

DECLARATION

I, the undersigned _____, born in _____ on _____, aware that, pursuant to Article 76 of Presidential Decree no. 445 of 28 December 2000, misrepresentation, document forgery and the use of false documents or documents containing data no longer corresponding to the truth are punishable under the criminal code and the special laws on the subject, in relation to the candidacy for Member for the Board of Director of BFF Bank S.p.A. (the "**Bank**") by the Shareholders' Meeting of 31 March 2022, pursuant to and in accordance with Ministry of Economy and Finance Decree no. 169/2020 (the "Decree") (the "**Fit&Proper Decree**") and Ministry of Justice Decree no. 162/2000, and further applicable provisions,

DECLARE

to accept the above-mentioned candidacy and the possible office of Director of the Bank, electing as of now domicile for all the acts relating to this position, also pursuant to and for the purposes of the Supervisory Provisions, at the registered office of the Bank, in Via Domenichino 5, Milan,

DECLARE

(A) PROFESSIONALISM REQUIREMENTS AND COMPETENCE CRITERIA

- to have gained an overall experience of at least three years¹ through the exercise of ²:

(a)

(b)

A.1 as required by the Fit&Proper Decree, to possess theoretical knowledge and practical experience in more than one of the following areas:

	YES	NO
financial markets;	<input type="checkbox"/>	<input type="checkbox"/>
regulation in the banking and finance industry;	<input type="checkbox"/>	<input type="checkbox"/>
strategic guidance and planning;	<input type="checkbox"/>	<input type="checkbox"/>
organizational and corporate governance framework;	<input type="checkbox"/>	<input type="checkbox"/>
risk management (identification, assessment, monitoring, control and mitigation of the Bank's principal types of risk, including the representative's responsibilities in such processes);	<input type="checkbox"/>	<input type="checkbox"/>
internal control systems and other operating mechanisms;	<input type="checkbox"/>	<input type="checkbox"/>
banking and financial activities and products;	<input type="checkbox"/>	<input type="checkbox"/>
accounting and financial reporting;	<input type="checkbox"/>	<input type="checkbox"/>
information technology;	<input type="checkbox"/>	<input type="checkbox"/>
coordination, direction or management of human resources such as to ensure effective performance of the functions of coordinating and directing the work of the Board of Directors, promoting its proper functioning, also in terms of	<input type="checkbox"/>	<input type="checkbox"/>

¹ Five years in the case of candidates for the position of Chairman of the Board of Directors or Chief Executive Officer. Three years in the case of candidates for the position of Non-Executive Director.

² For more information on the professionalism requirements for each role, please refer to Section 5.3, and the relevant paragraphs, of the "Guidelines for Shareholders on the Qualitative and Quantitative Composition of the Board of Directors and for the Preparation of the Board of Directors List", available on the Bank's website at <https://it.bffgroup.com/regolamento-consiglio-di-amministrazione>.

circulation of information, effectiveness of comparison and stimulation of internal debate, as well as the adequate overall composition of the body³;

A.2 as provided for in the Bank's Board of Directors Regulations, to meet at least one of the following requirements:

	YES	NO
Adequate knowledge of the banking sector, the dynamics and economic-financial system, banking and financial regulations and, above all, risk management and control methodologies, acquired through many years of experience in administration, management and control in the financial sector;	<input type="checkbox"/>	<input type="checkbox"/>
experience in the management of operations aimed at facilitating the freeing up, management and collection of receivables, in particular from healthcare providers and the Public Administration;	<input type="checkbox"/>	<input type="checkbox"/>
experience in entrepreneurial management and business organization acquired through many years of administration, management or control in companies, or groups of significant economic size, or in the Public Administration;	<input type="checkbox"/>	<input type="checkbox"/>
ability to read and interpret economic and financial data acquired through many years of experience in administration and control in companies, or professional activities, or university teaching;	<input type="checkbox"/>	<input type="checkbox"/>
international experience and knowledge of foreign markets, acquired through the performance of entrepreneurial or professional activities over several years at foreign institutions or bodies, companies or groups with an international orientation,	<input type="checkbox"/>	<input type="checkbox"/>

A.3 as required by the outcomes of the Board of Directors' annual self-assessment, to possess at least one of the following additional specific knowledge:

	YES	NO
business in which the Bank and its subsidiaries operate, also with regard to its future developments, and, therefore, with proven experience in the securities services and payment infrastructure services sectors, with specific know-how on new markets and business lines;	<input type="checkbox"/>	<input type="checkbox"/>
financial markets and strategic planning, awareness of a credit institution's strategic business direction or business plan and its implementation;	<input type="checkbox"/>	<input type="checkbox"/>
extraordinary finance and business development transactions by acquisition, as well as partnership agreements;	<input type="checkbox"/>	<input type="checkbox"/>
Sustainability and expertise in social responsibility;	<input type="checkbox"/>	<input type="checkbox"/>
information and communication technologies, including digital innovation and cybersecurity;	<input type="checkbox"/>	<input type="checkbox"/>
business management and organization, including human resources management - including remuneration and incentive systems, operations and information systems - mainly in the banking sector;	<input type="checkbox"/>	<input type="checkbox"/>
credit and financial risk assessment;	<input type="checkbox"/>	<input type="checkbox"/>

³ Requirement relevant only to candidates for the position of Chairman of the Board of Directors.

NPL management;	<input type="checkbox"/>	<input type="checkbox"/>
bank accounting (accounting and financial reporting, interpretation of a credit institution's financial data, identification of key issues and appropriate safeguards and measures based on that information);	<input type="checkbox"/>	<input type="checkbox"/>
PA dynamics;	<input type="checkbox"/>	<input type="checkbox"/>
knowledge of the international market, in particular, with reference to the Eastern European markets in which the Bank's subsidiaries and, in general, the BFF Group operate (Poland, Czech Republic, Slovakia and Croatia);	<input type="checkbox"/>	<input type="checkbox"/>
skills in the legal and economic-financial field, and management within the board of directors of issues of strategic importance ⁴ ;	<input type="checkbox"/>	<input type="checkbox"/>
possession of specific skills, preferably acquired in top management positions of companies operating at international level, in the field of credit, finance, securities or insurance, gained through work experience in positions of appropriate responsibility for a period of no less than five years in the credit, banking and specific reference sector of the Bank's business, with focus on sustainability. Similar experience may also be gained in companies comparable with the Bank in terms of business, size and operational complexity, even in more than one country ⁵ .	<input type="checkbox"/>	<input type="checkbox"/>

(B) INTEGRITY REQUIREMENTS

- (a) not to be in one of the conditions of ineligibility or disqualification provided for by art. 2382 of the Italian Civil Code ⁶;
- (b) not to have been convicted with final judgement to:
 - 1) a prison sentence for a crime envisaged by the provisions on corporate and bankruptcy matters, banking, finance, insurance, payment services, anti-money laundering, intermediaries authorised to provide investment services and collective savings management, markets and centralised management of financial instruments, public savings, issuers, as well as for one of the crimes envisaged by articles 270-bis, 270-ter, 270-quater, 270-quater.1, 270-quinquies, 270-sexies, 416, 416-bis, 416-ter, 418, and 640 of the Italian Criminal Code;
 - 2) imprisonment for a term of not less than one year for a crime against the public administration, against public trust, against property, or in tax matters;
 - 3) imprisonment for a term of not less than two years for any involuntary crime,
 without prejudice to the effects of rehabilitation and revocation of the sentence for cancellation of the crime pursuant to article 673, paragraph 1, of the Italian Code of Criminal Procedure;
- (c) not to have been subject to precautionary measures ordered by the judicial authorities pursuant to Legislative Decree no. 159/11, and subsequent amendments and additions, without prejudice to the effects of rehabilitation and revocation of the sentence for cancellation of the crime pursuant to Article 673, paragraph 1, of the Italian Code of Criminal Procedure;
- (d) at the time of taking office, not to be in a situation of temporary disqualification from holding management offices of legal entities and companies, or in a situation of temporary or permanent disqualification from

⁴ Knowledge required for Chairman of the Board only.

⁵ Knowledge required for CEO only.

⁶ See art. 2382 Italian Civil Code: "A disqualified person, an incapacitated person, a bankrupt, or a person who has been sentenced to a punishment that implies the disqualification, even temporary, from public offices or the inability to exercise executive offices, cannot be appointed as a director, and if appointed, is removed from office."

holding administration, management and control functions pursuant to art. 144-ter, paragraph 3 of the Consolidated Law on Banking and art. 190-bis, paragraphs 3 and 3-bis of the Consolidated Law on Finance, or in one of the situations referred to in art. 187-quater of the Consolidated Law on Finance; X

- (e) not to have been convicted with final judgment at the request of the parties, or as a result of summary judgment to one of the sentences provided:
 - by the preceding letter b), number 1), except in the case of cancellation of the crime pursuant to article 445, paragraph 2, of the Italian Code of Criminal Procedure;
 - by the preceding letter b), numbers 2) and 3), in the duration specified therein, except in the case of the cancellation of the crime pursuant to article 445, paragraph 2, of the Code of Criminal Procedure, without prejudice to the effects of rehabilitation and revocation of the sentence for cancellation of the crime pursuant to article 673, paragraph 1, of the Italian Code of Criminal Procedure;
- (f) not to have received criminal convictions or other sanctions in foreign countries for offences corresponding to those which would entail, under Italian law, the loss of the requisites of integrity;

(C) FAIRNESS CRITERIA

- (a) Not to have been convicted with criminal sentences, including non-final ones, that apply the sanction upon request of the parties or following a summary judgement, criminal decrees of conviction, even if they have not become irrevocable, and personal precautionary measures relating to a crime envisaged by the provisions on corporate and bankruptcy, banking, finance, insurance, payment services, usury, taxation, intermediaries authorised to exercise investment services and collective savings management, markets and centralised management of financial instruments, insurance, payment services, usury, anti-money laundering, taxation, intermediaries authorised to carry out investment services and collective savings management, markets and centralised management of financial instruments, public savings, issuers, as well as for one of the crimes envisaged by articles 270-bis, 270-ter, 270-quater.1, 270-quinquies, 270-quinquies.1, 270-quinquies.2, 270-sexies, 416, 416-bis, 416-ter, 418, 640 of the Italian Criminal Code;
- (b) not to have been convicted of any criminal offences inflicted by even non-final sentences, even non-final sentences that apply the sanction at the request of the parties or following a summary judgement, criminal decrees of conviction, even if they have not become irrevocable, and personal precautionary measures relating to offences other than those referred to in letter a.; enforcement, even provisionally, of one of the precautionary measures ordered by the judicial authorities pursuant to Legislative Decree no. 159/11;
- (c) not to have received final judgement sentencing to compensation for damages for acts carried out in the performance of duties in entities operating in the banking, financial, securities and markets, insurance and payment services sectors; final judgements sentencing to compensation for damages for administrative-accounting responsibility;
- (d) not to have been subject to administrative sanctions for violations of company, banking, financial, securities, insurance, anti-money laundering regulations and regulations on markets and payment instruments;
- (e) not to be subject to disqualification or precautionary measures taken by the Supervisory Authorities or at their request; removal measures taken pursuant to Articles 53-bis, paragraph 1, letter e), 67-ter, paragraph 1, letter e), 108, paragraph 3, letter d-bis), 114-quinquies, paragraph 3, letter d-bis), 114-quaterdecies, paragraph 3, letter d-bis), of the Consolidated Law on Banking, and Articles 7, paragraph 2-bis, and 12, paragraph 5-ter, of the Consolidated Law on Finance;
- (f) not to hold, or not to have held, any office in entities operating in the banking, financial, securities markets, insurance and payment services sectors which have been subject to an administrative sanction, or a sanction pursuant to Legislative Decree no. 231/2001;

- (g) not to hold or have held positions in companies that have been subject to extraordinary administration, resolution procedures, bankruptcy or compulsory administrative liquidation, collective removal of members of the administration and control bodies, withdrawal of authorisation pursuant to Article 113-ter of the Consolidated Banking Act, cancellation pursuant to Article 112-bis, paragraph 4, letter b), of the Consolidated Banking Act or equivalent procedures;
- (h) not to have been suspended or expelled from registers, removal (adopted as a disciplinary measure) from lists and professional associations imposed by the competent authorities on the same professional associations; or not to be subject to revocation measures for just cause from offices held in management, administration and control bodies; or not to be subject to similar measures adopted by bodies entrusted by law with the management of registers and lists;
- (i) not to have been subject to a negative assessment by an administrative authority regarding the suitability of the representative as part of authorisation procedures provided for by the provisions on corporate, banking, financial, securities and insurance matters and by the rules on markets and payment services;
- (j) not to have ongoing investigations and criminal proceedings relating to the offences referred to in letters a) and b);
- (k) that there is no negative information on the undersigned contained in the *Centrale Rischi* (Risk Central Register) established pursuant to Article 53 of the Consolidated Law on Banking; negative information means information on the representative, even when not acting as a consumer, relevant for the purposes of fulfilling the obligations under Article 125, paragraph 3, of the same Consolidated Law;
- (l) not to have behaved in a manner that, while not constituting an offence, is in conflict with the principles laid down in the Bank's Code of Ethics;

(D) INDEPENDENCE REQUIREMENTS

- not to meet the independence requirements set out in art. 13 of Decree no. 169/2020.
- to possess the independence requirements set out in art. 13 of Decree no. 169/2020, and, in particular, not to:
 - (a) being the spouse (unless legally separated), a person bound by civil union or de facto cohabitation, relative or similar within the fourth degree: 1) of the Chairman of the Board of Directors and of the Bank's executive officers; 2) of the managers of the main corporate functions of the Bank; 3) of persons who are in the conditions described in letters b) to i);
 - (b) be a participant⁷ in the Bank;
 - (c) holding or having held in the last two years at a participant in the Bank or its subsidiaries the position of Chairman of the Board of Directors or executive officer, or having held, for more than nine years in the last twelve years, the position of member of the Board of Directors of the Bank, as well as management positions at a participant in the Bank or its subsidiaries;
 - (d) having held the position of executive officer in the Bank in the last two years;
 - (e) hold the position of independent director in another bank belonging to the same banking group, except in the case of banks that are directly or indirectly wholly owned by the same group;
 - (f) having held, for more than nine of the last twelve years, positions as member of the Board of Directors of the Bank, as well as management positions at the Bank;

⁷ "Participant" is defined as a person who controls or exercises significant influence over the Bank or who holds interests that allocate at least 10% of the voting rights or capital of the Bank.

- (g) being an executive officer in a company in which a Director with executive authority of the Bank holds the office of board director or manager;
- (h) to entertain, directly or indirectly, or to have entertained in the two years prior to taking office, independent or subordinate employment relationships or other relationships of a financial, asset or professional nature, even if not continuous, with the Bank or its executive officers or its Chairman, with companies controlled by the Bank or its executive officers or their chairmen, or with a participant in the bank or its executive officers or its Chairman, such as to compromise independence⁸;
- (i) hold or have held within the past two years one or more of the following positions:
 - 1) Member of national and European Parliament, Government or European Commission;
 - 2) regional, provincial or municipal councillor or councillor, chairman of a regional council, chairman of a province, mayor, chairman or member of a district council, chairman or member of the board of directors of consortia of local authorities, chairman or member of the boards or councils of unions of municipalities, board member or chairman of special companies or institutions pursuant to article 114 of Legislative Decree no. 267 of 18 August 2000, mayor or councillor of metropolitan cities, chairman or member of the organs of mountain or island communities, when the overlapping or contiguity between the territorial area of reference of the body in which the above-mentioned offices are held and the territorial structure of the Bank or the banking group to which it belongs is such as to compromise its independence;
- (j) to receive, or have received in the previous three financial years, from the Bank or a subsidiary or parent company, significant additional remuneration (with respect to the "*fixed*" emolument as a non-executive Director of the Bank and any remuneration for participation in Committees) also in the form of participation in incentive plans linked to the performance of the company, including share-based plans, or as provided for by the regulations in force.

ALSO DECLARE

(E) RESTRICTION ON THE NUMBER OF OFFICES (DIRECTORSHIPS/AUDITORSHIPS)

- not to exceed the limits on the number of offices pursuant to articles 17, 18 and 19 of the Fit&Proper Decree;
- to exceed the limits on the number of offices pursuant to articles 17, 18 and 19 of the Fit&Proper Decree, and, in the event of appointment, to undertake to comply with the limit on the number of offices and, consequently, to resign from the offices that cause the limit to be exceeded;

(F) TIME AVAILABILITY

- not to be able to devote adequate time to the assignment given the quality of the commitment required and the functions performed at the Bank;

⁸ The business relationship, which took place in the previous year, will be considered "significant" on the basis of two parameters:

- a. continuity: more than six months duration, and
- b. 10% maximum threshold:
 - the turnover of the firm or professional practice to which the director belongs, or
 - Of the director's own income as an individual.

The Board assesses compliance with this threshold based on a self-certification provided by the Director.

In the case of a Director who is also a *partner* in a professional firm or consulting firm, the Board assesses the significance of professional relationships that may have an effect on his or her position and role within the firm or consulting firm or that, in any event, relate to important Bank and Group transactions, even independently of the quantitative parameters set out above.

- to be able to devote adequate time to the position, taking into account the quality of the commitment required and the functions carried out within the Bank, as shown by the questionnaire used to verify the requirements for corporate representatives;

(G) BAN ON INTERLOCKING

- not to hold positions in companies or groups of competing companies pursuant to art. 36 of Law Decree no. 201/2011, converted into Law no. 214/2011, operating in the credit, insurance and financial markets;
- to currently hold the following positions on management, supervisory and control bodies:

<i>Company</i>	<i>Office</i>	<i>Sector and group (banking, financial and insurance)</i>

AND ATTEST

that the position _____ held in the company does _____ not give rise to any incompatibility pursuant to art. 36 of the Salva Italia Decree, as _____

_____, undertaking to produce, at the request of the Company, the appropriate documentation to confirm the truthfulness of the data declared, as well as to promptly update and supplement the above table and, where relevant, to exercise or modify the option pursuant to art. 36, paragraph 2-bis, of the Salva Italia Decree, by means of a specific written communication to the Company;

(H) OTHER REQUIREMENTS

- not to be in situations of incompatibility provided for public employees pursuant to and for the purposes of Legislative Decree no. 165/2001 and subsequent amendments and additions;
- not to be in situations of incompatibility pursuant to art. 6 of Law no. 60/1953 and subsequent amendments and additions;
- not to be in one of the situations referred to in Article 2390 of the Italian Civil Code (being an unlimited partner or director or general manager in companies competing with the Bank, or carrying out on his own behalf or on behalf of third parties activities in competition with those carried out by the Bank).

(I) PROCESSING OF PERSONAL DATA

- To have read the information referred to in Article 13 of Regulation (EU) 2016/679 at the bottom of this statement, and
- to authorize, pursuant to and for the purposes of Regulation (EU)2016/679 and national legislation, that the data collected be processed/circulated by the Bank - including by means of IT tools - as part of the appointment process for which this declaration is made.

The undersigned authorizes the Bank, pursuant to and for the purposes of art. 71, paragraph 4, of Presidential Decree no. 445/00, to verify the truthfulness of the declarations with the competent authorities.

The undersigned also undertakes, if requested, to produce the appropriate documentation to confirm the accuracy of the data declared, as well as to communicate any facts that may change the content of the declaration made.

Milan, March, 2022

The registrant

Information pursuant to Article 13 of Regulation (EU) 2016/679

Pursuant to Article 13 of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data ("*General Data Protection Regulation*", hereinafter "GDPR" or "Regulation"), we hereby inform you that your personal data ("Data") collected by the Controller will be subject, in compliance with the aforementioned legislation and in accordance with the confidentiality obligations that govern the activity of BFF Bank S.p.A. (the "Bank"), of the processing referred to in art. 4 of the Regulation. In particular, we wish to inform you of the following.

1. Data concerning the data controller and the data protection officer

The data controller pursuant to the Law is BFF Bank S.p.A, via Domenichino, n. 5, 20149, Milan. Delegate of the data controller in charge of representing the Bank, for the purpose of compliance with the provisions of Regulation (EU) 2016/679, is the Chief Executive Officer of the Bank. The Bank has also appointed a Data Protection Officer who can be reached at the following email address: DPO@bffgroup.com

2. Purposes and methods of treatment

The collection and processing of Data is necessary for the verification of the above requirements. For the indicated purpose the legal basis of the treatment is the fulfillment of legal obligations (Ref. art. 6, paragraph 1, lett. c) of the Regulation. The data will be processed exclusively for the aforementioned purposes, also by means of computer procedures, and will not be communicated or disseminated externally, without prejudice to the right to verify the truthfulness at the competent administrations. The Data will be processed by personnel authorized to do so pursuant to Article 29 of EU Regulation 2016/679.

3. Categories of personal data

In order to comply with the purposes referred to in the preceding point, the Bank processes the following categories of personal data concerning you:

- name, address or other personal identification;
- job and work-related data;
- judicial data.

4. Transfer of personal data to a Third Country

Your data will not be transferred abroad.

5. Storage Period

Data will be kept for the time strictly necessary to achieve the purposes pursued as well as to comply with the obligations provided for by law. The possible further storage of Data or part of the Data can be required to assert or defend one's own rights in any venue and, in particular, in the courts.

6. Rights of the Data Subject

The current legislation recognizes the data subject numerous rights that we invite you to consider carefully. Among these, we remind you of your rights to:

1. Access to the following information:
 - a. purpose of processing,
 - b. categories of personal data in question,
 - c. recipients or categories of recipients to whom such personal data have been or will be disclosed, in particular if recipients in third countries or international organizations,
 - d. existence of the right of the data subject to request from the data controller the rectification or erasure of personal data or the restriction of the processing of personal data concerning you or to object to the processing of personal data concerning you;
2. rectification, which means:
 - a. correction of inaccurate personal data concerning you without justified delay,
 - b. integration of incomplete personal data, also by providing a supplementary declaration;
3. cancellation of the data concerning you without undue delay, if:

- a. the data are no longer necessary in relation to the purposes for which they were collected or otherwise processed,
 - b. a revocation of consent is given and there is no other legal basis for the processing,
 - c. you object to the processing and there is no overriding legitimate reason to proceed with the processing,
 - d. personal data has been unlawfully processed,
 - e. personal data must be deleted to comply with a legal obligation,
 - f. personal data has been collected in connection with the provision of information society services;
4. limitation of treatment:
- a. if you dispute the accuracy of personal data, for the period necessary for the data controller to verify the accuracy of such personal data,
 - b. when the processing is unlawful and the person concerned objects to the deletion of personal data and requests instead that their use be restricted,
 - c. when the personal data are necessary to the data subject for the establishment, exercise or defense of legal claims, although the data controller no longer needs them for processing purposes,
 - d. if you object to the processing by virtue of your right to object;
5. receive notification in case of rectification or erasure of personal data or restriction of processing;
6. Data portability, i.e. the right to receive in a structured, commonly used and machine-readable format personal data concerning you and the right to have such data transmitted to another data controller where:
- a. processing is based on the express consent of the data subject for one or more specific purposes or is carried out pursuant to a contract entered into with the data subject; and
 - b. the processing is carried out by automated means;
7. object at any time, for reasons related to your particular situation, to the processing of personal data concerning you.

You have the right to lodge a complaint with a supervisory authority if you believe that the rights indicated herein have not been recognized. In order to exercise the above-mentioned rights you may contact the Data Controller by writing to BFF Bank S.p.A., via Domenichino, n. 5, 20149, Milan. Alternatively, you can contact the Data Protection Officer by writing to the following email address: DPO@bffgroup.com.