INFORMATION FOR THE PUBLIC

drawn up pursuant to Section VII, Chapter 1, Title IV
of the Bank of Italy Regulatory Provisions for Banks

1. INFORMATION ON THE GENERAL GUIDELINES OF THE ORGANISATIONAL AND CORPORATE GOVERNANCE STRUCTURES

Banca Akros S.p.A. (hereinafter "Banca Akros" or "Bank"), was authorised in 1997 to engage in banking and was formed from the pre-existing Akros SIM S.p.A.

The Bank is part of the Banco BPM Banking Group and is subject to the management and coordination of Banco BPM S.p.A. (hereinafter "Banco BPM" or "Parent Company"), which holds total control.

The Group's business model reserves for Banco BPM the role of strategic guidance and management of structural risks associated with finance activities and concentrates *Corporate & Investment Banking* activities with Banca Akros, operating with professional clients and with qualified counterparties. The Bank's *business* areas are: *Corporate & Structured Product*, *Corporate Finance*, *Cross Asset Products & Solutions*, *Brokerage*, *Research*, *Operations Support* and *IB Origination*.

The Bank is governed according to a traditional administration and control model, which assigns both management and strategic supervision to the Board of Directors.

Pursuant to the Articles of Association in effect (available on the website www.bancaakros.it,in the "*documentation*", "*corporate-governance*" section), the Board is vested with full powers, including to carry out all acts, including assignment, which it deems appropriate for the achievement and implementation of the corporate purpose, excluding only those reserved for Shareholders' Meetings by the law or Articles of Association. The Chairman of the Board of Directors has both steering and coordination duties; he convenes meetings of the Board of Directors, sets the agenda and coordinates its discussions, ensuring, inter alia, that issues of strategic importance are addressed as a priority and adequate information is provided to all directors about the items on the agenda.

Subject to the limits envisaged by law and art. 16 of the Articles of Association, the Board of Directors, in compliance with the provisions of the law and the Articles of Association, may delegate its powers (which are not strictly reserved to its competence) to a Chief Executive Officer, determining the content, limits and any methods for exercising the mandate.

The Board of Directors exercised this right, delegating part of its powers to one of its members, appointing a Chief Executive Officer, namely Giuseppe Maria Bernardo Puccio, who also holds the role of General Manager, as required by art. 17.1 of the Articles of Association ("*The offices of Chief Executive Officer and General Manager may be held cumulatively by the same person*").

The Articles of Association do not provide for the possibility of appointing an executive committee.

Art. 20 of the Articles of Association stipulates that the statutory audit of the accounts is to be carried out by an audit firm enrolled in the appropriate register, referencing legal provisions as regards appointment, duties, powers and responsibilities. The Shareholders' Meeting, upon a reasoned proposal from the Board of Statutory Auditors, with a resolution dated 19 November 2024, awarded the mandate for statutory auditing services for the nine-year period 2026-2034 to Deloitte & Touche S.p.A.

The Articles of Association provisions on the composition, functions, responsibilities and powers of the Board of Statutory Auditors are contained in art. 19. The Board of Statutory Auditors fulfils the functions assigned to it by current legislation. In particular, among other things, the Board of Statutory Auditors oversees (i) compliance with laws, regulations and articles of association; (ii) compliance with the principles of correct management; (iii) the adequacy of the organisational, administrative and accounting structure adopted by the Company and on its actual functioning; (iv) the adequacy and functionality of the overall internal control system; (v) the adequacy of the risk management and control system, with particular regard to the systems for determining capital requirements; (vi) any other act or event envisaged by the applicable primary and secondary legislation. The Board of Statutory Auditors also verifies the effectiveness and adequate coordination of all the functions and structures involved in the internal control system, including the company in charge of the statutory audit of the accounts, by implementing, if necessary, the appropriate corrective actions, thereby availing itself of the internal control structures and functions. The Board of Statutory Auditors oversees compliance with the regulations concerning conflicts of interest and reports on them in the annual report to the Shareholders' Meeting. The Board of Statutory Auditors informs the Bank of Italy, without delay, regarding all acts or events of which it becomes aware which may constitute an irregularity in the management of the Company or a violation of the rules governing banking. The Board of Statutory Auditors reports any shortcomings and irregularities found to the Board of Directors, requests the adoption of appropriate corrective measures and checks their effectiveness over time. The Board of Statutory Auditors is consulted on decisions concerning the appointment of the managers of the internal control functions, as well as on any decision concerning the determination of the internal control system's essential elements. In carrying out the necessary checks and verifications, the Statutory Auditors may make use of the structures and functions in charge of internal control and proceed, at any time, even individually, with inspections and controls. The Board of Statutory Auditors is assigned the functions of the internal control and auditing committee. In this role, in particular, it oversees the financial reporting process, the statutory audit of the accounts and the independence of the statutory audit firm.

In relation to the limits on the accumulation of appointments that can be held simultaneously by company representatives, in accordance with the current Articles of Association, the Bank has adopted a specific Internal Regulation, most recently approved in the meeting of the Board of Directors on 24 March 2021. This Regulation sets out the operating criteria for determining the limit on the accumulation of appointments that can be held simultaneously by the members of the Board of Directors, the standing members of the Board of Statutory Auditors and the members of the General Management (i.e. the General Manager, the Co-General Manager and the Deputy General Manager, if appointed) of the Banks of Banco BPM Group, with the aim of guaranteeing adequate availability on their part, also in terms of time, for the fulfilment of their duties. This Regulation also governs the procedure to be applied in cases of appointments accepted beyond the permitted limits.

The Bank has adopted an Organisation, Management and Control Model pursuant to Italian Legislative Decree 231/01 and has established a Supervisory Body.

In addition, it should be noted that, in accordance with the Group's operating model, Banca Akros has centralised the Corporate Control Functions with the Parent Company: the internal audit function, regulatory compliance function, risk control function (including the Internal Validation function) and anti-money laundering function.

2. RESPECTIVE CLASSIFICATION (as per Section I, paragraph 4.1 of the 'Regulatory Provisions for Banks' of the Bank of Italy)

Banca Akros is classified as a 'bank of greater size or operational complexity' given that, as a subsidiary of the Banco BPM Group (supervised by the European Central Bank, hereafter referred to as the "ECB") subject to prudential supervision on a consolidated basis pursuant to Regulation (EU) No 575/2013, the ECB has decided that it too is a significant supervised entity pursuant to Article 6(4) of Regulation (EU) No 1024/2013.

3. CORPORATE BODIES

3.1. Total number of members of corporate bodies in office

3.1.1. Board of Directors

The Articles of Association establish that the administration of the company is to be entrusted to a Board of Directors composed of five to fifteen members, who will remain in office for up to a maximum of three financial years, in accordance with the decisions taken from time to time by the Shareholders' Meeting, and may be re-elected at the end of their term.

The Shareholders' Meeting held on 8 April 2026 set the number of members of the Board of Directors at twelve and appointed them for the financial years 2026-2028, with their term of office running until the approval of the financial statements for the year ended 31 December 2028.

By means of a resolution passed on the same date, the Shareholders' Meeting assigned the office of Chairman to Mauro Paoloni and that of Deputy Chairman to Mario Anolli; also on 8 April 2026, the Board of Directors also appointed Giuseppe Maria Bernardo Puccio as Chief Executive Officer.

3.1.2. Board of Statutory Auditors

In accordance with art. 19 of the Articles of Association, the Board of Statutory Auditors is comprised, according to the resolutions of the Shareholders' Meeting, of three or five standing members and two alternates. The Ordinary Shareholders' Meeting handles the appointment of the standing and alternate members and of the Chairman of the Board of Statutory Auditors and determines their emoluments for the entire term.

The current Board of Statutory Auditors, in office until the approval of the financial statements for the year ended 31 December 2027, is composed of three standing and two alternate members and was appointed by resolution of the Shareholders' Meeting on 17 April 2025.

The Shareholders' Meeting of 8 April 2026, following the resignation of the Chairman, Alfonso Sonato, appointed Maurizio Lauri as his replacement.

3.2. Breakdown of the members of Corporate Bodies by age, gender and term of office.

3.2.1. Board of Directors

NAME AND SURNAME	DATE OF FIRST APPOINTMENT	ROLE	END DATE	DATE OF BIRTH	GENDER
Mauro Paoloni	19/04/2023	Chairperson	Approval of financial statements as of 31/12/2028	17/04/1960	M
Mario Anolli	08/04/2026	Deputy Chairperson	Approval of financial statements as of 31/12/2028	10/06/1963	M
Giuseppe Maria Bernardo Puccio	08/04/2026	Chief Executive Officer	Approval of financial statements as of 31/12/2028	14/03/1970	M
Walter Ambrogi	06/05/2020	Director	Approval of financial statements as of 31/12/2028	30/08/1954	M
Carlo Bianchi	26/09/2019	Director	Approval of financial statements as of 31/12/2028	25/01/1962	M
Cristina Brambilla	19/04/2023	Director	Approval of financial statements as of 31/12/2028	24/01/1965	F
Daniela Garroni	19/11/2024	Director	Approval of financial statements as of 31/12/2028	08/06/1964	F
Maria Teresa Guerra	08/04/2026	Director	Approval of financial statements as of 31/12/2028	31/07/1967	F
Luca Manzoni	16/03/2017	Director	Approval of financial statements as of 31/12/2028	17/01/1974	M
Roberto Perico	08/04/2026	Director	Approval of financial statements as of 31/12/2028	05/02/1957	M
Alberto Petranzan	19/04/2023	Director	Approval of financial statements as of 31/12/2028	31/08/1973	M
Arianna Rovetto	19/04/2023	Director	Approval of financial statements as of 31/12/2028	08/10/1983	F

3.2.2. General Management

NAME AND SURNAME	DATE OF FIRST APPOINTMENT	ROLE	END DATE	DATE OF BIRTH	GENDER
Giuseppe Maria Bernardo Puccio	03/12/2022	General Manager	n. a.	14/03/1970	M

3.2.3. Board of Statutory Auditors

NAME AND SURNAME	DATE OF FIRST APPOINTMENT	ROLE	END DATE	DATE OF BIRTH	GENDER
Maurizio Lauri	08/04/2026	Chairperson	Approval of financial statements as at 31/12/2027	16/08/1962	M
Anna Maria Sanchirico	01/01/2017	Standing Auditor	Approval of financial statements as at 31/12/2027	05/01/1960	F
Nadia Valenti	24/03/2021	Standing Auditor	Approval of financial statements as at 31/12/2027	17/05/1974	F
Antonio Assenso	16/03/2017	Alternate Auditor	Approval of financial statements as at 31/12/2027	08/03/1964	M
Silvia Muzi	17/04/2025	Alternate Auditor	Approval of financial statements as at 31/12/2027	18/07/1969	F

3.3. Number of directors who meet the independence requirements

The Articles of Association require that at least one quarter of Directors, or a different number stipulated by the currently applicable legal and regulatory provisions, must meet the independence requirements laid down in art. 10.9 of the Articles of Association. Taking into account the notion of independence defined in art. 13 of Italian Ministerial Decree no. 169 of 23 November 2020, and in the Articles of Association of Banca Akros (art. 10.9) and also in light of the provisions of the 'Requirements and suitability criteria for holding the office of corporate representative for the Banco BPM Group' Regulation, approved by the Board of Directors of the Parent Company and subsequently implemented by the Board of Directors of Banca Akros, most recently, with the resolution dated 8 April 2026, with certain specifications relating to the application of the criteria for satisfying the independence requirement, there are five directors who meet the independence requirements, namely the Chairman Mauro Paoloni, the Deputy Chairman Mario Anolli and the Directors Walter Ambrogi, Carlo Bianchi and Alberto Petranzan.

4. APPOINTMENTS HELD BY EACH COMPANY REPRESENTATIVE IN OTHER COMPANIES OR ENTITIES[1]

Mauro Paoloni – Chairman

Director of Anima Holding S.p.A. and Chairman of the Board of Directors of Oaklins Italy S.r.l. (Banco BPM Group); Director of Unione Fiduciaria S.p.A.; Sole Auditor of Connect – Ingegneria e Digitalizzazione S.r.l.

Mario Anolli – Deputy Chairman

Chairman of the Board of Directors of Castello SGR S.p.A. (Banco BPM Group).

Giuseppe Maria Bernardo Puccio – Chief Executive Officer and General Manager

Executive Director of Oaklins Italy S.r.l. (Banco BPM Group).

Walter Ambrogi – Director

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[1] The roles were identified taking into account, for homogeneity of information, the provisions contained in the "Regulation concerning Limits on the Accumulation of Appointments" adopted by Banco BPM and implemented by Banca Akros.

Carlo Bianchi - Director

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Cristina Brambilla – Director

Director of Castello SGR S.p.A. (Banco BPM Group)

Daniela Garroni – Director

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Maria Teresa Guerra – Director

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Luca Manzoni - Director

Director of Oaklins Italy S.r.l. (Banco BPM Group); Director of Soluzioni Salute Informatica S.r.l. (Soluzioni Salute Group).

Roberto Perico – Director

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Alberto Petranzan – Director

Director of Miria Group S.A.

Arianna Rovetto – Director

Director of Banca Aletti S.p.A. (Banco BPM Group).

Maurizio Lauri – Chairman of the Board of Statutory Auditors

Standing Auditor of Banco BPM S.p.A. (Banco BPM Group); Standing Auditor of Tirreno Power S.p.A.

Anna Maria Sanchirico – Standing Auditor

Standing Auditor of Banca Aletti S.p.A. and Standing Auditor of Aletti Fiducaria S.p.A. (Banco BPM Group); Standing Auditor of Ser-Viz S.p.A.; Standing Auditor of NSA Soluzioni Assicurative S.p.A. and Standing Auditor of NSA S.p.A. (NSA Group); Standing Auditor of A2A Security S.C.p.A. (A2A Group).

Nadia Valenti – Standing Auditor

Standing Auditor of Banco BPM S.p.A. and Standing Auditor of Banca Aletti S.p.A. (Banco BPM Group); Standing Auditor of Prysmian S.p.A. (Prysmian Group).

5. INTERNAL BOARD COMMITTEES

The Regulatory Provisions for Banks contained in Bank of Italy Circular no. 285 of 17 December 2013 set forth that, in banks of larger size or operational complexity, within the body holding the strategic supervision function three committees are to be set up specialising on the subject of "appointments", "risks" and "remuneration".

Note 10 at the foot of paragraph 2.3.1, Part One, Title IV, Chapter 1 "Corporate Governance", Section IV "Composition and appointment of corporate bodies" of the aforementioned Regulatory Provisions sets forth that unlisted banks controlled by an Italian parent company or with headquarters in another Member State of the European Union are permitted to not set up committees if they exist at the Italian or foreign parent company. Taking into account that committees specialising on the subject of "appointments", "risks" and "remunerations" have been set up at the Parent Company, the aforementioned exemption is applicable to Banca Akros, which, therefore, has not established internal board committees specialising in the aforementioned matters, availing itself of the operations of Banco BPM's Bodies.

5.1 Committee for Transactions with Related Parties

The Bank has set up a "Committee for Transactions with Related Parties" in compliance with the provisions of Bank of Italy Circular no. 285 of 17 December 2013, Part III, Chapter 11 on "At-risk activities and conflicts of interest with Related Parties".

The Committee fulfils the duties and exercises the powers assigned to independent directors by article 53, paragraphs 4 and 4-quater of the Consolidated Act on Banking and by the related executive provisions, originating both under regulation (New Provisions on Prudential Supervision for Banks - Title V - Chapter 5) and internally (Regulation, "Procedures and Policies for controls on at-risk activities and conflicts of interest with Related Parties" adopted by the Bank).

In application of (i) the aforementioned Regulatory Provisions, (ii) the current Internal Regulation entitled "Procedures and Policies for controls on at-risk activities and conflicts of interest with Related Parties", as well as (iii) the current "Regulation of the Committee for Transactions with Related Parties", said Committee is comprised of three directors who meet the independence requirements, in the persons of:

- Walter Ambrogi – Chairman of the Committee;
- Carlo Bianchi – Member of the Committee;
- Alberto Petranzan – Member of the Committee;

having a mandate until the approval of the financial statements for the 2028 financial year, without prejudice in any case to the effects of the termination of the office of Director.

6. POLICIES ON SUCCESSION, NUMBER AND TYPE OF POSITIONS CONCERNED

The Bank's Board of Directors has implemented the document, 'The Succession Plans of the Banco BPM Group', approved by the Board of Directors of the Parent Company, which contains rules on the succession plans that can also be referred to Banca Akros.

Milan, 15 July 2026