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VOLUNTARY PUBLIC TENDER OFFER ON ALL THE ORDINARY SHARES OF BANCA SISTEMA S.P.A. PROMOTED BY BANCA CF+ S.P.A.

PRESS RELEASE

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FULFILLMENT OF THE CONDITION RELATING TO THE GOLDEN POWER PROCEDURE

Milan, September 3rd, 2025 – With reference to the voluntary public tender offer on all ordinary shares of Banca Sistema S.p.A. (the "**Transaction**") promoted by Banca CF+ S.p.A. ("**CF+**" or the "**Offeror**"), the Offeror hereby announces the following.

Following the notification submitted on July 19th, 2025 by the Offeror to the Presidency of the Council of Ministers (*Presidenza del Consiglio dei Ministri*) pursuant to Article 2 of the Law Decree No. 21 of 15 March 2021, as converted into law and as subsequently amended and supplemented (the "**Golden Power Decree**") – *i.e.*, the golden power notification – on September 1st, 2025 the Presidency of Council of Ministers communicated that the Transaction does not fall within the scope of the Golden Power Decree; therefore, there are no impediments under the golden power regulations to the completion of the Transaction.

Please note that obtaining the abovementioned authorization constitutes one of the approvals required for the completion of the Transaction.

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This press release does not constitute nor it is intended to constitute an offer, invitation or solicitation to buy or otherwise purchase, subscribe for, sell or otherwise dispose of financial instruments, and no sale, issuance or transfer of financial instruments of Banca Sistema S.p.A. will be made in any country in violation of the laws applicable therein. The Offer will be made through the publication of the relevant Offer Document subject to Consob approval. The Offer Document will contain a full description of the terms and conditions of the Offer, including the terms and conditions of acceptance.

The publication or distribution of this press release in countries other than Italy may be subject to restrictions under applicable local law, and therefore any person subject to the laws of any country other than Italy is required to independently obtain information about any restrictions under applicable laws and regulations and ensure that they comply with them. Any failure to comply with such restrictions may constitute a violation of the applicable law of the relevant country.

To the fullest extent permitted by applicable law, no one involved in the Offer shall be held liable or suffer prejudicial consequences arising from the violation of the aforementioned restrictions by the such persons.

This press release has been prepared in accordance with Italian law, and the information disclosed herein may be different from that which would have been disclosed had the press release been prepared in accordance with the laws of countries other than Italy.

No copy of this press release nor any other documents relating to the Offer shall be, nor may be, mailed or otherwise transmitted or distributed to or from any country where the provisions of local law may cause civil, criminal or regulatory risks if information concerning the Offer is transmitted or made available to shareholders of Banca Sistema S.p.A. in such country or other countries where such conduct would constitute a violation of the laws of such country and no person receiving such documents (including as custodians, trustees or fiduciaries) shall mail or otherwise transmit or distribute the same to or from any such country.