JOINT PRESS RELEASE FROM BANCA SISTEMA S.P.A. AND BANCA CF+ S.P.A.

THE EXTRAORDINARY SHAREHOLDERS' MEETINGS OF BANCA SISTEMA AND BANCA CF+ APPROVE THE PLAN FOR THE MERGER BY ABSORPTION OF BANCA CF+ INTO BANCA SISTEMA

Milan, 12 October 2026 – Notice is hereby given that the Shareholders' Meeting of Banca Sistema S.p.A. ("**Banca Sistema**"), held today in extraordinary session, approved the plan for the merger by absorption of Banca CF+ S.p.A. ("**Banca CF+**") into Banca Sistema (the "**Merger**"), including the related exchange ratio of no. 1.35x (1.35 ordinary shares of Banca Sistema for each ordinary share of Banca CF+ cancelled as a result of the Merger) (the "**Exchange Ratio**").

Notice is also given that, today, the Extraordinary Shareholders' Meeting of Banca CF+ also approved the Merger plan and the Exchange Ratio.

As part of the Merger, the share exchange will take place by means of: (i) the assignment to Banca CF+ shareholders of the no. 68,899,562 ordinary shares of Banca Sistema currently held by Banca CF+; (ii) the assignment to Banca CF+ shareholders of additional no. 50,246,553 newly issued Banca Sistema shares, with regular dividend rights; and (iii) the elimination of the ordinary shares representing the share capital of Banca CF+.

Subject to the fulfilment of the conditions precedent set out in the Merger plan, the Merger will take effect for civil law purposes as of 12:01 a.m. on 7 November 2026, or as of any other date that may be specified in the Merger deed, pursuant to Article 2504-*bis*, second paragraph, of the Italian Civil Code.

For further information on the Merger, please refer to the Merger plan and the additional documentation relating to the Merger made available to the public at the registered office of Banca Sistema, on Banca Sistema's website (www.bancasistema.it), as well as through the authorized storage mechanism "1info" (https://www.1info.it/PORTALE1INFO).

Also in extraordinary session, the Shareholders' Meeting of Banca Sistema approved the amendment of Article 5 of the Articles of Association to reflect the share capital increase of Banca Sistema serving the Exchange Ratio and the cancellation of the nominal value of Banca Sistema shares.

Banca CF+ , S.p.A.

Registered office: 20122 Milan | Corso Europa 15 - Tel. +39 02 84213579 - Branch office: 00187 Rome | Via Piemonte 38 - Share capital: 85,780,782.83 euros - info@bancacfplus.it - bancacfplus@legalmail.it - Registered with the Milan, Monza, Brianza, and Lodi Chamber of Commerce under No. 00395320583 - REA (Economic and Administrative Index) of the Milan Chamber of Commerce No. 2053326

Tax ID 00395320583 - Representative of the "Banca CF+ VAT Group" - VAT ID 16340351002 - Parent company of the "Banca CF+ Group" banking group - Register of Banks and Banking Groups: COD. ABI 10312.7 - Member of the Interbank fund for deposit protection - www.bancacfplus.it

Banca Sistema S.p.A.

Largo Augusto 1/A, at the corner of Via Verziere, 13 - 20122 Milan Tel +39 02 802801 Fax +39 02 72093979 Share capital € 9,650,526.24 Tax ID and VAT Number 12870770158 Registered in the Register of Banks - ABI code: 3158

A company belonging to the Banca CF+ Group, registered in the Register of Banking Groups, and subject to the management and coordination of Banca CF+ S.p.A.

Subject to supervision by the Bank of Italy Member of the Interbank fund and the National Guarantee Fund. - www.bancasistema.it

The Extraordinary Shareholders' Meeting of Banca Sistema also resolved to grant the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, the power to increase the share capital against payment, in one or more instalments and also in tranches, in divisible form, in compliance with the option right pursuant to Article 2441 of the Italian Civil Code, or also with the exclusion of the option right pursuant to Article 2441, paragraph 4, first and second sentence, and paragraph 5, of the Italian Civil Code, for a maximum total amount of Euro 100,000,000.00, including any share premium, to be exercised in one or more instalments within five years from the date of the shareholders' resolution, subject to the completion of the Merger. The Shareholders' Meeting resolved to amend Article 5 of the Articles of Association accordingly.

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The minutes of the Shareholders' Meeting of Banca Sistema and the related summary report of the voting results will be made available to the public at the registered office and on Banca Sistema's website (www.bancasistema.it), as well as through the authorized storage mechanism "1info" (https://www.1info.it/PORTALE1INFO), within the terms provided by law.

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Banca CF+

Banca CF+ was established as a result of the comprehensive corporate reorganization of the *former* Credito Fondiario Group.
It is a business-focused bank specializing in financing solutions for companies in *performing* and *re-performing* situations. Its offering consists of three specialized credit products: Factoring, the purchase of tax receivables, and short-, medium-, and long-term financing for businesses with structural and liquidity needs, including those backed by central guarantee funds. Banca CF+ also offers an online deposit account that is 100% digital, secure, and flexible.

Banca Sistema

Founded in 2011 and listed on Euronext Star Milan since 2015, Banca Sistema specializes in the purchase of commercial and tax receivables, helping to provide liquidity to businesses. It is active in salary- and pension-backed loans and, in partnership with leading operators, in personal loans, mortgages, and leasing. It also operates in banking and funding services, as well as in servicing and debt collection activities. The Bank is part of the Banca CF+ Group and is subject to the management and coordination of Banca CF+ S.p.A.

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