

Appointment by co-optation of a new Director

Milan, 1st March 2022 – Following the [press release published on 24th February 2022](#) on the resignation of Ms. Amélie Scaramozzino from her office as independent and non-executive Director, as well as member of the Related-Party Transactions Committee and of the Remuneration Committee of BFF Bank S.p.A. (“**BFF**” or the “**Bank**”), and pursuant to article IA.2.6.7, paragraph 3, of the Instructions accompanying the Rules of the Markets organised and managed by Borsa Italiana S.p.A., it is hereby announced that the Board of Directors, which met today, resolved – on the proposal of the Appointment Committee, and subject to the approval of the Board of Statutory Auditors – to appoint – in accordance with the urgent procedure referred to in paragraph 2.5 of the “*Supervisory provisions concerning the procedure for assessing the suitability of directors of banks, financial intermediaries, electronic money institutions, payment institutions and depositor guarantee schemes*” – Ms. Anna Kunkl to the office of Board Director, by co-optation pursuant to art. 2386 of the Italian Civil Code, who shall remain in office until the next Shareholders’ Meeting, scheduled on 31st March 2022.

It should be noted that Ms. Anna Kunkl – who from today joins the Board of Directors of the Bank as an independent non-executive Director –, is currently *Director* at BE Management Consulting Group (a consulting company with an important international network, specialized in offering digital solutions for brokerage and payment platforms), with responsibilities in the field of “Finance, Risk & Regulation”, and has matured a consolidated and multi-year international experience, in primary financial groups and consulting companies.

In particular, she gained 4 years of experience in Caboto Holding with the role of IT & Organization Business Analyst, and 8 years in KPMG Advisory, following numerous and complex assignments for Italian and international clients in the Risk & Finance area. She held the role of Head of Functional Analysts at ING Bank N.V., and gained many years of experience in Financial Services Regulation (MiFID, Market Abuse, EMIR), electronic trading platforms, Brokerage & Execution services for institutional investors, and distribution models of financial products to retail and corporate clients.

Ms. Anna Kunkl’s *curriculum vitae* is made available in the [Investors > Governance > Board of Directors](#) section of BFF Group’s website.

On the basis of the information provided by Ms. Kunkl, as of today she does not hold, neither directly nor indirectly, any BFF shares.

Taking note of the declarations made, and of the documentation presented by the new Director, the Board of Directors of the Bank carried out a prior verification:

- i. on the existence of the requirements set forth in Decree n° 169/2020 of the Ministry of Economy and Finance on the *"Regulation on the requirements and criteria for eligibility to perform the duties of corporate officers of banks, financial intermediaries, trusts, electronic money institutions, payment institutions and depositor guarantee schemes"* (the "Fit&Proper Regulation");
- ii. on the possession of the independence requirement, as per art. 2, recommendation 7, of the Corporate Governance Code;
- iii. regarding the possession of the requirement of independence, as per art. 148, paragraph 3, of Legislative Decree n° 58/1998, as subsequently amended (*"Testo Unico della Finanza"*, TUF), and as referred to in article 147-ter, paragraph 4, of the TUF;
- iv. that there are no grounds for incompatibility for interlocking purposes, pursuant to art. 36 of Law Decree n° 201 of 6th December 2011;
- v. on the compliance of the composition of the Board of Directors as a whole with the indications expressed in the *Guidelines for Shareholders on the quali-quantitative composition of the Board of Directors and for the preparation of the list of the Board of Directors* (made public on 19th January 2021 in the [Governance > Shareholder documentation](#) section of the Group's website BFF related to the Shareholders' Meeting of 25th March 2021), and the fulfilment of the criteria of adequate collective composition, as per article 11 of the Fit&Proper Regulation.

Legal verifications of the requirements will be carried out within the time limits laid down in the relevant legislation.

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

BFF Banking Group

BFF Banking Group is the largest independent specialty finance in Italy and a leading player in Europe, specialized for 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, the Czech Republic, France, Greece, Poland, Portugal, Slovakia and Spain. BFF is listed on the Italian Stock Exchange. In 2021 it reported a consolidated Adjusted Net Profit of €125.3 million, with a 17.6% Group CET1 ratio at the end of December 2021.

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