PRESS RELEASE

BANCA SISTEMA: REGISTRATION OF THE MERGER DEED FOR THE MERGER BY ABSORPTION OF BANCA CF+ INTO BANCA SISTEMA COMMUNICATION OF CHANGE IN THE SHARE CAPITAL OF BANCA SISTEMA PURSUANT TO ARTICLE 85-BIS OF ISSUERS' REGULATION

Milan, 7 November 2026

Further to the press release issued on 30 October 2026, notice is hereby given that the merger deed for the merger by absorption (the "Merger") of Banca CF+ S.p.A. ("Banca CF+") into Banca Sistema S.p.A. ("Banca Sistema"), signed on 30 October 2026, has been registered with the competent Companies' Register Office of Milano Monza Brianza Lodi on the date hereof.

For civil law purposes, the Merger takes effect from today. For accounting purposes, the transactions of Banca CF+ will be included in the financial statements of Banca Sistema with effect from 1 November 2026. For tax purposes, the Merger will become effective on the same date.

Pursuant to article 85-bis of Consob Regulation no. 11971/1999, as subsequently amended and supplemented (the "Issuers' Regulation"), notice is hereby given that – as a result of the Merger and, more in particular, of the execution of the share capital increase to service the exchange ratio – the share capital of Banca Sistema has increased by Euro 6,029,586.36, through the issue of no. 50,246,553 ordinary shares, with no nominal value, with regular dividend rights, currently not admitted to trading on the regulated market of Euronext Milan, Euronext STAR Milan segment, and identified by the ISIN code IT0005739203.

The following table shows the composition of Banca Sistema's share capital as of 7 November 2026, also highlighting the previous share capital and the change that occurred.

	Current share capital					Preceding share capital			Variation			
	Euro	no of shares	no of voting rights	unit nominal value	Euro	no of shares	no of voting rights	unit nominal value	Euro	no of shares	no of voting rights	Unit nominal value
Total of which:	15.680.112,6	130.667.605	130.672.205	-	9.650.526,24	80.421.052	80.425.652	0,12	6.029.586,36	50.246.553	50.246.553	Elimination of the unit nominal value
Ordinary shares listed (regular dividend rights 01/01/2026) Current coupon number: 12 (ISIN IT0003173629)	--	80.416.452	80.416.452	-	9.649.974,24	80.416.452	80.416.452	0,12	-	-	-	Elimination of the unit nominal value
Increased Voting Shares listed (regular dividend rights 01/01/2026) Current coupon number: 12 ISIN IT0005491284	--	4.600	9.200	-	552	4.600	9.200	0,12	-	-	-	Elimination of the unit nominal value
Unlisted ordinary shares (regular dividend rights 01/01/2026) Current coupon number: 1 (ISIN IT0005739203)	--	50.246.553	50.246.553	-	-	-		-	6.029.586,36	50.246.553	50.246.553	

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Finally, it is hereby announced that the updated Articles of Association of Banca Sistema, as amended in accordance with the provisions of the Deed of Merger, will be made available to the public at Banca Sistema's registered office, on Banca Sistema's website (www.bancasistema.it), as well as through the authorized storage mechanism "1info" (https://www.1info.it/PORTALE1INFO), within the time limits and in accordance with the procedures prescribed by applicable laws and regulations.

The documentation relating to the Merger is 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).

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Banca Sistema S.p.A.
Banca Sistema S.p.A., Banca Sistema S.p.A., listed on Euronext STAR Milan, is a bank specialising in corporate financing solutions, with an offering that also includes retail financing, deposit products and banking services. Following the merger by incorporation of Banca CF+ S.p.A., effective as of 7 November 2026, the Bank combines the expertise of two complementary operators and broadens its range of products and services. In the corporate financing segment, Banca Sistema operates in Factoring, the purchase of tax credits, Structured & Acquisition Finance, and short- and medium-term lending, including through a Digital Lending platform dedicated to SMEs. Its service model is distinguished by specialisation, financial strength, speed of execution and a strong focus on customer relationships.

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