Q 2016 Results

29 April 2016



Disclaimer

The distribution of this presentation in other jurisdictions may 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 business combination disclaim any responsibility or liability for the violation of such restrictions by any person.

This presentation does not constitute or form part of, and should not be construed as, any offer or invitation to subscribe for, underwrite or otherwise acquire, any securities of Banca Sistema or any member of its group, nor should it or any part of it form the basis of, or be relied on in connection with, any contract to purchase or subscribe for any securities in Banca Sistema or any member of its group, or any commitment whatsoever.

The information contained in this presentation is for background purposes only and is subject to amendment, revision and updating. Certain statements in this presentation are forward-looking statements under the US federal securities laws about Banca Sistema. Forward-looking statements are statements that are not historical facts. These statements include financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, products and services, and statements regarding future performance. Forward-looking statements are generally identified by the words "expects", "anticipates", "believes", "intends", "estimates" and similar expressions. By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions which could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements.

Banca Sistema do not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. You should not place undue reliance on forward-looking statements, which speak only as of the date of this presentation.



1Q 2016 Results at a Glance

P&L

- €16.1m Net Interest income +7% y/y and vs 4Q 2015
- €0.6m yearly contribution to the National Resolution Fund fully booked in 1Q 16
- Cost of risk at 47bps down from 50bps in 2015
- Net Income at €6m, with a trading income 56% y/y lower and higher costs
- ROAE 23%

Strong commercial performance

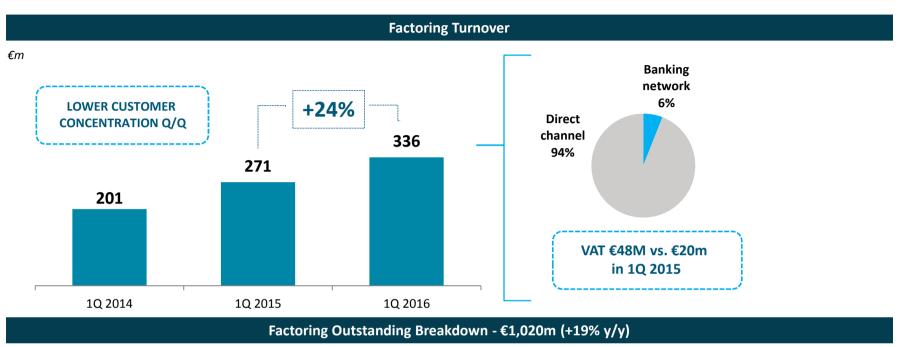
- 1Q 2016 Factoring Turnover +24% y/y
- More than 90% of factoring turnover is recurring
- CQS/CQP outstanding reached €145m
- SMEs financing outstanding at €82m

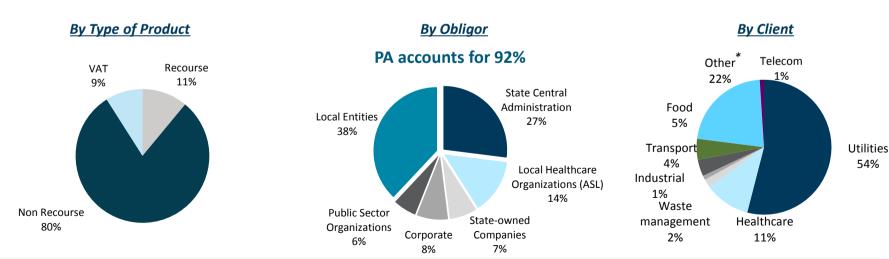
Balance Sheet

- Retail funding represented 40% of Total funding
- CQS securitization launched at the end of 1Q 2016
- Well diversified Wholesale Funding
- Retail funding costs down to ~160bps vs ~230bps FY 2015
- CET1 and TCR reached respectively 13.8% and 16.8%
- Leverage Ratio at 4.5%



+24% year on year growth in a growing market

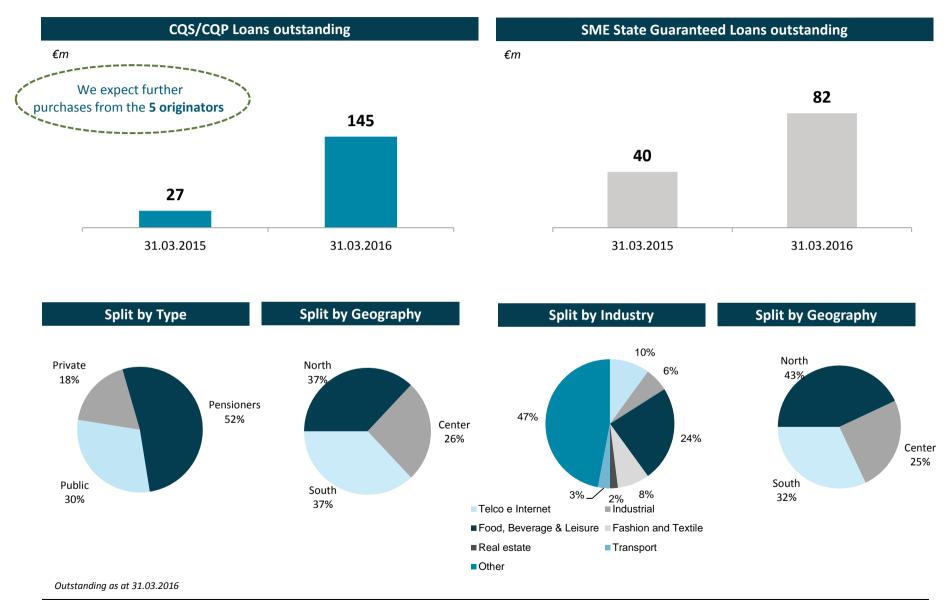








CQS/CQP and SME loans represent today 17% of Total Loans



1Q 2016 – Income Statement*

Figures in thousands of euro

	31.03.2016 A	31.03.2015 B (Normalized)	Difference % A - B
Net interest income	16,092	15,016	7.2%
Net fee and commission income	2,342	2,940	-20.3%
Net income from trading, hedging and disposal/repurchase activities and from assets/liabilities designated at fair value	642	1,449	-55.7%
Operating income	19,076	19,405	-1.7%
Loan loss provisions	(1,471)	(944)	55.8%
Net operating income	17,605	18,461	-4.6%
Personnel expenses	(3,625)	(3,226)	12.4%
Other administrative expenses	(4,613)	(4,699)	-1.8%
Net allowance for risks and charges	(531)	-	100.0%
Net provisions for risks and charges	(75)	(76)	-1.3%
Other net operating income/expense	(27)	16	-268.8%
Operating expenses	(8,871)	(7,985)	11.1%
Profits of equity-accounted investees	(6)	48	-112.5%
Pre-tax profit from continuing operations	8,728	10,524	-17.1%
Taxes on income for the period/year from continuing operations	(2,767)	(3,551)	-22.1%
Net income	5,961	6,973	-14.5%

- NII increase (+7%) driven by the combined effects of: a lower cost of funding; higher contribution from CQS/CQP and SME loans, more than compensated lower contribution from factoring (due to faster DSOs)
- Lower contribution from our short term Italian Government bond
 portfolio (-56%)
- Higher LLPs as a consequence of the SMEs portfolio's deterioration and outstanding growth
- Personnel expenses are in line considering the higher headcount
- Net provisions for risk and charges includes the ordinary yearly contribution to National Resolution Fund (€0.6m)
- Net Income in 1Q 2016 includes a contribution of LPIs from legal procedures of €0.5m. Considering that the first legal actions started in 2012, it is reasonable to expect a further contribution in terms of LPIs



1Q 2016 – Balance Sheet

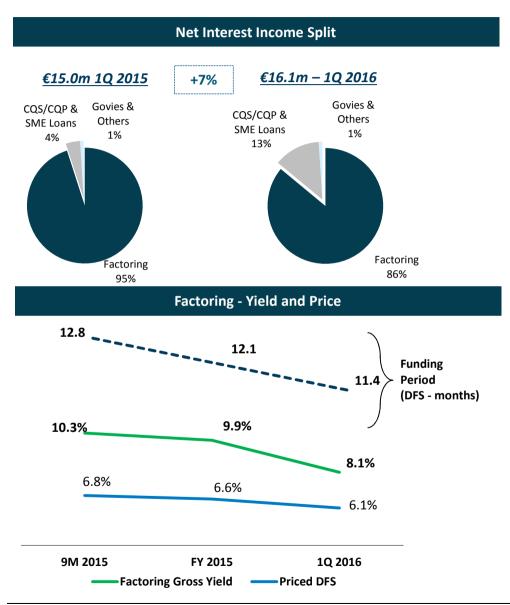
Figures in thousands of euro

rigures in thousands of euro	31.03.2016 A	31.12.2015 B	Difference % A - B
ASSETS			
Cash and cash equivalents	100	104	-3.8%
Available-for-sale financial assets	925,436	925,402	0.0%
Loans and advances to banks	6,703	2,076	222.9%
Loans and advances to customers	1,326,777	1,457,990	-9.0%
Equity investments	2,571	2,696	-4.6%
Property, plant and equipment	1,001	1,058	-5.4%
Intangible assets	1,859	1,872	-0.7%
of which: goodwill	1,786	1,786	0.0%
Taxassets	4,612	7,353	-37.3%
Other assets	7,897	13,119	-39.8%
Total assets	2,276,956	2,411,670	-5.6%
LIABILITIES AND EQUITY			
Due to banks	372,922	362,075	3.0%
Due to customers	1,724,130	1,878,339	-8.2%
Debt securities issued	20,411	20,102	1.5%
Taxliabilities	653	804	-18.8%
Otherliabilities	57,582	55,317	4.1%
Post-employment benefits	1,410	1,303	8.2%
Provisions for risks and charges:	879	372	136.3%
Share capital, share premiums, reserves, valuation reserves and treasury shares	93,008	75,751	22.8%
Profit (loss) for the year	5,961	17,607	-66.1%

- Stable Govies AFS portfolio of €920m with an average residual maturity of 12 months
- Factoring receivables in line with yearly business growth and cyclical concentration of purchases in December
- CQS/CQP increase due to €25m loan purchases
- Due to banks: slight increase on Interbank and slight decrease on ECB funding, that is today already higher due to a higher collateral
- Less retail term deposits, but more current accounts, also thanks to higher liquidity buffer from Interbanking, securitization and Abaco
- Total own funds at €110.6m (TCR 16.8%) and CET1 at €90.6m (ratio 13.8%)



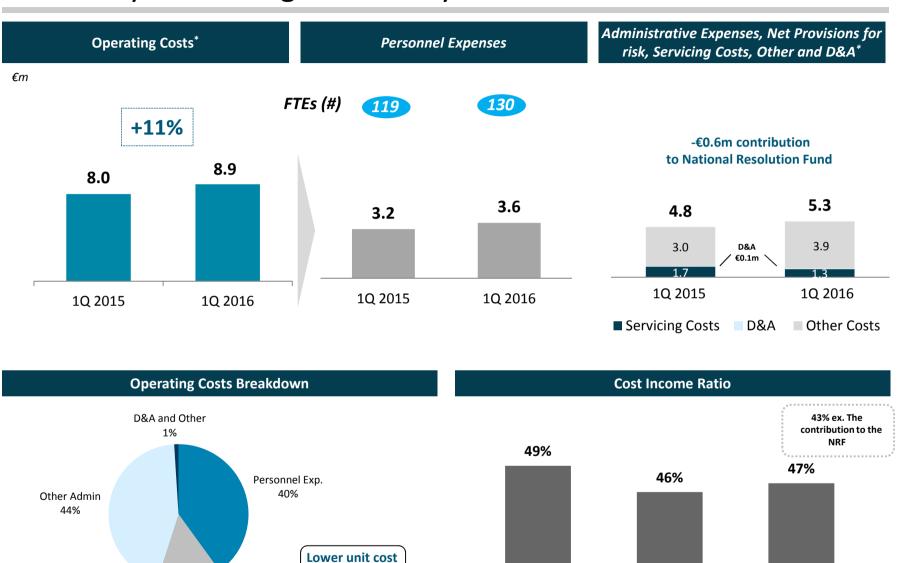
Factoring represents the main source of revenues

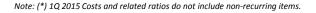


- Net Interest Income, represented 84% of the Total Income:
 - factoring is the main contributor, 86% of the Net Interest Income.
 Its lower Yield has been compensated by a lower funding cost and it will benefit in the future from a higher cash contribution from LPIs
 - higher contribution from CQS/CQP and SME loans
- At the end of March 2016 LPIs, not booked on our Balance Sheet, amount to €159m (€152m in 2015) of which €71m is from receivables not yet collected



Efficiency and saving enabled by our business Model





Servicing Costs



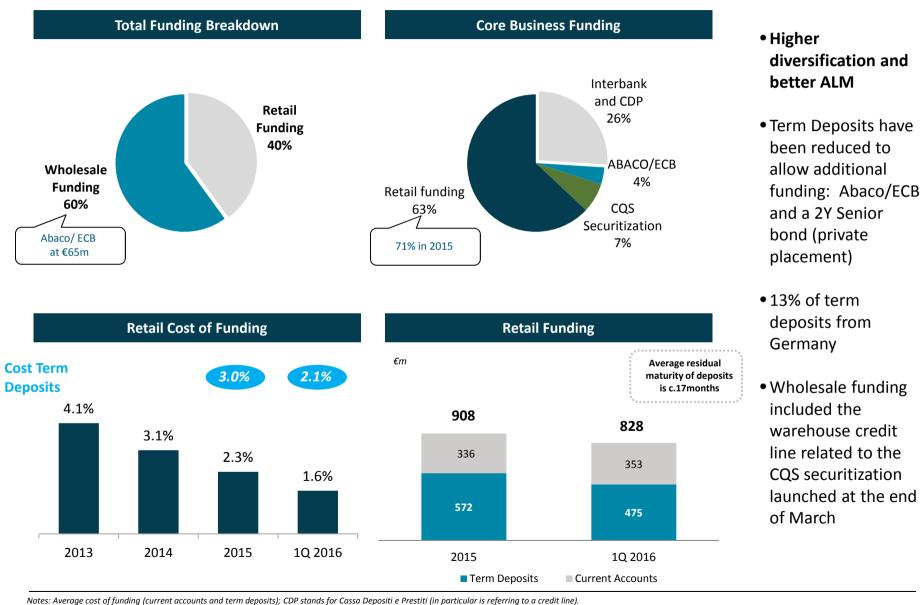
1Q 2016

2014

2015

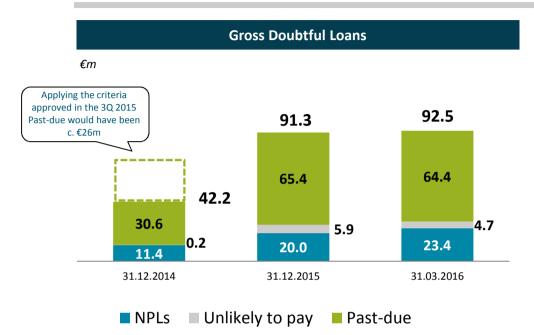
y/y

Funding strategy focused on diversifying

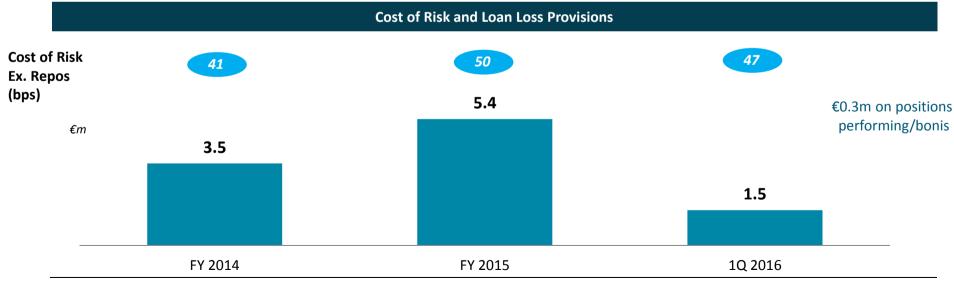




Conservative risk policy in all the business lines



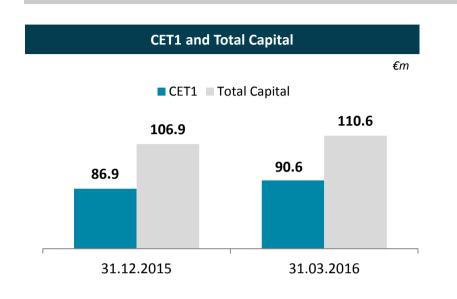
- Stable asset quality q/q
- Net NPL ratio 1.3% as at 31.03.2016 ex. Repos (1.1% in 2015)
- NPLs increase was due to some deterioration of the SMEs State Guaranteed loans portfolio and factoring
- "Unlikely to pay" decrease q/q was due to SME loans move to NPL status
- Loan loss provisions in 1Q 2016 equal to €1.5m and relative cost of risk is higher than 2015, for SME loans and lower in factoring

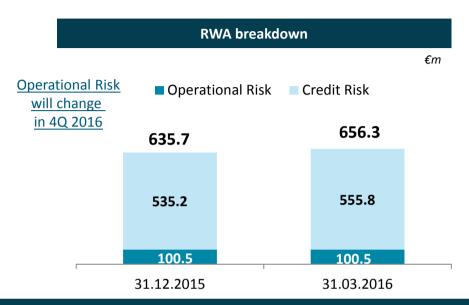




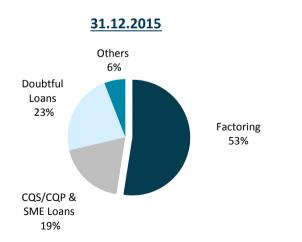


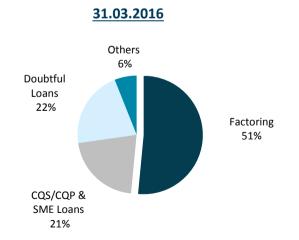
Regulatory Capital





RWA – Credit Risk







Balance Sheet as at 31.03.2016 - Details

Loans to Customers €1,327m

• Factoring: €964m [1,050]

• CQS: €145m [120]

• SMEs financing: €82m [83]

• Repos: €106m [178]

• Other: €29m [27]

Due to Banks €373m

• Banks: €308m (Interbank) [282]

• ECB: €12m [31]

• ECB/ Abaco: €53m [49]

Due to Customers €1,724m

• Retail funding: **€828m**: [908]

• **€475**m term deposits [572]

• Repo – Securitization CQS: €94m [0]

• Repo: €746m (with "MTS Repo") [909]

• CDP credit line: €31m [31]

• Other: €26m [30]

[€m as at 31.12.2015]





Carlo Di Pierro

Head of Investor Relations carlo.dipierro@bancasistema.it

000

000

0

0000

000

000000

000

000

.

00

• • •

....

00000000

+39 02 80280358

+39 3355288794



bancasistema.it

0 0