

Ordinary Shareholders' Meeting of 24 April 2024, 10:00 a.m.

**PART 1 - Information about the Shareholder or the person entitled to vote**

*Individuals*

Name and surname	
Place and date of birth	
Resident in ( <i>city</i> )	at ( <i>street address</i> )
Tax Code	
Identity document (type)	No.
Issued by	Expiry date

*Companies, Institutions, Legal entities, etc.*

Name or company name
Registered office address
Tax Code
Name and surname of representative
Place and date of birth of representative
Details of the document granting powers of representation

**Please provide a copy of the identity document of the delegating party or the document of the legal representative and a Chamber of Commerce Register extract in case of legal entity.**

Number of shares held \_\_\_\_\_

I hereby declare that I am not in any of the situations that would deny me from being eligible to vote under current legal and regulatory provisions, and the Articles of Association of Banca Sistema S.p.A.

Please note that to exercise the right to vote by post, the person entitled to vote must provide instructions to the intermediary who keeps the accounts so that they can make the communication certifying entitlement at the end by the accounting day of 15 April 2024.

Date

Signature of the Shareholder or the person entitled to vote

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**PARTE 2 – Section on the casting of votes on items on the agenda of the Ordinary Shareholders' Meeting**

**1. Approval of the Separate Financial Statements of Banca Sistema S.p.A. as at 31 December 2023. Presentation of the Consolidated Financial Statements at 31 December 2023. Reports of the Directors, the Board of Statutory Auditors and the Independent Auditors. Relating and resulting resolutions.**

Proposal of the Board of Directors *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

**2. Allocation of the profit for the year 2023. Relating and resulting resolutions.**

Proposal of the Board of Directors *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

**3. Appointment of the Board of Directors after determining the number of members. Relating and resulting resolutions:**

3.1 Resolution to determine the number of Directors.

Proposal of the Shareholders *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

### 3.2 Appointment of the members of the Board of Directors.

Number of the List *Flag one*  List N.  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

### 3.3 Determination of the term of office.

Proposal of the Shareholders *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

### 3.4 Appointment of the Chairperson of the Board of Directors.

Pursuant to the Articles of Association, the Chairman of the Board of Directors is held by the candidate indicated in first place on the list who has obtained the majority of votes.

## 4. 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.

Proposal of the Shareholders *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

**5. Policies on remuneration and incentives.**

**5.1** Approval of the first section (Remuneration Policies of the Banca Sistema Group for 2024) 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.

Proposal of the Board of Directors *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

**5.2** Approval of the second section (Application of the Remuneration Policies of the Banca Sistema Group and remuneration paid for 2023) 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.

Proposal of the Board of Directors *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

**6. Authorisation for the purchase and disposal of treasury shares. Relating and resulting resolutions**

Proposal of the Board of Directors *Flag one*  For  Against  Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one* Amend the vote already cast

confirm the vote already cast  revoke the vote already cast  For  Against  Abstain

Date

Signature of the Shareholder or the person entitled to vote

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Any liability action brought pursuant to art. 2393, paragraph 2, of the Italian Civil Code, on the occasion of the approval of the financial statements

Proposal of the Shareholder      *Flag one*       For       Against       Abstain

In the event of an **amendment** or **integration** to the proposed resolution

*Flag one*

**Amend the vote already cast**

confirm the vote already cast       revoke the vote already cast       For       Against       Abstain

Date

Signature of the Shareholder or the person entitled to vote

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(1) In accordance with Article 143, paragraph 2 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, in the case where no vote is cast on an agenda item, the shares will still be taken into account in determining whether the Shareholders' Meeting is duly constituted; however, the same shares will not be taken into account for the purposes of calculating the majority and quorum required to pass resolutions.

(2) In accordance with Article 143, paragraph 3 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, if there is no indication of how the person intends to vote, the vote already cast shall be deemed to have been confirmed.

(3) In accordance with Article 143, paragraph 3 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, in the event a vote already cast on an agenda item is revoked, the shares will still be taken into account in determining whether the Shareholders' Meeting is duly constituted; however, the same shares will not be taken into account for the purposes of calculating the majority and quorum required to pass resolutions.

(4) In accordance with Article 143, paragraph 3 of Consob Resolution no. 11971 of 14 May 1999 as subsequently amended, in the event a vote already cast on an agenda item is revoked, the shares will still be taken into account in determining whether the Shareholders' Meeting is duly constituted.