

PROXY FORM FOR BANCA SISTEMA ORDINARY SHAREHOLDERS' MEETING

30 April 2021, h. 10.00 a.m.

To Banca SISTEMA S.p.A.

I, the undersigned, (DELEGATING PARTY)

Surname Name
place of birth date of birth
resident in
or

Company name
Registered office
Tax code/social security no.
Telephone e-mail

HEREBY DELEGATE (1st DELEGATED PARTY)

Surname Name
place of birth date of birth
resident in
or

Company name
Registered office
Tax code/social security no.

who may in turn elect to be replaced by (2nd DELEGATED PARTY)

Surname Name
place of birth date of birth
resident in
or

Company name
Registered office
Tax code/social security no.

to represent me at the Ordinary Shareholders' Meeting of Banca SISTEMA S.p.A., summoned in single call on **30 April 2021, at 10:00 a.m.** with the following agenda:

- 1. Approval of the separate financial statements of Banca Sistema S.p.A. at 31 December 2020. Presentation of the consolidated financial statements at 31 December 2020. Reports of the Directors, the Board of Statutory Auditors and the Independent Auditors. Relating and resulting resolutions.**
- 2. Allocation of the profit for the year 2020. Relating and resulting resolutions.**
- 3. Payment of dividends for the financial years 2019 and 2020 Relating and resulting resolutions.**
- 4. Appointment of the Board of Directors after determining the number of directors. Relating and resulting resolutions:**
 - 4.1 Resolution to determine the number of Directors.**
 - 4.2 Appointment of the members of the Board of Directors.**
 - 4.3 Determination of the term of office.**
 - 4.4 Appointment of the Chairperson of the Board of Directors.**
- 5. Determination of the remuneration due to members of the Board of Directors, Board Committees and other bodies established within the Company. Relating and resulting resolutions.**
- 6. Approval of the first section (Remuneration Policies of the Banca Sistema Group for 2020) of the Report on the remuneration policy and remuneration paid: resolution pursuant to article 123-ter, paragraph 3-ter of Legislative Decree no. 58 of 24 February 1998 as amended and supplemented. Relating and resulting resolutions.**

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7. **Approval of the second section of the Report on the remuneration policy and remuneration paid: resolution pursuant to article 123-ter, paragraph 6 of Legislative Decree no. 58 of 24 February 1998 as amended and supplemented. Relating and resulting resolutions.**
8. **Authorisation for the purchase and disposal of treasury shares, subject to the revocation of the resolution adopted by the Shareholders' Meeting held on 23 April 2020. Relating and resulting resolutions.**

and exercise voting rights in relation to:

(number) ordinary shares of Banca SISTEMA S.p.A. deposited with:

.....

In attach, please find a copy of an identity document of the Delegating Party or the company registration report which identify the name of legal representative.

Date,

Signature

I authorize the processing of my personal data in accordance to Legislative Decree no. 196 of 30 June 2003 (the Italian "Personal Data Protection Code") and its communication to Banca SISTEMA S.p.A. solely for the purposes connected with the activities of the Shareholders' Meeting.

Signature