BANCA
SISTEMA

PRESS RELEASE

BANCA SISTEMA: ASSESSMENT OF THE REQUIREMENTS OF THE DIRECTORS AND APPOINTMENT OF BOARD COMMITTEES

Milan, 24 May 2021

The Board of Directors of Banca Sistema S.p.A., during the course of the meeting held today, in the presence of the Board of Statutory Auditors, on the basis of specific declarations provided by its members, and on the basis of the analysis carried out by the Nomination Commitee, has ascertained, among others:

- the existence of the integrity and experience requirements for all the Directors;
- the fulfilment of the criteria of honesty and competence and the existence of independent judgement;
- the adequacy of availability of time for the exercise of the office and the compliance with the limit on the number of positions held;
- the absence of causes of incompatibility for interlocking purposes, pursuant to art. 36 of Law Decree n. 201 of 6th December 2011.

The Board of Directors of Banca Sistema S.p.A., during the course of the meeting held today, in the presence of the Board of Statutory Auditors, on the basis of specific declarations provided by its members, and on the basis of the analysis carried out by the Nomination Commitee, has confirmed, following the resolution of the last Board of Directors held on 7 May, the existence of the the independence requirement for the President of the Board Luitgard Spögler and the Directors Marco Giovannini, Daniele Pittatore, Carlotta De Franceschi, Daniele Bonvicini, Francesca Granata e Maria Leddi, who meet said requirement pursuant to Article 13 of MEF Decree no. 169/2020, the combined provisions of Articles 147-ter, paragraph 4, and 148, paragraph 3 of Legislative Decree no. 58/1998 and Article 2 of Legislative Decree no. 58/1998. N.58/1998 and art. 2, recommendation no. 7, of the Corporate Governance Code of listed companies adopted by Borsa Italiana S.p.A. to which the Company adheres.

The Board of Directors, on the basis of the opinion formulated by the Nomination Committee, has also appointed the members of the following committees:

- Internal Auditing Committee and Risk Control: Daniele Pittatore (independent and non-executive), Marco Giovannini (independent and non-executive), Maria Leddi (independent and non-executive), Daniele Bonvicini (independent and non-executive);
- Remuneration Committee: Giovann Puglisi (non-executive), Marco Giovannini (independent and non-executive), Francesca Granata (independent and non-executive);
- Ethics Committee: Giovanni Puglisi (non-executive), Maria Leddi (independent and non-executive), Carlotta De Franceschi (independent and non-executive);
- Supervisory Committee: Daniele Pittatore (independent Director) as third member, in addition to Chairman Massimo Conigliaro (Chairman of the Board of Statutory Auditors) and Franco Pozzi (Head of Internal Auditing).

With reference to the Nomination Committee the Board of Directors has defined the composition of the Committee its members, following the resolution of last Board of Directors held on 7 May, confirming Luitgard Spögler (independent and non-executive), and nominating Carlotta De Franceschi (independent and non-executive), Francesca Granata (independent and non-executive).

The Presidents will be appointed by each committee, by majority vote among their members.

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Gruppo Banca Sistema
Banca Sistema, founded in 2011 and listed in 2015 on Borsa Italiana's Star segment, is a financial institution specialized in purchasing trade receivables owed by the Italian Public Administrations and tax receivables, and engages in consumer credit through salary- and pension-backed loans, by purchasing loan pools and through the direct origination of the QuintoPuoi product, and through gold/jewelry-backed loans, via the subsidiary ProntoPegno S.p.A. The bank offers also deposit products to a base of about 35 thousand customers, with an offering that includes current accounts, deposit accounts and securities accounts, in addition to other services as credit management and recovery, bank guarantees and security bonds, PA receivables certification and e-billing. With head offices in Milan and Rome, Banca Sistema is also present in Bologna, Pisa, Naples, Palermo, Rimini, Turin, Florence, Mestre, Parma and Civitavecchia, has 273 employees and relies on a multichannel structure.