

Proposal for resolution on the remuneration of the Board of Statutory Auditors

Milan, 16th March 2021 – BFF Bank S.p.A. ("BFF" or the "Bank") informs that today, following the expiry of the deadline for the filing of further proposals for resolutions to be submitted to the Shareholders' Meeting (the "Deadline") - as indicated in the notice of call for the Shareholders' Meeting of 25th March 2021, published on **10th February 2021** – no proposal has been received from the shareholders on the determination of the remuneration to be attributed to the Board of Statutory Auditors, as per item 6 of the agenda of the aforementioned Shareholders' Meeting.

Please note that, on **10th February 2021**, the Bank has made available to the public, on its website www.bff.com, as well as on the authorized dissemination and storage mechanism www.1info.it:

- the Report on the qualitative and quantitative composition of the Board of Statutory Auditors (the "**Guidelines of the BoSA**"), in which the outgoing Board of Statutory Auditors, with regard to remuneration, stated that "*the Bank has acquired a market benchmark from which it emerges that the current remuneration of the Board of Statutory Auditors is adequate, also with a view to the future*"; and
- the Explanatory Report on the appointment of the Board of Statutory Auditors pursuant to art. 125-ter of Legislative Decree n. 58/1998, as subsequently amended, where it was stated, referring to the above-mentioned indication of the Guidelines of the BoSA, that the current remuneration of the Board of Statutory Auditors was considered adequate, also with a view to the future, inviting the shareholders to take this into account in their proposals.

On **4th March 2021**, the Bank also made available – according to the same procedures described above – the only list – **list n. 1** – of candidates for the renewal of the Board of Statutory Auditors, submitted by Assogestioni on behalf of a group of shareholders. This list was **not accompanied by any proposal concerning the remuneration of the Board of Statutory Auditors**.

Having said that, the Board of Directors of BFF – to avoid, following the possible absence of proposals, the impossibility for the Shareholders' Meeting to express itself on the remuneration of the Board of Statutory Auditors – in the meeting of **15th March 2021**, resolved, as a matter of prudence, to propose to the Shareholders' Meeting to approve the confirmation of the emolument currently paid to the Board of Statutory Auditors, i.e.:

- Euro 85,000 for the Chairman of the Board of Statutory Auditors, and
- Euro 65,000 for each of the two Substitute Auditor.

Finally, the Bank informs that today the following documents have been made available to the public at the Bank's registered office in Milan - Via Domenichino n. 5:

1. proposed resolution on the remuneration of the Board of Statutory Auditors by the Board of Directors on the sixth item on the agenda of the ordinary Shareholders' Meeting;
2. the new proxy forms for the Designated Representative containing, *inter alia*, the new resolution proposal.

This press release is available on-line on BFF Group's website www.bff.com within the section: [Investors > PR & Presentations](#).

BFF Banking Group

BFF Banking Group is the largest independent specialty finance in Italy and a leading player in Europe, specialized in the management and non-recourse factoring of trade receivables due from the Public Administrations, securities services, banking and corporate payments. The Group operates in Italy, Croatia, Czech Republic, France, Greece, Poland, Portugal, Slovakia and Spain. BFF is listed on the Italian Stock Exchange. In 2020 it reported a consolidated Adjusted Net Profit of € 97.6 million, with a 15.5% Group CET1 ratio at the end of December 2020.

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