

BPER:

**CONSOLIDATED
HALF-YEAR REPORT
AS AT 30 JUNE 2025**

2025

The present document is the English translation of the Italian Consolidated Half-Year Report, prepared for and used in Italy, and has been translated only for the convenience of international readers.

BPER Banca s.p.a.

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Register of Banks no. 4932

Parent Company of the BPER Banca s.p.a. Group

Registered in the Register of Banking Groups with ABI code 5387.6

<http://www.bper.it> – <https://group.bper.it>

E-mail: servizio.clienti@gruppobper.it – Certified e-mail (PEC): bper@pec.gruppobper.it

Company belonging to the BPER Banca VAT Group, VAT no. 03830780361

Tax Code and Modena Companies' Register no. 01153230360

C.C.I.A.A. Modena Chamber of Commerce 222528 Share capital Euro 2,909,962,900.57

Member of the Interbank Deposit Protection Fund and of the National Compensation Fund

Ordinary shares listed on the regulated Euronext Milan market

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HALF-YEAR REPORT
AS AT 30 JUNE 2025**

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DIRECTORS AND OFFICERS OF THE PARENT COMPANY AT THE DATE OF APPROVAL OF THE CONSOLIDATED HALF-YEAR REPORT AS AT 30 JUNE 2025

Board of Directors

Chair:	Fabio Cerchiai
Deputy chair:	Antonio Cabras (*)
Chief Executive Officer:	Gianni Franco Papa
Directors:	Elena Beccalli Silvia Elisabetta Candini Maria Elena Cappello Matteo Cordero di Montezemolo Angela Maria Cossellu Gianfranco Farre Piercarlo Giuseppe Italo Gera Andrea Mascetti Monica Pilloni Stefano Rangone Fulvio Solari Elisa Valeriani

(*) On 3 July 2025, the Board of Directors ascertained that, as of 3 June 2025, Deputy Chair Antonio Cabras meets the formal independence requirements pursuant to art. 17, para. 4 of the Articles of Association of BPER Banca s.p.a.

Statutory Auditors

Chair:	Silvia Bocci
Standing Auditors:	Michele Rutigliano Patrizia Tettamanzi
Alternate Auditors:	Sonia Peron Andrea Scianca

Manager responsible for preparing the Company's Financial Reports

Manager responsible for preparing the Company's Financial Reports:	Giovanni Tincani (**)
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Independent Auditors

Deloitte & Touche s.p.a.

(**) On 1 May 2025, Giovanni Tincani replaced Marco Bonfatti, who is nearing retirement age.

GROUP INTERIM REPORT ON OPERATIONS AS AT 30 JUNE 2025



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1. MACROECONOMIC CONTEXT

1.1 Background

In the first half of 2025, global economy continued on a trajectory of moderate expansion, with growth expectations being however revised downwards. The reasons are mostly traceable back to the events happening in the United States, where the trade policies adopted by the new government led by Donald Trump - characterised by a sweeping introduction of tariffs - increased the uncertainty of forecasts on the actual growth rate of the US economy. With regard to prices, inflationary trends showed, on average, signs of stabilisation, despite prices, in absolute terms, remaining high in many economies.

By analysing each area, in the first half, the Eurozone is expected to confirm the feeble growth observed in the prior periods. According to consensus estimates, after growing by 0.6% q/q in the first three months of the year, euro area GDP is expected to remain unchanged in the April-June period, reflecting substantial stability in both the manufacturing sector and service-related activities. With regard to the Composite Purchase Manager Index (PMI) - the economic cycle leading indicator that summarises the trend in the manufacturing and services sector - in the first half of the year, the Euro area-wide index returned, albeit by a narrow margin, to growth territory, mainly on the back of an improvement in Germany's economic performance. In Germany, federal elections were held in February to renew the Parliament: the new Government coalition, led by Chancellor Merz, made a sharp turn in public spending, approving a reform that eases the debt brake, the constitutional fiscal rule limiting debt level and structural deficit. This decision made it possible to increase spending for defence - in line with the Union-wide plan by the European Commission - but mostly to create a special fund for investments in infrastructure. With regard to inflation, consumer prices in the Eurozone confirmed a stabilisation trend in the headline component, which returned - in June - to the 2% annual target requested by the European Central Bank, and, most importantly, a further slowdown in the core component: this component, which excludes the most volatile items, which was up 2.3% y/y, reached its lowest level in over three years in June. The inflationary environment described above has allowed the ECB to continue its expansionary monetary policy, in line with investors' long-standing expectations, through four rate cuts by 25 bps each. At the ECB's latest meeting, Governor Lagarde stated that the monetary policy cycle has almost come to a close, but she did not rule out the possibility of further rate cuts. Decisions, Lagarde added, will be made meeting by meeting, based on macroeconomic developments.

Widening the view to the whole of Europe, in the United Kingdom, the Bank of England (BoE) has been more cautious than the ECB. Despite the persistent weakness of the British economy, the Bank of England confined itself to two rate cuts totalling 50 bps, prompted by a return to faster inflation and uncertainties linked to the trade tensions triggered by the United States (in May, the UK reached an agreement with Washington to maintain the 10% base tariff on most goods). In Switzerland, the Swiss National Bank (SNB) also implemented two interest rate cuts of 25 bps each, bringing the cost of money back to 0% for the first time since 2022.

As for Italy, analysts estimate that the economy should not deviate too much from the context of stagnation observed in the Eurozone. After expanding by 0.3% q/q in the first three months of the year, GDP is expected to grow by a modest 0.1% q/q in the April-June period. As regards consumer price dynamics, inflation fluctuated considerably during the first half of the year, coming closer to the European average by the end of the period. The harmonised EU inflation rate stood at 1.7% in June. In terms of economic activity, the PMI leading indicators confirmed the contraction in the manufacturing sector, which nevertheless eased during the six-month period. The index for the third sector, instead, picked up pace, continuing to reflect the growth phase in place.

In the United States, the anticipation of the protectionist trade policies announced by the Trump administration has had a decisive impact on the pace of economic growth. The GDP for the first quarter recorded a -0.5% q/q contraction on an annualised basis, mainly attributable to the major increase in imports, as companies decided to build up large stocks in anticipation of tariffs, given the climate of uncertainty. Being largely linked to a technical factor, the slowdown in the first quarter is expected to be recouped as early as April-June. As early as at the beginning of the year, the White House issued several measures on trade, culminating with "reciprocal tariffs": on 2 April, Trump announced a set of tariffs at different rates for import from different countries (based on the level of bilateral trade deficit) but in no case lower than the base rate of 10%, to be applied to goods imported into the United States. Subsequently, the US administration partially reversed its decision, granting countries targeted by specific tariffs a 90-day suspension of the tariffs to create room for bilateral negotiations and reach compromises, while maintaining the base rate (10%) for all countries. This 'truce' was not in fact extended to China, one of the countries hardest hit by the tariffs, but a few weeks later Beijing and Washington reached a framework agreement which, together with the first definitive trade agreement signed by the United States (with the United Kingdom), helped to ease fears over global economic growth. The main macroeconomic data, although not always following a linear trend, painted a picture that was still relatively unaffected by trade tensions and characterised by limited price pressure. With regard to the latter issue, after an unexpected acceleration in January, headline inflation was back to a level closer to the US Federal Reserve (Fed)'s target, registering a 2.4% y/y increase in June. Core inflation, instead, stood at higher levels: despite a steady slowdown, the

component - stripped of the most volatile items - posted a 2.8% y/y increase in June. In light of this context, the Fed decided to leave the cost of money unchanged in the 4.25%-4.50% range for the entire six-month period, emphasising the need to act cautiously while waiting to better understand the effects of US policies on the economic variables.

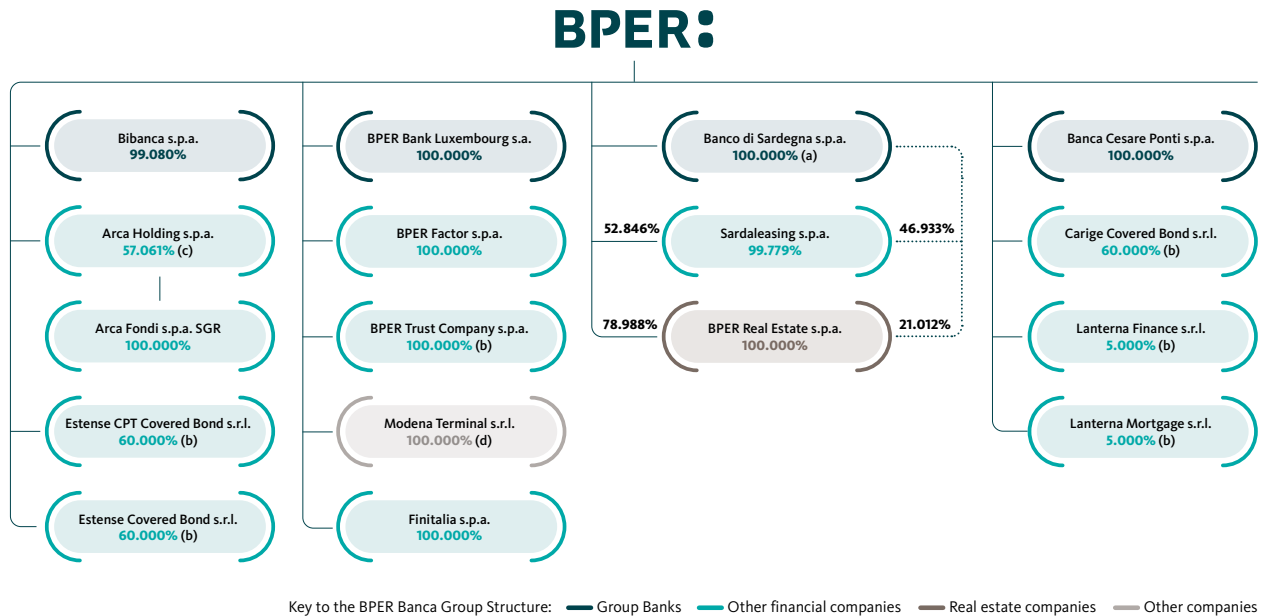
In emerging markets, economic growth was not significantly affected by US trade policies and continues to show, on average, greater vitality than in developed countries. Economic activity, although showing a slight decline, continued to expand in both the manufacturing and services sectors. In China, the economy slowed down compared to the second half of 2024: in the first quarter, Chinese GDP grew by 1.2% q/q, thanks to the acceleration of the industrial sector, good export performance and the fiscal and monetary stimulus measures implemented by the government. However, growth is expected to slow down in the April-June period (consensus forecast of 0.8% q/q), due to the possible negative effects of tariffs on trade with the United States and domestic consumption, which is struggling to recover structurally. As regards the trend in inflation, the emerging world presented a very mixed picture, with some economies managing to contain it and others continuing to report high inflation levels. Most central banks were able to continue their process of monetary relaxation, with some rare exceptions. Above all, Brazil - confirming a trend reversal starting as early as at the end of 2024 - in light of renewed inflationary pressures, raised interest rates by a total of 275 bps in the first half of the year.

With regard to financial markets, the six-month period, characterised by high volatility, closed with positive changes in both major asset classes: equities and bonds (in local currencies). In the currency domain, the US dollar depreciated, while gold stood out positively among commodities. Volatility made a comeback, particularly in April, following President Trump's announcement of tariffs. However, after an initial phase of risk aversion, markets subsequently regained confidence thanks to the start of bilateral negotiations and suspension of the introduction of tariffs until July. This extension, perceived as evidence of the US administration's intention to reach an agreement with the various countries, has allayed fears of a particularly negative impact on US and global economic growth and eased concerns about major inflation spikes. The favourable climate that characterised the markets in the second part of the half-year was further supported by other factors: overall positive quarterly results, macroeconomic data that did not point to any imminent danger of a recession, and expectations of expansionary fiscal policies in both the United States and Europe. Geopolitical tensions in the Middle East (Israel-Iran conflict), temporarily causing a rise in oil prices, were fortunately short-lived. In the end, market confidence was bolstered by the actions of the central banks, which held no negative surprises. The main stock markets recorded positive performances. The MSCI AC World Index closed the half-year with a 9% gain (in dollars), thanks to the steady performance of European stock markets and the sharp recovery of US indices in the second part of the period. In Wall Street, after a subdued first quarter characterised by outflows mainly affecting the technology sector (compounded by some quarterly reports that failed to fully convince the markets in addition to China's sudden and unexpected competition in the field of artificial intelligence, which raised some doubts about the sector's leadership and profitability), it was the Big Tech companies themselves that led the recovery, thanks in part to better-than-expected first-quarter results. In Europe, the German DAX index stood out (+20%), buoyed by expectations of expansionary fiscal policies aimed at promoting, in particular, infrastructure and defence spending. At a sector level, the financial industry performed strongly, driving the Italian FTSE MIB index (+16%) back to 2007 levels. The main Asian indices, in particular the Hong Kong index, and the equity index of emerging countries likewise performed positively. The six months were also very volatile for the bond markets, which still closed with overall positive performances, mainly on the back of the sharp decline in short- and medium-term yields. In Europe, after a negative first quarter led by German government bonds (in the wake of the spending plan presented by new chancellor Merz, which is expected to trigger an increase in government bond issuances and be a propelling force for the economy), government bonds regained ground, not least thanks to the confirmation of the ECB's expansionary stance. The performance of Italian government bonds was especially positive, with the spread over the German 10-year Bund narrowing by almost 30 bps in the half year, reaching the lowest level since 2010. In the US, markets rose more convincingly, mainly thanks to the movement recorded in the first three months of the year, when a series of particularly weak macroeconomic data led to speculation about a possible slowdown in US growth and hence a more expansionary monetary policy. In the second part of the half-year, the trend slowed down due to diverging dynamics that had an influence on the demand for US government bonds: tensions linked to the uncertainty over tariffs and geopolitical events were offset by the operators' attention to the possible expansion of US fiscal deficit due to the cuts introduced in a bill under discussion in Congress. Lastly, spread-related sectors performed well: after initially widening as a consequence of the announcement of US tariffs, spreads on corporate bonds and emerging market bonds narrowed again, returning to near all-time lows in both Europe and the US. In the currency domain, the dollar index - which measures the performance of the dollar against other major global currencies - lost more than 10% during the six-month period under review, recording its worst first half since the 1970s. Uncertainties surrounding the outlook for US economy and public finances, as well as trade disputes, have therefore been largely priced in through the currency channel, preventing the dollar from benefitting from its usual safe-haven status, even during periods of heightened volatility. The Euro, which appreciated more than 13% against the dollar, also gained ground, albeit to a lesser extent, against the pound sterling and the Japanese yen. Among the currencies of emerging countries, the Turkish lira stood out for its sharp depreciation, while the ruble has appreciated on the back of the high interest rates set by the Russian Central Bank and speculations of a possible end to the conflict with Ukraine. The entire segment of commodities performed well during the half-year. Growth was driven by precious metals, with gold reaching all-time highs multiple times, supported by steady purchases from the world's major emerging economies, led by China, with the aim of diversifying their foreign investments. Industrial metals were positive drivers as well, against a backdrop in which some goods (aluminium and steel) were hit by US import tariffs. Oil, instead, recorded a

negative change close to -10%: after an initial rise linked to concerns about a decline in global offer, partly due to the US threats of tariffs and/or sanctions on some oil-producing countries, the price of crude oil later decreased as a consequence of the de-escalation of the crisis in the Middle East between Israel and Iran and as a consequence of the continued increase in production decided by the countries that are members of the OPEC+ cartel.

2. HIGHLIGHTS

2.1 BPER Banca Group structure as at 30 June 2025



(a) Equivalent to 99.486% of the entire Share Capital consisting of ordinary and preference shares.

(b) Subsidiaries consolidated under the equity method.

(c) Subsidiary company which is not included in the Banking Group since it does not contribute directly to its activities.

(d) BPER equity investment has been reclassified under "Non-current assets and disposal groups classified as held for sale" since 31.12.2024.

St. Anna Gestione Golf Società Sportiva Dilettantistica s.r.l., a subsidiary of BPER Real Estate through St. Anna Golf s.r.l., was excluded from the scope of consolidation as it was considered non-significant.

The scope of consolidation also includes the following subsidiaries which are not included in the Banking Group, since they do not contribute directly to its activities. These companies are consolidated under the equity method.

Subsidiaries of the Parent Company:

- Adras s.p.a. (100%);
- Commerciale Piccapietra s.r.l. (100%).

Indirect subsidiaries of BPER Banca, through BPER Real Estate s.p.a.:

- Annia s.r.l. (100%);
- Sant'Anna Golf s.r.l. (100%).

2.2 The BPER Banca Group today

BPER Banca is the Parent Company of the BPER Banca Group, comprising BPER, a regional retail bank, a foreign bank and a bank specialising in Private Banking. It also comprises several product factories operating in leasing, factoring, consumer finance and asset management, in addition to several special purpose companies. With approximately 19 thousand employees and more than 1,500 branches widespread throughout the country, the Group serves over 5 million customers.

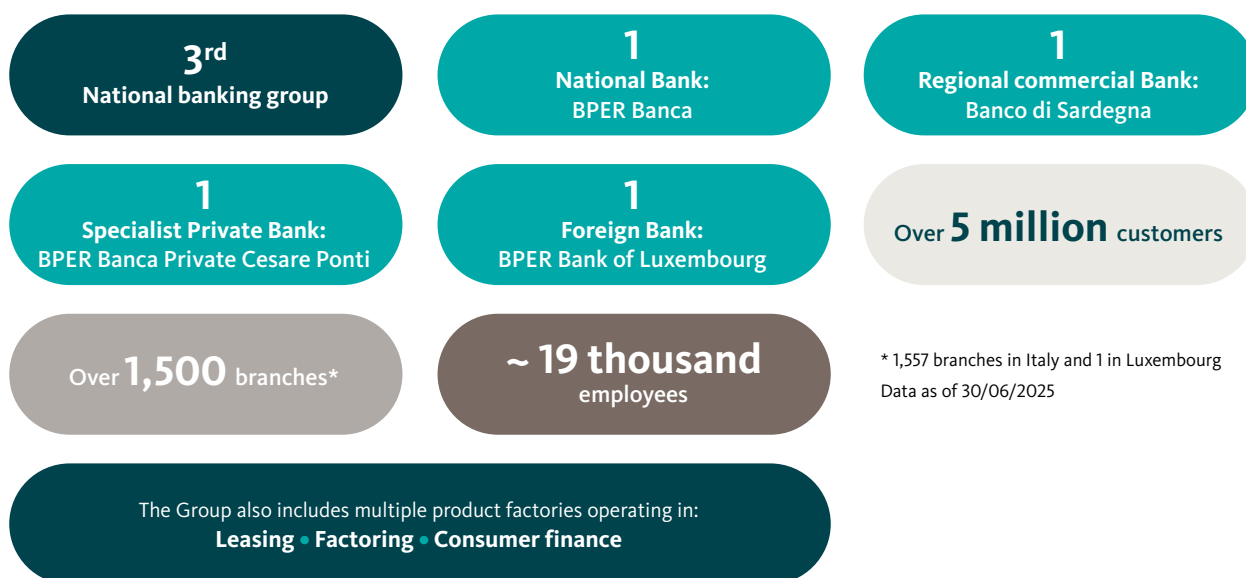
BPER has over 150 years of history (founded in 1867 as the Banca Popolare di Modena by the Società Operaia di Mutuo Soccorso), and is now the third-ranking commercial bank in Italy by number of customers.

Through its own product factories and major strategic partnerships, the Group operates across all key market segments – Retail, Corporate, Private & Wealth Management, Bancassurance, Leasing, Factoring, Consumer Credit, Payments – offering qualified services, products, and advice tailored to every type of financial need, including with a view to internationalisation.

A key part of its business is to support individuals, businesses, communities and local areas in their growth, by also promoting innovative solutions and integrating all ESG components, in order to combine business development with social and environmental sustainability.

The BPER Banca’s distribution structure across the country is organised into 9 Regional Departments¹:

- West Lombardy with headquarters in Milan;
- East Lombardy – Triveneto, Regional Department based in Brescia;
- West Emilia with headquarters in Modena;
- East Emilia – Romagna, Regional Department based in Bologna;
- Liguria – Piedmont, based in Genoa;
- Marche – Abruzzo, based in Ancona;
- Lazio – Tuscany – Umbria, based in Rome;
- Campania – Puglia – Basilicata – Molise, based in Avellino;
- Calabria-Sicily with headquarters in Crotona.



¹ Effective from 7 January 2025 following the “Organisational evolution and footprint” of BPER, BDS, and BCP.

Main banks and companies of the BPER Banca Group²

Banca Cesare Ponti s.p.a.

Established in 1871 as a general partnership for currency exchange, Banca Cesare Ponti joined the BPER Banca Group in 2022. It acts as the Group's Investment Centre and private banking hub, with a business model focused on excellence, personalisation, and innovation. It has a strong presence throughout Italy with two main offices (Milan and Genoa), 112 Private Banking Centres, and a network of approximately 350 private bankers. As an Investment Centre, Banca Cesare Ponti manages assets covering all BPER Banca Group customer segments.

Banco di Sardegna s.p.a.

Banco di Sardegna has always been the leading bank on the island. It has a total of 271 branches (265 in Sardinia, in 241 municipalities) serving around 615 thousand customers. In addition to its sound financial position, the Bank combines the strong sense of belonging of its employees, its constant closeness to the territory and its proactive listening, which allow it to be a benchmark for businesses and families and to promote a sustainable growth style based on values of simplicity, transparency, professionalism and efficiency.

Bibanca s.p.a.

A BPER Banca Group company specialising in consumer credit, it offers its services throughout the country through the branch network of the BPER Banca Group banks and that of its agents. Today, Bibanca manages a stock of Euro 4.2 billion worth of loans. As part of BPER Banca Group's rationalisation and efficiency initiatives, on 27 January 2025, the partial and non-proportional demerger of Bibanca, already prepared during the previous year, became effective, with the e-money business unit related to payment systems being transferred to BPER Banca.

BPER Bank Luxembourg s.a.

BPER Bank Luxembourg is the Luxembourg subsidiary of the BPER Banca Group. It was established in 1996 and has dealt with the management of Private, Personal and "Corporate" customers since then. It also manages the treasury for retail and institutional customers and loans both locally and internationally, mainly for "Corporate" customers.

Arca Holding s.p.a. e Arca Fondi SGR s.p.a.

Arca Fondi SGR was established from the history and experience of Arca SGR s.p.a. (today Arca Holding s.p.a.), founded in October 1983. It is one of the main players in the field of asset management in Italy: around 50 placement agents operate with over 4,500 branches and financial advisers to guarantee the highest level of service and assistance to its customers.

BPER Factor s.p.a.

Founded in 1994, it became part of the BPER Group in 2010 as a company specialised in factoring to help companies manage their trade receivables. The Company operates predominantly on the national market, with several operating propositions differently applying the methods of its basic services, such as the administration of receivables and management of collections, the financing of assigned receivables, and solvency guarantees on assigned receivables.

BPER Real Estate s.p.a.

Real estate company of the Group whose business consists in the acquisition, disposal, administration, enhancement, management and leasing of real estate assets mainly for functional use by the BPER Banca Group companies.

Finitalia s.p.a.

Finitalia is a company established in 1972 and operates in the consumer credit sector. It specialises in both financing premiums and any products and services related to insurance policies, through the issue of virtual revolving credit cards on a private circuit or by granting special purpose loans and personal loans.

² In the rest of the document, banks and companies belonging to the BPER Banca Group are also referred to as "Banks and Companies".

Sardaleasing s.p.a.

The company's purpose is the leasing of immovable assets (including buildings under construction), capital goods, registered personal property, nautical and energy assets as well as the granting of loans, provided that they are connected to leasing operations. The Company's customer target consists of professionals and businesses aiming at purchasing properties used in the business through finance leases.

Modena Terminal s.r.l.³

Since 1983, the company has been strongly committed to the provision of custody, storage, logistics and handling services for domestic, EU and foreign goods. Modena Terminal is authorised to operate under the General Warehouse system and may therefore issue deposit slips and pledge notes on the goods deposited.

2.3 Summary of results

As at 30 June 2025, the Parent Company's share of consolidated net profit amounted to Euro 903.5 million, up 24.8% compared to the first half of 2024 (Euro 724.2 million as at 30 June 2024).

Net interest income stood at Euro 1,626.0 million, down 3.4% compared to 30 June 2024, in a scenario of accelerated interest rates decline.

Net commission income amounted to Euro 1,063.5 million, up 4.8% compared to 30 June 2024 on the back of higher contributions from investment services (+9.2%) and non-life Bancassurance commissions (+15.8%).

Net loans to customers amounted to Euro 92.7 billion (Euro 94.6 billion gross), on the rise compared to 31 December 2024 thanks to growth-boosting activities across the entire distribution network of the BPER Banca Group.

The disciplined approach to non-performing loan management has enabled the Group to maintain high asset quality standards: the share of gross non-performing loans to customers (gross NPE ratio) is 2.52% (vs. 2.41% at the end of 2024), whereas the share of net non-performing loans to customers (net NPE ratio) is 1.14% (vs. 1.12% at the end of 2024). The cost of credit is 0.31% on an annualised basis (0.36% at the end of 2024).

The Group's capital profile remains strong thanks to organic capital generation, which allowed the phased-in⁴ CET1 ratio as at 30 June 2025 to reach 16.22%. The liquidity position features regulatory ratios well above the minimum thresholds required, with LCR as at 30 June 2025 at 163.1% (166.9% at end 2024) and NSFR at 135% (137.7% as at 31 December 2024).

For further details on the results achieved by the BPER Banca Group in the first half of 2025, please refer to the chapter "*The BPER Banca Group's results of operations*" in this Group Interim Report on Operations.

³ The company has been recognised under "*Non-current assets and disposal groups classified as held for sale*" since 31.12.2024.

⁴ The capital ratios as at 30 June 2025 are to be considered phased-in with respect to the new prudential supervisory framework in force as of 1 January 2025 (Basel IV).

2.4 Performance ratios⁵

Financial ratios

Financial ratios	30.06.2025	2024 (*)
Structural ratios		
Net loans to customers/total assets	64.14%	64.11%
Net loans to customers/direct deposits from customers	76.72%	76.31%
Financial assets/total assets	22.17%	20.66%
Gross non-performing loans/gross loans to customers	2.52%	2.41%
Net non-performing loans/net loans to customers	1.14%	1.12%
Texas Ratio	19.45%	18.35%
Profitability ratios		
ROE	17.79%	15.81%
ROTE	20.41%	16.90%
ROA	1.28%	1.03%
Cost/Income Ratio	46.57%	56.91%
Cost of credit	0.15%	0.20%

(*) The comparative balance sheet ratios, together with ROE, ROTE and ROA, have been calculated on figures as at 31 December 2024 as per the Consolidated Financial Report of the BPER Banca Group as at that date, while Income Statement ratios have been calculated on figures as at 30 June 2024.

The Texas ratio is calculated as total gross non-performing loans to customers on net tangible equity (Group and minority interests) plus impairment provisions for non-performing loans to customers.

ROE has been calculated as annualised net profit for the period only for the recurring component (amounting to Euro 1,821.9 million as at 30 June 2025) on the Group's average shareholders' equity (not including net profit).

ROTE is calculated as annualised net profit for the period solely for the recurring component (amounting to Euro 1,821.9 million as at 30 June 2025) on the Group's average shareholders' equity i) including annualised net profit for the period solely for the recurring component (amounting to Euro 1,821.9 million as at 30 June 2025) stripped of the annualised portion allocated to dividends ii) minus intangible assets and equity instruments.

ROA has been calculated as annualised net profit for the period including net profit pertaining to minority interests only for the recurring component (amounting to Euro 1,855.4 million as at 30 June 2025) on total assets.

The Cost/income Ratio is calculated on the basis of the reclassified Income Statement as the ratio between operating costs and operating income. When calculated on the basis of the accounting schedules envisaged by the 8th update of Bank of Italy Circular no. 262, the cost/income ratio amounts to 45.91% (61.05% as at 30 June 2024).

The Cost of credit is calculated as the ratio between the items in the reclassified statement "Net impairment losses to financial assets at amortised cost – loans to customers" and "Loans, b) loans to customers". The annualised cost of credit as at 30 June 2025 is 31 bps, down from 36 bps in 2024.

Prudential supervisory ratios

Prudential supervisory ratios	30.06.2025	2024 (*)
Own Funds (in thousands of Euro)		
Common Equity Tier 1 (CET1)	9,017,502	8,578,930
Total Own Funds	11,690,617	11,265,519
Risk-weighted assets (RWA)	55,597,209	54,227,812
Capital ratios and liquidity ratios		
Common Equity Tier 1 Ratio (CET1)	16.22%	15.82%
Tier 1 Ratio (T1 Ratio)	18.23%	17.88%
Total Capital Ratio (TC Ratio)	21.03%	20.77%
Leverage ratio	6.8%	6.6%
Liquidity Coverage Ratio (LCR)	163.1%	166.9%
Net Stable Funding Ratio (NSFR)	135.0%	137.7%

(*) The comparative ratios have been calculated on figures as at 31 December 2024 as per the Consolidated Financial Report of the BPER Banca Group as at 31 December 2024.

The capital ratios as at 30 June 2025 are to be considered phased-in with respect to the new prudential supervisory framework in force as of 1 January 2025 (Basel IV).

The Leverage Ratio is consistent with the provisions of Regulation (EU) 575/2013 (CRR), as amended by Commission Delegated Regulation (EU) 62/2015.

⁵ The information provided is consistent with the ESMA document of 5 October 2015 "Guidelines on Alternative performance measures", aimed at promoting the usefulness and transparency of Alternative Performance Measures included in prospectuses or regulated information. To construct ratios, reference was made to the Balance Sheet and Income Statement items of the reclassified statements providing an operational management view and commented on in the chapter "The BPER Banca Group's results of operations" of the present Report.

3. SIGNIFICANT EVENTS AND STRATEGIC TRANSACTIONS

3.1 “B:DYNAMIC | FULL VALUE 2027”

On 9 October 2024, BPER Banca's Board of Directors approved the new 2024-2027 Business Plan of the BPER Banca Group “B:Dynamic | Full Value 2027”.

Considering the positioning of the BPER Banca Group, i.e. by maximising its standing as Italy's third bank by number of customers (roughly 5 million, including approximately 4.3 million retail and around 700 thousand corporate customers) and third wealth management player in Italy⁶ in terms of Total Customer Financial Assets (roughly Euro 300 billion), with an extensive national presence, primarily concentrated in the more prosperous Italian regions and the flexibility and proximity to the customer of a well-distributed territorial network, the Plan was developed on the basis of three main pillars:

- “Unleash our clients' full-value” with tailor-made products on BPER's Retail and Private banking clients, leveraging the new wealth management set-up, as well as supporting its Corporate clients with tailor-made banking solutions through the new Corporate product factory;
- “Capture our latent economies of scale”, by increasing workforce productivity (through the new omni-channel service model and AI/GenAI enabled process optimization and automation), with up-skilling initiatives and the insourcing of key operational activities, while reducing administrative costs;
- “Leverage our strong balance sheet”, by improving and modernising credit risk and capital management.

The “Bank's complete modernisation” will enable the flawless execution of these three strategic pillars through the following enablers:

- Technology, Security and Artificial Intelligence - The BPER Banca Group will continue investing on top of what has already been invested in recent years to be at the IT forefront, ensuring business growth and productivity enhancement;
- ESG and Sustainability commitment - In line with the Group's modernization process, the integration of ESG factors into the BPER Banca Group's business processes will continue in order to remain a leader in ESG;
- Organisation and People - The Business Plan comprises a number of actions: an up-skilling programme aimed at increasing the Group's commercial fire power which will empower over 30% of the workforce; a cross-functional approach based on the full IT integration to enable the transformation the BPER Banca Group into a modern organization ready to capture new business opportunities; a new performance management model with meritocracy at the centre; and a new Incentive Plan fully aligned with the Business Plan targets.

As at 30 June 2025, all initiatives of the “B:Dynamic | Full Value 2027” Plan have been launched and their implementation continues as planned, in line with the Plan targets.

More specifically:

- strong growth of new loan origination in the first half of 2025 (+20.7% compared to 30 June 2024);
- increase in net commission income, with a significant contribution from fees on assets under management (+12.2% compared to 30 June 2024) and bancassurance, which recorded a +15.8% increase compared to 30 June 2024 and a +19.3% increase compared to 31 March 2025;
- enhancement of the digital proposition - channels, products, services - with the introduction of new functions, in particular for loan origination through digital channels;
- Euro 200 million worth of investments in technology, security and AI in the first half of 2025, in line with Plan investments;
- in the first half of 2025, new ESG loan originations were made for approximately Euro 1.5 billion; over 80,000 students benefitted from financial education initiatives in the 2024-2025 school year;
- over 2,500 employees were involved in BPER Academy & Training courses. The “Talent Attraction Strategy” was presented, with the involvement of over 1,000 students in 20 academic events.

In addition to the Group's Business Plan, in the first months of 2025, having acknowledged the reorganisation dynamics unfolding in the Italian (and European) banking market, the Parent Company BPER Banca considered the opportunity of supplementing the expected internal organic growth with the launch of a Public Exchange Offer (OPS) on all the ordinary shares of Banca Popolare di Sondrio s.p.a.

6 Considering listed Retail & Commercial banks (data from last available financial reports and market presentations).

Among the objectives pursued through the acquisition, full-scale enhancement of the two groups' potentials through increased value creation and distribution should be highlighted, along with the achievement of important synergies to be delivered with no social costs whilst reducing the risk profile for all stakeholders.

In the Italian credit market, Banca Popolare di Sondrio stands out for its similarities with BPER Banca, particularly with respect to the history that has characterised the development of the two banks, the highly complementary territorial presence, their market positioning and closely similar business models, strongly oriented towards serving households and corporates in their respective territories, as well as regarding sustainable growth and environmental protection. In addition to operating in the same way in certain segments of their customer propositions, the two banks use similar business models and share the same partnerships and product factories, in asset management (Arca Fondi SGR s.p.a.), bancassurance (Arca Vita s.p.a. and Arca Assicurazioni s.p.a.) and leasing (Alba Leasing s.p.a.).

3.2 Voluntary public tender and exchange offer for all the shares of Banca Popolare di Sondrio

The roadmap followed for the voluntary Public Exchange Offer (later changed into a Public Tender and Exchange Offer) on all the shares of Banca Popolare di Sondrio s.p.a. and the subsequent acquisition of control by BPER Banca on the related banking group is summarised below.

6 February 2025 – the Board of Directors of BPER Banca approved the launch of a voluntary public exchange offer on all ordinary shares of Banca Popolare di Sondrio s.p.a. The decision was announced with a communication on the same date pursuant to Article 102 of Legislative Decree no. 58 of 24 February 1998 (“Consolidated Law on Finance”) and Article 37 of Consob Regulation no. 11971 of 14 May 1999 (“Issuers’ Regulation”).

The exchange ratio has been set at 1.450 newly issued shares of BPER for each existing share of Banca Popolare di Sondrio.

7 April 2025 – BPER Banca purchased 1,550,000 Banca Popolare di Sondrio ordinary shares, representing approximately 0.34% of the issuer’s Share Capital.

18 April 2025 – the Presidency of the Council of Ministers communicated its resolution, in acceptance of the proposal of the Ministry of Economy and Finance, not to exercise its special powers, pursuant to Legislative Decree no. 21 of 15 March 2012, converted, with amendments, by Law no. 56 of 11 May 2012, with reference to the voluntary public exchange offer launched by BPER Banca s.p.a. on all the ordinary shares of Banca Popolare di Sondrio, other than any issuer’s shares held directly by the offeror.

May 2025 – release of the authorisations required for the transactions by the relevant national and European authorities:

- *7 May 2025* – the Insurance Supervisory Authority (IVASS) released the authorisation to hold – upon the positive outcome of the offer – a qualifying shareholding higher than 30% in the share capital of Arca Vita s.p.a.;
- *8 May 2025* – the Central Bank of Ireland released the non-objection letter to the increase of an indirect qualifying holding in Arca Vita International DAC;
- *21 May 2025* – the European Commission closed the preliminary review of the notification under Regulation (EU) 2022/2560 on foreign subsidies distorting the internal market (“FSR”), deciding not to initiate an in-depth investigation, thereby authorising the transaction pursuant to the aforementioned Regulation;
- *22 May 2025* – the European Central Bank (ECB) released: (i) the authorisation relating to the classification as Common Equity Tier 1 (CET 1) capital⁷ of the new shares to be issued in the context of the share capital increase to service the offer, as well as (ii) the assessment measure that the amendments to the BPER’s by-laws resulting from the share capital increase to service the offer do not conflict with the sound and prudent management of BPER Banca;
- *28 May 2025* – the ECB released: (i) the authorisation for the direct acquisition of a controlling interest in Banca Popolare di Sondrio, as well as for the indirect acquisition of a controlling interest in Banca della Nuova Terra s.p.a., and (ii) the authorisation to the acquisition, by BPER Banca, of direct and indirect shareholdings that, in the aggregate, exceed 10% of the consolidated own funds of the BPER banking group⁸;
- *30 May 2025* – the Bank of Italy released: (i) the authorisation for the indirect acquisition of a controlling interest in Factorit s.p.a., the acquisition of a controlling interest in Alba Leasing s.p.a., as well as (ii) the authorisation for the increase in the total stake held in Unione Fiduciaria s.p.a. and Polis SGR s.p.a..

As a result of the above measures, BPER Banca met all the conditions required for the offer to be valid.

⁷ Provided that the newly issued shares are fully subscribed and their acquisition is not financed, directly or indirectly, by BPER Banca.

⁸ For the sake of completeness, the authorisations include certain operational recommendations and reporting requirements vis-à-vis the European Central Bank, consequent to the envisaged acquisition – as a result of the Offer – of control over BP Sondrio and its Group, which do not in any case provide for any conditions with respect to the Offer itself and its execution.

29 May 2025 – The Board of Directors of BPER Banca – in execution of the powers granted by the Extraordinary Shareholders' Meeting held on 18 April 2025 – resolved the paid-up share capital increase, in one or more tranches and in severable form, with the exclusion of the pre-emptive right pursuant to article 2441, par. 4, first sentence, of the Italian Civil Code, to serve the voluntary public exchange offer launched by BPER Banca⁹.

4 June 2025 – CONSOB, by resolution no. 23581 of 4 June 2025, approved, pursuant to Article 102, paragraph 4, of the Consolidated Law on Finance, the offer document relating to the planned transaction.

This document provided that for each Banca Popolare di Sondrio share tendered to the Offer, BPER Banca would pay a unit consideration represented by 1.450 newly issued ordinary shares of BPER, without nominal value, with regular dividend entitlement and the same characteristics as the ordinary shares of BPER already outstanding at the issuance date, subject to the adjustments described in the Offer Document.

The acceptance period of the offer, agreed with Borsa Italiana s.p.a., started at 8:30 a.m. (Italian time) on 16 June 2025 and ended at 5:30 p.m. (Italian time) on 11 July 2025, and it was later extended pursuant to the provisions of the offer document.

2 July 2025 – the Italian Competition and Markets Authority (the “AGCM”) authorised the transaction for the acquisition of control of Banca Popolare di Sondrio subject to the execution of the sale of 6 branches (of which 5 of BPER and 1 of Banca Popolare di Sondrio) to banking operators within ten months from the date of authorisation of the transaction.

BPER Banca deemed that the condition set by the AGCM was fully in line with the objectives of the offer and, therefore, it could be considered occurred.

3 July 2025 – the Board of Directors of BPER Banca resolved to increase the consideration of the offer and to pay, for each share of Banca Popolare di Sondrio tendered to the offer, an overall consideration consisting of the consideration in shares indicated in the offer document, equal to No. 1.450 newly issued BPER Banca shares in execution of the Share Capital Increase Reserved to the offer, and an additional consideration in cash equal to Euro 1.00.

Based on the official price of BPER Banca shares recorded on the reference date of 5 February 2025, equal to Euro 6.570, the increased Overall Consideration as indicated above represents a “monetary” valuation equal to Euro 10.527 for each share of Banca Popolare di Sondrio and thus incorporates a premium of 17.8% compared to the price of BP Sondrio shares registered on the same date (Euro 8.934).

15 July 2025 – Equita SIM s.p.a. (in its capacity as intermediary in charge of coordinating the collection of acceptances) communicated that No. 263,633,476 Shares of Banca Popolare di Sondrio, representing a percentage equal to approximately 58.15% of its share capital, had been tendered to the offer.

Considering: (i) the No. 263,633,476 Banca Popolare di Sondrio shares, representing a percentage equal to approximately 58.15% of its share capital, that had been tendered to the offer, and (ii) the No. 1,550,000 issuer shares, representing a percentage equal to approximately 0.34% of the issuer's share capital, held directly by the offeror, based on the final results of the Offer, BPER Banca – as of the payment date of 18 July 2025 - held a total of No. 265,183,476 shares of Banca Popolare di Sondrio, representing a percentage equal to approximately 58.49% of its share capital.

Based on the results achieved, BPER Banca confirmed the reopening of the Terms, pursuant to and in accordance with Article 40-bis, paragraph 1, letter a) of the Issuers' Regulation. Therefore, the Acceptance Period was reopened for five Trading Days, namely, for the sessions of 21 July, 22 July, 23 July, 24 July and 25 July 2025. The payment date in relation to the reopening of the Terms was scheduled for 1 August 2025.

25 July 2025 – at the end of the second tender period, additional No. 100,660,069 Banca Popolare di Sondrio shares, representing a percentage equal to approximately 22.20% of its share capital, were tendered to the offer. Considering: (i) the No. 263,633,476 shares, representing a percentage equal to approximately 58.15% of the share capital of Banca Popolare di Sondrio, already tendered to the offer during the first Acceptance Period, (ii) the No. 1,550,000 Shares, representing a percentage equal to approximately 0.34% of the issuer's share capital, held directly by the offeror, on the payment date of the reopening of terms (i.e., 1 August 2025), BPER Banca held a total of No. 365,843,545 Shares of Banca Popolare di Sondrio, representing a percentage equal to approximately 80.69% of the share capital.

Based on the aforementioned results, the conditions for the delisting of Banca Popolare di Sondrio pursuant to Articles 108, paragraphs 1 and 2 of the Consolidated Law on Finance and/or Article 111, paragraph 1, of the Consolidated Law on Finance have not been met, and therefore the Shares will continue to be traded on Euronext Milan. Moreover, it should be noted that BPER Banca, having obtained a shareholding higher than 66.67% of the share capital, has sufficient votes to approve the resolutions in the Issuer's Extraordinary Shareholders' Meeting, including the Merger.

9 In accordance with the regulations in force, the Board of Directors of BPER also provided the information pursuant to Article 2343-quarter, para. 3, letters a), b), c) and e) of the Italian Civil Code.

3.3 Other significant events during the first half of 2025

A summary of other significant events occurring during the first half of 2025 is reported below.

Transfer of the E-money business from Bibanca to the Parent Company

After obtaining the authorisation from the European Supervisory Authority on 27 January 2025, BPER Banca and its subsidiary, Bibanca, finalised the transfer of the E-money business to the Parent Company thereby giving legal effect to the Demerger Deed stipulated on 16 January 2025. The transfer of activities to a single entity allows the Group to align monitoring of the business and its pricing with market best practice, optimise relations with payment circuits and simplify the internal governance model.

BPER Banca: Additional Tier 1 notes issued in July 2019

On 19 May 2025, in accordance with the Terms and Conditions of the “Euro 150,000,000 Convertible Additional Tier 1 Capital Notes” BPER Banca gave notice to Noteholders that, as a result of the Cash Dividend of Euro 0.60 payable to Shareholders of record on 20 May 2025, pursuant to Condition 8.2.1(iii)(a) and effective as of 19 May 2025:

- the Voluntary Conversion Price was adjusted from Euro 4.20 to Euro 3.99, and
- the Threshold Amounts were adjusted as follows in respect of the Relevant Fiscal Years:
 - 2025: from Euro 0.29 to Euro 0.2759;
 - 2026: from Euro 0.30 to Euro 0.2855.

Notice of voluntary early repayment of subordinated bond loan “Banca Monte Lucca s.p.a. 2020-2030 Fixed Rate Reset Callable Tier II”

On 30 June 2025, BPER carried out the early redemption of the subordinated bond loans called “Banca Monte di Lucca s.p.a. 2020-2030 Fixed Rate Reset Callable Tier II”, having obtained the authorisations from the relevant Supervisory Authority. The Bond Loan Terms and Conditions provide for redemption in full and in advance of the maturity date (30 June 2030), pursuant to art. 8 (Early Redemption and/or Purchase) of the Terms and Conditions.

The Bond Loan was repaid at par (at 100% of the outstanding Nominal Value of Euro 4,000,000), plus interest accrued up to the repayment date (excluded), pursuant to the provisions of art. 13 (Payments) of the Terms and Conditions. Following early repayment, the Bond Loan was cancelled.

3.4 Events after the reporting period as at 30 June 2025

In addition to the content reported in the previous paragraphs in relation to the timeline of events that led BPER Banca to the acquisition of Banca Popolare di Sondrio s.p.a., the following subsequent events should be noted.

Rating Update - S&P

On 21 July 2025, S&P Global Ratings affirmed BPER Banca’s long- and short-term issuer credit ratings to “BBB/A-2” and maintained the stable outlook. The rating agency also expects that Banca Popolare di Sondrio will be fully integrated into BPER Banca over the next 12 months and considers that this acquisition will strengthen BPER’s market position and support its business growth strategy.

2025 EBA stress test results

On 1 August 2025, the European Banking Authority (EBA) published the results of the EU-wide stress test conducted in cooperation with the Bank of Italy, the European Central Bank (ECB) and the European Systemic Risk Board (ESRB).

The stress test does not contain any pass/fail thresholds. The test, however, is designed to be used as an important source of information for the purposes of the Supervisory Review and Evaluation Process (SREP).

The results thus assist competent authorities in assessing BPER Banca Group’s ability to meet applicable prudential requirements under stressed scenarios.

The results of the test are shown below:

- baseline scenario: 2027 transitional CET1 ratio at 16.35%, corresponding to 131 bps higher than the CET1 ratio as at 31 December 2024 – restated;
- adverse scenario: 2027 transitional CET1 ratio at 14.10%, corresponding to 93 bps lower than the transitional CET1 ratio as at 31 December 2024 – restated. The year with the highest impact is 2025, with a total impact of 94 bps compared to the starting value.

The adverse stress test scenario was set by the ECB/ESRB and covers a three-year time horizon (2025-2027). The stress test was carried out applying a static balance sheet assumption as at December 2024 and therefore does not take into consideration future business strategies and management actions. It is neither a forecast of BPER Group's profits, nor does it include the effects of the public tender and exchange offer on all the ordinary shares of Banca Popolare di Sondrio s.p.a..

The comparative figure as at 31 December 2024 is a restated value, as it includes the estimated impact of the regulatory changes effective from 1 January 2025 related to the entry into force of CRR3 and CRD6.

Change in Share Capital

On 4 August 2025, BPER Banca notified, pursuant to article 85-bis of Consob Regulation no. 11971/1999 as subsequently amended ("Issuers' Regulation"), the new composition of its share capital following the execution of the paid-in share capital increase in a divisible form and with exclusion of the option right pursuant to Article 2441, paragraph 4, first sentence, of the Italian Civil Code reserved to the voluntary public tender and exchange offer launched by BPER on all the ordinary shares of Banca Popolare di Sondrio s.p.a., thoroughly described in paragraph 3.2 above.

Considering that at the end of the acceptance period on 11 July 2025, no. 263,633,476 ordinary shares of BP Sondrio were tendered to the Offer, on 18 July 2025 BPER issued no. 382,268,540 BPER ordinary shares with no par value, with regular entitlement and the same characteristics as the shares outstanding as of the issuance date. Furthermore, considering that during the reopening of the terms period ended on 25 July 2025, no. 100,660,069 ordinary shares of BP Sondrio were tendered to the Offer, on 1 August 2025 BPER issued no. 145,957,100 BPER ordinary shares with no par value, with regular entitlement and the same characteristics as the shares outstanding as of the issuance date. The newly issued shares of BPER were allocated to the BP Sondrio shareholders tendering to the Offer as a share component of the Offer consideration.

BPER Banca's new share capital is composed of no. 1,949,849,964 ordinary shares with no par value, for a total amount of Euro 2,909,962,900.57.

4. VALUE CREATION FOR THE STAKEHOLDERS OF THE BPER BANCA GROUP

4.1 Sustainability targets of the BPER Banca Group

In the BPER Banca Group's view, sustainability should be understood as a real driver of global development, capable of improving competitiveness and building shared value for all stakeholders.

The BPER Group has organised a pathway to sustainability by adopting an integrated strategy, capable of combining business growth and financial strength with social and environmental sustainability, thereby creating long-term value and continuing its own path of sustainable growth, as set out in the United Nations 2030 Agenda for Sustainable Development and the principles of the UN Global Compact, which the Bank has been a member of since 2017.

As a confirmation of this, the Group has always shown great attention to ESG issues, and over the course of the years it has been preparing Business Plans with sustainability-related objectives. In fact, the latter was already fully integrated in the old 2022-2025 Business Plan "BPER e-evolution", which was terminated ahead of time after the early achievement of the main economic-financial targets envisaged therein, and confirmed in the new 2024-2027 Business Plan "B:Dynamic|Full Value 2027".

The new Business Plan is consistent with the Group's modernisation path and continues the integration of ESG factors into business processes, with the aim of remaining a leader in the management of ESG issues in order to be a credible partner for customers in their transition path.

The Business Plan is monitored periodically: in particular, projects with ESG impact are monitored quarterly and submitted to the Sustainability Committee.

To consolidate this process, in January 2024 the Regulations governing the Business Plan, Annual Budget and Funding Plan were updated in order to integrate the climate-related KPIs, thus enabling a complete integration of ESG factors into the company's strategy.

For further information on the project areas above, please refer to the Consolidated Sustainability Statement as at 31 December 2024 under the BPER Banca Group 2024 Reports.

The BPER Banca Group's Consolidated Sustainability Statement was prepared pursuant to Italian Legislative Decree no. 125/2024, which implements the Corporate Sustainability Reporting Directive in compliance with the European Sustainability Reporting Standards (ESRS) and Regulation (EU) no. 2022/2453.

In incorporating sustainable development into its lending strategy, the BPER Banca Group is inspired in particular by the following regulatory sources, agreements and principles: Paris Agreement on Climate Change, Effort Sharing Regulation, commitments made by the BPER Banca Group within the Net-Zero Banking Alliance, Recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) and Task Force on Nature-Related Disclosures (TNFD), United Nations Global Compact (UNGC), as well as the UNEP FI Principles for Responsible Banking which BPER has endorsed since 2021.

The BPER Banca Group encourages the application of Regulation (EU) 2020/852, known as the "European Taxonomy", in order to support environmentally sustainable activities.

For further details on membership in international initiatives and domestic networks and associations please refer to <https://group.bper.it/en/sustainability>.

The Consolidated Sustainability Statement, together with the:

- "2024 ESG Report - Additional information", aimed at ensuring the completeness and transparency of the ESG disclosure included in the Consolidated Sustainability Statement, in order to meet the requests of all stakeholders, among which the main agencies that assign ESG ratings. The Consolidated Sustainability Statement is not fully comparable with the previous Consolidated Non-Financial Statement pursuant to Italian Legislative Decree No. 254/2016, prepared in accordance with the "Global Reporting Initiative Standards" (GRI Standards);
- the "2024 Responsible Banking Progress Statement" of the Principles for Responsible Banking", which contains the steps taken and the commitments undertaken by the Group to achieve the UN Sustainable Development Goals;

are the public documents whereby the Bank highlights the initiatives implemented to promote responsible and sustainable banking, as well as to evaluate and manage environmental, social and governance risks.

ESG Management

In the first half of the year, the Group continued with the process of incorporating sustainability issues. Described below are the main areas of action:

- Following its membership to the Net Zero Banking Alliance (NZBA) in March 2022, BPER Banca set decarbonisation targets, monitoring their progress level, for its portfolios on six of the ten high carbon footprint sectors identified by the NZBA, monitoring the achievement, in line with the Bank's ambitions to support the sustainable transition and according to the timelines defined by the Alliance:
 - August 2023: the Bank defined and published the first decarbonisation targets for some “priority” sectors: “Power Generation” and “Oil & Gas”; by adopting a phase-out strategy for the “Coal” sector (non-significant exposure) as set out in the ESG-linked Loan Origination Policy.
 - December 2024: the Bank communicated to the Market the second tranche of targets, including the “Iron and Steel”, “Aluminium” and “Commercial Real Estate” sectors.
 - May 2025: in line with the requirements of the Alliance and in order to achieve the publication of the remaining decarbonisation targets, the Bank analysed its loan portfolios and identified “Agriculture” as the final tranche to be published.

For the remaining sectors identified by the Alliance and not subject to publication, the following reasons should be noted:

- Cement: due to the limited significance in terms of exposure and due to the structural interventions required for decarbonising the sector, which are beyond the Bank's direct control.
- Transportation: for the limited significance in terms of exposures and for the limited applicability of the target setting methodologies for counterparties that are actually included in the Group's portfolio.
- Residential immovable property: given the high exposure and in line with other peers, the Group decided, for the time being, to continue monitoring its portfolio, but not to communicate a target that would not be achieved in the absence of efficient public policies;
- climate and environmental risks continue to be included in Risk Management processes;
- “ESG Ratings” were managed, which assign a rating to the Bank in accordance with the calendar of the various rating agencies (S&P's CSA, MSCI ESG, ISS ESG, Sustainable Fitch, Morningstar Sustainalytics, Standard Ethics, CDP);
- as early as in the first half of 2024, the “ESG Data Model” project was launched as a tool to help manage the ESG data required for both reporting and loan granting activities, and useful for the different bank functions. In the first half of 2025, BPER Banca defined the objectives and set-up of the implementation plan, as part of the new 2024-2027 Business Plan “B:Dynamic | Full Value 2027”. Indeed, the management of ESG data is an enabling factor for the gradual development of bank processes with the integration of ESG factors.
- analyses and assessments for the issue of green bonds are underway, in line with the targets of the current Business Plan;
- ESG-related training and dissemination activities continued through training courses and awareness raising campaigns targeting not only employees but also young students involved in Financial Education projects;
- strengthening of the BPER Bene Comune (Common Good) Service in support of the Third Sector and Impact lending.
- continuation of the activity of the Board-internal Sustainability Committee and the ESG Managerial Committee;
- the BPER Banca Group has been added to the FTSE4Good, to the MIB ESG Index and, in 2024, it was included by S&P in the Sustainability Yearbook 2024, as well as being confirmed in the Sustainability Yearbook 2025;
- ESG targets were included on a yearly basis into the short-term incentive plan - MBO 2025¹⁰;
- ESG targets were included into the 2024-2027 long-term incentive plans (ILT) for KPI measurement¹¹.

4.2 Human resources

The human resources of the BPER Banca Group are coordinated by the Chief People Officer (CPO) function, which works in close collaboration with the various personnel functions at Group banks and companies.

Recruiting and Employer Branding

The first half of 2025 was characterised by a stabilisation of people under temporary contracts in support of the commercial activities of the distribution network, with a particular focus on resources belonging to the protected categories. The company also confirmed its commitment to recruiting specialist resources from the market, for central organisational structures. The number of resources in the areas of CIB, IT, Digital Business and Controls is particularly significant. As of January 2025, the Employer Branding plan has been launched, in an effort to strengthen the BPER Banca Group's position as “best place to work” in the Italian landscape. During these six months, Talent Attraction initiatives and projects were kicked off in collaboration with

¹⁰ Please refer to the contents of the Explanatory Notes on Equity-based payments.

¹¹ See previous note.

Italy's most prestigious Universities. The partnerships with 10 of the main Italian Universities were strengthened. More than 20 events were held, involving over 850 students met during career fairs, in-class teaching events and orientation sessions for recruiting interviews. Visibility was amplified on social media, in particular LinkedIn, including through the introduction of reels featuring young employees, with the aim of promoting employer branding in an authentic and engaging way. The Internship offer was strengthened and enhanced, with structured six-month training programmes in the company.

People Management

The management activity of the first half of 2025 focused on two main directives:

- activation of the Business Plan projects that involved organisational interventions for the Distribution Network and the Central Management Structures;
- continuation of Reskilling activities through a comprehensive range of management and training tools and organisational role redeployment.

The main organisational actions in the Distribution Network involved:

- the rationalisation of the Commercial Network in 9 Regional Departments, 29 Territorial Departments and 38 Corporate Centres;
- the activation of a tailor-made integrated advisory service for Personal customers, which involved the creation of a new role (Premium Personal Advisor) with a strong focus on financial, asset and insurance advisory, including topics relating to succession plans;
- strengthening of the Digital channel, an increasingly central element of the Group's distribution model, with an increase of the personnel dedicated to the Online Branches ('Filiali Online', FOL). Moreover, a specialised segment of the FOL, dedicated to Personal customers, was activated with the aim of increasing the advanced advisory proposition and, more in general, improving the level of service for more digitally inclined customers. In May, an additional area of expertise was activated in the FOL, in order to provide highly qualified support in the management of real estate financing procedures. The Personnel provides advice and support to Consumer customers in the choice and subscription of mortgage loans, mortgage insurance and mortgage vouchers, ensuring high-quality and tailor-made remote services with the aim of facilitating the access to BPER's mortgage loan catalogue, ensuring transparency and attention to customer needs. All the aforementioned segments of the FOL were strengthened with in-house personnel.
- the plan to strengthen the physical network (starting from 1 July 2025) with insurance specialists with a view to creating a role for specialised advisory in the provision of insurance solutions. The activity is supported and coordinated by Central Management, which is staffed with highly specialised insurance professionals.
- the start of a pilot engagement in 3 Territorial Departments of the Group to test a new service distribution model for the POE and Small Business segments, with an additional focus on Agri customer segment. The objective is specialising the customer coverage model, meeting the needs of every segment and, at the same time, capturing the untapped potential of the customers.

Several organisational changes were carried out and managed in the General Management structures, with the purpose of improving support to several functional areas and optimising and rationalising activities and processes.

In the Corporate Investment Banking (CCIBO) area, in addition to improving the portfolios of Corporate/Large Corporate customers, a new structure dedicated to coordinating the services to Corporate customers was created: in addition, structures specialising in Strategic Marketing, Corporate Finance and Structured Finance were also established.

A major reorganisation was carried out in the Chief Audit Officer (CAO) area, to obtain an increasingly effective and strategic oversight.

In the Retail and Commercial Banking (CRCBO) area, the Sales and Distribution Planning Department was reorganised with the creation of structures specifically dedicated to Pricing, while the Agri Banking Service was restructured with the creation of organisational units dedicated to: Agri Solutions, Agri Specialists, Agri Sales (North, Centre and South), starting from 01/07/2025. These are some of the initiatives fitting within the Bank's reorganisation process to increase the operational and commercial efficiency and effectiveness of the structures, which were implemented mainly through the professional enhancement and reskilling of internal resources.

In the first quarter of 2025, the "Workforce Transformation" Project was launched, which includes the following two main "work streams":

- joint HR/Manager mapping of resources with the potential to work in higher value roles or with characteristics that make a person specifically suitable for a growth path in management;
- Academy Model: gradual activation of role-specific Academies based on the reskilling and upskilling needs of the aforementioned resources (see para. Academy).

Resource planning

As for resource planning, over 500 staff exits were reported during the first half of 2025, primarily as part of the workforce optimisation manoeuvre under the current Business Plan.

In order to identify any possible critical situations well in advance, systematic personnel analysis and planning activities were developed.

Remuneration policies

In the first half of 2025, the Shareholders' Meeting approved the Report on Remuneration Policy and Compensation Paid. The Chief People Officer (CPO) functions, working together with other competent business functions, have helped the Governing Bodies define remuneration policies based on analyses and monitoring of the Group and the banking system. These activities guaranteed consistent implementation of the resolutions adopted at the Shareholders' Meeting, while also defining and managing the Management By Objectives (MBO) process, the performance incentive and the Long-Term Incentive (LTI) plans. The 2025 Remuneration Policy is strictly related to the strategic guidelines set out in the Business Plan "B:Dynamic | Full Value 2027", with reference to the economic-financial objectives and the environmental, social and governance impact.

In particular, the 2025 Remuneration Policy is based, among other things, on the following principles:

- alignment between remuneration and sustainable performance, through a variable remuneration policy structured into short and long-term incentives intended for an increasingly broader section of company staff and specifically broken down by business segment;
- challenging economic and financial objectives to make a positive impact on the environment and society; objectives that adequately take risk issues into account;
- entry gates to incentive schemes consistent with supervisory requirements, stringent deferral mechanisms, pay-mix involving the use of financial instruments;
- monitoring gender neutrality in the remuneration policy as part of the equity pay gap within a structured framework of Diversity & Inclusion-related initiatives; proactively keeping up with domestic and European legal frameworks in a constantly evolving scenario.

Academy

Project work groups were started in the first half of 2025 to activate initiatives included in the Business Plan "B:Dynamic | Full Value 2027".

In relation to the Training component, BPER created B:Academy, a tool of excellence to strengthen the existing skills of employees and develop new skills, in line with the Group's growth trends and reskilling and upskilling policies. Pathways for training and certification of skills and knowledge are provided for both network and central structure employees.

During the first half of 2025, the following Academies were launched: New Branch Managers, Personal Academy, FOL (Online Branch) Academy and a vertical path intended for Small Businesses and Corporate Single Contact Points, Small Business Operators.

ESG-related upskilling activities have also been pursued, with courses dedicated to the Credit supply chain and to strengthen credit skills in continuity with a previous training programme.

The delivery of the training plan for the first half of 2025 was mostly characterised by digital training activities, with the exception of some courses held in person, such as the kick off meeting for the New Branch Managers, which laid the foundations for successful remote learning.

Various training courses were also launched, designed ad hoc based on the real needs of internal customers, to best support the reorganisation of some Departments in progress and in the making, with varied and well-structured underlying objectives.

Some examples: facilitating the creation of a shared and efficient language (CAO), to provide vision and inspiration (CIO), to promote cooperation and new businesses (Project for BPER Bene Comune).

Training activity continues on the LMS "B:Learning" platform, which contains regulatory and mandatory courses, numerous tutorials built by service model relating to onboarding to the role, processes, procedures and products relating to individual service models, with new content dedicated to Diversity and Inclusion and BPER Insieme per le Donne.

Moreover, in July, a series of webinars, focussing on the value of diversity and the multidisciplinary and scientific approach to this topic, has been held for the launch of the BPER Diversity Days.

A Training Committee was established in January 2025, comprising the CPO and Control Functions to simplify, reorganise and increase the efficiency of the training courses that are mandatory under current regulations, by law or under internal provisions.

Mandatory training courses continued to be delivered online and asynchronously and, in the first half of the year, they mainly concerned the following topics:

- IT Security, a cyclical training plan;
- General course on Legislative Decree no. 231/2001 and on Framework 231 in the BPER Group;
- Whistleblowing;
- Payment Services (in relation to transparency);
- Conflicts of interest.

The aforementioned courses are for all employees of BPER Banca.

In the first half of the year, the first tranches of training courses due for completion in September 2025, were also made available to colleagues who have to maintain their IVASS and MIFID certifications.

Training activities on Health and Safety also continued to be delivered, with courses being held mainly in person in compliance with regulatory provisions.

Development & Talent

In the first half of 2025, activities to develop and enhance the value of the human capital continued in line with the company's strategic objectives.

With regard to upskilling, online coaching sessions continued to be provided to both newly appointed and more experienced managers. These courses, designed to strengthen leadership and change management skills, are a concrete opportunity for personal and organisational growth. In particular, a one-on-one coaching project launched at the end of 2024, which involved 35 managers, was successfully completed, while a new cycle has begun, with the participation of an additional 25 managers. At the same time, "tailor-made" Corporate Coaching and Team Coaching sessions have been planned for specific Departments, with the aim of supporting teams during phases of transformation and strategic development.

After the Mapping of roles and skills for the entire organisation was concluded in 2024, the professional system of roles has constantly been updated and consolidated in accordance with the several reorganisations which occurred during the first half of 2025 and are intended to ensure the best control of the various functions and market areas. Regular updates ensure that the professional system is aligned with organisational changes, facilitating the management of HR processes.

Succession Plans, an essential tool to ensure management continuity and the enhancement of the value of internal resources, have been updated in continuity with 2024.

Following the conclusion of the 2023-2024 Talent Programme "Switch on your Sparkle", a Group-wide talent review was carried out to "discover" the key resources to invest in.

Diversity, Equity & Inclusion

In the first half of 2025, BPER Banca further consolidated its commitment to promoting a work environment that is inclusive, equal and respectful of diversity and of the value of people as a strategic element for the innovation and sustainable growth of the Group.

An important step in this direction was taken on 12 June 2025, with the Board of Directors of the Parent Company approving the new *Group Policy on Diversity, Equity and Inclusion* (DEI). This document strengthens the guiding principles and concrete actions to ensure equal opportunities at all organisational levels, with particular attention to gender equality, inclusion of disabled people and support for gender affirmation processes. The document was disseminated to the Group Companies with a dedicated Directive.

The key additions include the establishment of the Disability Manager in the Parent Company, in charge of coordinating the cross-cutting initiatives for inclusion and being the internal and external point of reference for topics concerning disability.

In the first half of the year, the planned activities have been carried out in line with the objectives outlined in the Business Plan. Initiatives also continue, in association with the "2023-2025 Three-year Operational Plan for the Enhancement of Gender Diversity", which was deemed compliant with the UNI/PdR 125:2022 Reference Practice and in line with Target 5 of the 2030 UN Agenda. This plan aims at defining a structured path to support gender equality.

To bear witness to the concrete commitment to the topic, in 2024 BPER Banca gained two important certifications: the IDEM Gender Equality and the UNI/PdR 125:2022, which favoured the adoption of a Gender Equality Management System with dedicated organisational units. The webinars "*Oltre il rosa – Economia e autonomia secondo Azzurra Rinaldi*" have also continued, as did other cultural initiatives aimed at enhancing the value of female talent.

For the sixth consecutive year, in 2025 BPER Banca was included among the "Top Employers" in Italy, bearing witness to its excellence in the management of human resources and in the promotion of organisational well-being.

The Group continued to play an active role in the Italian landscape by participating in initiatives such as "D&I in Finance" promoted by ABI, where it presented the programme "The Power of Neurodiversity", dedicated to enhancing the value of neurodivergence.

People analytics & digital experience

In the first half of 2025, activities to support the digitalisation of HR processes continued, contributing to evolving the user experience through solutions dedicated to operating efficiency and continuous improvement.

In the first half of 2025, four new Career Sites (for BPER Banca and the main Group Companies) and a completely digital onboarding process for new hirings have been released. The 2024 MBO management activities and the 2024 Performance Management assessment phase were successfully completed. Moreover, the 2024 IP incentive process was also carried out as was phase of assigning objectives for the 2025 Performance Management process.

Functional advisory and the controls required for the execution of payroll and administrative requirements have been ensured, in addition to the release of new self-service features for the Group's employees. New reports and analyses to support all the areas governed by the Chief People Officer were released, with the aim of favouring data-driven decisions. Data-driven insight generation was strengthened with the introduction of studies based on Business Intelligence and Data Science use cases.

Labour relations

With reference to the Group's trade union relations, the dialogue with Trade Unions continued constructively, with constant discussions on the topics required by the law and by the National Collective Labour Agreement (CCNL).

Relations were characterised by continuous dialogue and sharing of information concerning potential fallout on employees.

In the first half of 2025, 30 dialogue days with the Group's Trade Unions have been held, with the aim of delving into, *inter alia*, topics and initiatives relating to the 2024-2027 Business Plan, such as the development of the BPersonal project, the reorganisation of the Bancassurance segment and the evolution of the Online Branches.

In the first half of the year, a certain level of attention was paid to pursuing the best work-life balance for employees, using the tools made available by the CCNL or second-level agreements.

Work has continued for further develop the Welfare plan in light of the changes made to regulations governing corporate welfare, the steady increase in the use of benefits and services by employees.

In the first half of 2025, the planned exits were managed with either direct access to the pension system or with access to the extraordinary support of the solidarity fund, as defined in the trade union agreements signed in the previous years.

Administrative requirements

During the first half of 2025, individual contracts were finalised for the onboarding of about 150 resources, including 71 specialist roles, some of very high standing, and 60 resources whose initial temporary agency contracts were stabilised with permanent contracts.

More than 800 part-time contracts were managed, in the form of new concessions involving the reduction from full-time hours, extensions of previous contracts, or change in working hours.

Labour Law and Staff Office

The Labour Law & Litigation office provided regulatory safeguards on labour law matters, giving advice to both the CPO area and the corresponding units of the Group's Banks and Companies.

The unit also addressed disciplinary measures by fulfilling the relevant procedures and processes required by applicable regulations. Finally, the unit managed in- and out-of-court litigation (lawsuits with the Bank acting as plaintiff or defendant) relating to Parent Company's staff.

5. SCOPE OF CONSOLIDATION OF THE BPER BANCA GROUP

5.1 Composition of the Group as at 30 June 2025

The BPER Banca Group has been registered since 7 August 1992 with code no. 5387.6 in the Register of Banking Groups referred to in art. 64 of Legislative Decree 385 of 1 September 1993.

The following is a list of the Banks and Companies included in the scope of consolidation as at 30 June 2025, distinguishing between Banks and Companies consolidated on a line-by-line basis and Banks and Companies, whether or not belonging to the Group, consolidated under the equity method.

The BPER Banca Group has decided to align the consolidation methodology used for accounting purposes with that required for prudential reporting purposes. This is discussed further in the Consolidated Explanatory Notes to this Consolidated Half-Year Report as at 30 June 2025.

Reported below are the percentages held by the Group¹² in each company, with further specific information provided, where necessary, by means of footnotes.

Banking Group companies consolidated on a line-by-line basis:

- BPER Banca s.p.a., based in Modena (Parent Company);
- BPER Bank Luxembourg s.a., based in the Grand Duchy of Luxembourg (100%);
- Banco di Sardegna s.p.a., based in Cagliari, which is held as follows: 100% of the ordinary shares and 96.578% of the preference shares, representing 99.486% of total capital;
- Bibanca s.p.a., based in Sassari (99.080%);
- BPER Real Estate, based in Modena, real estate company (100%)¹³;
- Modena Terminal s.r.l., based in Campogalliano (Modena), the activities of which are the storage of goods, the storage and ageing of cheeses and the cold storage of meat and perishable products (100%)¹⁴;
- BPER Factor s.p.a., based in Bologna, a factoring company (100%);
- Sardaleasing s.p.a., based in Sassari, leasing company (99.779%)¹⁵;
- Arca Holding s.p.a.¹⁶, based in Milan (57.061%);
- Arca Fondi SGR s.p.a. based in Milan, asset management company wholly owned by Arca Holding s.p.a.;
- Finitalia s.p.a. based in Milan, company that specialises in consumer lending (100%).
- Banca Cesare Ponti s.p.a., based in Milan (100%).

Other subsidiaries consolidated under the equity method¹⁷:

- Estense Covered Bond s.r.l. based in Conegliano (Treviso), a special purpose vehicle for the issue of Covered Bonds under art. 7 bis of Law 130/99 (60%);
- BPER Trust Company s.p.a., based in Modena, with the role of trustee for trusts established by customers, as well as providing advice on trust matters (100%);
- Estense CPT Covered Bond s.r.l., based in Conegliano (TV), a special purpose vehicle for the issue of Covered Bonds under art. 7 bis of Law 130/99 (60%);
- Carige Covered Bond s.r.l. based in Genoa, a special purpose vehicle for the issue of Covered Bonds under art. 7 bis of Law 130/99 (60%);
- Lanterna Finance s.r.l., based in Genoa, special purpose vehicle pursuant to Law no. 130/99 (5%);
- Lanterna Mortgage s.r.l., based in Genoa, special purpose vehicle pursuant to Law no. 130/99 (5%).

¹² Unless otherwise specified, the percentage shown refers to the Parent Company.

¹³ Held by: the Parent Company (78.988%) and Banco di Sardegna s.p.a. (21.012%).

¹⁴ The equity investment has been reclassified under "Non-current assets and disposal groups classified as held for sale" since 31 December 2024.

¹⁵ Held by: the Parent Company (52.846%) and Banco di Sardegna s.p.a. (46.933%).

¹⁶ The company is not a member of the Banking Group.

¹⁷ Following alignment of the scope of consolidation for accounting purposes with that used for supervisory purposes.

In addition to the above companies that belong to the Banking Group, the following direct and indirect subsidiaries are included in this cluster as at 30 June 2025, even though they are not included in the Group since they do not contribute to its banking activities¹⁸:

- Adras s.p.a. (100%);
- St. Anna Golf s.r.l., wholly-owned by BPER Real Estate s.p.a.;
- Commerciale Piccapietra s.r.l. (100%);
- Annia s.r.l., wholly-owned by BPER Real Estate s.p.a.

St. Anna Gestione Golf Società Sportiva Dilettantistica s.r.l., a subsidiary of BPER Real Estate through St. Anna Golf s.r.l., was excluded from the scope of consolidation as it was considered non-significant.

Associated companies consolidated under the equity method:

- Cassa di Risparmio di Fossano s.p.a., based in Fossano (Cuneo) (23.077%);
- Cassa di Risparmio di Savigliano s.p.a., based in Savigliano (Cuneo) (31.006%);
- Alba Leasing s.p.a., based in Milan (33.498%);
- Resiban s.p.a., based in Modena (20%);
- Unione Fiduciaria s.p.a., based in Milan (24%);
- Sarda Factoring s.p.a., based in Cagliari (21.484%)¹⁹;
- Lanciano Fiera - Polo fieristico d'Abruzzo - consortium based in Lanciano (33.333%);
- Nuova Erzelli s.r.l., based in Genoa (40%);
- Gility s.r.l. SB, based in Milan (45.732%);
- Gardant Bridge Servicing s.p.a., with registered office in Rome, a company specialising in debt recovery (30%).

¹⁸ Following alignment of the scope of consolidation for accounting purposes with that used for supervisory purposes.

¹⁹ Held by: Banco di Sardegna s.p.a. (13.401%) and the Parent Company (8.083%).

6. THE BPER BANCA GROUP'S RESULTS OF OPERATIONS

6.1 Balance sheet aggregates

The most important balance sheet aggregates and items as at 30 June 2025 are presented below on a comparative basis with 31 December 2024, in thousands of Euro, indicating the changes between periods in absolute and percentage terms.

For greater clarity in the presentation of the results for the period, the accounting schedules envisaged by the 8th update of Bank of Italy Circular no. 262/2005 are presented below on a reclassified basis. In particular:

- debt securities measured at amortised cost (under item 40 “*Financial assets measured at amortised cost*”) have been reclassified to the item “Financial assets”;
- loans mandatorily measured at fair value (included in item 20 c) “*Financial assets measured at fair value through profit or loss - other financial assets mandatorily measured at fair value*”) have been reclassified to the item “Loans”;
- “Other assets” includes items 110 “*Tax assets*”, 120 “*Non-current assets and disposal groups classified as held for sale*” and 130 “*Other assets*”;
- “Other liabilities” includes items 60 “*Tax liabilities*”, 70 “*Liabilities associated with assets classified as held for sale*”, 80 “*Other liabilities*”, 90 “*Employee termination indemnities*” and 100 “*Provisions for risks and charges*”.

Assets

	<i>(in thousands)</i>			
Assets	30.06.2025	31.12.2024	Changes	% Change
Cash and cash equivalents	7,585,046	7,887,900	(302,854)	-3.84
Financial assets	32,047,372	29,040,782	3,006,590	10.35
a) Financial assets held for trading	803,520	664,625	138,895	20.90
c) Other financial assets mandatorily measured at fair value	811,356	812,239	(883)	-0.11
d) Financial assets measured at fair value through other comprehensive income	5,376,595	5,694,010	(317,415)	-5.57
e) Debt securities measured at amortised cost	25,055,901	21,869,908	3,185,993	14.57
– banks	5,513,855	6,137,029	(623,174)	-10.15
– customers	19,542,046	15,732,879	3,809,167	24.21
Loans	94,208,869	91,806,382	2,402,487	2.62
a) Loans to banks	1,336,353	1,544,202	(207,849)	-13.46
b) Loans to customers	92,700,832	90,136,389	2,564,443	2.85
c) Loans mandatorily measured at fair value	171,684	125,791	45,893	36.48
Hedging activities	620,679	649,437	(28,758)	-4.43
a) Hedging derivatives	629,446	649,437	(19,991)	-3.08
b) Change in value of macro-hedged financial assets (+/-)	(8,767)	-	(8,767)	n.s.
Equity investments	305,286	302,494	2,792	0.92
Property, plant and equipment	2,454,306	2,502,191	(47,885)	-1.91
Intangible assets	712,669	710,763	1,906	0.27
– of which: goodwill	170,018	170,018	-	-
Other assets	6,593,943	7,691,483	(1,097,540)	-14.27
Total assets	144,528,170	140,591,432	3,936,738	2.80

Loans to customers

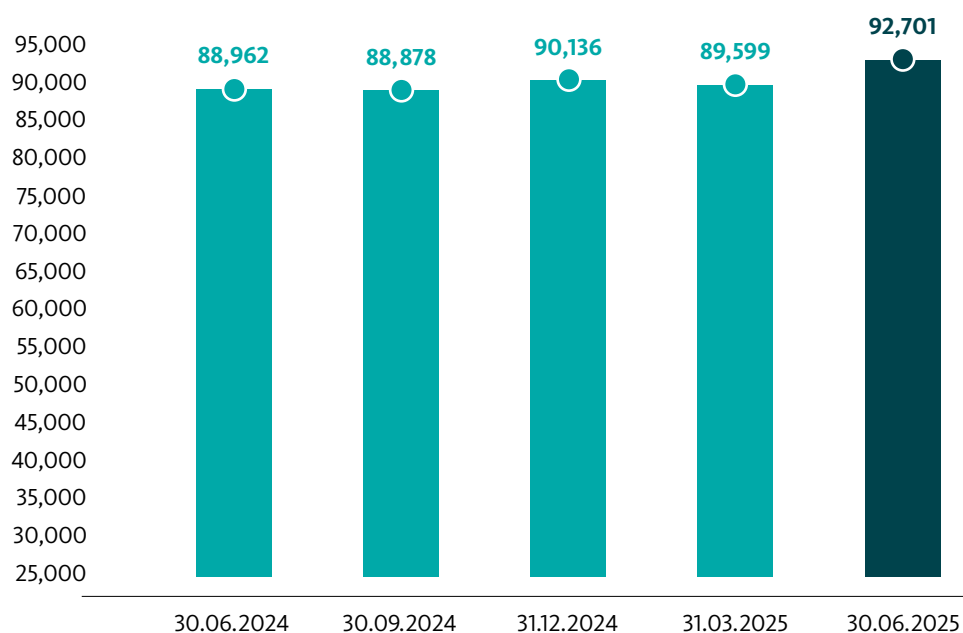
Net loans to customers are made up solely of the loans allocated to item 40 b) “Financial assets measured at amortised cost – loans to customers” in the assets section of the Balance Sheet.

<i>(in thousands)</i>				
Items	30.06.2025	31.12.2024	Changes	% Change
Current accounts	5,461,848	5,296,360	165,488	3.12
Mortgage loans	62,668,946	62,408,291	260,655	0.42
Repurchase agreements	519,847	-	519,847	n.s.
Leases and factoring	4,568,241	5,028,961	(460,720)	-9.16
Other transactions	19,481,950	17,402,777	2,079,173	11.95
Net loans to customers	92,700,832	90,136,389	2,564,443	2.85

Loans to customers, net of adjustments, totalled Euro 92,700.8 million (Euro 90,136.4 million as at 31 December 2024), up by Euro 2,564.4 million compared to 31 December 2024. The following type of products, among the others, increased: Other Transactions by Euro 2,079.2 million (+11.95%), driven by new bullet loans to corporate customers, mortgage loans by Euro 260.7 million (+0.42%), current accounts by Euro 165.5 million (+3.12%) and new repos by Euro 519.8 million. Leasing and factoring transactions were down by Euro -460.7 million (-9.16%).

NET LOANS TO CUSTOMERS

(amounts in millions)



(in thousands)

Items	30.06.2025	31.12.2024	Changes	% Change
Gross non-performing exposures	2,381,704	2,211,934	169,770	7.68
Bad loans	637,755	516,523	121,232	23.47
Unlikely-To-Pay loans	1,612,938	1,572,971	39,967	2.54
Past due loans	131,011	122,440	8,571	7.00
Gross performing exposures	92,226,360	89,747,423	2,478,937	2.76
Total gross exposure	94,608,064	91,959,357	2,648,707	2.88
Impairment losses on non-performing exposures	1,324,929	1,200,514	124,415	10.36
Bad loans	473,184	391,628	81,556	20.82
Unlikely-To-Pay loans	803,132	767,690	35,442	4.62
Past due loans	48,613	41,196	7,417	18.00
Impairment losses on performing exposures	582,303	622,454	(40,151)	-6.45
Total impairment losses	1,907,232	1,822,968	84,264	4.62
Net non-performing exposures	1,056,775	1,011,420	45,355	4.48
Bad loans	164,571	124,895	39,676	31.77
Unlikely-To-Pay loans	809,806	805,281	4,525	0.56
Past due loans	82,398	81,244	1,154	1.42
Net performing exposures	91,644,057	89,124,969	2,519,088	2.83
Total net exposure	92,700,832	90,136,389	2,564,443	2.85

At 30 June 2025, the provisions relating to non-performing loans amount to Euro 1,324.9 million (Euro 1,200.5 million as at 31 December 2024; +10.36%), for a coverage ratio of 55.63% (54.27% as at 31 December 2024), while the provisions for performing loans amounted to Euro 582.3 million (Euro 622.5 million as at 31 December 2024; -6.45%) and give a performing loans coverage ratio of 0.63% (0.69% as at 31 December 2024). The total coverage ratio is 2.02%, up compared with the figure at 31 December 2024 (1.98%).

(in thousands)

Loans to customers	30.06.2025		31.12.2024		% Gross change	% Net change	% Coverage ratio
	Gross	Net	Gross	Net			
1. BPER Banca s.p.a.	82,152,627	80,622,524	79,796,162	78,334,245	2.95	2.92	1.86
2. BPER Bank Luxembourg s.a.	299,807	293,458	288,239	282,804	4.01	3.77	2.12
3. Bibanca s.p.a.	4,251,181	4,161,219	4,011,207	3,936,180	5.98	5.72	2.12
4. Banco di Sardegna s.p.a.	7,232,465	7,104,084	7,184,042	7,056,100	0.67	0.68	1.78
5. Banca Cesare Ponti s.p.a.	118,117	117,613	97,813	97,410	20.76	20.74	0.43
Total banks	94,054,197	92,298,898	91,377,463	89,706,739	2.93	2.89	1.87
6. Sardaleasing s.p.a.	2,749,636	2,635,405	2,979,839	2,862,012	-7.73	-7.92	4.15
7. BPER Factor s.p.a.	2,048,631	2,018,547	2,298,190	2,271,434	-10.86	-11.13	1.47
8. Finitalia s.p.a.	390,586	382,968	401,131	393,470	-2.63	-2.67	1.95
Other companies and consolidation adjustments	(4,634,986)	(4,634,986)	(5,097,266)	(5,097,266)	-9.07	-9.07	-
Balance sheet total	94,608,064	92,700,832	91,959,357	90,136,389	2.88	2.85	2.02

(in thousands)

Non-performing loans	30.06.2025		31.12.2024		% Gross change	% Net change	% Coverage ratio
	Gross	Net	Gross	Net			
1. BPER Banca s.p.a.	1,908,165	852,303	1,803,060	837,448	5.83	1.77	55.33
2. BPER Bank Luxembourg s.a.	10,140	4,198	8,091	3,023	25.32	38.87	58.60
3. Bibanca s.p.a.	118,026	49,263	96,054	44,795	22.87	9.97	58.26
4. Banco di Sardegna s.p.a.	157,581	78,940	137,429	67,970	14.66	16.14	49.91
5. Banca Cesare Ponti s.p.a.	482	298	489	310	-1.43	-3.87	38.17
Total banks	2,194,394	985,002	2,045,123	953,546	7.30	3.30	55.11
6. Sardaleasing s.p.a.	139,510	52,532	126,647	44,028	10.16	19.31	62.35
7. BPER Factor s.p.a.	41,868	17,384	33,990	11,916	23.18	45.89	58.48
8. Finitalia s.p.a.	5,932	1,857	6,174	1,930	-3.92	-3.78	68.70
Balance sheet total	2,381,704	1,056,775	2,211,934	1,011,420	7.68	4.48	55.63
Non-performing loans (balance sheet total)/Loans to customers	2.52%	1.14%	2.41%	1.12%			

Net non-performing loans amount to Euro 1,056.8 million (+4.48% on 31 December 2024), equate to 1.14% of total net loans to customers (1.12% as at 31 December 2024), whereas, on a gross basis, the ratio of non-performing loans to loans to customers equates to 2.52% (2.41% as at 31 December 2024). The coverage of non-performing loans of 55.63% has increased compared with 31 December 2024 (54.27%).

(in thousands)

Bad loans	30.06.2025		31.12.2024		% Gross change	% Net change	% Coverage ratio
	Gross	Net	Gross	Net			
1. BPER Banca s.p.a.	482,091	136,552	379,935	99,036	26.89	37.88	71.68
2. BPER Bank Luxembourg s.a.	793	19	849	9	-6.60	111.11	97.60
3. Bibanca s.p.a.	30,552	2,369	23,300	5,011	31.12	-52.72	92.25
4. Banco di Sardegna s.p.a.	32,943	9,786	21,453	5,734	53.56	70.67	70.29
5. Banca Cesare Ponti s.p.a.	82	18	56	11	46.43	63.64	78.05
Total banks	546,461	148,744	425,593	109,801	28.40	35.47	72.78
6. Sardaleasing s.p.a.	67,157	13,413	68,301	13,067	-1.67	2.65	80.03
7. BPER Factor s.p.a.	21,703	1,918	20,098	1,513	7.99	26.77	91.16
8. Finitalia s.p.a.	2,434	496	2,531	514	-3.83	-3.50	79.62
Balance sheet total	637,755	164,571	516,523	124,895	23.47	31.77	74.20
Bad loans (Balance sheet total)/Loans to customers	0.67%	0.18%	0.56%	0.14%			

Net bad loans amount to Euro 164.6 million (+31.77% compared with 31 December 2024), accounting for 0.18% of total net loans to customers (0.14% as at 31 December 2024), whereas, on a gross basis, the ratio of bad loans to total loans to customers comes to 0.67% (0.56% as at 31 December 2024). The coverage of bad loans is 74.20%, down from 75.82% as at 31 December 2024.

(in thousands)

Unlikely-To-Pay loans	30.06.2025		31.12.2024		% Gross change	% Net change	% Coverage ratio
	Gross	Net	Gross	Net			
1. BPER Banca s.p.a.	1,378,752	689,098	1,374,028	706,340	0.34	-2.44	50.02
2. BPER Bank Luxembourg s.a.	9,049	4,010	6,966	2,831	29.90	41.65	55.69
3. Bibanca s.p.a.	39,702	17,240	33,023	15,423	20.23	11.78	56.58
4. Banco di Sardegna s.p.a.	108,482	58,852	100,967	51,576	7.44	14.11	45.75
5. Banca Cesare Ponti s.p.a.	294	198	318	208	-7.55	-4.81	32.65
Total banks	1,536,279	769,398	1,515,302	776,378	1.38	-0.90	49.92
6. Sardaleasing s.p.a.	65,672	34,863	49,527	25,234	32.60	38.16	46.91
7. BPER Factor s.p.a.	8,939	4,894	6,032	3,001	48.19	63.08	45.25
8. Finitalia s.p.a.	2,048	651	2,110	668	-2.94	-2.54	68.21
Balance sheet total	1,612,938	809,806	1,572,971	805,281	2.54	0.56	49.79
Unlikely to pay loans/Loans to customers	1.70%	0.87%	1.71%	0.89%			

Net unlikely-to-pay loans total Euro 809.8 million (+0.56% on 31 December 2024), representing 0.87% of total net loans to customers (0.89% as at 31 December 2024), while, on a gross basis, the ratio is 1.70% (1.71% as at 31 December 2024). The coverage of unlikely-to-pay loans has increased to 49.79%, compared with 48.81% as at 31 December 2024.

(in thousands)

Past due loans	30.06.2025		31.12.2024		% Gross change	% Net change	% Coverage ratio
	Gross	Net	Gross	Net			
1. BPER Banca s.p.a.	47,322	26,653	49,097	32,072	-3.62	-16.90	43.68
2. BPER Bank Luxembourg s.a.	298	169	276	183	7.97	-7.65	43.29
3. Bibanca s.p.a.	47,772	29,654	39,731	24,361	20.24	21.73	37.93
4. Banco di Sardegna s.p.a.	16,156	10,302	15,009	10,660	7.64	-3.36	36.23
5. Banca Cesare Ponti s.p.a.	106	82	115	91	-7.83	-9.89	22.64
Total banks	111,654	66,860	104,228	67,367	7.12	-0.75	40.12
6. Sardaleasing s.p.a.	6,681	4,256	8,819	5,727	-24.24	-25.69	36.30
7. BPER Factor s.p.a.	11,226	10,572	7,860	7,402	42.82	42.83	5.83
8. Finitalia s.p.a.	1,450	710	1,533	748	-5.41	-5.08	51.03
Balance sheet total	131,011	82,398	122,440	81,244	7.00	1.42	37.11
Past due loans/Loans to customers	0.14%	0.09%	0.13%	0.09%			

The net amount of past due loans of Euro 82.4 million (+1.42% compared with 31 December 2024) represents 0.09% of total net loans to customers (unchanged compared to 31 December 2024), whereas on a gross basis the ratio of past due loans to total loans to customers is 0.14% (0.13% as at 31 December 2024). The coverage of past due loans is 37.11% (33.65% as at 31 December 2024).

The breakdown of loans to non-financial corporates is reported below by the respective ATECO codes of economic activity:

<i>(in thousands)</i>		
Distribution of loans	30.06.2025	%
A. Agriculture, forestry and fishing	1,007,230	1.09
B. Mining and quarrying	127,561	0.14
C. Manufacturing	12,809,577	13.81
D. Provision of electricity, gas, steam and air-conditioning	1,306,238	1.41
E. Provision of water, sewerage, waste management and rehabilitation	808,734	0.87
F. Construction	2,630,858	2.84
G. Wholesaling and retailing, car and motorcycle repairs	6,698,824	7.23
H. Transport and storage	1,594,809	1.72
I. Hotel and restaurants	1,490,979	1.61
J. Information and communication	1,053,402	1.14
K. Financial and insurance activities	7,476	0.01
L. Real estate	3,311,317	3.57
M. Professional, scientific and technical activities	3,531,530	3.81
N. Rentals, travel agencies, business support services	1,191,458	1.29
O. Public Administration and defence, compulsory social security	-	-
P. Education	44,841	0.05
Q. Health and welfare	454,180	0.49
R. Arts, sport and entertainment	189,780	0.20
S. Other services	1,000,397	1.07
Total loans to non-financial corporates	39,259,191	42.35
Individuals and other not included above	44,211,375	47.69
Financial companies	5,993,270	6.47
Insurance	135,117	0.15
Governments and other public entities	3,101,879	3.34
Total loans	92,700,832	100.00

Financial assets and equity investments

Among financial assets, debt securities measured at amortised cost solely consist of bonds allocated to items 40 a) and b) “Financial assets measured at amortised cost – loans to banks and loans to customers” in the assets section of the Balance Sheet.

<i>(in thousands)</i>				
Items	30.06.2025	31.12.2024	Changes	% Change
Financial assets measured at fair value through profit or loss	1,614,876	1,476,864	138,012	9.34
– of which derivatives	646,874	575,695	71,179	12.36
Financial assets measured at fair value through other comprehensive income	5,376,595	5,694,010	(317,415)	-5.57
Debt securities measured at amortised cost	25,055,901	21,869,908	3,185,993	14.57
a) banks	5,513,855	6,137,029	(623,174)	-10.15
b) customers	19,542,046	15,732,879	3,809,167	24.21
Total financial assets	32,047,372	29,040,782	3,006,590	10.35

Financial assets amount to Euro 32,047.4 million, including Euro 29,927.0 million of debt securities (93.38% of the total). Of these, Euro 20,420.4 million relates to sovereign States and Central Banks (+24.86% compared with 31 December 2024) and Euro 6,703.2 million to Banks (-10.57% on 31 December 2024). Equity instruments come to Euro 698.1 million (2.18% of total), inclusive of Euro 658.6 million of stable equity investments classified in the FVOCI portfolio, Euro 27.8 million in securities held for trading (FVTPL) and Euro 11.6 million in other equity instruments mandatorily measured at FVTPL.

“Financial assets held for trading” include derivatives for an amount of Euro 646.9 million, up 12.36% in comparison to 31 December 2024, consisting of interest rate, currency and commodity derivatives traded with customers, derivatives relating to securitisation transactions, and forward currency trading (with customers and/or used in the management of the foreign exchange position).

(in thousands)

Financial assets	30.06.2025	31.12.2024	Changes	% Change
1. BPER Banca s.p.a.	29,718,251	26,732,907	2,985,344	11.17
2. BPER Bank Luxembourg s.a.	293,432	231,950	61,482	26.51
3. Bibanca s.p.a.	12	19,561	(19,549)	-99.94
4. Banco di Sardegna s.p.a.	1,644,609	1,664,500	(19,891)	-1.20
5. Banca Cesare Ponti s.p.a.	202,655	207,648	(4,993)	-2.40
Total banks	31,858,959	28,856,566	3,002,393	10.40
Other companies and consolidation adjustments	188,413	184,216	4,197	2.28
Total	32,047,372	29,040,782	3,006,590	10.35

(in thousands)

Items	30.06.2025	31.12.2024	Changes	% Change
Equity investments	305,286	302,494	2,792	0.92
of which subsidiaries	9,199	9,048	151	1.67
of which associates	296,087	293,446	2,641	0.90

Following alignment of the scope of consolidation used for accounting purposes with that used for prudential reporting purposes, as discussed in detail in the Explanatory Notes, this item comprises significant investments (non-Group companies subject to significant influence, usually being investments in which the equity interest is greater than or equal to 20%), subsidiaries that are not part of the Banking Group since they do not contribute to its banking activities, and Group companies not meeting the requirements of art. 19 of Regulation (EU) 575/2013 that are measured under the equity method.

The increase in the equity investments balance is attributable to adjustments to shareholders' equity value during the period.

Intangible assets

(in thousands)

Items	30.06.2025	31.12.2024	Changes	% Change
Intangible assets	712,669	710,763	1,906	0.27
of which goodwill	170,018	170,018	-	-

Among "Intangible assets", goodwill for an amount of Euro 170.0 million is allocated to the CGU Arca Holding and has remained unchanged with respect to 31 December 2024.

Interbank and liquidity position

The values of loans to banks only include the component of "Loans" allocated to item 40 a) "Financial assets measured at amortised cost – loans to banks" and "Current accounts and demand deposits" allocated to item 10 "Cash and cash equivalents" in the assets section of the Balance Sheet.

(in thousands)

Net interbank position	30.06.2025	31.12.2024	Changes	% Change
A. Loans to banks	8,220,180	8,607,189	(387,009)	-4.50
- Loans	1,336,353	1,544,202	(207,849)	-13.46
1. Current accounts and deposits	28,452	35,802	(7,350)	-20.53
2. Repurchase agreements	-	343,404	(343,404)	-100.00
3. Compulsory reserve	1,011,229	1,013,730	(2,501)	-0.25
4. Other	296,672	151,266	145,406	96.13
- Current accounts and demand deposits	6,883,827	7,062,987	(179,160)	-2.54
1. with Central Banks	6,509,186	6,654,183	(144,997)	-2.18
2. with Banks	374,641	408,804	(34,163)	-8.36
B. Due to banks	3,921,622	5,047,675	(1,126,053)	-22.31
Total (A-B)	4,298,558	3,559,514	739,044	20.76

The net interbank position as at 30 June 2025 improved by Euro 739.0 million compared to 31 December 2024. As at 30 June 2025, a decrease was observed in "overnight" deposits with Central Banks, totalling Euro 6,509.2 million as at 30 June 2025 (-2.18% as compared to 31 December 2024), in addition to repos (assets) which were down by Euro 343.4 million. As against these decreases, the negative change in amounts due to banks is otherwise higher than and equal to Euro -1,126.1 million (-22.31%) thus accounting for an improved total net position.

Operations with the ECB

As at 30 June 2025, the BPER Banca Group has no TLTRO-III or other transactions in place with the ECB.

Counterbalancing Capacity

<i>(in millions)</i>			
Counterbalancing Capacity	Guarantee value	Encumbered portion	Unencumbered portion
Eligible securities and loans	31,027	7,251	23,776
<i>- of which Securities and loans transferred to the Pooling Account</i>	<i>6,314</i>	<i>-</i>	<i>6,314</i>

At 30 June 2025, the Central Treasury held significant resources relating to securities eligible for refinancing at the European Central Bank of an overall amount, net of margin calls, of Euro 31,027 million (Euro 27,500 million as at 31 December 2024). The unencumbered portion amounts to Euro 23,776 million (Euro 23,111 million as at 31 December 2024). Of the amount held in the Treasury, as at 30 June 2025, a total of Euro 6,314 million, refinanced for Euro 0 million, therefore with Euro 6,314 million still available, is attributable to the Pooling account (as at 31 December 2024 securities eligible for refinancing totalling Euro 5,546 million were held in the Pooling Account, refinanced for Euro 0 million, therefore with Euro 5,546 million still available).

Liabilities and shareholders' equity

<i>(in thousands)</i>				
Liabilities and shareholders' equity	30.06.2025	31.12.2024	Changes	% Change
Due to banks	3,921,622	5,047,675	(1,126,053)	-22.31
Direct deposits	120,836,908	118,117,555	2,719,353	2.30
a) Due to customers	107,425,700	104,250,319	3,175,381	3.05
b) Debt securities issued	10,210,804	11,155,186	(944,382)	-8.47
c) Financial liabilities designated at fair value	3,200,404	2,712,050	488,354	18.01
Financial liabilities held for trading	216,620	224,294	(7,674)	-3.42
Hedging	104,785	144,481	(39,696)	-27.47
a) Hedging derivatives	159,706	226,324	(66,618)	-29.43
b) Change in value of macro-hedged financial liabilities (+/-)	(54,921)	(81,843)	26,922	-32.89
Other liabilities	7,814,334	5,493,147	2,321,187	42.26
Minority interests	199,852	210,413	(10,561)	-5.02
Shareholders' equity pertaining to the Parent Company	11,434,049	11,353,867	80,182	0.71
a) Valuation reserves	279,717	216,411	63,306	29.25
b) Reserves	5,766,556	5,285,033	481,523	9.11
c) Equity instruments	1,115,596	1,115,596	-	-
d) Share premium reserve	1,251,478	1,244,576	6,902	0.55
e) Share capital	2,121,637	2,121,637	-	-
f) Treasury shares	(4,404)	(32,035)	27,631	-86.25
g) Profit (Loss) for the period	903,469	1,402,649	(499,180)	-35.59
Total liabilities and shareholders' equity	144,528,170	140,591,432	3,936,738	2.80

Deposits

<i>(in thousands)</i>				
Items	30.06.2025	31.12.2024	Changes	% Change
Current accounts and demand deposits	92,728,228	93,722,900	(994,672)	-1.06
Time deposits	1,679,108	2,078,811	(399,703)	-19.23
Repurchase agreements	5,823,853	1,825,110	3,998,743	219.10
Lease liabilities	397,559	402,257	(4,698)	-1.17
Other liabilities	6,796,952	6,221,241	575,711	9.25
Bonds	9,633,302	9,890,105	(256,803)	-2.60
- subscribed for by institutional customers	9,111,812	9,350,143	(238,331)	-2.55
- subscribed for by ordinary customers	521,490	539,962	(18,472)	-3.42
Certificates	3,200,404	2,712,050	488,354	18.01
Certificates of deposit	577,502	1,265,081	(687,579)	-54.35
Direct deposits from customers	120,836,908	118,117,555	2,719,353	2.30
Indirect deposits (off-balance sheet figure)	170,102,091	167,163,815	2,938,276	1.76
- of which under management	74,103,540	71,457,668	2,645,872	3.70
- of which under custody	95,998,551	95,706,147	292,404	0.31
Customer funds under custody	290,938,999	285,281,370	5,657,629	1.98
Deposits from banks	3,921,622	5,047,675	(1,126,053)	-22.31
Funds under custody and management	294,860,621	290,329,045	4,531,576	1.56

Direct deposits from customers of Euro 120,836.9 million have increased by 2.30% since 31 December 2024.

Among the various technical forms, the following items recorded a positive change: repurchase agreements with institutional counterparties by Euro 3,998.7 million (+219.10%), certificates by Euro 488.4 million (+18.01%), due to new issuances by the parent Company BPER Banca in the first half of 2025, and Other Liabilities by Euro 575.7 million (+9.25%) relating primarily to forms of short-term funding (Cold Money).

A negative balance change was recorded in current accounts and demand deposits for Euro -994.7 million (-1.06%), in certificates of deposit for Euro -687.6 million (-54.35%), in time deposits for Euro -399.7 million (-19.23%) and in bonds for Euro -256.8 million (-2.60%) mainly because some transactions with institutional counterparties came to maturity.

Indirect customer deposits, marked to market, amounted to Euro 170,102.1 million, up by Euro 2,938.3 million (+1.76%) compared to 31 December 2024, given the positive market trend recorded in the period.

Total funds under custody and management by the Group, including deposits from banks (Euro 3,921.6 million) amount to Euro 294,860.6 million.

<i>(in thousands)</i>				
Direct deposits	30.06.2025	31.12.2024	Changes	% Change
1. BPER Banca s.p.a.	106,498,988	103,707,279	2,791,709	2.69
2. BPER Bank Luxembourg s.a.	230,752	277,136	(46,384)	-16.74
3. Bibanca s.p.a.	104	265,488	(265,384)	-99.96
4. Banco di Sardegna s.p.a.	12,490,339	12,106,776	383,563	3.17
5. Banca Cesare Ponti s.p.a.	1,760,507	1,901,951	(141,444)	-7.44
Total banks	120,980,690	118,258,630	2,722,060	2.30
Other companies and consolidation adjustments	(143,782)	(141,075)	(2,707)	1.92
Total	120,836,908	118,117,555	2,719,353	2.30

Direct deposits include subordinated liabilities:

<i>(in thousands)</i>				
Items	30.06.2025	31.12.2024	Changes	% Change
Non-convertible subordinated liabilities	1,478,424	1,476,697	1,727	0.12
Total Subordinated liabilities	1,478,424	1,476,697	1,727	0.12

Subordinated loans outstanding, with a book value of Euro 1,478.4 million, have decreased by 0.12% compared with 31 December 2024. As was the case in December 2024, there are no convertible subordinated liabilities as at 30 June 2025.

<i>(in thousands)</i>				
Indirect deposits	30.06.2025	31.12.2024	Changes	% Change
1. BPER Banca s.p.a.	117,818,064	117,993,437	(175,373)	-0.15
2. BPER Bank Luxembourg s.a.	822,293	674,939	147,354	21.83
3. Banco di Sardegna s.p.a.	6,845,747	6,517,556	328,191	5.04
4. Banca Cesare Ponti s.p.a.	28,182,415	26,856,555	1,325,860	4.94
Total banks	153,668,519	152,042,487	1,626,032	1.07
5. Arca Fondi SGR s.p.a.	45,113,241	42,291,975	2,821,266	6.67
Other companies and consolidation adjustments	(28,679,669)	(27,170,647)	(1,509,022)	5.55
Total	170,102,091	167,163,815	2,938,276	1.76

The chart shows the dynamics of direct and indirect deposits in the last five quarters:

DEPOSITS

(amounts in millions)



Indirect deposits reported above do not include the amount arising from placement of insurance policies.

<i>(in thousands)</i>				
Bancassurance	30.06.2025	31.12.2024	Changes	% Change
Insurance premiums portfolio	21,727,851	21,309,995	417,856	1.96
- of which life	21,345,853	21,006,225	339,628	1.62
- of which non-life	381,998	303,770	78,228	25.75

If life insurance premiums are added to indirect deposits under management, the total comes to Euro 95,449.4 million, which accounts for 49.86% of the overall total of indirect deposits (assets under custody and assets under management) and life insurance premiums (totalling Euro 191,447.9 million).

Shareholders' equity

<i>(in thousands)</i>				
Items	30.06.2025	31.12.2024	Changes	% Change
Shareholders' equity pertaining to the Parent Company	11,434,049	11,353,867	80,182	0.71
- of which profit (loss) for the period	903,469	1,402,649	(499,180)	-35.59
- of which shareholders' equity excluding profit (loss) for the period	10,530,580	9,951,218	579,362	5.82

(in thousands)

Items	30.06.2025	31.12.2024	Changes	% Change
Minority interests	199,852	210,413	(10,561)	-5.02
- of which profit (loss) for the period pertaining to minority interests	16,620	35,861	(19,241)	-53.65
- of which shareholders' equity pertaining to minority interests excluding their share of profit (loss) for the period	183,232	174,552	8,680	4.97

(in thousands)

Shareholders' equity	30.06.2025	31.12.2024	Changes	% Change
1. BPER Banca s.p.a.	9,726,021	9,352,751	373,270	3.99
2. BPER Bank Luxembourg s.a.	84,976	77,245	7,731	10.01
3. Bibanca s.p.a.	313,554	328,694	(15,140)	-4.61
4. Banco di Sardegna s.p.a.	1,139,418	975,041	164,377	16.86
5. Banca Cesare Ponti s.p.a.	171,120	153,566	17,554	11.43
Total banks	11,435,089	10,887,297	547,792	5.03
Other companies and consolidation adjustments	(721,277)	(761,527)	40,250	-5.29
Total	10,713,812	10,125,770	588,042	5.81
Profit (Loss) for the period pertaining to the Parent Company	903,469	1,402,649	(499,180)	-35.59
Profit (loss) for the period pertaining to minority interests	16,620	35,861	(19,241)	-53.65
Total shareholders' equity	11,633,901	11,564,280	69,621	0.60

This figure is made up of liability items 120, 140, 150, 160, 170, 180, 190 and 200.

6.2 Own funds and capital ratios

The harmonised rules for banks and investment companies contained in Regulation (EU) 575/2013 (CRR) and in the 2013/36/EU Directive (CRD IV) approved on 26 June 2013 and published in the Official Journal of the European Union the next day, entered into force on 1 January 2014.

These rules were later amended by Regulation (EU) 2019/876 of the European Parliament and of the Council ("CRR2") and Directive 2019/878/EU of the European Parliament and of the Council (CRDV) of 20 May 2019, published in the Official Journal of the European Union on 7 June 2019.

On 19 June 2024, Regulation (EU) 1623/2024 (CRR3) of the European Parliament and of the Council of 31 May 2024 amending Regulation (EU) 575/2013 was published in the Official Journal of the European Union as regards requirements for credit risk, credit valuation adjustment risk, operational risk, market risk and the output floor; Directive (EU) 2024/1619 (CRD VI) of the European Parliament and of the Council of 31 May 2024 amending Capital Requirements Directive 2013/36/EU was also published in the Official Journal of the European Union as regards supervisory powers, sanctions, third-country branches, and environmental, social and governance risks.

Subject to certain exceptions, the CRR3 Regulation has applied since 1 January 2025.

This regulatory framework, which is the only set of rules that seeks to harmonise prudential regulations of the Member States of the European Community, was made applicable in Italy by the Bank of Italy's Circular 285, published on 17 December 2013 and subsequent updates.

The scope of consolidation for accounting purposes is the same as that used for prudential reporting purposes: companies excluded are treated in the same way as the Banks and Companies subject to significant influence and consolidated under the equity method.

As at 30 June 2025, the BPER Banca Group has internal models in use for measuring the capital requirements relating to the credit risk represented by both business and retail customers. The scope includes BPER Banca, Banco di Sardegna and Bibanca²⁰.

For the year 2025, the Bank of Italy identified the BPER Banca Group as other systemically important institution (hereinafter also "O-SII") authorised to operate in Italy, which is required to maintain an O-SII capital buffer of 0.25% from 1 January 2025.

On 3 December 2024, after completing the annual SREP prudential review and evaluation process, the BPER Banca received notification from the ECB of the latest prudential requirements to be met on a consolidated basis pursuant to art. 16 of Regulation (EU) 1024/2013.

²⁰ It does not include non-renewed former Carige Group exposures.

Based on the outcome of the SREP assessment conducted in 2024 with reference date 31 December 2023 and any other relevant information received thereafter, the ECB has established that, with effect from 1 January 2025, BPER shall maintain a minimum consolidated capital ratio in terms of Common Equity Tier 1 of 8.93%, consisting of the sum of the minimum regulatory Pillar 1 requirement of 4.5%, the additional Pillar 2 requirement of 1.27%²¹ and the Combined Buffer Requirement of 3.16%²², while the minimum Total Own Funds Requirement (“Total Capital Ratio”) shall be 13.41%.

Capital requirements to be met by 30 June 2025 are listed below:

- Common Equity Tier 1 Ratio: of 9.32%, being the sum of Pillar 1 minimum regulatory requirement pursuant to art. 92 of Regulation (EU) 575/2013 (4.50%), plus the additional Pillar 2 requirement in accordance with art. 16 of Regulation (EU) 1024/2013 (P2R component of 1.27%²³), plus the combined buffer requirement in accordance with art. 129-131 of Directive 2013/36/EU as transposed into national law (3.55%²⁴);
- Tier 1 Ratio: of 11.24%, being the sum of the minimum requirement pursuant to art. 92 of Regulation (EU) 575/2013 (6.00%), plus the additional Pillar 2 requirement in accordance with art. 16 of Regulation (EU) 1024/2013 (P2R component of 1.69%²⁵), plus the combined buffer requirement in accordance with art. 129-131 of Directive 2013/36/EU as transposed into national law (3.55%);
- Total Capital Ratio: of 13.80%, being the sum of the minimum requirement pursuant to art. 92 of Regulation (EU) 575/2013 (8.00%), plus the additional Pillar 2 requirement in accordance with art. 16 of Regulation (EU) 1024/2013 (P2R component of 2.25%), plus the combined buffer requirement in accordance with art. 129-131 of Directive 2013/36/EU as transposed into national law (3.55%).

In accordance with regulations for the prudential supervision of banks, failure to comply with the CET1 Ratio and Total Capital Ratio minimum requirements would lead to limitations on the distribution of earnings and the need to adopt a plan for the conservation of capital.

The amount of available equity (Phased-in CET1) as at 30 June 2025 is quantified at Euro 3,836 million (roughly 690 bps of CET1).

With regard to the above, the CET1 amount was calculated by including the portion of the profit for the period that can be allocated to equity, amounting to Euro 235.3 million, as determined in accordance with the process envisaged in art. 3 of ECB Decision (EU) 656/2015 dated 4 February 2015 and art. 26, para. 2 of Regulation (EU) 575/2013 (CRR) for its inclusion.

The following table shows the BPER Banca Group’s capital ratios and the minimum capital adequacy requirements for regulatory purposes as at 30 June 2025.

	<i>(in thousands)</i>			
	30.06.2025	31.12.2024	Changes	% Change
Common Equity Tier 1 capital - CET1	9,017,502	8,578,930	438,572	5.11
Additional Tier 1 capital (AT1)	1,115,964	1,115,906	58	0.01
Tier 1 capital (Tier 1)	10,133,466	9,694,836	438,630	4.52
Tier 2 capital (Tier 2 - T2)	1,557,151	1,570,683	(13,532)	-0.86
Total Own Funds	11,690,617	11,265,519	425,098	3.77
Total Risk-weighted assets (RWA)	55,597,209	54,227,812	1,369,397	2.53
CET1 Ratio (CET1/RWA)	16.22%	15.82%	+40 bps	
Tier 1 Ratio (Tier 1/RWA)	18.23%	17.88%	+35 bps	
Total Capital Ratio (Total Own Funds/RWA)	21.03%	20.77%	+26 bps	
RWA/Total assets	38.47%	38.57%	-10 bps	

The capital ratios are as follows:

- Common Equity Tier 1 Ratio of 16.22% (15.82% as at 31 December 2024);
- Tier 1 Ratio of 18.23% (17.88% as at 31 December 2024);
- Total Capital Ratio of 21.03% (20.77% as at 31 December 2024).

21 The Pillar 2 additional own funds requirement is 2.25% to be held in the form of 56.25% of CET1 capital and 75% of Tier 1 capital, as a minimum.

22 The Combined Buffer Requirement is made up of the Capital Conservation Buffer (2.50%), the O-SII Buffer (0.25%) and the Countercyclical Capital Buffer (0.04% as at 30 September 2024) and the Systemic Risk Buffer (0.37%).

23 The additional Pillar 2 requirement communicated by the ECB to BPER on 3 December 2024 in the Final SREP Letter was 2.25%, to be held in the form of 56.25% of CET1 capital as a minimum.

24 The Combined Buffer Requirement is made up of the Capital Conservation Buffer (2.50%), the O-SII Buffer (0.25%) and the Countercyclical Capital Buffer (0.0555% as at 30 June 2025) and the Systemic Risk Buffer (0.7448% as at 30 June 2025).

25 The additional Pillar 2 requirement communicated by the ECB to BPER on 3 December 2024 in the Final SREP Letter was 2.25%, to be held in the form of 75% of Tier 1 capital as a minimum.

Capital ratios as at 30 June 2025 are to be considered as phased-in under the new prudential supervisory regulations entered into force on 1 January 2025 (Basel IV).

Note that the BPER Banca Group uses different methods for calculating risk-weighted assets, which are summarised below:

- credit risk: for exposures to corporate and retail customers of the Group legal entities represented by BPER Banca, Banco di Sardegna and Bibanca, credit risk is measured using the AIRB approach, except for exposures to Large Corporates for which the FIRB methodology is applied. For Banks and other Companies that are not in the scope of validation and for other risk assets not included in the validated models, the standardised approach has been maintained. The standardised approach is also used for exposures from the former Carige Group;
- credit adjustment risk: the standardised approach is used with no eligible hedges;
- market risk: the standardised approach is used for assessing market risk (general and specific risk on equities, general risk on debt securities and positioning risk for units in investment funds) to determine the related separate and consolidated capital requirement;
- operational risk: operational risk measurement uses the BIC (Business Indicator Component).

6.3 Reconciliation of consolidated net profit/shareholders' equity

Consolidated net profit for the period pertaining to the parent company comprises, on a shareholding basis, the sum of profits (losses) as at 30 June 2025 of the following Banks and Companies of the Group included in the line-by-line scope of consolidation.

	<i>(in thousands)</i>
Reconciliation of consolidated net profit (loss) for the period	30.06.2025
BPER Banca s.p.a.	916,320
Other Group companies:	197,950
<i>Banco di Sardegna s.p.a.</i>	89,581
<i>Bibanca s.p.a.</i>	28,772
<i>BPER Bank Luxembourg s.a.</i>	1,579
<i>Banca Cesare Ponti s.p.a.</i>	41,372
<i>Arca Holding s.p.a. (consolidated figure)</i>	20,887
<i>Sardaleasing s.p.a.</i>	8,036
<i>BPER Factor s.p.a.</i>	3,548
<i>Finitalia s.p.a.</i>	4,265
<i>BPER Real Estate s.p.a.</i>	447
<i>Modena Terminal s.r.l.</i>	(537)
Total net profit (loss) of the Group	1,114,270
<i>Consolidation adjustments</i>	(210,801)
Consolidated profit (loss) for the period	903,469

As required by current regulations, the following is presented with regard to the position as at 30 June 2025:

Reconciliation of the shareholders' equity and results of the Parent Company with the related consolidated amounts

	(in thousands)	
	Increase (decrease)	
	Profit (Loss) for the period	Shareholders' equity
AMOUNTS RELATING TO THE PARENT COMPANY	916,320	10,642,342
DIFFERENCES between the shareholders' equity of companies consolidated on a line-by-line basis (net of minority interests) and the book value of the related equity investments held by their parent companies	187,029	727,937
DIVIDENDS collected from companies consolidated on a line-by-line basis or measured under the equity method	(211,333)	-
DIFFERENCE between the interest in shareholders' equity (including results for the period) and the book value of companies measured under the equity method.	11,453	63,770
Profit (Loss) for the period and shareholders' equity pertaining to the Parent Company as at 30.06.2025	903,469	11,434,049
Profit (Loss) for the period and shareholders' equity pertaining to Minority interests	16,620	199,852
Consolidated Profit (Loss) for the period and shareholders' equity as at 30.06.2025	920,089	11,633,901
Consolidated Profit (Loss) for the period as at 30.06.2024	741,177	
Consolidated shareholders' equity as at 31.12.2024		11,564,280

6.4 Income statement aggregates

Summary data from the Consolidated Income Statement as at 30 June 2025 is presented below in thousands of Euro, appropriately compared with the amounts as at 30 June 2024 and highlighting the changes in absolute and percentage terms.

The accounting schedules envisaged by the 8th update of Bank of Italy Circular no. 262/2005 are presented below on a reclassified basis. The principal reclassifications relate to the following items:

- “Net commission income” includes in placement fees for Certificates, allocated to item 110 “Net income on other financial assets and liabilities measured at fair value through profit or loss” of the accounting statement (Euro 16.0 million as at 30 June 2025 and Euro 11.1 million as at 30 June 2024);
- “Net income from financial activities” includes items 80, 90, 100 and 110 in the accounting statement, net of the Certificates placement fees under the item above;
- the item “Gains (losses) of equity investments measured under the equity method” includes the Parent Company's share of any gains (losses) of equity investments consolidated under the equity method, allocated to item 250 “Gains (Losses) of equity investments” in the accounting statement;
- indirect tax recoveries, allocated for accounting purposes to item 230 “Other operating expense/income”, have been reclassified as a reduction in the related costs under “Other administrative expenses” (Euro 150.0 million as at 30 June 2025 and Euro 151.0 million as at 30 June 2024);
- recoveries of costs of appraisals for new loans, allocated for accounting purposes to item 230 “Other operating expense/income”, have been reclassified as a reduction in the related costs under “Other administrative expenses” (Euro 9.2 million as at 30 June 2025 and Euro 8.3 million as at 30 June 2024);
- “Innovation” tax credits, allocated for accounting purposes to item 230 “Other Operating expense/income”, were reclassified under “Staff Costs” (Euro 1.6 million as at 30 June 2025) and “Other Administrative Expenses” (Euro 0.3 million as at 30 June 2025);
- the item “Staff costs” includes costs relating to staff training and refund of expenses against receipts, allocated to item 190 b) “Other administrative expenses” in the accounting statement (Euro 8.0 million as at 30 June 2025 and Euro 9.1 million as at 30 June 2024);
- “Net adjustments to property, plant, equipment and intangible assets” include items 210 and 220 of the accounting schedule;
- gross effects from the use of provisions for risks and charges set aside in prior periods (former “Other operating expenses/ Reversal of provisions for risks and charges”) were directly offset within the same item (item not present as at 30 June 2025 and Euro 17 million as at 30 June 2024);
- the item “Gains (Losses) on investments” includes items 250, 260, 270 and 280 of the accounting statement, net of the Parent Company's share of any gains (losses) of equity investments consolidated under the equity method, reclassified as a separate item;
- “Contributions to systemic funds” have been shown separately from the specific accounting technical forms to give a better and clearer representation, as well as to leave the “Other administrative expenses” as a better reflection of the trend in the Group's operating costs. In particular, as at 30 June 2025 there is no amount for the item representing the component allocated for accounting purposes to “Other administrative expenses”, while as at 30 June 2024 the item amounted to Euro 109.6 million relating to mandatory contribution to the DGS (Deposit Guarantee Scheme).

Consolidated reclassified Income Statement

(in thousands)

Items	30.06.2025	30.06.2024	Changes	% Change
Net interest income	1,626,018	1,682,472	(56,454)	-3.36
Net commission income	1,063,484	1,014,738	48,746	4.80
Dividends	43,023	37,093	5,930	15.99
Gains (losses) of equity investments measured under the equity method	12,293	(1,271)	13,564	-
Net income from financial activities	34,946	10,293	24,653	239.51
Other operating expense/income	72,203	14,725	57,478	390.34
Operating income	2,851,967	2,758,050	93,917	3.41
Staff costs	(822,944)	(1,060,157)	237,213	-22.38
Other administrative expenses	(354,368)	(377,266)	22,898	-6.07
Net adjustments to property, plant and equipment and intangible assets	(150,776)	(132,250)	(18,526)	14.01
Operating costs	(1,328,088)	(1,569,673)	241,585	-15.39
Net operating income	1,523,879	1,188,377	335,502	28.23
Net impairment losses to financial assets at amortised cost	(140,552)	(174,447)	33,895	-19.43
- loans to customers	(142,764)	(180,864)	38,100	-21.07
- other financial assets	2,212	6,417	(4,205)	-65.53
Net impairment losses to financial assets at fair value	385	(44)	429	-975.00
Gains (Losses) from contractual modifications without derecognition	(2,513)	(655)	(1,858)	283.66
Net impairment losses for credit risk	(142,680)	(175,146)	32,466	-18.54
Net provisions for risks and charges	(14,734)	(11,005)	(3,729)	33.88
Gains (Losses) on investments	2,212	151,327	(149,115)	-98.54
Profit (Loss) from current operations	1,368,677	1,153,553	215,124	18.65
Contributions to systemic funds	-	(109,564)	109,564	-100.00
Profit (Loss) before tax	1,368,677	1,043,989	324,688	31.10
Income taxes for the period	(448,588)	(302,812)	(145,776)	48.14
Profit (Loss) for the period	920,089	741,177	178,912	24.14
Profit (Loss) for the period pertaining to minority interests	(16,620)	(17,005)	385	-2.26
Profit (Loss) for the period pertaining to the Parent Company	903,469	724,172	179,297	24.76

Consolidated reclassified Income Statement by quarter

Items	(in thousands)					
	1 st quarter 2025	2 nd quarter 2025	1 st quarter 2024	2 nd quarter 2024	3 rd quarter 2024	4 th quarter 2024
Net interest income	811,876	814,142	843,620	838,852	840,753	853,651
Net commission income	541,116	522,368	498,723	516,015	487,942	555,755
Dividends	3,290	39,733	4,882	32,211	3,303	1,425
Gains (losses) of equity investments measured under the equity method	5,296	6,997	(4,118)	2,847	3,997	(15,087)
Net income from financial activities	18,789	16,157	13,968	(3,675)	(6,846)	10,052
Other operating expense/income	48,490	23,713	4,099	10,626	41,871	39,771
Operating income	1,428,857	1,423,110	1,361,174	1,396,876	1,371,020	1,445,567
Staff costs	(414,052)	(408,892)	(437,692)	(622,465)	(395,674)	(459,669)
Other administrative expenses	(179,639)	(174,729)	(188,567)	(188,699)	(179,061)	(227,824)
Net adjustments to property, plant and equipment and intangible assets	(73,731)	(77,045)	(63,044)	(69,206)	(73,569)	(128,772)
Operating costs	(667,422)	(660,666)	(689,303)	(880,370)	(648,304)	(816,265)
Net operating income	761,435	762,444	671,871	516,506	722,716	629,302
Net impairment losses to financial assets at amortised cost	(68,119)	(72,433)	(92,223)	(82,224)	(78,378)	(78,933)
- loans to customers	(70,509)	(72,255)	(94,977)	(85,887)	(78,808)	(63,172)
- other financial assets	2,390	(178)	2,754	3,663	430	(15,761)
Net impairment losses to financial assets at fair value	(175)	560	(1,049)	1,005	(324)	159
Gains (Losses) from contractual modifications without derecognition	(2,667)	154	(184)	(471)	(397)	(269)
Net impairment losses for credit risk	(70,961)	(71,719)	(93,456)	(81,690)	(79,099)	(79,043)
Net provisions for risks and charges	(16,872)	2,138	(4,659)	(6,346)	(20,003)	(44,645)
Gains (Losses) on investments	213	1,999	149,347	1,980	1,059	(118,176)
Profit (Loss) from current operations	673,815	694,862	723,103	430,450	624,673	387,438
Contributions to systemic funds	-	-	(111,822)	2,258	(10)	(2,110)
Profit (Loss) before tax	673,815	694,862	611,281	432,708	624,663	385,328
Income taxes for the period	(222,360)	(226,228)	(145,029)	(157,783)	(199,892)	(112,766)
Profit (Loss) for the period	451,455	468,634	466,252	274,925	424,771	272,562
Profit (Loss) for the period pertaining to minority interests	(8,529)	(8,091)	(8,976)	(8,029)	(11,908)	(6,948)
Profit (Loss) for the period pertaining to the Parent Company	442,926	460,543	457,276	266,896	412,863	265,614

It should be noted that the Reclassified Income Statement by quarter as at 31 March 2024 includes the additional reclassification, already adopted in the other quarters presented in the accounting statement, with regard to charges for payment services provided that were reclassified from "Other administrative expenses" to "Net commission income" (Euro 7.9 million as at 31 March 2024) and the recoveries of costs for services ancillary to lending that were reclassified from "Other operating expense/income" to "Other administrative expenses" (Euro 3.8 million as at 31 March 2024).

Net interest income

"Net interest income" amounts to Euro 1,626.0 million, which is lower than the comparative figure (Euro 1,682.5 million as at 30 June 2024). The negative change was mostly impacted by falling market interest rates which led both to a decrease in the commercial spread on customer operations (loans and direct deposits) and to a contraction in the average yield of the portfolio of owned securities.

In addition to recalling the dynamics of loans and interest-bearing deposits, highlighted in paragraph 6.1 "Balance sheet aggregates", an indication of the trend in average lending/funding rates is given below for a better understanding of the trend in interest rates for loans and deposits:

- the average interest rate for the period, based on the rates of Group loans to customers was 4.01% (vs. 4.60% in the first six months of last year);
- the average rate of return of the securities portfolio stands at 2.47% (it was 2.71% as at 30 June 2024);
- the average cost of direct deposits from customers was 0.80% (it was 1.24% as at 30 June 2024);
- total interest-bearing liabilities involved a cost of 0.98% (it was 1.43% as at 30 June 2024);
- the spread between loan and deposit rates of Group customer accounts was 3.21% (it was 3.37% in the first half of the previous year);
- the overall gap between the average annual rate of return on interest-bearing assets and the average annual cost of interest-bearing liabilities amounts to 2.55% (it was 2.70% as at 30 June 2024).

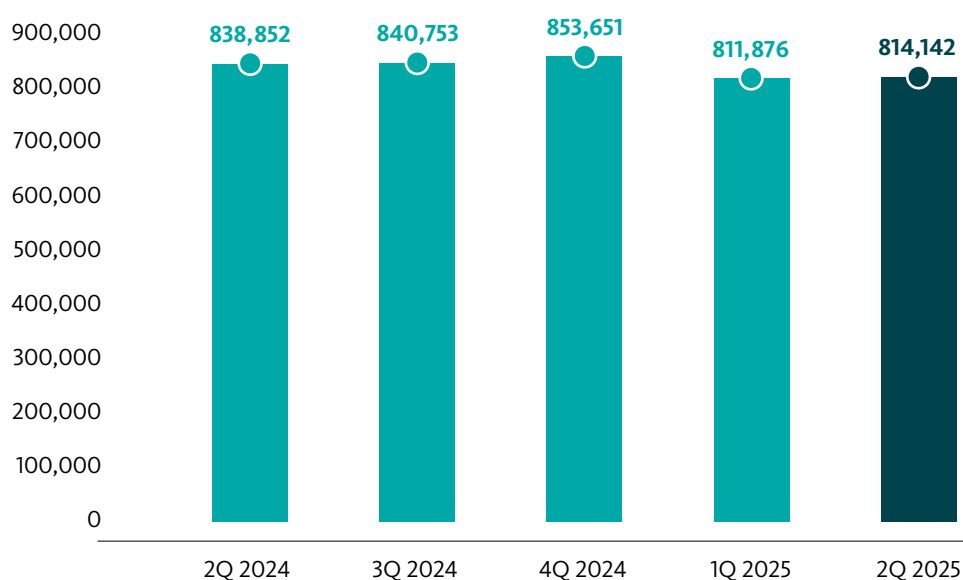
(in thousands)

Net interest income	30.06.2025	30.06.2024	Changes	% Change
1. BPER Banca s.p.a.	1,311,773	1,381,239	(69,466)	-5.03
2. BPER Bank Luxembourg s.a.	5,209	6,058	(849)	-14.01
3. Bibanca s.p.a.	77,545	63,167	14,378	22.76
4. Banco di Sardegna s.p.a.	149,129	151,615	(2,486)	-1.64
5. Banca Cesare Ponti s.p.a.	18,193	9,023	9,170	101.63
Total banks	1,561,849	1,611,102	(49,253)	-3.06
Other companies and consolidation adjustments	64,169	71,370	(7,201)	-10.09
Total	1,626,018	1,682,472	(56,454)	-3.36

Regarding the quarterly trend in Net Interest Income, illustrated in the following chart, it grew by 0.3% compared to the previous quarter, thanks to the positive commercial dynamics of volumes (Euro +13.5 million), which more than offset the effect of lower interest rates (Euro -13.1 million). The non-commercial component increased by Euro 1.9 million compared to the first quarter of 2025.

NET INTEREST INCOME

(amounts in thousands)



Net commission income

Net commission income, amounting to Euro 1,063.5 million, was up (+4.80%) compared to 30 June 2024, with commissions on investment services amounting to Euro 465.5 million (+9.19%), bancassurance commissions on non-life insurance totalling Euro 57.8 million (+15.75%).

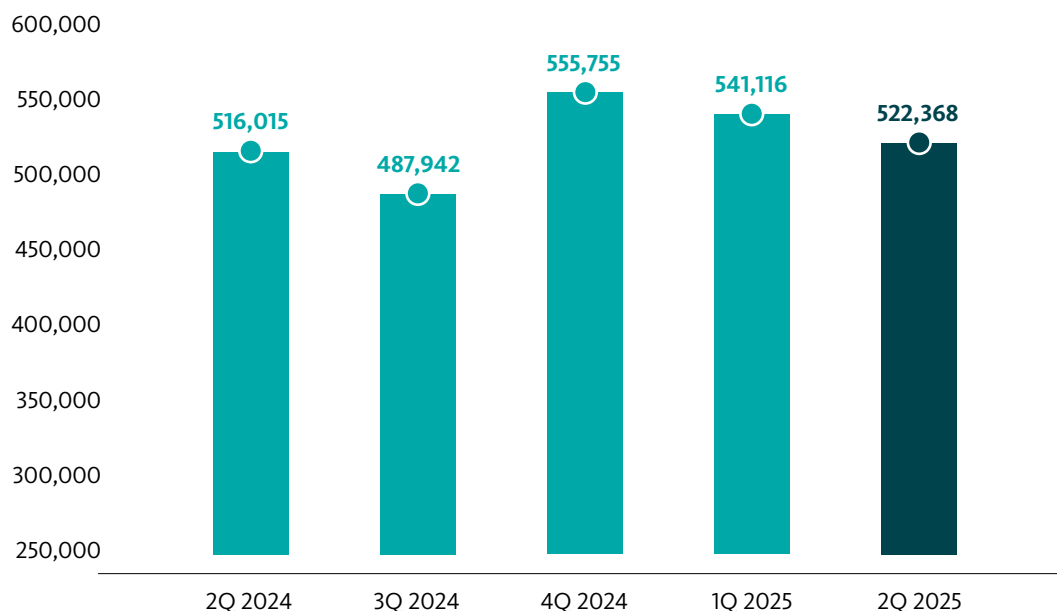
(in thousands)

Net commission income	30.06.2025	30.06.2024	Changes	% Change
Trading in currency/financial instruments	8,634	8,808	(174)	-1.98
Investment Services	465,535	426,343	39,192	9.19
Bancassurance non-life	57,798	49,933	7,865	15.75
Collection and payment services	328,323	327,063	1,260	0.39
Loans and guarantees	168,795	161,575	7,220	4.47
Other commissions	34,399	41,016	(6,617)	-16.13
Total net commission income	1,063,484	1,014,738	48,746	4.80

In the quarterly trend in Net fees and commissions shown in the graph, the results of the last quarter were influenced by the lower up-front commissions on placements and by lower commissions on financing transactions for corporate customers.

NET COMMISSIONS

(amounts in thousands)



Net income from financial activities and dividends

Net income from financial activities (including dividends of Euro 43.0 million) amounted to a positive Euro 78.0 million (Euro 47.4 million as at 30 June 2024) broken down as follows.

	(in thousands)			
Net income from financial activities (including dividends)	30.06.2025	30.06.2024	Changes	% Change
Dividends	43,023	37,093	5,930	15.99
Trading activities	32,933	15,399	17,534	113.86
Hedging activities	(3,464)	1,764	(5,228)	-296.37
Proceeds from disposals	25,683	24,128	1,555	6.44
- of which securities	18,733	24,127	(5,394)	-22.36
- of which loans	5,887	(33)	5,920	--
- of which repurchase of financial liabilities	1,063	34	1,029	--
Other financial assets/liabilities measured at fair value	13,361	8,802	4,559	51.80
Certificates	(33,567)	(39,800)	6,233	-15.66
Total	77,969	47,386	30,583	64.54

Other operating expense/income

The item "Other operating expense/income", amounting to Euro 72.2 million (Euro 14.7 million as at 30 June 2024), is mainly affected by a contingent asset associated with the acquisition of Banca Carige.

"Operating income" amounted to Euro 2,852.0 million (+3.41% compared to the same period in the previous year).

Operating costs

“Operating costs”, amounting to Euro 1,328.1 million, have decreased by 15.39% since 30 June 2024. The main components of operating costs are reported below.

“Staff Costs” amounted to Euro 822.9 million, down compared to the same period of the previous year (-22.38%), where non-recurring costs were recorded in relation to the extension of the workforce optimisation manoeuvre.

“Other administrative expenses” amounted to Euro 354.4 million, down 6.07% compared to the same period in the previous year.

“Net adjustments to property, plant, equipment and intangible assets” amounted to Euro 150.8 million (Euro 132.3 million in the first six months of 2024).

Amortisation and depreciation of assets owned amounted to Euro 111.9 million (Euro 89.7 million as at 30 June 2024), while new write-downs amounted to Euro 0.3 million (Euro 1.4 million as at 30 June 2024, of which Euro 1.0 million referred to assets classified as inventories under IAS 2).

The depreciation of rights of use related to leased assets amounted to Euro 39.6 million (Euro 41.8 million as at 30 June 2024), while net write-backs were recognised for an amount of Euro 1 million (Euro 0.5 million at 30 June 2024).

	<i>(in thousands)</i>			
Operating costs	30.06.2025	30.06.2024	Changes	% Change
1. BPER Banca s.p.a.	1,111,474	1,316,007	(204,533)	-15.54
2. BPER Bank Luxembourg s.a.	4,585	3,866	719	18.60
3. Bibanca s.p.a.	20,929	33,030	(12,101)	-36.64
4. Banco di Sardegna s.p.a.	107,917	138,889	(30,972)	-22.30
5. Banca Cesare Ponti s.p.a.	65,793	57,663	8,130	14.10
Total banks	1,310,698	1,549,455	(238,757)	-15.41
Other companies and consolidation adjustments	17,390	20,218	(2,828)	-13.99
Total	1,328,088	1,569,673	(241,585)	-15.39

Net operating income therefore amounts to Euro 1,523.9 million (Euro 1,188.4 million as at 30 June 2024, +28.23%).

Net impairment losses for credit risk

“Net impairment losses for credit risk” amounted to Euro 142.7 million (Euro 175.1 million as at 30 June 2024), relating primarily to net impairment losses on financial assets measured at amortised cost, equal to Euro 140.6 million (Euro 174.4 million as at 30 June 2024); details on loans to customers are provided in the table below.

	<i>(in thousands)</i>			
Net impairment losses for credit risk on loans to customers	30.06.2025	30.06.2024	Changes	% Change
1. BPER Banca s.p.a.	114,610	138,591	(23,981)	-17.30
2. BPER Bank Luxembourg s.a.	965	(362)	1,327	-366.57
3. Bibanca s.p.a.	16,425	16,283	142	0.87
4. Banco di Sardegna s.p.a.	1,602	17,805	(16,203)	-91.00
5. Banca Cesare Ponti s.p.a.	89	121	(32)	-26.45
Total banks	133,691	172,438	(38,747)	-22.47
Other companies and consolidation adjustments	9,073	8,426	647	7.68
Total	142,764	180,864	(38,100)	-21.07

The overall cost of credit as at 30 June 2025, calculated only on loans to customers, amounted to 15 bps, the equivalent of 31 bps on an annualised basis; the cost of credit as at 30 June 2024 was 20 bps, while the effective cost at 31 December 2024 was 36 bps.

Most of the various components of the cost of credit as at 30 June 2025, are attributable to the non-performing portfolio (Euro 180.0 million as at 30 June 2025, down on Euro 182.4 million as at 30 June 2024) mainly as a result of an increase in the expected loss from the workout scenario, while the cost component referring to the disposal scenario is down in the first half of 2025 compared to the same period of the previous year (as a result of the periodic update of disposal plans). Expected losses on the performing portfolio, following the improvement in the quality of the performing loan portfolio (including the reduction of the Stage 2 portfolio), led to a release of provisions for approximately Euro 39.5 million (it was Euro 1.5 million as at 30 June 2024).

Net provisions for risks and charges

“Net provisions for risks and charges” total Euro 14.7 million (Euro 11.0 million as at 30 June 2024) and are broken down as follows:

- net write-backs on guarantees and commitments amounting to Euro 5.3 million (net impairment adjustments for Euro 1.0 million as at 30 June 2024);
- “Other provisions for risks and charges” amounted to Euro 20.0 million (net write-backs amounting to Euro 10.0 million as at 30 June 2024).

Gains (Losses) on investments

This item shows a positive balance of Euro 2.2 million (it was Euro 151.3 million as at 30 June 2024, mainly traceable to the capital gain of Euro 150.1 million resulting from the transfer of control of Bridge Servicing to Gardant).

Contributions to systemic funds

As at 30 June 2025 there is no amount for the item, while as at 30 June 2024 the item amounted to the Euro 109.6 million mandatory contribution to the DGS (Deposit Guarantee Scheme).

Net profit

“Profit before tax” amounted to Euro 1,368.7 million (Euro 1,044.0 million as at 30 June 2024).

“Income taxes for the period” amounted to Euro 448.6 million.

Net profit after tax amounted to Euro 920.1 million (Euro 741.2 million as at 30 June 2024). The profit pertaining to minority interests totalled Euro 16.6 million (Euro 17.0 million as at 30 June 2024). The profit pertaining to the Parent Company amounted to Euro 903.5 million (Euro 724.2 million as at 30 June 2024).

<i>(in thousands)</i>				
Net profit	30.06.2025	30.06.2024	Changes	% Change
1. BPER Banca s.p.a.	916,320	752,800	163,520	21.72
2. BPER Bank Luxembourg s.a.	1,579	4,127	(2,548)	-61.74
3. Bibanca s.p.a.	29,039	30,173	(1,134)	-3.76
4. Banco di Sardegna s.p.a.	90,044	65,620	24,424	37.22
5. Banca Cesare Ponti s.p.a.	41,372	17,940	23,432	130.61
Total banks	1,078,354	870,660	207,694	23.85
Other companies and consolidation adjustments	(174,885)	(146,488)	(28,397)	19.39
Total	903,469	724,172	179,297	24.76

6.5 Employees

Employees	30.06.2025	31.12.2024	Changes
1. BPER Banca s.p.a.	16,154	16,525	(371)
2. BPER Bank Luxembourg s.a.	37	37	-
3. Bibanca s.p.a.	172	225	(53)
4. Banco di Sardegna s.p.a.	1,747	1,802	(55)
5. Banca Cesare Ponti s.p.a.	541	578	(37)
Total banks	18,651	19,167	(516)
Subsidiaries consolidated line-by-line	344	341	3
Balance sheet total	18,995	19,508	(513)

Figures refer to the point-in-time number of employees as at 30 June 2025. The number does not include leaves of absence (23 resources).

The Group's headcount as at 30 June 2025 includes 284 employees seconded with Group companies (289 as at 31 December 2024).

6.6 Geographical organisation

Branches	30.06.2025	31.12.2024	Changes
1. BPER Banca s.p.a.	1,284	1,285	(1)
2. Banco di Sardegna s.p.a.	271	271	-
3. Banca Cesare Ponti s.p.a.	2	2	-
Total Italian banks	1,557	1,558	(1)
4. BPER Bank Luxembourg s.a.	1	1	-
Total	1,558	1,559	(1)

Please refer to the "Attachments" section of this Consolidated Half-Year Report for details of the BPER Banca Group's footprint throughout the country. 112 Private Banking Centres, now part of Banca Cesare Ponti, add to the branch network.

7. MAIN RISKS AND UNCERTAINTIES

7.1 Identification of risks, underlying uncertainties and the approach to manage them

To ensure that the corporate activity is driven by criteria of sound and prudent management, the BPER Banca Group identifies the Risk Appetite Framework (RAF) to monitor the risk profile that the Group intends to assume in the implementation of its business strategies. The RAF is a coordinated set of methodologies, processes, policies, controls and systems that make it possible to establish, communicate and monitor the Group's risk appetite.

The Group adopts mechanisms aimed at allowing the effective integration of risk appetite with management activities. In particular, the Group consistently reconciles its RAF, business model, strategic plan, Capital, Funding and NPE Plan, ICAAP, ILAAP and budget, identifying suitable coordination mechanisms.

The RAF formalises the risk appetite level to achieve its strategic goals and, more specifically, it sets out the applicable areas of analysis and reference metrics. For each area, the Group defines indicators and their respective meaningful levels where applicable (Risk Capacity, Risk Tolerance, Alert Thresholds, Early Warning, Risk Appetite, Risk Limits). The RAF also describes the risks that it deems appropriate to define qualitative instructions for to guide the controls.

The activities involved in the process are subject to updates on at least a yearly basis and, in any case, any time an update is necessary due to changes in the internal (e.g. review of the organisational structure, changes in the Group's Business model) or external context (e.g. review of the reference regulatory framework, changes in the market environment).

RAF metrics are continuously monitored both at a consolidated level and at the level of individual risk-taking units to promptly manage any breaches of the defined actual risk profile thresholds. If necessary, escalation mechanisms are activated to assess potential corrective actions.

The structure of the Risk Appetite Framework, through the definition of thresholds and monitoring of fourth-level indicators (alert indicators) tied to market or macroeconomic indicators, allows the Group to detect macroeconomic stress scenarios and manage them through escalation mechanisms that may trigger managerial actions and/or target reviews.

RAF management includes the following activities:

- identification of the risks to be evaluated that may have significant impacts on the economic, financial and equity equilibrium of the Group (Group Risk Map);
- identification of the elements through which the Group expresses its risk appetite level to achieve its strategic objectives (areas of analysis, metrics, thresholds and risks for which it is considered appropriate to define qualitative guidelines for monitoring);
- definition of threshold calibration and quantification rules;
- formalisation of RAF decisions taken as part of the Risk Appetite Statement (RAS);
- verification of trends in the actual risk values (Risk Profile) of the RAF metrics with respect to the established risk appetite and thresholds;
- definition and activation of differentiated assessment and escalation procedures based on the type of threshold being exceeded;
- preparation of periodic reporting for the Chief Executive Officer and the Board of Directors of the Parent Company and Group companies, providing a quarterly summary of the development of the actual risk profile in relation to defined thresholds.

For further details, see Part E - Information on risks and related hedging policy of the Consolidated Financial Report as at 31 December 2024.

Identification of risks

The first phase in the management of the RAF identifies the potential risks to which the Group is or could be exposed, both in a point-in-time and forward-looking perspective. The identification of risks is based on the analysis of the prudential supervisory framework, of market best practices and of the macroeconomic context (with the purpose of promptly identifying potential risk factors deriving from systemic uncertainties that may affect all players in the banking industry), ensuring consistency with the business model, the Group's operations and risk profile and the business and strategic objectives defined as part of the preparation of the Business Plan, Budget, NPE, Capital and Funding Plan.

The risks identified as potentially impactful for the BPER Banca Group, both in a point-in-time and forward-looking perspective, are organised into a risk tree structure grouping various sub-risk categories into main risks. These are analysed to determine which are considered "material risks" for the Group.

The analyses carried out showed the materiality of the following main risks:

- Credit risk;
- Liquidity risk;
- Counterparty risk;
- Market risk;
- Operational risk;
- Reputational risk;
- Interest rate risk in the Banking Book;
- Credit spread risk in the Banking Book;
- Strategic/business risk.

The risks that are material for the Group form the Risk Inventory.

In order to strengthen the management of these risks and prevent strains, material risks are subject to a further assessment aimed at analysing the contribution of each individual legal entity to the consolidated risk level.

The overview of the Risk Inventory and the application of risks to the individual legal entities forms the Group Risk Map.

In line with the RAF defined by the Parent Company, for risks identified as material, the Board of Directors of BPER Banca sets, with a special policy, the risk objectives, the related risk exposure and operational limits and the process of risk assumption and management with roles and responsibilities defined also for the Corporate Bodies.

Risk Appetite Statement (RAS)

The "Risk Appetite Statement of the BPER Group", consistently with the risks identified in the "Group Risk Map", formalises the risk appetite at the Group level, with the objective of taking on board the guidelines provided by the reference regulations and the expectations and interests of the Group's internal and external stakeholders. The risk appetite is expressed through the following:

- quantitative indicators (RAS metrics) defined in accordance with the Group's capital adequacy and liquidity adequacy assessment processes as well as with risk management processes;
- indications of a qualitative nature.

Reporting

In terms of reporting, the Group has established specific regular information flows to Top management and the Corporate Bodies of the Parent Company, Banks, and other Group Companies concerning capital adequacy and exposure to key risks. The findings in the risk reporting are discussed within management and board committees and underpin the capital and liquidity adequacy assessments submitted to the Parent Company and Group company Boards of Directors.

Risk governance responsibilities

The individual risk governance policies define the roles and responsibilities of the functions in charge of taking and managing each risk, including the responsibilities of the Corporate Bodies.

In line with the “Group Policy on the Internal control system”, the Corporate Bodies have a central role to play in the process of risk governance, providing for certain responsibilities with regard to the design, implementation, evaluation and external communication phases.

The Parent Company’s Board of Directors therefore performs the strategic supervision function at Group level, intervening in all phases envisaged by the model and, by means of strategic directives, involving the Boards of Directors of the individual Group Banks and Companies for the activities that are their responsibility, i.e.:

- it gives the CEO adequate powers and resources to implement the strategic guidelines, the RAF and risk governance policies defined by the Board of Directors of the Parent Company in the design of the internal control system and is responsible for taking all the necessary steps to ensure that the organisation and its internal control system comply with the principles and requirements laid down in regulatory provisions, monitoring compliance on an ongoing basis;
- receives, either directly or through the CEO, the information flows required to gain full awareness of the various risk factors and the ability to govern them, so as to plan and implement interventions to ensure the compliance and adequacy of the Internal Control System.

For said purpose, the Chief Executive Officer, in relation to the Group as a whole and its members, with the help of the competent structures, implements the necessary initiatives and activities to continuously guarantee the completeness, adequacy, functionality and reliability of the Internal Control System.

The Boards of Statutory Auditors²⁶ of the Parent Company and of the Group’s Banks and Companies, each to the extent of its own responsibilities, perform their assignments as foreseen by the law and the articles of association and have the responsibility of ensuring the completeness, suitability and functionality of the internal control system and of the RAF. The results are brought to the attention of the respective Boards of Directors.

The Board of Directors of each Group’s Bank and Company assigns a mandate to its own corporate structures to implement, in its own corporate set-up, the decisions taken by the Parent Company.

Internal board committees and other internal committees set up by the Boards of Directors of the Parent Company and of the Group Companies, if in place, are also involved in the overall Internal Control System, whose composition and functioning are defined in the relevant regulation approved by the Board itself.

The internal board committees are dedicated to the in-depth analysis of specialist topics and have inquiry, advisory and proposal-making duties in support of the Board of Directors, while the Internal Committees provide advice and support to the Management Body.

In particular, the Risks (managerial) Committee, a body with consultative powers, assists the Chief Executive Officer in the determination and implementation of the Risk Appetite Framework, of risk governance policies and of the capital and liquidity adequacy process for the Group and Group Companies.

Decentralised at the individual Group’s Banks and Companies there are people who act as “Contacts” for all of the second level control functions, in addition to the Manager Responsible for Preparing the Company’s Financial Reports, for the following purposes:

- overseeing operations in line with the Parent Company’s duties of guidance and coordination, taking into account specific local aspects and the type of business carried on by individual Group’s Banks and Companies;
- ensuring effective operational links between the Parent Company and each Group’s Banks and Companies;
- all communication flows to corporate bodies.

For more information and details on the overall control system implemented at the Banking Group level and on the tasks assigned to each control body or function identified, please refer to the information provided in the Explanatory Notes, Part E - Information on risks and related hedging policies (particularly the “Introduction” to the qualitative and quantitative information), to the Consolidated Financial Report as at 31 December 2024, the Pillar 3 Public Disclosures as at 31 December 2024, as well as to the Report on Corporate Governance and Ownership Structure as at 31 December 2024, which are available on the company’s website <https://group.bper.it>.

²⁶ Bank of Italy Circular no. 285 of 2013, first part, Title IV, Chapter 3 “The body with control function is responsible for monitoring the completeness, adequacy, functionality and reliability of the internal control system and the RAF”.

Credit risk

The credit risk governance policy defines the principles governing the assumption and management of credit risk, including responsibilities of corporate structures and bodies.

The outcomes of credit risk measures, including internal rating system parameters, are reported in management reporting. More specifically:

- the outcome of the analyses on the credit portfolio, risk parameters and limits monitoring is included in the quarterly Risk Report, which is sent to Top Management and the Corporate Bodies of the Parent Company and of Group Banks and Companies. The information is discussed by the Risks Committee and presented by the Chief Risk Officer to the Control and Risk Committee and the Board of Directors of the Parent Company;
- a specific report is prepared for the Top Management of the Parent Company and of Group Banks and Companies on a monthly basis, including the monitoring of supervisory thresholds set for credit and concentration risk;
- a network reporting tool is prepared, characterised by different views of the loan portfolio, with different levels of data aggregation (Branch, Regional Department, General Management, Bank and Group) and hierarchical visibility cones.

For a description of the advanced credit risk measurement methodologies based on internal ratings, please refer to part E of these Notes, in the chapter that describes management, measurement and control Systems.

Financial risk

The market, interest rate, liquidity, CSRBB (Credit spread risk on the banking book) and counterparty risk governance policies define the principles governing the assumption and management of these risks, including the responsibilities of the corporate structures and bodies.

With particular reference to financial risk management, an analytical system is used to measure, monitor and report on market, counterparty, liquidity and interest-rate risks and CSRBB.

The Group's policy for managing the securities portfolio, market risk, interest rate risk, CSRBB, and liquidity and funding risk is defined by the Finance Committee of the Parent Company.

The aforementioned risk profiles are monitored through the preparation and communication to the business and management functions of the management report prepared with different frequency (from daily to monthly, depending on the characteristics of the monitored risk) and of the analyses carried out to support the Finance Committee, while the monitoring of RAF limits and thresholds and the performance and composition of the risk profiles of the Group and of individual entities are reported on a quarterly basis as part of the quarterly risk report submitted to the Risk Committee, to the Control and Risk Committee and to the Board of Directors of the Parent Company, as well as to the Board of Directors of the Group Banks and Companies, for the areas within their remit.

For more information on financial risks and related controls, please refer to the Explanatory Notes to this Report, Part E, Section 2, para. 1.2 – Market risk, para. 1.3 Derivative instruments and hedging policies, para. 1.4 Liquidity risk of the Consolidated Financial Report as at 31 December 2024.

Operational risk

The operational, ICT and security, third party risk governance policies define the principles that govern the assumption and management of these risks, including the responsibilities of the corporate structures and bodies.

As regards the governance of operational risk, the BPER Banca Group applies the Standardised Measurement Approach (SMA) to calculate the capital requirement for operational risk²⁷.

The model of operational risk governance and management adopted by the BPER Banca Group, designed to identify, assess, monitor, mitigate and report operational risks to the appropriate hierarchical levels, is formalised in specific internal rules. It provides for the centralised management at the Parent Company by the Risk Management Function, which relies on the support from a Contact of the Function in place at all Group banks and companies.

²⁷ This choice was made starting from reporting of data as at 31 December 2013.

The operational risk management and measurement system adopted by the BPER Banca Group is ensured by the following processes:

- Loss Data Collection: system for collecting and filing the loss events that derive from operational risks, supported by dedicated IT tools under constant development that ensure the completeness, accuracy and quality of the data gathered;
- measurement of operating risks via the Risk Self-Assessment, in order to determine over a one-year time horizon the prospective level of exposure to operating risks and assess the adequacy of processes and line controls;
- measurement of risk by determining the level of capital absorption by operating risk from both a regulatory (own funds) and an operational standpoint (economic capital);
- system of reporting and communication to the Board of Directors and Senior Management, together with procedures to undertake appropriate mitigation actions based on the information flows sent (quarterly risk report).

Together, the analysis of Loss Data Collection and the measurement of operational risks make it possible to identify areas of vulnerability in which operating losses are more concentrated, in order to understand the underlying causes and highlight the opportunity for corrective actions, including insurance cover (external transfer of risk).

The BPER Banca Group has also adopted specific analytical frameworks for IT and third-party risk, with the aim of identifying the exposure to these types of risk and the corrective actions needed to avoid exceeding the established risk appetite threshold. Finally, a specific analysis is carried out in relation to operational and security risk related to payment services as required by the supervisory provisions in force. The results of these activities are also presented in the quarterly risk report.

Reputational risk

The framework for the management of reputational risk is aimed at monitoring, managing, mitigating and presenting in a structured manner the periodic position of the Group in relation to this risk, together with the corrective actions needed to mitigate any vulnerabilities identified²⁸.

The principal elements comprising the framework for the management of reputational risk are described and formalised in the “Policy on the governance of reputational risk”. This document centralises the management of this activity within the Risk Management Function of the Parent Company and specifies the responsibilities of the Organisational Units within the Parent Company and the Group companies concerned, both under normal operating conditions and should any “critical reputational events” occur.

The system of reputational risk management adopted by the BPER Group has the following components:

- identification and assessment of risk based on Reputational Data Collection and Reputational Self-Assessment;
- monitoring of the Group’s exposure to reputational risk using a series of specific Key Risk Indicators;
- management of critical reputational events (escalation): management of particularly critical reputational events, by means of an escalation process functional for short- and long-term responses and mitigation;
- reporting: preparation of suitable reports, based on the various processes/sub-processes comprising the framework, in order to present in summary form the outcome of the risk management activities to all bodies and functions concerned.

For more qualitative information on operational risk and reputational risk and related controls, please refer to the Explanatory Notes to this Report, Part E, Section 2, para. 1.5 Operational risk of the Consolidated Financial Report as at 31 December 2024.

²⁸ This choice was made with effect from the 2017 financial year.

7.2 Other evidence of risk

Business Continuity

In the first half of 2025, the activities aimed at the “Ordinary Management” of Business Continuity continued with the aim of updating the Business Continuity Plan of the Parent Company and of the Group’s Banks and Companies.

In particular, in the second part of the first half of the year, Business Impact Analyses (BIAs) were started to identify potential risks and failure points of business processes, and they will be completed within the third quarter of the current year, when business continuity solutions will be updated to ensure effective recovery in the event of an emergency.

In April 2025, the Chief Executive Officer approved the Digital Operational Resilience, Business Continuity and Disaster Recovery tests for 2025.

The elements that characterised the first half of the year concerned the following:

- In line with external regulations (European Regulation 2022/2554 “Digital Operational Resilience Act”, Circular 285 of 17 December 2013), the updated “Regulation on the Business Continuity management and Digital Operational Resilience process”, with a particular focus on the evolution of the Business Continuity function towards a Cyber Resilience model, was submitted to the Board of Directors for approval on 17 April 2025;
- the definition of a new template for contracts with third parties concerning Business Continuity, pursuant to the DORA Regulation;
- the ISO 22301 certification which was once again confirmed by external auditors this year;
- the continuation of the control and coordination activity of the Parent Company’s Business Continuity function on legal entities within the scope of consolidation;
- running of tests as required after the implementation of the Business Continuity plan with a specific focus on cyber-scenarios of digital resilience;
- the submission of the 2024 test results, as part of the Annual Report on the Group’s Security and Business Continuity results, to the Board of Directors in April;
- training in the BIA area (including for Group Companies with a specific focus on newly-appointed BCMs) and for contact persons for Contracts and for key business suppliers (role dedicated to monitoring critical third parties);
- after an assessment carried out in collaboration with the MEAD Company, a drill was carried out to simulate a crisis situation deriving from a ransomware attack, with a particular focus on restoring workstations, which tested:
 - the effectiveness of current technical and organisational procedures;
 - the level of coordination between the various functions involved;
 - greater operational awareness in incident management.

Activities continued with a view to enhancing the focus on operational resilience and the dissemination of a culture of business continuity within the Group. In a continuous improvement perspective, the activities included training sessions for the roles involved in Business Continuity, Disaster Recovery and Crisis Management working for the Parent Company and the Group’s Companies.

Climate Change

Transition to a circular, low-carbon economy and its integration and management in the regulatory and prudential supervisory framework entails both risks and opportunities for the entire economic system and for financial institutions, while the physical damage caused by climate change and environmental degradation can have a significant impact on the real economy and the financial sector.

The European Central Bank identified climate and environmental risks among the main risk factors to be proactively managed under the supervisory priorities of the Single Supervisory Mechanism (SSM) for the banking sector, and starting in 2021, undertook activities aimed at verifying banks’ positioning with respect to the provisions of the guidelines that the ECB issued on the subject (ECB Guide on climate-related and environmental risk).

Against this backdrop, the BPER Banca Group has structured its own sustainability process through the adoption of an integrated strategy, capable of combining business growth and financial strength with social and environmental sustainability, thereby creating long-term shared value. The focus on sustainability and commitment to ESG and sustainability issues are reiterated in the new Business Plan “B:Dynamic|Full Value 2027”.

In particular, the BPER Banca Group, through cross-cutting work groups, identified action lines in the climate-related and environmental areas to strengthen strategy, business, risk governance and regulatory compliance, approved by the Board of Directors of the Parent Company and forwarded to the European Central Bank.

Follow-up continued in the first half on the ECB's Thematic Review, aimed at checking compliance with the ECB Guidelines in order to further strengthen climate-environmental governance practices.

As part of the BPER Banca Group's risk identification process, a qualitative-quantitative materiality analysis specific to ESG risk factors was updated, aiming to identify areas that require heightened attention in managing such factors within risk processes.

The analyses are carried out for each risk affected by ESG factors and, compared to previous years, the methodology was further strengthened to provide distinct results across time horizons and business lines. More specifically:

- the time horizons used for the analysis of credit, market, strategic, operational, and reputational risk (short-term: ≤ 3 years - 2027; medium-term 5/6 years - 2030; long-term > 10 years - 2050) consistent with supervisory expectations and Net Zero Banking Alliance targets. For liquidity risk, the time horizons are different due to the type of risk and related operations (short-term within 12 months; medium- and long-term beyond 12 months);
- the materiality analysis for lines of business identified by the bank.

New analyses regarding non-climatic environmental factors (NRR - Nature Related Risk) were also introduced.

As of 2024, ESG risk monitoring gained greater prominence within the Risk Appetite Framework. The ICAAP exercise featured a detailed analysis of the impact of major climate risk drivers in relation to credit risk and key components of BPER's credit portfolio.

In this context, climate stress testing was carried out with two different perspectives:

- a short-term perspective, aimed at assessing the impact of specific climate risk events within a macro scenario that considers the current context;
- a long-term perspective (up to 2050) aimed at assessing, in the context of the NGFS scenarios released in November 2023 (phase IV), how the Group might face an Orderly Transition or, conversely, a Current Policies context.

Following these developments, the BPER Banca Group has been progressively implementing its quarterly risk reporting, including Nature Related Risk (NRR) profile views, prospective risk views, and breakdowns by business line.

When integrating the aforementioned areas, consideration was also given to the connections and relationships with the various business processes impacted and the commitments made by the Group in this regard (e.g., Net Zero Banking Alliance - NZBA).

All of this confirms the strategic importance that the BPER Banca Group attaches to sustainability issues, the management of which translates into consistent and concrete commitments both at governance level and in the day-to-day operations of all of the Company's functions.

It should finally be highlighted that the BPER Banca Group will continue to consider additional areas of intervention in the next years to further develop its risk management frameworks with the aim of specifically capturing both the risk type specificities and developments in the regulatory and macro-economic frameworks.

7.3 Disclosure of exposures to sovereign debt held by listed companies

As required by CONSOB Communication DEM/11070007 of 5 August 2011 (and in the letter sent to listed Banking Issuers dated 31 October 2018), details are provided below about the holdings of bonds issued by Central and Local Governments and by Government entities, as well as about the loans granted to them.

Debt securities

Issuer	Rating	Cat.	Nominal value	Book Value	Fair Value	OCI Reserves	%
Governments^(*):			20,215,709	20,073,745	19,819,430	13,431	98.30%
Italy	BBB		14,639,751	14,814,220	14,789,327	20,950	72.55%
		FVTPLT	78,464	78,834	78,834	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	1,865,030	1,905,576	1,905,576	20,950	
		AC	12,696,257	12,829,810	12,804,917	#	
France	AA-		1,075,000	1,085,508	1,088,379	(684)	5.32%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	50,000	50,032	50,032	(684)	
		AC	1,025,000	1,035,476	1,038,347	#	
Spain	A-		1,031,400	1,031,481	990,175	(803)	5.05%
		FVTPLT	3,500	3,384	3,384	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	61,000	57,661	57,661	(803)	
		AC	966,900	970,436	929,130	#	
United States of America	AA+		890,000	751,156	652,974	-	3.68%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	890,000	751,156	652,974	#	
Germany	AAA		790,501	737,054	673,758	(3,010)	3.61%
		FVTPLT	1	2	2	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	160,000	157,839	157,839	(3,010)	
		AC	630,500	579,213	515,917	#	
European Union	AAA		730,500	696,228	685,390	401	3.41%
		FVTPLT	200	186	186	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	105,100	105,875	105,875	401	
		AC	625,200	590,167	579,329	#	
European Stability Fund	AA-		299,000	277,660	273,100	(1,630)	1.36%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	95,000	84,942	84,942	(1,630)	
		AC	204,000	192,718	188,158	#	

(cont.)

Issuer	Rating	Cat.	Nominal value	Book Value	Fair Value	OCI Reserves	%
Belgium	A+		231,400	212,652	206,913	-	1.04%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	231,400	212,652	206,913	#	
Other	-		528,157	467,786	459,414	(1,793)	2.29%
		FVTPLT	157	106	106	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	29,000	26,662	26,662	(1,793)	
		AC	499,000	441,018	432,646	#	
Other public entities:			380,823	346,615	335,111	(2,105)	1.70%
France	-		346,400	313,217	301,514	(2,096)	1.53%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	52,000	45,323	45,323	(2,096)	
		AC	294,400	267,894	256,191	#	
Italy	-		14,400	13,828	14,027	-	0.07%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	14,400	13,828	14,027	#	
Other	-		20,023	19,570	19,570	(9)	0.10%
		FVTPLT	23	9	9	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	20,000	19,561	19,561	(9)	
		AC	-	-	-	#	
Total as at 30.06.2025			20,596,532	20,420,360	20,154,541	11,326	100.00%

(*) The individual percentages, calculated on book value, shown in the above table may not agree with the total because of rounding. Figures are expressed in thousands of Euro. The ratings indicated are those of Fitch Ratings as at 30 June 2025.

Loans

Issuer	Rating	Cat.	Nominal value	Book Value	Fair value	OCI Reserves	%
Governments (*):			2,516,805	2,516,805	2,632,420		81,14%
Italy	BBB+		2,516,805	2,516,805	2,632,420	-	81,14%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	2,516,805	2,516,805	2,632,420	#	
Other public entities:			585,074	585,074	605,256	-	18,86%
Italy	-		583,646	583,646	603,828	-	18,82%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	583,646	583,646	603,828	#	
Algeria	-		1,428	1,428	1,428	-	0,05%
		FVTPLT	-	-	-	#	
		FVO	-	-	-	#	
		FVTPLM	-	-	-	#	
		FVOCI	-	-	-	-	
		AC	1,428	1,428	1,428	#	
Total loans as at 30.06.2025			3,101,879	3,101,879	3,237,676	-	100,00%

(*) The individual percentages, calculated on book value, shown in the above table may not agree with the total because of rounding. Figures are expressed in thousands of Euro. The ratings indicated are those of Scope Ratings as at 30 June 2025.

Based on their book value, repayment of these exposures is broken down as follows:

	on demand	up to 1 year	1 to 5 years	> 5 years	Total
Debt securities	-	312,248	4,139,004	15,969,108	20,420,360
Loans	435,260	96,253	127,847	2,442,519	3,101,879
Total	435,260	408,501	4,266,851	18,411,627	23,522,239

Control over the risks inherent in the portfolio is maintained by the directors who monitor the effects on profitability, liquidity and the Group's capital base, also through sensitivity analyses. No critical elements have been identified on the basis of these analyses.

8. OTHER INFORMATION

8.1 Market positioning

The BPER Banca Group operates mainly in the traditional banking sector, i.e. loans and deposits and providing credit to customers, who are mainly represented by households and small and medium-sized corporates. The Parent Company BPER Banca operates throughout the country.

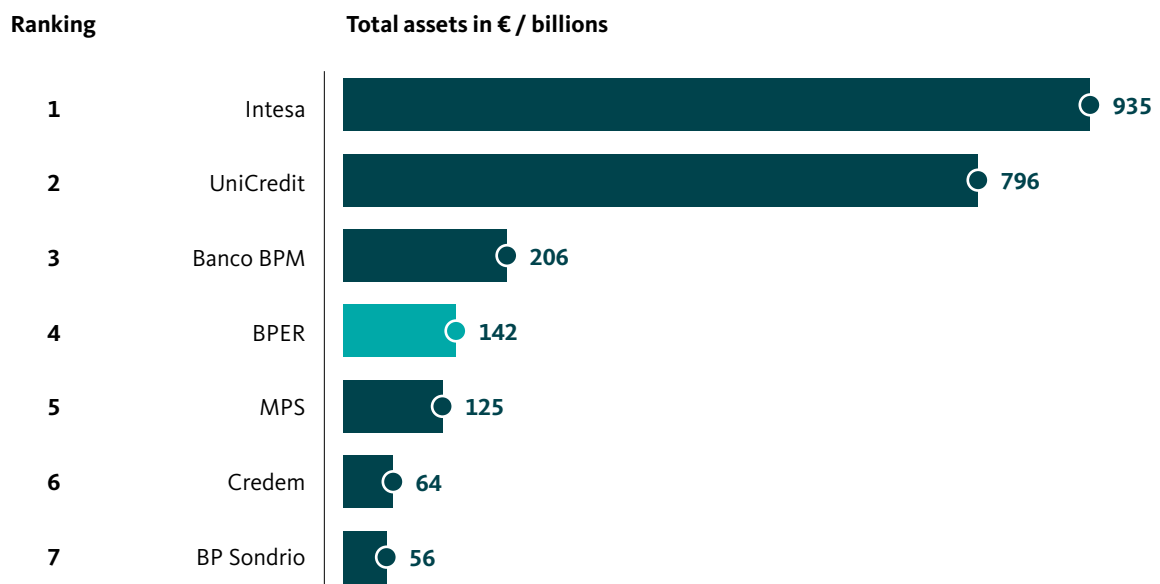
As at 30 June 2025, the Group's distribution network consists of 1,557 branches located in all Italian regions and one branch office in the Grand Duchy of Luxembourg, with a domestic market share, updated to 30 April 2025, of 7.9%. 112 Private Banking Centres, part of Banca Cesare Ponti, add to the branch network.

On the Italian banking scene, the BPER Banca Group ranks fourth by total assets and loans (volumes as at 31 March 2025).

Positioning with respect to competitors

Figures as at 31 March 2025 (total assets in Euro/billion)

GROUP RANKING



Source: Management reporting and benchmarking of Banking Groups' Financial Reports as at 31 March 2025.

Within the domestic banking system, the BPER Banca Group's market share of loans to customers, excluding bad loans, was 5.3% as at 30 April 2025, while its market share of deposits was 5.1%.

8.2 Lending policies

The BPER Banca Group is operating in an economic and financial context, the main dynamics of which have been illustrated in chapter 1 “Macroeconomic context” of this Report. The reference scenario in the first half of 2025 was characterised by major uncertainty from global geo-political instability and the announcement of tariffs to be applied by the United States.

In this context, however, the Italian economy showed signs of improvement, with a slight recovery in its main components. Gross Domestic Product (GDP) is supported by both domestic and foreign demand. The domestic market has seen an improvement in various investment items, which had been in negative territory for some time, and a positive, albeit weak, trend in household spending.

Exports also grew, possibly due to an anticipatory effect of order fulfilment in light of a probable increase in US tariffs.

This trend was coupled by low inflation, which is nevertheless showing signs of a slight increase. On the financial front, the European Central Bank (ECB) continued its expansionary monetary policy interventions and, in June 2025, further reduced the cost of money, with positive effects on debt servicing charges.

The labour market confirms its latest positive developments with a gradual increase in employment. In particular, in a constantly evolving environment, the BPER Banca Group confirmed its support to domestic industry during the first half of 2025 and its attention to specific industrial micro-sectors considered as being mostly impacted by macroeconomic and industrial policy effects during the period.

Combined with this are the BPER Banca Group guidelines for attaching priority to the promotion of “green” and “technological innovation” loans, cross-cutting all sectors of the economy and capable of ensuring greater competitiveness for recipient companies.

The operations connected with the achievement of the objectives defined under the National Recovery and Resilience Plan (NRRP) also add to the above.

8.3 Management and development of the Information System

Given the banking nature of the BPER Banca Group, research, development and innovation activities are mainly aimed at applying technological innovations in customer relations, to improve and expand the range of products and services offered, and in internal company processes, to simplify them and make them more efficient.

Information Technology Area

In 2025, the Chief Information Officer (CIO) area started to work on its projects according to the main strategic guidelines identified for Information Technology.

Key projects involving the BPER Banca Group IT processes included:

- scaling-up the IT Factory;
- modernising applications and journey to cloud;
- IT resilience.

IT Factory of the future.

New Operating Model

The new operating model has been structured according to a “Product–Platform” logic, with the aim of enabling increased productivity, greater efficiency, and better alignment with the business.

The IT talent development path was therefore structured by reviewing role architecture, defining technical career paths, and introducing the “Chapter” model to promote lifelong learning and skills development.

Processes for monitoring and monetising productivity at scale in the IT Factory have been designed and implemented.

Software lifecycle automation

A large-scale rollout of GenAI has been launched within the IT Factory, with plans to integrate it into all stages of the software lifecycle – including maintenance – with the aim of maximising productivity, reducing time-to-market, improving quality, and promoting knowledge sharing.

IT Operations

A new dashboard for monitoring the performance of application services and network infrastructure has been designed and is currently under development, with a focus on availability and performance indicators.

Data acquisition was completed for populating the dashboard with information relating to CSAs, ATMs, bank branches and availability and performance data on the selected 6 core applications (NPM, Bstore, PiCo, PEF, Cassaweb, Bspace).

Modernising applications and journey to cloud.

Modernisation 2.0

The application modernisation process undertaken under the previous Business Plan is continuing and evolving, also using innovative tools (e.g., GenAI) in line with the objective of completing the Group modernisation by 2027 arranged with the continuation and consolidation of the journey to Cloud.

During the first half of 2025, developments also continued on the cloud-based overhaul of the current account settlement procedure, and a new initiative was launched involving the ASSI Bancassurance Platform with the adoption of a microservices target architecture and cloud transition of the underlying architecture.

Cloud Adoption

During the first half of 2025, IT interventions and the main results achieved concerned the following projects:

- Data Centre Strategy: continuation of the evolution of the BPER Data Centre footprint;
- multichannel cloud services: first application cluster released on the cloud. The project is on track with the planned roadmap;
- new certification environment: set up completed and application population activities started, with progressive releases expected in the second half of 2025.

IT resilience

In line with the Strategic Plan IT objectives on IT security and resilience of the Information System, key initiatives during the first half of 2025 were as follows:

- application and infrastructure interventions, aimed at remediating vulnerabilities classified as critical and high, enabling the backlog identified to be eliminated upon the 2024 assessment;
- identification of obsolete or end-of-support applications, databases, servers, and hardware, and initiation of progressive measures necessary to ensure their updating, thereby reducing technological obsolescence.

IT Security Area

During the first half of 2025, the BPER Banca Group carried out the following projects:

- preparation and approval of the 2025 Security Operational Plan to enable the achievement of the security objectives set out in the Strategic Plan, and launch of the related projects;
- update of detailed regulatory sources relating to IT Security in order to strengthen security processes and ensure compliance with industry best practices and regulatory requirements;
- preparation and approval of the Annual Report on the Group's Security and Business Continuity results, which describes the projects and activities completed by the Security Function, as well as the outcomes of internal and external security assessments, in compliance with the requirement for regular updates on the Security status set forth by Bank of Italy's Circular 285;
- delivery of a dedicated Cybersecurity Board Induction session to raise awareness among the strategic oversight body about evolving cyber threats and to promote a secure and resilient corporate culture;
- provision of a specific Table Top Exercise session to the Top Management with the support of a third party, in order to assess the IT security safeguards in place to respond to a hypothetical cyberattack scenario;
- execution of specific tests aimed at assessing the organisation's ability to detect, respond to, and counter advanced and targeted attacks, as set out in the TIBER-EU and TIBER-IT frameworks defined by the Authority.

Data & Analytics Area:

On 18 December 2024, the Board of Directors approved the new Data Strategy for the Group which was outlined on three key elements:

- the starting point: what was achieved through the activities set out in the 2022-25 Data Strategic plan and in the Data Driven Bank project, which enabled to consolidate the Data Governance framework achieving a 71% completeness level and progressively launch its functioning, with a coverage level of 35% and, on the AI side, achieving 45 implemented use cases and 35 identified AI specialists;
- its underlying drivers: an internal driver, buoyed by the new 2025-27 Group Business Plan with a strong data-driven focus and objectives aimed at (i) enhancing customer value, (ii) maximising operational efficiency, (iii) strengthening the Bank's capital ratios, and (iv) modernising the Bank; an external driver, in the wake of ongoing regulatory developments, starting with the new "Guidelines on Effective Risk Data Aggregation and Risk Reporting" of May 2024 and the findings of the Data Governance e Data Quality inspection conducted during 2024;
- its name: "Data Strategic Plan & AI", since ensuring a "Data at scale" approach is crucial to an "AI at scale" approach.

Starting from these three features, the new Data Strategic Plan & AI for the three-year period was developed along the following lines:

- DATA Ready to Compliance: regulatory compliance in the field of data is, on the one hand, an essential requirement and, on the other, an opportunity to standardise and evolve its framework to ensure value for the Bank;
- DATA Ready To Business: relying on complete, governed, and high-quality data is a prerequisite to supporting the business and adopting advanced systems that leverage AI and Generative AI;
- AI - Unleash clients' full value: adopting advanced AI and GenAI techniques to provide new tools for an evolved customer interaction and commercial proposal;
- AI - Capture our latent economies of scale: adopting advanced AI and GenAI techniques to provide BPER employees with tools to support their operating activities;
- AI - IT factory of the future: adopting advanced AI and GenAI techniques to support the IT factory throughout the entire software lifecycle and manage support processes.

In this context, to promote a culture of innovation that encourages experimentation, continuous learning and cooperation, to establish a consistent governance strategy and to ensure the creation of reliable AI systems in compliance with the regulations, three enabling factors have been identified for the evolution of the overall system for the implementation of the Data & AI Plan, i.e.: People, Framework, Tool and Monitoring.

In the current context, regulatory compliance in the field of data is not only a requirement but also a real opportunity to strengthen governance, standardise processes and generate value for the Bank. Within this context fits the programme launched by the Parent Company to ensure full compliance with BCBS 239 principles, in line with the expectations recently formalised by the ECB in its Guide published in May 2024.

In May 2024, the ECB published the final version of the "Guide on effective data aggregation and risk reporting", which details the Regulator's requirements on Banks' compliance with the BCBS-239 Principles²⁹.

The BCBS-239 programme was launched by the Parent Company already in 2021 and the activities will continue until 30 June 2027, as established by the ECB, to achieve full compliance with the BCBS-239 principles and regulatory changes.

In accordance with recent requests, a work plan has been developed including initiatives specifically aimed at achieving the objectives required by the regulator. In recent months, various activities have been launched, including: the review of the relevant RDARR requirements, conducted with the support of the business units concerned and approved by the Board of Directors. At the same time, internal regulations were strengthened and the Group organisational model was adjusted to align it with the processes required by the BCBS-239 framework.

As part of the evolution of the Data & AI strategy, key initiatives were launched in 2025 aimed at strengthening the management of information assets and ensuring an effective and measurable protection of Data Governance. Two priority areas have driven this process: on the one hand, the adoption of a risk-based approach to identify and monitor processes with the greatest impact on data; on the other hand, the enhancement of management reporting and monitoring tools to increase management awareness and ensure alignment with expectations.

During the first half of 2025, the Parent Company continued a series of initiatives already underway under Regulation (EU) 2016/679 (GDPR), to ensure a compliant management of personal data within the Group's information system. Data classification activities in production environments and data masking in non-production environments have been completed.

At the same time, the Data Deletion initiative, launched in 2024 and expiring in 2027, continued with the aim of deleting personal data at the end of the established retention periods. In the first half of 2025, operating procedures and control measures were defined, while in July a cancellation process was activated in the Master Database, with a gradual rollout planned across the entire information system.

Following the enactment of the AI Act, the AI Governance Regulation and its related Operational Instructions were updated to ensure compliance with the new regulations and the entire framework was submitted for assessment by external third parties.

The advent of new Generative and Agentic AI Models made it necessary to adapt not only the development methodologies, but also the Cloud infrastructure (to date, update still in progress) in order to ensure the elasticity and scalability typical of Cloud systems, by integrating dedicated data management components.

During the first half of 2025, a constant monitoring was started to maintain the production of artificial intelligence systems, with active monitoring of both performance and cost component.

An increasingly effective collaboration between all functions involved is underway to streamline the end-to-end implementation process of artificial intelligence models, including the definition of quality gates for code components.

²⁹ BCBS 239 is the [Basel Committee on Banking Supervision's](#) standard number 239. The subject title of the standard is: "Principles for effective risk data aggregation and risk reporting". The overall objective of the standard is to strengthen banks' risk data aggregation capabilities and internal risk reporting practices, in turn, enhancing the risk management and decision-making processes at banks.

8.4 Real estate business

The Real Estate Department, as part of the COO area, ensures the strategic and comprehensive management of the Group's real estate assets, promotes the development of strategic real estate activities in synergy with the Bank's business and supports the management of the real estate vehicles held by the Group, in addition to managing and coordinating the Building & Facility Management activities for the properties of the Parent Company and the Group Companies. The Real Estate Department includes the Property & Facility Unit and Real Estate Active Management in addition to the Real Estate Budgeting & Reporting Office and the Safety Office.

As at 30 June 2025, the BPER Banca Group had the following real estate companies:

- BPER Real Estate s.p.a. (BPER RE), based in Modena and invested in by BPER Banca s.p.a., which has controlling ownership in the company, and by Banco di Sardegna s.p.a., which manages and enhances the value of the Group's property assets, some of which are in use in the banking activities;
- Adras s.p.a. based in Milan and wholly controlled by BPER Banca, owner of a single asset (Centro Commerciale Tanit, in Sassari);
- Sant'Anna Golf s.r.l., wholly owned by BPER Real Estate s.p.a., with registered office in Genoa, owner of the "Sant'Anna Golf Club" property complex, and active in the golf club management and development through its subsidiary St. Anna Gestione Golf SSD a r.l.;
- Annia s.r.l. based in Milan and wholly controlled by BPER Real Estate s.p.a., owner of a single asset (Parco Commerciale, in Portogruaro, Venice);
- Commerciale Piccapietra s.r.l., with registered office in Genoa, owned by BPER Banca, owner of a business unit with a commercial licence for the operation of retail sales in large stores.

During the first half of 2025, the key management activities in the real estate segment were as follows:

- Projects continued regarding the optimisation and rationalisation of workspaces (headquarters and branches) and cost-efficiency measures, by reducing occupied space per employee (project "RE Rightsizing"). Specifically, the following activities are underway:
 - renovation of the Modena Management Centre, BPER's Park: the project covers the three buildings and involves separate redevelopment phases. At the end of the renovation works of buildings A and B, the complex will provide ca. 600 workstations for a total workforce of approximately 750 people. The site, consistently with the process of certification to the LEED GOLD standards, will meet the highest standards of sustainability and personal comfort. To date, the construction site on Building A is underway and the executive project for Buildings B and C continues, after which the tender phase for the beginning of the construction site can also begin for these buildings (completion expected by 2027);
 - renovation of the Regional Head Offices of Ancona and Naples: construction activities are completed in Ancona and are expected to be completed in Naples by 2025, allowing for subsequent consolidation in owned buildings and release of the leased offices. Both projects will be LEED certified;
 - renovation of the building in Rome - Via Bissolati, to be used as the Parent Company's main headquarters in the capital. It should be noted that the executive design has been defined, and the tender was completed at the end of 2024; construction work started in the first months of 2025 and is expected to be completed in early 2026. The Rome project will also obtain LEED certification;
 - consolidation of the Genoa hub by merging the two operational offices into the Via D'Annunzio property complex (activity completed on 22 July 2025). Upgrade of the Via Cassa di Risparmio property is also planned;
 - rationalisation of headquarters and branches in other key locations for the Group (Bologna, Ravenna, and Avellino), with additional similar initiatives under evaluation elsewhere.
- Completion of the renovation of the Sassari property – Via Padre Zirano – with a change of use from management to accommodation. Operations of the Bed & Breakfast facility began in the second half of 2024, with the property being leased to third parties;
- Following the award of a public tender launched by the Università Federico II of Naples, a preliminary sales agreement was signed through the company BPER Real Estate s.p.a. on 15 April 2025, subject to conditions precedent, with that University for the sale of a property complex owned by BPER Real Estate s.p.a., located in the municipality of Ercolano. Construction works, scheduled to be carried out by BPER Real Estate s.p.a., in preparation for the completion of the transaction, began during the first half of 2025.
- Continuation of projects to develop two prestigious historical buildings for use as museum hubs (so-called "RE 4 Culture Project") in Ferrara (Palazzo Koch) and L'Aquila (Palazzo Farinosi-Branconi) respectively. The two buildings will house "La Galleria" of BPER, where part of the Group's art collection will be exhibited.
- Further projects were developed in support of the Bank's business (RE4Business). Of particular note is the project for the renovation of the historic Milan-based Banca Private Cesare Ponti headquarters, located in Piazza Duomo 19. The executive design for this project has been completed and the authorisation process with the local authorities has been finalised, allowing the tender for the renovation work to be launched. The work is expected to be completed during 2026.

With regard to the portfolio of non-functional and non-strategic assets, for which disposal was identified by the Real Estate Department as the optimal strategy, an overall amount of around Euro 14.4 million worth of properties was sold in the first half of 2025.

The Property & Facility Unit of the Real Estate Department guaranteed a full service to the Group by coordinating several activities, including: management of 17,720 requests for maintenance, continuation of the property tax (IMU) renegotiation and of regularisation of the Group's real estate portfolio following due diligence, coordination and execution of the projects under the points above.

Moreover, the Unit is also in charge of interventions related to health and safety in the workplace (Legislative Decree 81/08). In this area activities were launched to strengthen control and execution of the works needed to maintain adequate environmental conditions for Group employees.

8.5 Treasury shares

On 17 January 2025, an application was submitted to the ECB requesting authorisation to purchase and dispose of treasury shares, in order to guarantee payment of instalments due in 2026 in relation to both the 2025 short-term incentive plan ("2025 MBO") and previous instalments of existing short- and long-term incentive plans, as well as other remuneration components payable via financial instruments (e.g. severance, retention bonuses). This authorisation was obtained on 11 April 2025.

During the reporting period, treasury shares were also granted free of charge to employees, in line with the provisions of the Remuneration Policies (e.g. for short-term and long-term incentive and/or severance schemes).

No quotas or shares in Group companies are held through trust companies or other third parties.

The carrying amount of the Group's interest in the treasury shares held by consolidated companies, classified as a deduction from shareholders' equity item 180, is Euro 4,404 thousand, of which Euro 4,398 thousand relates to BPER Banca shares held by the Parent Company.

Shares of BPER Banca s.p.a.	Number of shares	Total par value
Total as at 30.06.2025	839,349	4,398,180
Total as at 31.12.2024	6,112,499	32,029,433

There are also 62,288 shares relating to -and held by- Bibanca s.p.a., for a total of Euro 6 thousand.

8.6 BPER Banca share price performance

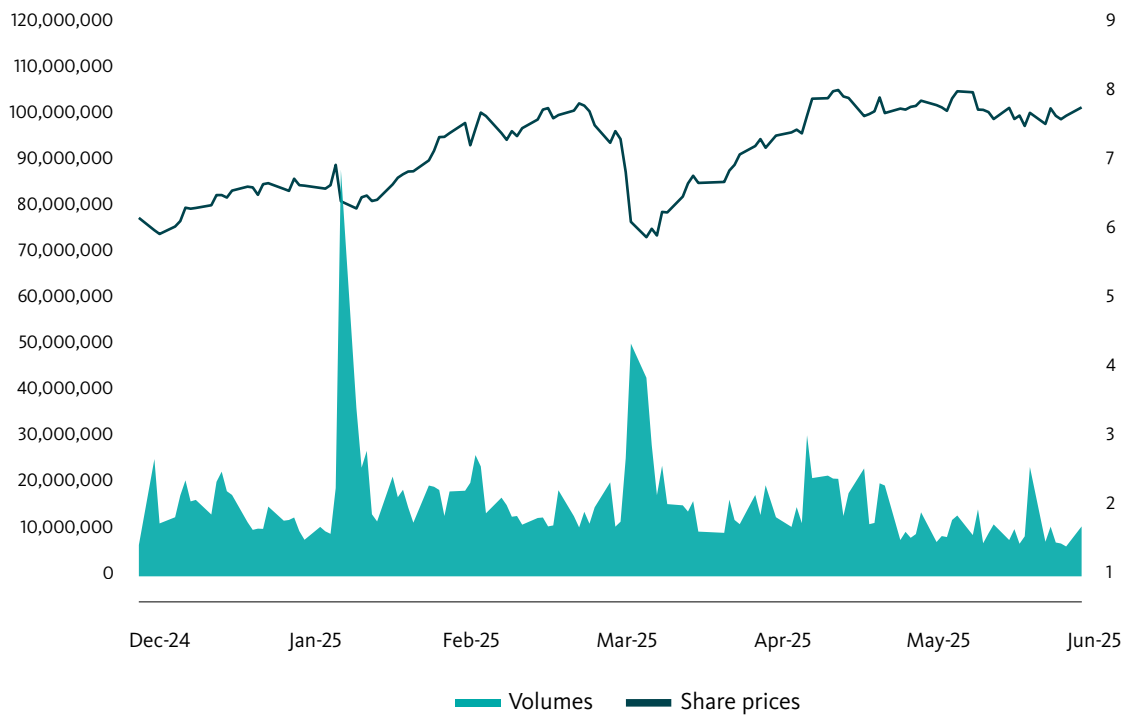
In the first half of 2025, financial markets were characterised by a gradual increase in volatility, affected by geopolitical uncertainty, a slowdown in global growth and expectations of continued restrictive monetary policy. In this context, stock market indexes showed diverging trends across geographical areas, reflecting different sector exposure and sensitivity to central banks' policies.

In the United States, the S&P500 index recorded a positive change (+5.1%) in the first half, while the Euro Stoxx 50 registered a +8.9% increase in Europe. In Italy, the financial sector was one of the best performers, with the Italian FTSE MIB stock index up +16.4% over the period, and the FTSE Italia All-Share Banks Index posting a performance growth of +32.5%.

In this context, the official price of the BPER Banca stock has recorded a positive change since the beginning of this year (+25.8%), from Euro 6.13 at the end of 2024 to Euro 7.72 as at 30 June 2025.

The trading volumes of BPER Banca shares have stabilised at a daily average of about Euro 16 million shares traded on a daily basis since the beginning of the year.

BPER SHARE PRICE AND VOLUMES



8.7 Ratings as at 30 June 2025

Financial ratings

The rating assigned to a bank is an assessment of its trustworthiness and, more specifically, its ability to repay a loan over a given period of time. It is therefore a summary assessment of its credit risk profile, summarising the available quantitative and qualitative information.

Fitch Ratings

On 20 January 2025, Fitch Ratings revised the outlook on BPER Banca's long-term Issuer Default Rating (IDR) to Positive from Stable. The Long-Term Issuer Default Rating (IDR) was additionally affirmed as Investment Grade at 'BBB-' and the Viability Rating (VR) was confirmed at 'bbb-'.

International Rating Agency	Latest review date	Long Term	Short Term	Outlook	Viability Rating	Subordinated debt	Senior Preferred debt	Senior non-preferred debt	LT Deposits
Fitch Ratings	20.01.2025	BBB -	F3	Positive	bbb-	BB	BBB -	BB+	BBB

Key:

Short Term (Issuer Default Rating): Debt repayment capacity in the short term (less than 13 months) (F1: best rating – D: default).

Long Term (Issuer Default Rating): Ability to meet financial commitments in a timely manner regardless of the maturity of the individual bonds. This rating is an indicator of the issuer's probability of default (AAA: best rating – D: default).

Viability Rating: Evaluation of the bank's intrinsic financial strength, seen on the assumption that it cannot rely on extraordinary forms of external support (aaa: best rating – f: default).

Long Term Deposit: Ability to repay deposits in local currency in the long term (original maturity equal to or greater than 1 year) (AAA: best rating – D: default).

Subordinated debt: Opinion on the issuer's ability to honour subordinated debt. Fitch adds "+" or "-" to report the relative position with respect to the category.

Senior Preferred Debt: this is a measurement of the probability of default of Senior Preferred bonds expressed on a scale from AAA to D.

Senior Non-Preferred Debt: this is a measurement of the probability of default of Senior Non-Preferred bonds expressed on a scale from AAA to D.

Outlook: indicates the possible future evolution of the rating, which can be "positive", "stable" or "negative".

S&P Global

On 13 February 2025, following the offer on Banca Popolare di Sondrio s.p.a., S&P Global Ratings affirmed the Bank's "BBB-/A-3" long- and short-term counterparty credit ratings, with the outlook remaining positive.

The rating agency views the business combination positively given the strong strategic rationale for BPER Banca, the geographic and business fit, and limited overlaps. Overall, the business combination will lead to a larger and more effective group with stronger market position as increasing digitalization and the need to enhance revenue diversification will require scale and continuous investments.

In S&P Global Ratings' view the impact on BPER's capitalisation under current terms appears manageable. The agency believes that the acquisition of Banca Popolare di Sondrio will not materially affect BPER Banca's asset quality in the years to come. Both banks have sound funding and liquidity positions.

On 18 April 2025, S&P Global Ratings raised the Bank's long-term and short issuer credit ratings to "BBB/A-2" from "BBB-/A-3" and the Long-Term Resolution Counterparty Rating to "BBB+" from "BBB". The rating agency affirmed the "A-2" short-term Resolution Counterparty Rating. The outlook is stable. S&P Global Ratings revised up the Stand Alone Credit Profile to "bbb" from "bbb-". The upgrade primarily reflects reduced external risk for the sovereign debt and improved operating conditions in Italy.

International Rating Agency	Latest review date	Stand Alone Credit Profile	Long-Term Issuer Credit Rating	Short-Term Issuer Credit Rating	Long-Term Resolution Counterparty Rating	Short-Term Resolution Counterparty Rating	Outlook
S&P Global	18.04.2025	BBB	BBB	A-2	BBB+	A-2	Stable

Key:

Stand alone credit profile: measures the stand-alone creditworthiness of a company based on the analysis of its financial fundamentals. It is expressed on a scale from AAA to D.

Long-Term Issuer Credit Rating: this is a measurement of the probability of default and expresses the bank's capacity to repay medium/long-term financial obligations. It is expressed on a scale from AAA to D.

Short-Term Issuer Credit Rating: measures the capacity of the rated organisation to repay its short-term financial obligations. The assessment scale comprises six levels (A-1; A-2; A-3; B, C and D).

Long-Term Resolution Counterparty Rating: reflects S&P Global Ratings' view of the bank's creditworthiness with respect to the timely fulfilment of certain medium- to long-term financial liabilities that may be protected as part of a possible resolution process (bail-in).

It is expressed on a scale from AAA to CC.

Short-Term Resolution Counterparty Rating: reflects S&P Global Ratings' view of the bank's creditworthiness with respect to the timely fulfilment of certain short-term financial liabilities that may be protected as part of a possible resolution process (bail-in). The measurement scale comprises six levels from A-1 (the best) to SD and D (the worst).

Outlook: indicates a forward-looking assessment on the possible evolution of the long-term rating assigned in a future period, usually within two years. Any changes in economic and financial conditions are taken into account when the outlook is determined.

On 21 July 2025, S&P Global Ratings affirmed the Bank's long and short-term issuer credit ratings. Please refer to paragraph 3.4 "Events after the reporting period as at 30 June 2025" of the Explanatory Notes to this Report for further details.

Moody's

On 12 February 2025, Moody's Ratings affirmed the deposit and senior unsecured debt ratings of BPER Banca s.p.a., with the outlook remaining stable. The "baa3" Baseline Credit Assessment (BCA) and Adjusted BCA were also affirmed.

The rating action was prompted by BPER Banca's announcement on 6 February 2025 that it had launched a voluntary public tender offer fully in shares for all the shares of Banca Popolare di Sondrio s.p.a.

Acknowledging BPER Banca's successful history of acquisitions, Moody's Ratings also considered the scale benefits, expected synergies and the complementary geography of both retail banking franchises, a higher emphasis on lending to small to mid-sized corporates, and several similar distribution agreements in asset management and insurance.

In addition, the rating agency's affirmation of BPER Banca's "baa3" BCA reflects the bank's strong asset quality, solid capital, improved profitability and a robust retail deposit base.

Moody's Ratings anticipated the combined entity, if the acquisition of Banca Popolare di Sondrio s.p.a. is finalised, would maintain its overall creditworthiness.

On 27 May 2025, as part of various rating actions on Italian financial institutions, rating agency Moody's affirmed the Bank's ratings and revised its outlook to positive from stable. The positive outlooks on the Long-Term Deposit ratings, Long-Term Senior unsecured debt ratings and Long-Term Issuer ratings of the Bank were prompted by the change to positive of the outlook on the Government of Italy's rating ("Baa3" positive). The affirmation of BPER's "baa3" BCA reflects the Bank's strong asset quality, solid capital, improved profitability and a robust retail deposit base, in the context of stronger operating conditions in Italy. The affirmation of BPER's BCA also considers the bank's capital increase approved by its shareholders to fully finance the acquisition of all shares of Banca Popolare di Sondrio s.p.a.

International Rating Agency	Latest review date	Short Term Deposit	Long Term Deposit	Outlook (Long Term Deposit)	Long Term Issuer	Outlook (Long Term Issuer)	Baseline Credit Assessment ("BCA")	Subordinated debt
Moody's	27.05.2025	P-2	Baa1	Positive	Baa3	Positive	baa3	Ba1

Key:

Short Term Deposit: Ability to repay deposits in local currency in the short term (original maturity equal to or less than 13 months) (Prime-1: highest quality – Not Prime: not classifiable among the Prime categories).

Long Term Deposit: Ability to repay deposits in local currency in the long term (original maturity equal to or greater than 1 year) (Aaa: best rating – C: default).

Outlook: indicates the possible future evolution of the rating, which can be "positive", "stable", "negative" or "developing".

Long Term Issuer: Opinion on the issuer's ability to honour senior debt and bonds (Aaa: best rating – C: default).

Baseline Credit Assessment (BCA): The BCA is not a rating but an opinion on the intrinsic financial strength of the bank in the absence of external support (aaa: best rating – c: default).

Subordinated debt: Opinion on the issuer's ability to honour subordinated debt. Moody's adds 1, 2, and 3 to each generic class; 3 indicates that the issuer is positioned in the lower part of the category (Aaa: best rating – C: default).

Senior Non-Preferred Debt: this is a measurement of the probability of default of Senior Non-Preferred bonds expressed on a scale from Aaa to C (Aaa: best rating – C: default).

DBRS Morningstar

On 4 June 2025, DBRS Morningstar upgraded the credit ratings of the Bank, including the Long-Term Issuer Rating to "BBB (high)" from "BBB" and the Short-Term Issuer Rating to "R-1 (low)" from "R-2 (high)". The trend on the Long-Term Issuer Rating changed to Stable from Positive. The credit ratings continue to reflect BPER's well established and diversified franchise in Italy resulting from recent integrations as well as its adequate funding and liquidity position.

International Rating Agency	Latest review date	Long-Term Issuer Rating	Short-Term Issuer Rating	Long-Term Senior Debt	Short-Term Debt	Long-Term Deposits	Short-Term Deposits	Senior Non-Preferred Debt	Subordinated Debt	Trend
DBRS Morningstar	04.06.2025	BBB (high)	R-1 (low)	BBB (high)	R-1 (low)	BBB (high)	R-1 (low)	BBB	BBB (low)	Stable

Key:

Short-Term Issuer Rating: measures the capacity of the rated organisation to repay its short-term financial obligations. The measurement scale comprises six levels (R-1; R-2; R-3; R-4; R-5 and D).

Long-Term Issuer Rating: This is a measurement of the probability of default and expresses the bank's capacity to repay medium/long-term financial obligations. It is expressed on a scale from AAA to D.

Long-Term Deposits: this is a measurement that expresses the vulnerability to default of uninsured medium/long-term deposits. It is expressed on a similar scale to the one used for the long-term rating (from AAA to D).

Short-Term Deposits: this is a measurement that expresses the vulnerability to default of uninsured short-term deposits. It is expressed on a similar scale to the one used for the short-term rating (R-1; R-2; R-3; R-4; R-5 and D).

Long-term Senior Debt: this is a measurement of the probability of default of Senior Preferred bonds expressed on a scale from AAA to D.

Short-term Debt: this is a measurement of the probability of default of short-term bonds expressed on a scale from R-1 to D.

Senior Non-Preferred Debt: this is a measurement of the probability of default of Non-Senior Preferred bonds expressed on a scale from AAA to D.

Subordinated Debt: this is a measurement of the probability of default of Subordinated Tier 2 bonds expressed on a scale from AAA to D.

Trend: indicates a forward-looking assessment on the possible evolution of the long-term rating assigned over a period of 1-2 years.

8.8 Contributions to systemic funds

The Single Resolution Board communicated that no ordinary contribution will be required for the Single Resolution Fund in 2025 as was the case in 2024, since the capital base of the Fund as at 31 December 2024 is above the minimum level of 1% of the covered deposits as at that same date.

The period of mandatory contribution to the Deposit Guarantee Scheme ended in 2024. The regular contribution paid last year, already reported as at 30 June 2024, amounted to Euro 109.6 million.

8.9 Inspections and audits

Note that the disclosure provided below is for information purposes only with regards to the checks carried out as part of the ordinary supervisory activity to which the BPER Banca Group is subject, as it operates in a highly regulated sector. As indicated in the Explanatory Notes to this Consolidated Half-Year Report, Directors are of the opinion that the findings that emerged in the various inspection areas do not entail any significant impacts in terms of income, assets and cash flows of the BPER Banca Group. In any case, the Group always prepares suitable action plans to implement the Supervisory Authority's recommendations as quickly as possible.

Information is provided below on the main inspections performed on the BPER Banca Group, by the Supervisory Authority for which an event occurred during the first half of 2025. For matters not otherwise specified herein, please refer to the Group's Integrated Report and Consolidated Financial Report of the BPER Banca Group as at 31 December 2024.

European Central bank – ECB

Inspection (2024)

From 17 June 2024 to 13 September 2024, BPER was subject to an on-site inspection on IT risk, aimed at assessing IT governance, IT operational management and data quality management. On 3 January 2025, the Final Report was received.

From 4 November 2024 to 3 April 2025, BPER Banca was subject to an on-site inspection on credit and counterparty risk with the aim of assessing compliance with and the implementation of the IFRS9 accounting standard, as well as carrying out a Credit Quality Review on selected portfolios and assessing the credit risk processes. On 21 July 2025, the Final Report was received.

From 21 October 2024 to 17 January 2025, BPER Banca was subject to an on-site Internal Model Investigation (IMI) with the objective of evaluating internal credit risk models on the Corporate segment. On 17 April 2025, the Final Report was received.

These inspections are part of the 2024 Supervisory Examination Programme (SEP) set by the ECB for the BPER Banca Group.

Inspections (2025)

Since 12 May 2025, BPER Banca has been subject to an on-site Internal Model Investigation (IMI) with the objective of evaluating internal credit risk models on the Retail segment.

This inspection is part of the 2025 Supervisory Examination Programme (SEP) set by the ECB for the BPER Banca Group.

Bank of Italy

Inspection (2024)

From 17 to 19 September 2024, BPER Banca was subject to on-site inspections by the Bank of Italy to verify fulfilment of ECAF requirements on all debtors potentially eligible for monetary policy refinancing purposes (static pool) assessed using an internal ratings-based (IRB) system. On 6 May 2025, the Bank of Italy communicated the outcomes of its inspection.

CONSOB - the Italian Securities and Exchange Commission

Inspection (2025)

On 20 January 2025, CONSOB launched an inspection on investment services and product governance as a follow-up to the inspection carried out in 2020 on the same areas of analysis.

Single Resolution Board – SRB

Inspection (2025)

From 10 March to 28 March 2025, BPER was the subject of an on-site inspection on the Minimum Requirement for own funds and Eligible Liabilities (MREL), Liability Data Reporting (LDR) and bail-in operations. The Bank is waiting to learn the decisions of the Supervisory Authority.

8.10 Information on intercompany and related-party transactions

Relations with the Companies included in the scope of consolidation and with the Associates and related parties, pursuant to IAS 24, as well as Article 2497-bis of the Italian Civil Code and CONSOB Communication DEM 6064293 of 28 July 2006, are disclosed in Part H of the Consolidated Explanatory Notes.

In accordance with the Regulation on transactions with related parties adopted by CONSOB with resolution n. 17221/2010 (and subsequent amendments), the BPER Banca Group has adopted specific internal rules to ensure transparency and substantive and procedural correctness of transactions with related parties.

In this context, the Parent Company BPER Banca adopted the “Policy for the governance of non-compliance risk concerning conflicts of interest with Relevant Persons and risk activities with Associated Persons”, which was also implemented by the banks and other companies of the Group. This Policy also complies with the Bank of Italy’s requirements in terms of “Risk activities and conflict of interest with associated persons” as contained in Circular 285 dated 17 December 2013 - 34th update dated 22 September 2020.

The document is published on BPER Banca’s website (<https://group.bper.it/en/>, in the Governance / Governance Documents section) and on the websites of the other Group Banks.

Without prejudice to the disclosure requirements of IAS 24 (explained in the aforementioned Part H of the Consolidated Explanatory Notes, in relation to the scope of application of the international accounting standard), the following is a summary of transactions with related parties, for which information is provided under CONSOB Regulation 17221/2010.

As at 30 June 2025, the only company belonging to the BPER Banca Group issuing listed shares is BPER Banca.

a) most significant individual transactions concluded during the reporting period

No.	Company that initiated the transaction	Name of the counterparty	Nature of the relationship with the counterparty	Object of the transaction	Consideration for each transaction completed (Euro/000)	Other information
1	BPER Banca s.p.a.	Unipol Assicurazioni s.p.a.*	Significant shareholder	BPER Banca s.p.a.'s share capital increase with the exclusion of the pre-emption right pursuant to art. 2441, paragraph 4, of the Italian Civil Code to service a voluntary public exchange offer launched by BPER Banca s.p.a. over all the shares of Banca Popolare di Sondrio s.p.a.	4,319,179	Information Document pursuant to art. 5 of Reg. Consob 17221/2010
2	BPER Banca s.p.a.	Bibanca s.p.a.	Direct subsidiary	Credit line	3,700,000	Transaction exempt from market disclosure pursuant to art. 14 para. 2 of Regulation 17221
3	BPER Banca s.p.a.	Finitalia s.p.a.	Direct subsidiary	Credit line	619,800	Transaction exempt from market disclosure pursuant to art. 14 para. 2 of Regulation 17221
4	BPER Banca s.p.a.	BPER Factor s.p.a.	Direct subsidiary	Credit line	2,250,000	Transaction exempt from market disclosure pursuant to art. 14 para. 2 of Regulation 17221
5	BPER Banca s.p.a.	Alba Leasing s.p.a.	Directly associated company	Credit line	645,000	Transaction exempt from market disclosure pursuant to art. 14 para. 2 of Regulation 17221
6	BPER Banca s.p.a.	BPER Bank Luxembourg s.a.	Direct subsidiary	Credit line	600,000	Transaction exempt from market disclosure pursuant to art. 14 para. 2 of Regulation 17221

* Considering that the Capital Increase to Service the Public Exchange Offer was reserved for subscription, under the same conditions, to all BP Sondrio shareholders who have tendered in the Offer, Unipol Assicurazioni s.p.a. had no power to negotiate or otherwise unilaterally influence the economic terms of the Offer. However, being at the same time a shareholder of BPER and Banca Popolare di Sondrio, Unipol Assicurazioni had the possibility of accepting the Offer, compensating for the dilutive effect deriving from the Capital Increase to service the Offer. For this reason, BPER Banca's management has chosen - as a prudential measure and in agreement with the Related Parties Committee - to voluntarily proceed with the adoption of the safeguards required by the Regulation on Transactions with Related Parties and the Policy.

The capital increase to service the voluntary public tender and exchange offer launched by BPER Banca s.p.a. on all ordinary shares of Banca Popolare di Sondrio s.p.a. has been classified by BPER Banca, on a voluntary and precautionary basis, in agreement with the Related Parties Committee, as a most significant related party transaction, due to the investment held by Unipol Assicurazioni s.p.a., in the share capital of both BPER Banca and Banca Popolare di Sondrio.

As further detailed in the Information Document drafted in accordance with the aforementioned CONSOB Regulation no. 17221/2010 and published on the Bank's website on 13 February 2025, the transaction was approved by BPER Banca's Board of Directors on 6 February 2025 subject to the prior favourable opinion of the Related Parties Committee on the existence of the company's interest in concluding said transaction and the convenience and substantive fairness of the relevant terms and conditions.

With regard to the Transaction value, it should be noted that it was calculated assuming full acceptance of the Offer, as consisting in the "monetary" valuation of its consideration based on the official price of BPER shares recorded at the close of trading on 5 February 2025, at Euro 6.570. Since the exchange ratio was set at 1.45 newly issued shares of BPER, assuming a full acceptance of the Offer, the Bank would have a share capital increase of Euro 4,319,179 thousand.

It should also be noted that, on 3 July 2025, BPER Banca's Board of Directors subject to the prior favourable opinion of the Related Parties Committee on the existence of the company's interest in concluding said transaction and the convenience and substantive fairness of the relevant terms and conditions, resolved upon increasing the consideration of the public exchange offer through a cash component of Euro 1.00 in addition to the previously approved share component.

Also in this instance and for the same reasons, BPER Banca has chosen - as a prudential and voluntary measure and in agreement with the Related Parties Committee - to proceed with the adoption of the safeguards required by the RPT internal and external regulations.

This is further detailed in the updated Information Document drafted in accordance with the aforementioned CONSOB Regulation no. 17221/2010 and published on the Bank's website on 10 July 2025.

For further details about the transaction, please refer to chapter "Significant events and strategic transactions" of this Report.

b) other individual transactions with related parties, entered into in the reporting period, that have materially impacted the financial position and results of the company

As required by CONSOB Regulation 17221/2010 with regard to other transactions with related parties, it is confirmed that no transactions have had a significant effect on the balance sheet or results of the Bank.

c) changes or developments in related-party transactions disclosed in the last Annual report that have had a material effect on the financial position or results of the companies during the period

During the period, there have been no changes or developments in the related-party transactions described in the last annual Report that have had a material effect on the financial position or results of the Company and additional to the content that has already been commented on in this Group Interim Report on Operations or in the Consolidated Explanatory Notes.

8.11 Information on atypical, unusual or non-recurring transactions

During the first half of 2025 there were no atypical or unusual transactions, as defined by CONSOB Communication DEM 6064293 dated 28 July 2006.

It should also be noted that there were no transactions defined as non-recurring during the period.

8.12 Application of MiFID

No regulations impacting MiFID II were issued in the first half of the year. However, CONSOB issued a Warning Notice on 6 June 2025 on potential risks arising from the activities of financial influencers online (finfluencers), i.e., people who are popular or have a great popularity on the web and offer advice on investments, as well as on the rules governing the dissemination of financial content online. Consob cautions retail investors who rely on finfluencers about the risks of making rushed investment decisions only based on herd behaviour or emotionally driven by inaccurate information that is not verified with regard to the type of investment and the person providing it. Particular caution is urged when faced with offers that appear highly profitable and risk-free for limited outlays, or in the presence of potential conflicts of interest involving the finfluencers themselves and the investments they recommend. CONSOB's Warning Notice is of particular interest to Group companies if they use influencers to disseminate information on social media, including marketing communication, as they must be made fully aware of the content of the Warning Notice.

With regard to the monitoring of regulations concerning the provision of investment services, the following should be noted:

- with reference to the reports published by ESMA in 2024 on marketing communications and greenwashing, corporate regulations on the preparation and circulation of advertisements are being updated: the Regulation on the governance process of advertisements was updated, while the operating Instructions are being updated;
- with regard to the Instructions of the Bank of Italy, COVIP (Pension Funds Supervisory Authority), IVASS (Institute for Insurance Supervision) and the MEF (Ministry of Economy and Finance) “for the exercise of enhanced controls on the authorised intermediaries to counter the financing of companies producing anti-personnel mines and cluster munitions and sub-munitions”, in February the BPER Banca Group adopted controls to implement these instructions (e.g. public lists, procedure blocks on issuers included in the list) and updated its Policy on armaments. The process regulations are still being prepared;
- with regard to CONSOB's Warning Notice no. 1/2024 on the adjustment of obligations concerning “sustainable finance” in the provision of investment services, published on 25 July 2024, the Parent Company received a request for data and information from the Authority on 20 January 2025, prompting it to provide, inter alia, the outcome of the Bank's gap analysis on the findings included in the aforementioned warning notice. The Bank provided feedback on 6 March 2025, identifying a general alignment with the good practices outlined in the notice and communicating some of the interventions planned for the upcoming months, with a time schedule ending on 31 December 2025, concerning:
 - adjustments to the documents on sustainability transparency, pursuant to the SFDR Regulation;
 - assessments of the update to the disclosure of information to customers during the profiling stage in order to best represent the meaning of the concepts used in the questions of the MiFID questionnaire to identify the sustainability preferences of the customers;
 - review of the functioning of the “ESG control” on the adequacy test in case of joint accounts in order to consider, as sustainability preferences of the joint accounts, the most “ambitious” preferences of the joint holders.

In the first half of 2025, the Bank has made adjustments to the documents on sustainability transparency pursuant to the SFDR Regulation as well as an update to the information on sustainability preferences which is provided upon customer profiling. By December 2025, the Bank will also review the functioning of the “ESG control” on the adequacy test in case of joint accounts.

At the moment, the Bank, in line with market practices, is not planning any intervention on the control of ESG market targets, in terms of granularity of the control and negative outcome.

With specific reference to sustainability topics, on 11 February 2025 CONSOB issued a new Warning Notice on the inclusion of ESG factors in the decision-making process of investment funds (UCITs) and on disclosure transparency at product level by the relationship managers. The recommendations in the new Warning Notice on disclosure obligations at product level must also be taken into consideration by intermediaries other than the relationship managers that provide portfolio management services: the Group started analyses to guide the improvement actions mainly concerning the content of the *ex-ante* disclosure documents (Annex II) and ex-post reports (Annex IV) of the ESG portfolio management lines under art. 8 of the SFDR.

On 20 January 2025, CONSOB launched a new inspection on the Parent Company to assess the efficiency of the new procedural arrangements implemented by BPER following the corrective actions on product governance and adequacy assessment, required by the Authorities following the inspection carried out between 2020 and 2021. The inspection focus is mainly on 2024 and is still underway.

8.13 Corporate events involving the Parent Company BPER Banca

Shareholders' Meeting of 18 April 2025

At its meeting on 6 February 2025, BPER Banca s.p.a.'s Board of Directors, with a notice published on the same date, called the Extraordinary Shareholders' Meeting of BPER Banca s.p.a. for 18 April 2025.

Later, on 12 March 2025, the Board of Directors of the Bank also resolved upon calling the ordinary shareholders' meeting for 18 April 2025 to discuss and resolve upon the following agenda:

EXTRAORDINARY SESSION

- Proposal for vesting the Board of Directors, pursuant to art. 2443 of the Italian Civil Code, with the power, to be exercised by 31 December 2025, to increase the Share capital in one or more tranches, in divisible form, with the exclusion of the pre-emption right pursuant to art. 2441, paragraph 4, first indent, of the Italian Civil Code, and with the issuance of a maximum number of 657,409,377 ordinary shares, with no par value, with regular dividend entitlement and the same characteristics as the shares outstanding, whose issuance price will be determined by the Board of Directors in line with the provisions of the law, to be paid by contribution in kind to service a voluntary public exchange offer over all the shares of Banca Popolare di Sondrio s.p.a., with subsequent amendments to art. 5 of the Articles of Association; related and ensuing resolutions³⁰.

ORDINARY SESSION

- 2024 Financial Report:
 - a) Approval of the Separate Financial Report as at 31 December 2024; presentation of the Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors, as well as of the Consolidated Financial Report as at 31 December 2024, containing the 2024 Consolidated Sustainability Statement;
 - b) Allocation of profit for financial year 2024 and dividend payout.
- Remuneration:
 - a) Report on Remuneration Policy and Compensation Paid, comprising:
 - a1) remuneration policies of the BPER Banca s.p.a. Group for 2025 (binding resolution);
 - a2) compensation paid in 2024 (non-binding resolution).
 - b) 2025 MBO incentive plan based on financial instruments pursuant to art. 114-bis of Legislative Decree no. 58 of 24 February 1998;
 - c) 2025-2027 Long-Term Incentive (LTI) plan based on financial instruments pursuant to art. 114-bis of Legislative Decree no. 58 of 24 February 1998;
 - d) Purchase and disposal of treasury shares authorised to service current and future remuneration systems based on financial instruments, in compliance with the Remuneration policies.

In relation to the manner in which the above-mentioned Meeting is held, the Company has decided to make use of the option to establish that the parties entitled to attend the Shareholders' Meeting and vote may participate exclusively via the Designated Representative (Computershare s.p.a.) pursuant to art. 135-undecies of Legislative Decree no. 58/1998.

Exclusively through the Designated Representative, a total of 1,490 Shareholders with voting rights attended the Shareholders' Meeting representing a total of 883,778,998 ordinary shares, equal to 62.166846% of the Share capital. The dividend will be paid

³⁰ On 14 April 2025, at CONSOB's request, additional information required by art. 114, para. 5 of Legislative Decree no. 58 of 24 February 1998 (Consolidated Law on Finance) was made available to the public at the registered office.

as of 21 May 2025 (payment date), with date of detachment of coupon (ex-date) on Monday, 19 May 2025 and date of entitlement to payment under art. 83-terdecies of the Consolidated Law on Finance (record date) on Tuesday, 20 May 2025.

The ordinary and extraordinary shareholders' meeting, in one call, chaired by Fabio Cerchiai, resolved upon:

- approving the 2024 Separate Financial Report, along with the proposal for the allocation of profit and the proposed distribution of a cash dividend of Euro 0.60 per share for each of the 1,421,624,324 ordinary shares representing the Share capital, for a maximum total amount of Euro 852,974,594.40 (net of those which will be held in the portfolio on the ex-date, on which no dividend will be paid);
- approving Section I and II of the 2025 Report on Remuneration Policy and compensation paid, respectively with a binding and non-binding resolution;
- approving the 2025 MBO Incentive Plan based on financial instruments, pursuant to art. 114-bis of the Consolidated Law on Finance, as described in the relevant Information Document;
- approving the 2025-2027 Long-Term Incentive (LTI) Plan based on financial instruments, pursuant to art. 114-bis of the Consolidated Law on Finance, as described in the relevant Information Document;
- authorising the purchase and disposal of up to 3,000,000 BPER Banca s.p.a. ordinary shares (for a total value not exceeding approximately Euro 18 million), with no par value, to service the 2025 MBO Incentive scheme and any prior shares in existing short- and long-term incentive plans, as well as any other compensation to be paid through financial instruments in implementation of the remuneration policies in force at any given time, on the terms and conditions specified in the Explanatory Report of the Board of Directors to the Shareholders' Meeting.
- granting the Board of Directors with the power, pursuant to art. 2443 of the Italian Civil Code, to be exercised by 31 December 2025, to increase the Share capital in one or more tranches, in divisible form, with the exclusion of the pre-emption right pursuant to art. 2441, paragraph 4, first indent, of the Italian Civil Code for a total maximum amount of Euro 981,120,051.74, in addition to a share premium, by issuing a maximum of 657,409,377 ordinary shares of the Company, with no par value, with regular dividend entitlement and the same characteristics as the ordinary shares outstanding at the issue date, whose issuance price will be determined by the Board of Directors in line with the provisions of the law, to be paid by contribution in kind to service the voluntary Public Exchange Offer over all the shares of Banca Popolare di Sondrio s.p.a., with subsequent amendments to art. 5 of the Articles of Association, in line with the proposal contained in the Explanatory Report of the Board of Directors to the Shareholders' Meeting. The effectiveness of this resolution is subject to obtaining the assessment measure on the aforementioned amendment to the Articles of Association from the relevant Supervisory Authorities, pursuant to art. 56 of the Consolidated Law on Banking, measure issued on 22 May 2025.

For further details on the corporate events relating to the Public Purchase and Exchange Offer that affected the Parent Company, please refer to the chapter "*The BPER Banca Group's results of operations*" in this Group Interim Report on Operations.

9. OUTLOOK FOR OPERATIONS

9.1 Outlook for operations

With regard to the macroeconomic context, the international environment is burdened by ongoing political instability and conflicts. Trade policies continue to be affected by great uncertainty, fuelled by a flurry of announcements, suspensions and disputes, as well as by the unpredictable outcomes of the negotiations between the United States and its main trading partners. GDP contracted in the US in the first quarter of 2025, falling for the first time in three years. Imports³¹ of goods rose sharply (+51.6% Q/Q) driven by firms frontloading their foreign purchases in anticipation of higher tariffs. Global equity prices more than recouped the losses incurred following the 2 April announcements, partly owing to the temporary suspension of the tariffs. The dollar depreciated, with investors appearing less inclined to hold some US dollar-denominated assets traditionally seen as safe havens. According to the OECD estimates of June 2025³², global trade is projected to slow down to 2.8% this year (from 3.8% in 2024) and global GDP growth is projected to expand by 2.9% as against a previously estimated 3.3%. The OECD revised its global GDP growth forecasts downwards compared to last March.

In the first quarter of the year, GDP growth in the euro area exceeded expectations, driven by the frontloading of exports to the United States. Euro-area activity appears to have slightly expanded in the spring months, still benefitting from the positive contribution of services, but was affected by a weakened added value in manufacturing, which is showing signs of recovery. ECB³³ staff projections expect a 0.9% growth in 2025, 1.1% in 2026 and 1.3% in 2027. Compared to the March 2025 ECB projections, the outlook for next year has been revised downwards by 0.1 percentage points. In its meetings of April and June, the ECB Governing Council further reduced its facility rate by an overall 50 bps on deposits with the Eurosystem, bringing it to 2.0%. These decisions reflected the updated assessment of the inflation outlook, the dynamics of underlying inflation and the monetary policy transmission.

According to the Bank of Italy's estimates, Italian GDP continued to moderately grow at the beginning of 2025, buoyed by both domestic and foreign demand. Export volumes significantly increased, in particular to the United States, as they did in other countries. Activity increased in both industry and services, although it remains exposed to the instability of the international environment. The low confidence of households and businesses probably affected the second quarter, leading to modest growth in consumption and investment, which were affected by ongoing uncertainty. The monetary policy easing could improve confidence and boost consumption and investment. According to the latest projections³⁴, GDP is set to grow by 0.6% in 2025 and by around 0.8% on average in the following two years. The forecasting scenario is subject to considerable uncertainty, mainly due to the evolution of geopolitical tensions.

Modena, 5 August 2025

The Board of Directors
The Chair
Fabio Cerchiai

31 Bureau of economic analysis, Gross Domestic Product 1st quarter 2025 of 26 June 2025.

32 OECD Economic Outlook, June 2025.

33 ECB – Eurosystem staff macroeconomic projections for the Euro area countries June 2025.

34 Bank of Italy - Economic Bulletin no. 3, 11 July 2025.

CONSOLIDATED FINANCIAL STATEMENTS

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Consolidated Balance Sheet as at 30 June 2025

(in thousands)

Assets	30.06.2025	31.12.2024
10. Cash and cash equivalents	7,585,046	7,887,900
20. Financial assets measured at fair value through profit or loss	1,786,560	1,602,655
a) financial assets held for trading	803,520	664,625
c) other financial assets mandatorily measured at fair value	983,040	938,030
30. Financial assets measured at fair value through other comprehensive income	5,376,595	5,694,010
40. Financial assets measured at amortised cost	119,093,086	113,550,499
a) loans to banks	6,850,208	7,681,231
b) loans to customers	112,242,878	105,869,268
50. Hedging derivatives	629,446	649,437
60. Change in value of macro-hedged financial assets (+/-)	(8,767)	-
70. Equity investments	305,286	302,494
90. Property, plant and equipment	2,454,306	2,502,191
100. Intangible assets	712,669	710,763
- of which: goodwill	170,018	170,018
110. Tax assets	1,460,441	1,776,893
a) current	309,380	392,729
b) deferred	1,151,061	1,384,164
120. Non-current assets and disposal groups classified as held for sale	51,599	41,020
130. Other assets	5,081,903	5,873,570
Total assets	144,528,170	140,591,432

(in thousands)

Liabilities and shareholders' equity	30.06.2025	31.12.2024
10. Financial liabilities measured at amortised cost	121,558,126	120,453,180
a) due to banks	3,921,622	5,047,675
b) due to customers	107,425,700	104,250,319
c) debt securities issued	10,210,804	11,155,186
20. Financial liabilities held for trading	216,620	224,294
30. Financial liabilities designated at fair value	3,200,404	2,712,050
40. Hedging derivatives	159,706	226,324
50. Change in value of macro-hedged financial liabilities (+/-)	(54,921)	(81,843)
60. Tax liabilities	132,839	72,289
a) current	66,615	15,184
b) deferred	66,224	57,105
70. Liabilities associated with assets classified as held for sale	5,332	5,067
80. Other liabilities	6,300,411	3,801,815
90. Employee termination indemnities	109,427	124,929
100. Provisions for risks and charges	1,266,325	1,489,047
a) commitments and guarantees granted	99,592	104,906
b) pension and similar obligations	112,407	115,916
c) other provisions for risks and charges	1,054,326	1,268,225
120. Valuation reserves	279,717	216,411
140. Equity instruments	1,115,596	1,115,596
150. Reserves	5,766,556	5,285,033
160. Share premium reserve	1,251,478	1,244,576
170. Share capital	2,121,637	2,121,637
180. Treasury shares (-)	(4,404)	(32,035)
190. Minority interests (+/-)	199,852	210,413
200. Profit (Loss) for the period (+/-)	903,469	1,402,649
Total liabilities and shareholders' equity	144,528,170	140,591,432

Consolidated Income Statement as at 30 June 2025

		(in thousands)	
Items		30.06.2025	30.06.2024
10.	Interest and similar income	2,220,806	2,558,481
	of which: interest income calculated using the effective interest method	2,087,255	2,415,968
20.	Interest and similar expense	(594,788)	(876,009)
30.	Net interest income	1,626,018	1,682,472
40.	Commission income	1,188,480	1,119,155
50.	Commission expense	(140,955)	(115,471)
60.	Net commission income	1,047,525	1,003,684
70.	Dividends and similar income	43,023	37,093
80.	Net income from trading activities	138,843	2,405
90.	Net income from hedging activities	(3,464)	1,764
100.	Gains (Losses) on disposal or repurchase of:	25,683	24,128
	a) financial assets measured at amortised cost	18,999	20,169
	b) financial assets measured at fair value through other comprehensive income	5,621	3,925
	c) financial liabilities	1,063	34
110.	Net income on other financial assets and liabilities measured at fair value through profit or loss	(110,157)	(6,950)
	a) financial assets and liabilities designated at fair value	(123,518)	(15,598)
	b) other financial assets mandatorily measured at fair value	13,361	8,648
120.	Net interest and other banking income	2,767,471	2,744,596
130.	Net impairment losses/write-backs for credit risk relating to:	(140,167)	(174,491)
	a) financial assets measured at amortised cost	(140,552)	(174,447)
	b) financial assets measured at fair value through other comprehensive income	385	(44)
140.	Gains (losses) from contractual modifications without derecognition	(2,513)	(655)
150.	Net income from financial activities	2,624,791	2,569,450
180.	Net income from financial and insurance activities	2,624,791	2,569,450
190.	Administrative expenses:	(1,338,481)	(1,706,201)
	a) staff costs	(816,522)	(1,051,058)
	b) other administrative expenses	(521,959)	(655,143)
200.	Net provisions for risks and charges	(14,734)	5,995
	a) commitments and guarantees granted	5,314	15,949
	b) other net provisions	(20,048)	(9,954)
210.	Net adjustments/write-backs to property, plant and equipment	(81,228)	(80,378)
220.	Net adjustments/write-backs on intangible assets	(69,548)	(51,872)
230.	Other operating expense/income	233,372	156,939
240.	Operating costs	(1,270,619)	(1,675,517)
250.	Gains (Losses) of equity investments	10,239	149,064
260.	Valuation differences on property, plant and equipment and intangible assets measured at fair value	2,207	1,121
280.	Gains (Losses) on disposal of investments	2,059	(129)
290.	Profit (Loss) from current operations before tax	1,368,677	1,043,989
300.	Income taxes on current operations for the period	(448,588)	(302,812)
310.	Profit (Loss) from current operations after tax	920,089	741,177
330.	Profit (Loss) for the period	920,089	741,177
340.	Profit (Loss) for the period pertaining to minority interests	(16,620)	(17,005)
350.	Profit (Loss) for the period pertaining to the Parent Company	903,469	724,172
		Earnings per share (Euro)	Earnings per share (Euro)
		30.06.2025	30.06.2024
	Basic EPS	0.638	0.512
	Diluted EPS	0.624	0.500

Consolidated Statement of Other Comprehensive Income

(in thousands)

Consolidated Statement of Other Comprehensive Income		30.06.2025	30.06.2024
10.	Profit (Loss) for the period	920,089	741,177
	Other comprehensive income, after tax, that will not be reclassified to profit or loss		
20.	Equity instruments designated at fair value through other comprehensive income	8,130	10,285
30.	Financial liabilities designated at fair value through profit or loss (changes in own creditworthiness)	8,572	(4,683)
40.	Hedge of equity instruments designated at fair value through other comprehensive income	(276)	242
50.	Property, plant and equipment	(67)	(118)
70.	Defined benefit plans	1,034	8,110
90.	Share of the valuation reserves of equity investments carried at equity	83	216
	Other comprehensive income, after tax, that may be reclassified to profit or loss		
130.	Cash flow hedges	(800)	205
150.	Financial assets (no equity instruments) measured at fair value through other comprehensive income	46,513	4,898
200.	Total other comprehensive income after tax	63,189	19,155
210.	Other comprehensive income (Items 10+200)	983,278	760,332
220.	Consolidated other comprehensive income pertaining to minority interests	16,496	17,000
230.	Consolidated other comprehensive income pertaining to the Parent Company	966,782	743,332

Consolidated Statement of Changes in Shareholders' Equity as at 30 June 2025

(in thousands)

	Balance as at 31.12.2024	Changes in opening balances	Balance as at 1.1.2025	Allocation of prior year results		Changes during the period										Shareholders' equity as at 30.06.2025	
				Reserves	Dividends and other allocations	Changes in reserves	Transactions on shareholders' equity							Other comprehensive income as at 30.06.2025	Group	Minority interests	
							Issue of new shares	Purchase of treasury shares	Extraordinary distribution of dividends	Changes in equity instruments	Derivatives on treasury shares	Stock options	Changes in participatory interests				
Share capital:	2,145,552	-	2,145,552	-	-	-	-	-	-	-	-	-	-	94	-	2,121,637	24,009
a) ordinary shares	2,145,552	-	2,145,552	-	-	-	-	-	-	-	-	-	-	94	-	2,121,637	24,009
b) other shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Share premium reserve	1,246,347	-	1,246,347	-	-	-	6,902	-	-	-	-	-	-	190	-	1,251,478	1,961
Reserves:	5,431,001	-	5,431,001	558,159	-	(67,478)	-	-	-	-	-	-	-	(645)	-	5,766,556	154,481
a) from profits	4,760,291	-	4,760,291	558,159	-	(67,478)	-	-	-	-	-	-	-	(645)	-	5,096,315	154,012
b) other	670,710	-	670,710	-	-	-	-	-	-	-	-	-	-	-	-	670,241	469
Valuation reserves	219,309	-	219,309	-	-	-	-	-	-	-	-	-	-	-	63,189	279,717	2,781
Equity instruments	1,115,596	-	1,115,596	-	-	-	-	-	-	-	-	-	-	-	-	1,115,596	-
Treasury shares	(32,035)	-	(32,035)	-	-	-	27,631	-	-	-	-	-	-	-	-	(4,404)	-
Profit (Loss) for the period	1,438,510	-	1,438,510	(558,159)	(880,351)	-	-	-	-	-	-	-	-	-	920,089	903,469	16,620
Group shareholders' equity	11,353,867	-	11,353,867	-	(852,974)	(67,999)	34,533	-	-	-	-	-	-	(160)	966,782	11,434,049	-
Minority interests	210,413	-	210,413	-	(27,377)	521	-	-	-	-	-	-	-	(201)	16,496	-	199,852

Consolidated statement of changes in shareholders' equity as at 30 June 2024

(in thousands)

	Balance as at 31.12.2023	Changes in opening balances	Balance as at 1.1.2024	Allocation of prior year results		Changes during the period										Shareholders' equity as at 30.06.2024	
				Reserves	Dividends and other allocations	Changes in reserves	Transactions on shareholders' equity							Other comprehensive income as at 30.06.2024	Group	Minority interests	
							Issue of new shares	Purchase of treasury shares	Extraordinary distribution of dividends	Changes in equity instruments	Derivatives on treasury shares	Stock options	Changes in participatory interests				
Share capital:	2,128,442	-	2,128,442	-	-	-	-	-	-	-	-	-	-	(120)	-	2,104,316	24,006
a) ordinary shares	2,128,442	-	2,128,442	-	-	-	-	-	-	-	-	-	-	(120)	-	2,104,316	24,006
b) other shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Share premium reserve	1,238,607	-	1,238,607	-	-	-	987	-	-	-	-	-	-	(154)	-	1,237,512	1,928
Reserves:	4,344,688	-	4,344,688	1,102,988	-	879	-	-	-	-	-	-	-	108	-	5,302,571	146,092
a) from profits	3,673,978	-	3,673,978	1,102,988	-	879	-	-	-	-	-	-	-	108	-	4,632,336	145,617
b) other	670,710	-	670,710	-	-	-	-	-	-	-	-	-	-	-	-	670,235	475
Valuation reserves	154,221	-	154,221	-	-	-	-	-	-	-	-	-	-	-	19,155	170,588	2,788
Equity instruments	150,000	-	150,000	-	-	-	-	-	-	495,249	-	-	-	-	-	645,249	-
Treasury shares	(2,250)	-	(2,250)	-	-	-	3,534	(9,607)	-	-	-	-	-	-	-	(8,323)	-
Profit (Loss) for the period	1,551,769	-	1,551,769	(1,102,988)	(448,781)	-	-	-	-	-	-	-	-	-	741,177	724,172	17,005
Group shareholders' equity	9,366,149	-	9,366,149	-	(424,755)	862	4,521	(9,607)	-	495,249	-	-	-	334	743,332	10,176,085	-
Minority interests	199,328	-	199,328	-	(24,026)	17	-	-	-	-	-	-	-	(500)	17,000	-	191,819

Consolidated Statement of Cash Flows

Indirect method

(in thousands)

	Amount	
	30.06.2025	30.06.2024
A. OPERATING ACTIVITIES		
1. Operations	1,453,844	1,469,154
- profit (loss) for the period (+/-)	903,469	724,172
- gains/losses from financial assets held for trading and other assets/liabilities measured at fair value through profit and loss (-/+)	(63,220)	(58,672)
- gains (losses) from hedging activities (-/+)	3,464	(1,764)
- net impairment losses/write-backs for credit risk (+/-)	214,258	211,102
- net impairment losses/write-backs to property, plant and equipment and intangible assets (+/-)	148,569	131,129
- net provisions for risks and charges and other expense/income (+/-)	28,715	232,000
- unsettled taxes (+/-)	218,525	221,516
- other adjustments (+/-)	64	9,671
2. Cash generated/absorbed by financial assets	(4,344,790)	901,838
- financial assets held for trading	(13,931)	(31,637)
- financial assets designated at fair value	-	1,991
- other financial assets mandatorily measured at fair value	(50,819)	(34,929)
- financial assets at fair value through other comprehensive income	398,436	1,752,050
- financial assets measured at amortised cost	(5,814,668)	(587,669)
- other assets	1,136,192	(197,968)
3. Cash generated/absorbed by financial liabilities	3,527,134	(3,956,182)
- financial liabilities measured at amortised cost	1,084,887	(4,068,352)
- financial liabilities held for trading	(7,674)	(14,482)
- financial liabilities designated at fair value	442,295	421,038
- other liabilities	2,007,626	(294,386)
Net cash generated/absorbed by operating activities	636,188	(1,585,190)
B. INVESTMENT ACTIVITIES		
1. Cash generated by	5,357	132,410
- disposal of equity investments	-	106,032
- disposal of property, plant and equipment	5,351	26,378
- disposal of intangible assets	6	-
2. Cash absorbed by	(97,849)	(119,684)
- purchase of equity investments	(200)	(50)
- purchase of property, plant and equipment	(27,327)	(40,726)
- purchase of intangible assets	(70,322)	(78,908)
Net cash generated/absorbed by investment activities	(92,492)	12,726
C. FUNDING ACTIVITIES		
- issue/purchase of treasury shares	34,533	(5,086)
- issue/purchase of equity instruments	-	495,249
- distribution of dividends and other scopes	(880,351)	(448,781)
Net cash generated/absorbed by funding activities	(845,818)	41,382
NET CASH GENERATED/ABSORBED DURING THE PERIOD	(302,122)	(1,531,082)

Reconciliation

(in thousands)

Items	Amount	
	30.06.2025	30.06.2024
Cash and cash equivalents at the beginning of the period	7,887,900	10,085,595
Total net cash generated/absorbed during the period	(302,122)	(1,531,082)
Cash and cash equivalents: effect of change in exchange rates	(732)	(117)
Cash and cash equivalents at the end of the period	7,585,046	8,554,396

Key: (+) generated (-) absorbed

CONSOLIDATED EXPLANATORY NOTES

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Key to abbreviations in tables:

FV: Fair value

FV* = fair value calculated excluding value adjustments due to changes in the credit rating of the issuer since date of issuance.

NV: Nominal or notional value

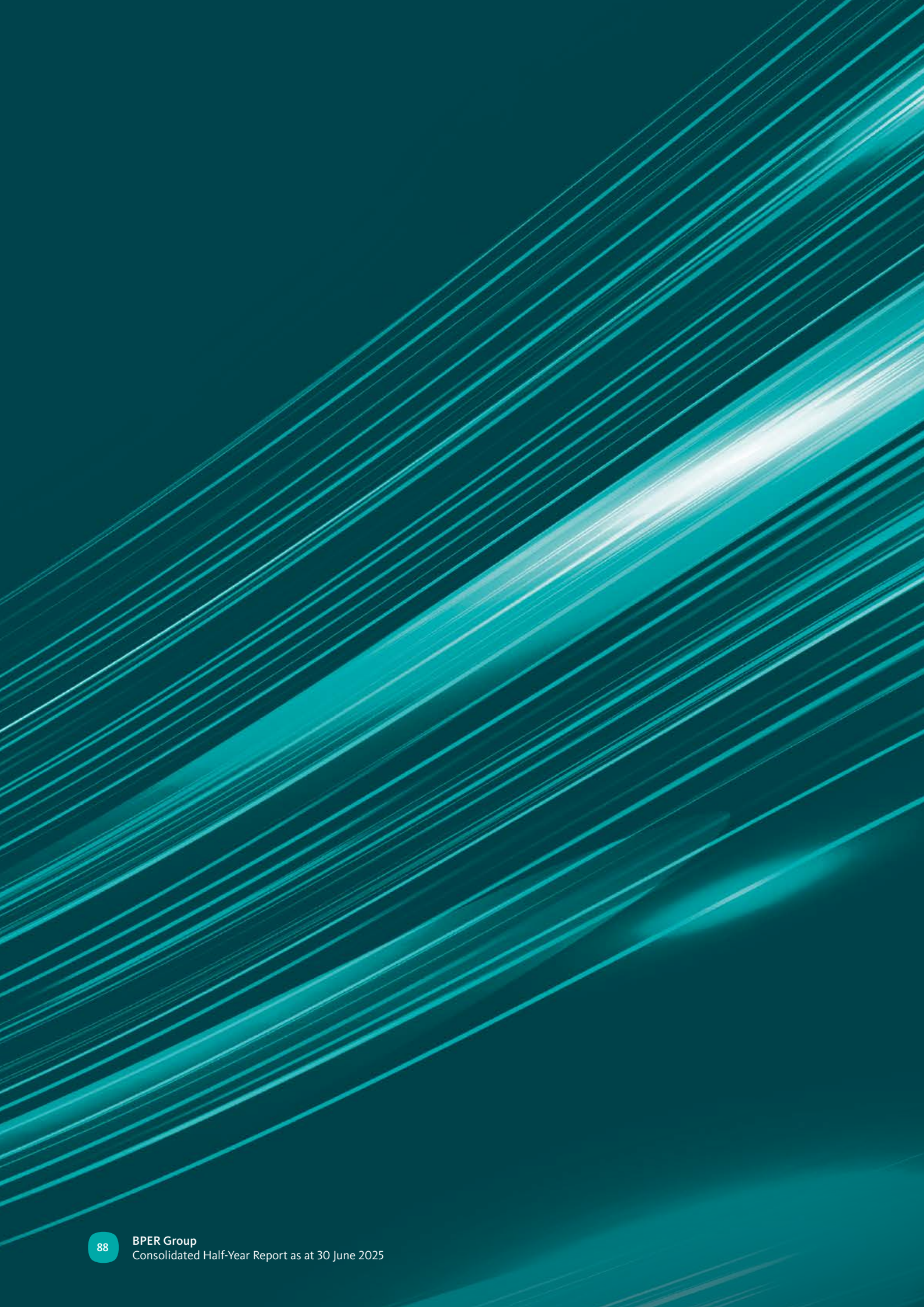
BV: Book value

L1: Fair value hierarchy - Level 1

L2: Fair value hierarchy - Level 2

L3: Fair value hierarchy - Level 3

X: not applicable



PART A

Accounting policies

A.1 – GENERAL INFORMATION

Section 1 – Declaration of compliance with international accounting standards

The Half-Year Condensed Consolidated Financial Statements, included in the Consolidated Half-Year Report as at 30 June 2025, drafted pursuant to article 154 of Legislative Decree No. 58 of 24 February 1998, as later amended, have been prepared in accordance with the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), endorsed by the European Commission, as provided by EU Regulation no. 1606 dated 19 July 2002, and currently in force, including the related interpretations of the International Financial Reporting Interpretations Committee (IFRIC) and the Standing Interpretations Committee (SIC).

In particular, the Half-Year Condensed Consolidated Financial Statements comply with IAS 34, which dictates the minimum content and principles for recognition and measurement in interim Financial Reports. In accordance with the provisions of IAS 34.10, the Group exercised the option to prepare a summary report, instead of the full one provided for the annual report (which has to comply with the provisions of IAS 1).

Reference is also made, where necessary, to the “Conceptual Framework for Financial Reporting” and to the documents prepared by the Italian Accounting Body (OIC) and the Italian Banking Association (ABI).

In the absence of a standard or interpretation specifically applicable to a particular transaction, the Parent Company makes use of the professional opinion of its own staff, in particular the Financial and Supervisory Reporting Department, to develop a rule for accounting recognition that makes it possible to provide reliable financial information and to ensure that the Half-Year Condensed Consolidated Financial Statements give a true and fair view of the financial position, result of operations and cash flows of the Group, reflecting the economic substance of the transaction and its key aspects.

In formulating these accounting rules, reference is made as far as possible to International Accounting Standards and interpretations dealing with similar or comparable matters.

As part of its guidance and coordination activity, the Parent Company requires the other Group Banks and Companies to apply the Group’s own accounting recognition rules, in the right circumstances.

As required by IAS 8, the following table shows the new international accounting standards or amendments to standards already in force, with the related Approval Regulations, whose application is mandatory from 2025 and whose adoption had no substantial effect on the Balance Sheet and Income Statement of the Group.

EC Approval Regulation	Title	In force from years beginning
2862/2024	Commission Regulation (EU) no. 2024/2862 of 12 November 2024 adopting IAS 21 “The effects of changes in foreign exchange rates” was published in the Official Journal of the European Union L Series on 13 November 2024. Amendments to IAS 21 specify when a currency is exchangeable into another and, when it is not, how a company determines the exchange rate to apply, and the disclosures a company is to provide when a currency is not exchangeable.	1 January 2025

The following table shows the new international accounting standards or amendments to standards already in force, with the related Approval Regulations, whose application is mandatory from 1 January 2026 or later date.

EC Approval Regulation	Title	In force from years beginning
1047/2025	<p>28 May 2025 saw the publication in the Official Journal L series of Commission Regulation (EU) 2025/1047 of 27 May 2025 amending Regulation (EU) 2023/1803 as regards International Financial Reporting Standard 9 (Financial Instruments) and International Financial Reporting Standard 7 (Financial Instruments: Disclosures) published by the IASB on 30 May 2024.</p> <p>In particular, the amendments aim at:</p> <ul style="list-style-type: none"> - clarifying the classification of financial assets with variable returns associated with environmental, social and governance (ESG) objectives and the criteria to be used for the assessment of the SPPI test; - determining that the date of settlement of a liability using an electronic payment system is the same as the date in which the liability is extinguished. However, an entity is permitted to adopt an accounting policy to make it possible to derecognise, before the settlement date, a financial liability that will be settled with cash when specified criteria are met. <p>With these amendments, IASB also introduced further disclosure requirements about investments in capital instruments designated as FVOCI.</p>	1 January 2026
1266/2025	<p>1 July 2025 saw the publication in the Official Journal, Series L of Commission Regulation (EU) 2025/1266 of 30 June 2025 amending Regulation (EU) 2023/1803 as regards International Financial Reporting Standard 9 (Financial Instruments) and International Financial Reporting Standard 7 (Financial Instruments: Disclosures) on “nature-dependent electricity contracts” published by the IASB on 18 December 2024. The amendments were issued with the aim to help companies better report the financial effects of nature-dependent electricity contracts, which are often structured as power purchase agreements. In particular, they:</p> <ul style="list-style-type: none"> - clarify the application of the “own-use requirement”; - allow for the use of these contracts as hedging instruments under hedge accounting; - introduce new disclosure requirements for such instruments. 	1 January 2026

The Group has not exercised the option of earlier application of the aforementioned Regulation, effective from 1 January 2026. The directors are assessing the possible effects of the introduction of these amendments on the Group’s Consolidated Financial Report.

The documents for which, at the date of this Consolidated Half-Year Report, the competent bodies of the European Union have not yet completed the endorsement process necessary for the adoption of said amendments, are reported below.

- On 18 July 2024, the IASB issued a narrow-scope amendment called “Annual Improvements to IFRS Accounting Standards - Volume 11”. The document includes clarifications, simplifications and changes for the purpose of improving the consistency of accounting standards IFRS 1, 7, 9, 10 and IAS 7. The amendment will be effective from 1 January 2026. Earlier application is permitted. The directors do not expect the adoption of this amendment to have a significant impact on the Group’s Consolidated Financial Report.
- On 9 May 2024, the IASB published a document entitled “IFRS 19 - Subsidiaries without public accountability: Disclosures”. The new principle introduces reduced disclosure requirements with respect to other IAS/IFRS standards. An entity is only permitted to apply IFRS 19 when:
 - it is a subsidiary;
 - it did not issue any debt or equity instruments for trading in a public market and it is not in the process of issuing such instruments;
 - its parent company produces a Consolidated Financial Report that complies with IFRS Accounting Standards.

The new standard will be effective from 1 January 2027. Earlier application is permitted. The directors do not expect the adoption of this amendment to have a significant impact on the Group’s Consolidated Financial Report.
- On 9 April 2024, the IASB published a document entitled “IFRS 18 - Presentation and Disclosure in Financial Statements”, which will replace IAS 1 - Presentation of Financial Statements. The new standard aims to improve the presentation of the main Financial Statements and introduces significant amendments to the Income Statement. In particular, the new standard requires entities to:
 - classify income and expenses under three new categories (operating, investing and financing), in addition to the income taxes and discontinued operations categories, already included in the Income Statement;
 - present two new sub-totals, operating profit and profit before financing and income taxes (i.e. EBIT).

The new standard also:

- requires more information on management-defined performance measures;
- adding new principles for grouping (aggregation and disaggregation) of information; and,
- introduces changes to the Statement of Cash Flows, notably: requiring companies to use the operating profit subtotal as the starting point for reporting cash flows from operating activities using the indirect method; and removing some classification options for currently existing items (for example, dividends and interest paid, dividends and interest received).

The new standard will be effective from 1 January 2027. Earlier application is permitted. The directors are currently assessing the possible effects of the introduction of this amendment on the Group's Consolidated Financial Report.

Section 2 – Basis of preparation

In terms of the schedules presented and its technical form, these Half-Year Condensed Consolidated Financial Statements have been prepared on the basis of the Bank of Italy's Circular no. 262/2005, as amended (most recently by the 8th amendment dated 17 November 2022, effective for annual reporting periods beginning on or after 31 December 2023) – issued in implementation of art. 9 of Legislative Decree 38/2005 – and the additional instructions provided in separate communications³⁵. During preparation, account has been taken of the interpretative and support documents for the application of the accounting standards, issued by the Italian and European regulatory and supervisory bodies and by the standard setters, to the extent applicable³⁶. In particular, the most recent ones provided guidelines for better management of “Uncertainties in the use of accounting estimates”, better highlighted in the next paragraph dedicated to the topic.

Where not already included in the documents mentioned above, Italian laws on the Financial Statements of companies³⁷ and the Italian Civil Code have been taken into consideration.

The Half-Year Condensed Consolidated Financial Statements consist of the Balance Sheet, the Income Statement, the Statement of Other Comprehensive Income, the Statement of Changes in Shareholders' Equity, the Statement of Cash Flows and the Explanatory Notes. The Report is accompanied by the Directors' interim Report on Group operations.

The currency used in the Financial Report is the Euro. Figures are expressed in thousands of Euro³⁸.

The general criteria underlying the preparation of the Half-Year Condensed Consolidated Financial Statements are presented below:

- *Going Concern*³⁹: assets, liabilities and off-balance sheet transactions are measured in the context of continuity over time.
- *Accrual Basis of Accounting*: costs and revenues are recognised on the accrual basis, regardless of when they are settled.
- *Materiality and Aggregation*: each material class of similar items is presented separately in the Financial Statements. Items that are dissimilar in terms of their nature or use are only aggregated if they are individually immaterial.
- *Offsetting*: assets and liabilities, income and expenses are not offset unless required or permitted by a standard or an interpretation, or by the Bank of Italy's regulations for the preparation of Financial Statements.
- *Frequency of disclosures*: information must be prepared annually or more frequently; if an entity changes its accounting reference date, the reason must be indicated together with the fact that the information provided is not comparable.
- *Comparative Information*: comparative information is disclosed in respect of the previous period for all amounts reported in the Financial Statements, unless required otherwise by a standard or an interpretation.
- *Consistency of Presentation*: the presentation and classification of items is maintained over time to ensure that information is comparable, unless specified otherwise in new accounting standards or their interpretations, or unless a change is required to improve the meaningfulness and reliability of the amounts reported. The nature of changes in account presentation or classification is described, together with the related reasons; where possible, the new criterion is applied on a retroactive basis.

The Explanatory Notes and attachments, if any, provide additional information to help give a complete, true and fair view of the company's situation, even if such information is not expressly required by the regulations.

35 These include the indications contained in Bank of Italy communication of 14 March 2023 (repealing previous communications of 15 December 2020 and 21 December 2021) with provisions concerning the impacts of Covid-19 and the measures to support the economy and amendments to IAS/IFRS.

36 Reference is made, inter alia, to: ESMA's public statements of 24 October 2024, 25 October 2023, 28 October 2022 and 29 October 2021 concerning the “European Common Enforcement Priorities for Annual Financial Reports” and ESMA's public statement of 13 May 2022 “Implications of Russia's invasion of Ukraine on half-yearly Financial Reports”.

37 In particular, Legislative Decree 136 of 18 August 2015 - Implementation of Directive 2013/34/EU relating to Separate Financial Reports, Consolidated Financial Reports and related documents of certain types of companies, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Directives 78/660/EEC and 83/349/EEC, for the part relating to the annual accounts and consolidated accounts of banks and other financial institutions, as well as the publication of the accounting documents of branches, established in a Member State, of credit institutions and financial institutions with registered offices outside that Member State, which repeals and replaces Legislative Decree 87 of 27 January 1992.

38 As regards rounding, reference has been made to the instructions given in Bank of Italy's Circular 262/2005 and subsequent updates, entering the amount due to rounding in “Other assets/Other liabilities” in the Balance Sheet and “Other operating expense/income” in the Income Statement.

39 Please refer to the paragraph below, dedicated to the going concern principle, for more information on the assessment generally conducted.

Uncertainties in the use of estimates

The preparation of the Half-Year Condensed Consolidated Financial Statements requires recourse to estimates and assumptions that may affect the amounts recorded in the Balance Sheet and the Income Statement, as well as the information about contingent assets and liabilities. The development of such estimates involves the use of available information and the adoption of subjective assessments, partly based on historical experience, in order to make reasonable assumptions for the recognition of operating events. By their nature, the estimates and assumptions used may change from period to period and, accordingly, it may be that the actual amounts recorded in the Financial Report in subsequent periods are significantly different as a consequence of changes in the subjective assessments made.

The principal situations in which management is required to make subjective assessments include:

- quantification of the losses arising from the impairment of loans and, in general, other financial assets;
- determination of the fair value of financial instruments, in particular, the use of measurement models to determine the fair value of financial instruments that are not listed in active markets and those that are not routinely measured at fair value;
- determination of the fair value of owned properties;
- quantification of the provisions for employee benefits and the provisions for risks and charges;
- estimates and assumptions about the recoverability of deferred tax assets;
- measurement of goodwill and other intangible assets.

Also with reference to the IASB document dated 27 March 2020⁴⁰, the usual measurement models adopted by the BPER Banca Group (in particular, the models used to estimate the ECL and determine the Significant Increase in Credit Risk (SICR) within the framework of IFRS 9 impairment) can be supplemented, also on a recurring basis, for example through the application of “post-model adjustments” in relation to the ECL estimate, or through “collective assessments”⁴¹ supplementing the analytical staging rules, if the information needed for their implementation is not characterised by the “reasonableness and sustainability” requirements needed to fully incorporate the effects of some relevant events for quantifying credit risk, but still not managed by the econometric models used to determine the risk parameters.

Given that this situation continued also in the first half of 2025, as a result of the events mentioned later in paragraph “*Method for determining the extent of impairment - Risks and uncertainties inherent in the current macroeconomic environment - Management Overlays applied in the assessment of credit risk*” as causes of uncertainty, the valuations as at 30 June 2025 were also carried out by applying Management Overlays, it being understood that these are also consistent with the indications of the IAS/IFRS standards.

Going Concern⁴²

In preparing the Half-Year Condensed Consolidated Financial Statements as at 30 June 2025, the Directors considered the going-concern assumption to be appropriate because they did not find any uncertainties related to events or circumstances that, individually or collectively, could give rise to doubts about the business’s ability to continue. This assessment took account of the capitalisation of the Group, which has significant buffer capital with respect to the minimum requirement established by the European Central Bank, as well as the liquidity position and related buffer with respect to the regulatory threshold, and the likely outlook for operations despite the uncertainties linked to the current macroeconomic context.

Inspections and audits

Directors believe that the observations arising from the various inspection areas to which the BPER Banca Group was subject will not have a significant impact on the income, balance sheet and cash flows of the BPER Banca Group. Nevertheless, in all cases, suitable action plans are prepared by the Group in order to ensure a timely response to the recommendations made by the Supervisory Authorities⁴³.

40 IASB 27 March 2020: “IFRS 9 and Covid-19 – Accounting for expected credit losses applying IFRS 9 Financial Instruments in the light of the current uncertainty resulting from the Covid-19 pandemic”.

41 Reference is made to IFRS 9 §§ B.5.5.4-B5.5.9 and the “EBA Guidelines on credit institutions’ credit risk management practices and accounting for expected credit losses” (EBA/GL/2017/06) of 20 September 2017.

42 As required by document No. 2 issued with joint signature by the Bank of Italy, CONSOB and ISVAP (now IVASS) on 6 February 2009.

43 For the update of events occurred in the first half of 2025 in relation to the inspection areas in which the BPER Banca Group has been involved, please refer to paragraph “Inspections and audits” of the Interim Report on Group Operations.

Section 3 – Scope of consolidation and methodology

The consolidation criteria and methodology are described in Part A of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Current regulations require the scope of consolidation to be managed on two levels:

- the accounting scope of consolidation governed by IFRS 10⁴⁴ “Consolidated Financial Statements”, IAS 27 “Separate Financial Statements”, IAS 28 “Investments in Associates and Joint Ventures” and, if required by the circumstances, IFRS 11 “Joint Arrangements”, IFRS 12 “Disclosure of Interests in Other Entities” (all adopted by Regulation (EU) 1254/2012, effective from 1 January 2014, and subsequent amendments) and IFRS 3 “Business Combinations” (adopted by Regulation (EU) 495/2009, effective from 1 July 2009, and subsequent amendments);
- the prudential scope of consolidation governed by Regulation (EU) 575/2013 and subsequent updates, in which art. 19 indicates the entities to be excluded from the prudential consolidation.

The above regulations contribute to determining the scope of consolidation, as well as the methodologies to be used for consolidation.

International accounting standards require subsidiaries to be consolidated on a line-by-line basis, while jointly controlled entities and non-controlling interests in which the Group exercises significant influence are consolidated under the equity method.

Art. 19, para. 1 of the supervisory regulation (CRR⁴⁵), referenced to above, excludes from the scope of line-by-line consolidation all financial entities and operating companies, including members of the Banking Group, whose total assets and off-balance sheet amounts are less than the lower of the following two amounts:

- Euro 10 million;
- 1% of the total assets and off-balance sheet amounts of the parent company or the entity that holds the equity investment.

The BPER Banca Group has decided to adopt the methodology required for the purposes of prudential supervision also for producing financial information, thus standardising the two consolidation perimeters (“for accounting purposes” and “for prudential purposes”).

This decision was needed to rationalise, simplify and streamline the production of consolidated information for supervisory and financial reporting purposes. Its effects on the latter are negligible. In terms of areas affected, the Income Statement summarises in Profit (loss) from equity investments the not significant dynamics otherwise reported line by line; in the assets and liabilities, the balance sheet figures that have not been eliminated and otherwise reported line by line are summarised under the item “Equity investments”, with no impact on the profit and loss result for the period and on the Group’s shareholders’ equity.

The following companies are included in the Banking Group but, as at 30 June 2025, they do not satisfy the requirements of art. 19, para. 1 of the CRR:

- Estense Covered Bond s.r.l.;
- BPER Trust Company s.p.a.;
- Estense CPT Covered Bond s.r.l.;
- Carige Covered Bond s.r.l.;
- Lanterna Finance s.r.l.;
- Lanterna Mortgage s.r.l.

The other subsidiaries that are not included in the Banking Group, since their activities do not contribute to its banking operations, are:

- Adras s.p.a.;
- Annia s.r.l.;
- St. Anna Golf s.r.l.;
- Commerciale Piccapietra s.r.l.

As at 30 June 2025, the above companies are consolidated under the equity method.

St. Anna Gestione Golf Società Sportiva Dilettantistica s.r.l., a subsidiary of BPER Real Estate through St. Anna Golf s.r.l., was likewise excluded from the scope of consolidation as it was considered non-significant.

No changes to the scope of consolidation have been made compared to 31 December 2024.

44 IFRS 10 §B86 in relation to consolidation procedures.

45 Regulation (EU) 575/2013 and subsequent amendments.

For more details on the transactions, please refer to the chapter “*Significant events and strategic transactions*” in the Group Interim Report on Operations of this Consolidated Half-year Report.

1. Equity investments in wholly owned subsidiaries

1.1 Equity investments within the Group consolidated line-by-line

Company name	Operational head office	Registered head office	Type of relationship (1)	Share capital in Euro	Nature of holding		% Available votes (2)
					Parent company	% holding	
1. Banco di Sardegna s.p.a.	Sassari	Cagliari	1	155,247,762	BPER Banca	99.486	100.000
2. Bibanca s.p.a.	Sassari	Sassari	1	74,458,607	BPER Banca	99.080	
3. BPER Bank Luxembourg SA	Lussemburgo	Luxembourg	1	30,667,500	BPER Banca	100.000	
4. Banca Cesare Ponti s.p.a.	Milano	Milan	1	64,000,000	BPER Banca	100.000	
5. BPER Real Estate s.p.a.	Modena	Modena	1	191,830,824	BPER Banca	78.988	
					B. Sard.	21.012	
6. Sardaleasing s.p.a.	Milano/Bologna	Sassari	1	184,122,460	BPER Banca	52.846	
					B. Sard.	46.933	
7. Modena Terminal s.r.l. (*)	Campogalliano	Campogalliano	1	8,000,000	BPER Banca	100.000	
8. BPER Factor s.p.a.	Bologna	Bologna	1	54,590,910	BPER Banca	100.000	
9. Arca Holding s.p.a. (**)	Milano	Milan	1	50,000,000	BPER Banca	57.061	
10. Arca Fondi SGR s.p.a.	Milano	Milan	1	50,000,000	Arca Holding	100.000	
11. Finitalia s.p.a.	Milano	Milan	1	15,376,285	BPER Banca	100.000	

(*) The shareholding in Modena Terminal as of 31 December 2024 is reclassified under “Non-current assets and disposal groups classified as held for sale”.

(**) Company not included in the banking Group.

The “% Available votes” column is only used if the actual share of votes exercisable at the Ordinary Shareholders’ Meeting is different from the interest held in the company’s share capital.

The figure for share capital is provided as extra information as required by CONSOB Communication DEM/6064293 dated 28 July 2006.

Key (1) Type of relationship: 1 Majority of voting rights at the ordinary shareholders’ meeting; (2) Availability of voting rights at ordinary shareholders’ meeting, distinguishing between actual and potential.

1.2 Equity investments within the Group consolidated under the equity method

Company name	Operational head office	Registered head office	Type of relationship (1)	Share capital in Euro	Nature of holding		% Available votes (2)
					Parent company	% holding	
A. Subsidiaries that are not included in the Banking Group							
1. Adras s.p.a.	Milan	Milan	1	1,954,535	BPER Banca	100,000	
2. Annia s.r.l.	Milan	Milan	1	100.000	BPER Real Estate	100,000	
3. Sant’Anna Golf s.r.l.	Genoa	Genoa	1	50.000	BPER Real Estate	100,000	
4. Commerciale Piccapietra s.r.l.	Genoa	Genoa	1	500.000	BPER Banca	100,000	
B. Subsidiaries that are included in the Banking Group but do not satisfy the requirements of art. 19, para. 1 of the CRR							
5. Estense Covered Bond s.r.l.	Conegliano	Conegliano	1	10.000	BPER Banca	60,000	
6. BPER Trust Company s.p.a.	Modena	Modena	1	500.000	BPER Banca	100,000	
7. Estense CPT Covered Bond s.r.l.	Conegliano	Conegliano	1	10.000	BPER Banca	60,000	
8. Carige Covered Bond s.r.l.	Genoa	Genoa	1	10.000	BPER Banca	60,000	
9. Lanterna Finance s.r.l.	Genoa	Genoa	4	10.000	BPER Banca	5,000	
10. Lanterna Mortgage s.r.l.	Genoa	Genoa	4	10.000	BPER Banca	5,000	

The “% Available votes” column is only used if the actual share of votes exercisable at the Ordinary Shareholders’ Meeting is different from the interest held in the company’s share capital.

The figure for share capital is provided as extra information as required by CONSOB Communication DEM/6064293 dated 28 July 2006.

Key (1) Type of relationship: 1 Majority of votes at the Ordinary Shareholders’ Meeting; 4 Other forms of control. (2) Voting rights at ordinary shareholders’ meeting, distinguishing between actual and potential.

Section 4 – Events after the reporting period

This Consolidated Half-Year Report as at 30 June 2025 was approved by the Board of Directors of BPER Banca on 5 August 2025, which authorised its publication.

Information about the events that took place after the reporting date of this Consolidated Half-Year Report, if any, is presented and described in the section of the Directors' Report on Group operations entitled "Significant events and strategic transactions", to which reference should be made for details. These events did not affect the Half-Year Condensed Consolidated Financial Statements pursuant to IAS 10.

Section 5 – Other aspects

Risks and uncertainties inherent in the current macroeconomic environment - Management Overlays applied in the assessment of credit risk

The persistent uncertainty in the general and sectoral macroeconomic scenario, mainly due to the geopolitical tensions caused before by the armed conflicts in Russia-Ukraine and in the Middle East, and the recent US trade policies on tariffs, accompanied by measures to combat climate risk with unpredictable effects on the economic and production system, have led the BPER Banca Group to maintain constant control and continuous monitoring in particular of credit risk and its assessment for treatment in the Financial Statements.

In this regard, in the first half of 2025 the Parent Company carried out dedicated analyses⁴⁶, aimed at identifying the best method of intervention on the credit risk measurement and forecasting systems, later aligning them with the prevailing context and trying to avoid being excessively pro-cyclical in the definition of collective provisions, as indicated by the Regulators (among others especially ESMA and the ECB).

The following is a summary of the changes made to the assessment of the Expected Credit Loss of the Loan portfolio in relation to the Management Overlays applied as at 30 June 2025 and their impact on the period then ended.

(Figures in Euro millions)

Top-down adjustments	Add-on 30.06.2025	Add-on 31.12.2024	P&L impact 30.06.2025
Multi-scenario ECL "expert" correction - macroeconomic scenario weights	(88.2)	(88.3)	0.1
High-risk economic sectors (particularly energy-intensive and exposed to Russia risk)	(125.6)	(144.5)	18.9
Collective Staging "Emilia-Romagna flooding"	-	(4.3)	4.3
Total	(213.8)	(237.1)	23.3

With a view to bringing forward some methodological advancements in the risk models used to estimate the ECL on the loan portfolio, with the main change being the forward-looking projections (satellite models) on the "Financial Companies" and "Retail Customers" segments, provisioning add-ons have been quantified which, as at 30 June 2025, led to a Euro 65.7 million increase in ECL.

A +20% correction factor was maintained to the LGD parameter to also reflect, under IFRS 9, the changes already applied under the AIRB following the 2021 inspection and the related actions required by the ECB, which led to an increase of Euro 87.8 million in ECL.

It should also be noted that some updates to the risk models adopted by the Group were implemented in the half; further information on this is provided in the paragraph dedicated to the *Method for determining the extent of impairment*, which had economic impacts as changes in accounting estimates. More specifically, it should be noted that the extension of the correction factor to the PD parameter for the Long-term Property SMEs, Retail SMEs and Small Business Operators in-model adjustment vulnerable sectors, is to replace the 'high-risk' overlay. This resulted in a net increase of Euro 6.4 million in ECL (including the "High risk" overlay release as highlighted in the table below).

46 For the description of the "Method for determining the extent of impairment" please refer to the Consolidated Financial Report as at 31 December 2024.

Implementation of the global minimum tax rules for multinational and domestic groups under Pillar 2 and related amendments to IAS 12 on income taxes

In 2013, as part of the BEPS (Base Erosion and Profit Shifting) Project, a complex process to reform international tax standards was launched at the initiative of the OECD and G20 countries which includes, among others, the Pillar 2 project, with the aim of ensuring a level playing field for companies worldwide, preventing a race to the bottom in corporate tax rates and promoting efficient investment and localisation decisions for business activities. This competitive equality would be achieved by applying a system of suitable common rules to ensure that the transnational group pays an effective tax rate of no less than 15% (OECD agreed rate) in each jurisdiction in which it is established.

The Pillar 2 system of rules developed at international level on the basis of the OECD technical guidance was implemented at EU and single market level with Directive No. 2022/2523/EU, adopted by the Council of the European Union on 14 December 2022 and published in the Official Journal of the European Union L 328/2022 of 22 December 2022, which also extended the scope of application to national Groups of EU countries.

The European provisions were then implemented in Italy by Legislative Decree no. 209 of 27 December 2023, published in the Official Gazette of the Italian Republic No. 301 General Series of 28 December 2023 (the “Decree”).

In particular, the Decree establishes a taxation additional to the ordinary income taxes (the Top-Up Tax) which consists of a minimum supplementary tax (IIR) payable by the Italian-based parent company of multinational or national groups in relation to companies belonging to the group subject to an effective tax rate of less than 15% and a domestic minimum tax (so-called QDMTT) applied by companies belonging to a multinational or national group located in Italy subject to low taxation, until the minimum effective rate of 15% is reached.

The purpose of this second tax is to allow supplementary tax to be levied in the country where a low level of taxation has occurred, thus avoiding that all tax is levied in the country of location of the direct or indirect parent company.

The subjective scope of application of the new taxes is limited to companies belonging to multinational and domestic groups with annual revenues of Euro 750 million or more, resulting from the Consolidated Financial Report of the parent company in at least two of the four financial years preceding the financial year under consideration.

The provisions of the Decree apply with respect to financial years beginning on or after 31 December 2023 (1 January 2024 for entities whose financial year coincides with the calendar year).

In view of the imminent entry into force of the new Pillar 2 tax provisions in some jurisdictions, the IASB, responding to stakeholders' concerns about the potential implications of applying the new tax provisions in some jurisdictions, approved a number of amendments to IAS 12 on income taxes on 23 May 2023. In particular, the amendments to the standard introduce a temporary mandatory exception to the recognition of deferred tax assets and liabilities related to the minimum additional tax introduced with the implementation of the Pillar 2 regulations and some specific disclosure requirements both for periods when the Pillar 2 legislation is in force or substantially in force but not yet effective, and for periods when the regulations will be effective. These disclosure requirements can be applied as from annual Financial Reports beginning on or after 1 January 2023. Specifically, an entity is asked to:

- disclose that it has applied the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar 2 income taxes;
- disclose separately its current tax expense (income) related to Pillar 2 income taxes;
- in periods in which Pillar 2 legislation is enacted or substantively enacted but not yet in effect, an entity shall disclose known or reasonably estimable information that helps users of the Financial Report understand the entity's exposure to Pillar 2 income taxes arising from that legislation.

In order to meet the disclosure objective, the entity shall disclose qualitative and quantitative information about its exposure to Pillar 2 income taxes at the end of the reporting period. This information does not have to reflect all the specific requirements of the Pillar 2 legislation and can be provided in the form of an indicative range. To the extent information is not known or reasonably estimable, an entity shall instead disclose a statement to that effect and disclose information about the progress in assessing its exposure.

In subjective terms, BPER Banca Group meets the quantitative requirement of the new Pillar 2 regulation and is therefore potentially impacted by it; for this reason, it is constantly monitoring the progress of regulations in Italy and Luxembourg, where it currently operates.

The exposure to Pillar 2 income taxes for the BPER Banca Group companies essentially derives from the effective tax rate, which is calculated separately for each financial year and for each country of operation. This rate is equal to the ratio of the country's adjusted relevant taxes to the country's relevant net income.

To limit the administrative and compliance expenses for multinational groups and fiscal administrations, called upon to respectively apply and monitor the correct application of the global minimum tax rule during the initial period (for periods starting before 31 December 2026 and ending not after 30 June 2028), operators that meet specific requirements are given the possibility to use ‘transitional safe harbours’ based on data mostly deriving from the Country-by-Country Report. With regard to Italy, the implementing provisions of the aforementioned transitional safe harbours are set out in the Ministerial Decree of 20 May 2024, published in the Official Journal of 28 May 2024, issued pursuant to art. 39, paragraph 3, of Italian Legislative

Decree 23 December 2023, no. 209, which, in line with the common approach, supplemented the regulatory framework on global minimum taxation.

On the basis of the estimates and data available to date, the BPER Banca Group proves to meet the requirements to access the transitional safe harbours and, thus, is not subject to the obligation to pay the minimum additional tax via the Income Inclusion Rule (IIR) or the Qualified domestic Top-Up Tax (QDMTT). For this reason, no Pillar 2 current taxes were recognised in the Consolidated Half-Year Report as at 30 June 2025, nor have any deferred tax assets and liabilities been recognised with reference to the regulation in question, in compliance with the temporary exception on this matter provided for by IAS 12.

The BPER Banca Group is in any case proceeding with the necessary activities to enable it to equip itself with the organisational and procedural structures required to exactly determine the effective tax rate in full compliance with the GloBE rules and to manage any higher taxes should they be due, as well as to be able to promptly implement all the new requirements introduced by the Pillar 2 regulation.

Domestic tax group election

BPER Banca has exercised the option as the consolidating company together with its subsidiaries listed in the table below for the “domestic tax consolidation” regime, governed by Articles 117-129 of the Consolidated Income Tax Act and introduced by Legislative Decree No. 344/2003 and subsequent amendments.

Domestic tax consolidation consists of a scheme, applicable on an optional binding basis for three years, by individual companies connected by a relationship of control pursuant to article 117 of the Consolidated Income Tax Act, whereby, for the consolidating company or entity, a single IRES tax base (taxable income or tax loss) is determined for the group of companies calculated as the algebraic sum of the tax base of the individual companies adhering to this scheme, as emerges from their respective tax returns. As at 31 December 2024, the option expired for Banco di Sardegna s.p.a., BPER Trust Company s.p.a., and BPER Real Estate s.p.a.; however, it is expected that the option will be renewed for the three-year period 2025-2027 when the company’s tax return for the 2024 tax year is submitted.

Consolidated companies	2023	2024	2025	2026	2027
Banca Cesare Ponti s.p.a.	x	x	x		
Bibanca s.p.a.		x	x	x	
Banco di Sardegna s.p.a.			x	x	x
BPER Factor s.p.a.	x	x	x		
Sardaleasing s.p.a.		x	x	x	
BPER Trust Company s.p.a.			x	x	x
BPER Real Estate s.p.a.			x	x	x
Finitalia s.p.a.	x	x	x		
Arca Fondi SGR s.p.a.	x	x	x		
Arca Holding s.p.a.	x	x	x		

Audit

The Half-Year Condensed Consolidated Financial Statements have been reviewed by Deloitte & Touche s.p.a., which was appointed for the period 2017-2025 at the Shareholders’ Meeting held on 26 November 2016, as required by Legislative Decree 39 of 27 January 2010.

A.2 – MAIN ITEMS IN THE FINANCIAL STATEMENTS

For the methods used in the recognition, classification, measurement and derecognition of Income Statement items, reference is made to the criteria applied for preparation of the Consolidated Financial Report as at 31 December 2024.

The updates made during the first half of 2025 are described below in relation to the:

- “Method for determining the extent of impairment”;
- introduction of “Macro Hedging: “dynamic” macro-fair value hedging of fixed rate loans”.

Method for determining the extent of impairment

A. Financial assets

Impairment models

The calculation of adjustments of financial assets according to the Expected Credit Losses (ECL model envisaged by IFRS 9) is the result of a complex process of estimates that includes numerous subjective variables regarding the criteria used to identify a significant increase in credit risk, for the purpose of allocating financial assets to the stages provided for in the Standard; it also involves defining models for measuring expected losses, with the use of assumptions and parameters, which take into account current and future (or “forward-looking”) macroeconomic and environmental information (physical and transition risks) including, for non-performing exposures, possible sale scenarios where the Bank’s strategy envisages recovery of the loans by selling them.

In accordance with the instructions contained in the standard, the impairment model adopted by the BPER Banca Group is based on the concept of “forward-looking” evaluation, i.e. on the concept of expected loss, whether calculated for the next 12 months (Stage 1) or for the residual life of the instrument (Stage 2 and Stage 3), based on the concept of a Significant Increase in Credit Risk (SICR) with respect to the date of origin of the instrument. According to the Expected Credit Loss model, the losses must be recorded not only on the basis of objective evidence of impairment losses already manifest as of the reporting date, but also on the basis of the expectation of future losses in value not yet manifest as of the reporting date, and must reflect:

- the probability of occurrence of the various system scenarios;
- the discounting effect using the effective interest rate;
- historical experiences and current and future assessments.

To this end, the BPER Banca Group has adopted a model for calculating the expected lifetime loss of the financial instrument, applied to instruments classified in Stage 2, which takes into consideration the following multi-period parameters:

$$LtEL_t = \sum_{t=1}^T PDF_t \times LGD_t \times EaD_t \times D_t$$

where:

- PDF_t is the Probability of Default Forward between 1 and t;
- LGD_t is the Loss Given Default at a forward default event between 1 and t;
- EaD_t is the Exposure at Default at time t;
- D_t is the discounting factor for the expected loss at time t, up to the current reporting date, determined using the effective interest rate;
- T is the contract maturity date.

The calculation parameters contained in the Lifetime Expected Loss formula, as they are multi-period, they evolve over time, or in the time frame coinciding with the expected life of the exposure that must be evaluated. In particular, the criteria adopted by the BPER Banca Group envisage that:

- the EaD evolves in accordance with the amortisation plans, if they exist, and with the contractual repayment plans in general, possibly amended by “behavioural” hypotheses (e.g. loans with pre-payment options);
- the PD and LGD parameters evolve as a result of the changes in the credit quality observed over time and represented, as for PD, by the transition or migration matrices (e.g. migrations between rating classes).

The calculation of the expected 12-month loss (applied to instruments classified in Stage 1) can therefore be considered as the sum of expected multi-period losses for the first prospective year, or less if the deadline is within 12 months, of the Lifetime Expected Loss:

$$EL = EaD \times LGD \times PD \times D$$

where:

- EaD is Exposure at Default,
- LGD is the Loss Given Default,
- PD is the 12-month Probability of Default,
- D is the discounting factor for the expected loss, discounted for 12 months from the first period subsequent to the reporting date.

Lastly, for loans already classified in Stage 3 whose amount is lower than the threshold set in the Group's internal regulations for analytical assessment, a statistical write-down is applied using the following formula:

$$LtEL_t = EaD \times LGD_t$$

where:

- EaD is Exposure at Default,
- LGD is the loss resulting from a default event, which can differ according to the administrative status at the calculation date.

For the purposes of a homogeneous application of the impairment model described to the financial asset portfolios of the BPER Banca Group, the same methods of calculating the value adjustments described above are applied, in addition to the on- and off-balance sheet scope of the loans, also to the portfolio of debt securities. With regard to the latter portfolio, it should be noted that, where the risk information deriving from internal models (PD and LGD) is missing, external information from qualified info providers was used.

The Expected Credit Loss (ECL) model adopted by the BPER Banca Group is based on the use of risk parameters estimated for regulatory purposes (disclosure of which is given in the relevant internal regulations and in Part E of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024), appropriately amended to guarantee full consistency with the requirements of IFRS 9. The main changes concerned the following aspects:

- introduction of “point-in-time” elements in the regulatory parameters estimated according to “through-the-cycle” logic;
- implementation of components based on forecast information (scenario analysis);
- extension of the time horizon (multi-year) of the credit risk parameters.

Estimate of the PD parameter

The Probability of Default (PD) represents the probability that the individual debtor (or pool of debtors) will go into default. The introduction of a Lifetime Expected Loss model implies the need to estimate the probability of default not only in the twelve months following the reporting date, but also in subsequent years.

For this purpose, multi-year PD dynamics accumulated by rating class were defined for each model of the internal rating system based on the product among the matrices of Point-In-Time (PIT) migrations conditioned to the expected economic cycle in the first three years and among the matrices of Through-The-Cycle (TTC) migrations conditioned to the “Current Policy” climate scenario from the fourth year onwards.

More specifically, the cumulative PD curves are determined, for the first three years from the reporting date, by multiplying future PIT matrices derived from the conditioning of PIT matrices, according to the application of satellite models, to different weighted macroeconomic scenarios with the relative probabilities of occurrence. From the fourth year onwards, climate elements are also introduced through the introduction of the “Current Policy” climate scenario, which envisaged an inertial behaviour of the economic system with respect to the energy transition and a temperature rise well above the limits agreed in Paris. Due to its characteristics, the scenario adopted is the most conservative of those available from the infoproducer. Consequently, the TTC ESG matrices obtained by conditioning the long-term TTC matrices (obtained as an average of the historical PIT migration matrices) to the “Current Policy” scenario according to the application of the same satellite models applied in the first three years are used.

The ordinary “satellite models”, used to link risk parameters to the evolution of macroeconomic variables, have been supplemented by some elements aimed at intercepting emerging risks which, if activated, generate more conservative default rate forecasts. The currently active models include:

- “trend” adjustment, which is an econometric mechanism to reduce the sharp decline in default rates in recent years so that the long-term component of the time series is given more weight in forecasts;
- sectoral adjustments resulting from the application of the framework for the identification of vulnerable sectors (on the Large Corporate, Corporate SMEs, Long-term Property SMEs, Retail SMEs and Small Market Players models), aimed at identifying the geo-sectoral clusters that are most sensitive to the contingent macroeconomic context, so as to activate the appropriate risk control mechanisms. To take account of the vulnerabilities, adjustments are expected to be made to the IFRS9 PD marginal curves for geo-sectoral clusters identified as vulnerable⁴⁷.

Estimate of the LGD parameter

Loss Given Default (LGD) is the percentage of loss incurred by the Bank in the event of a debtor default.

The need to implement a long-term approach, also through the inclusion of “forward looking” factors has involved the removal of the corrective components required for regulatory purposes (“downturn”, indirect costs and margins of conservatism) and conditioning to the expected economic cycle to obtain point-in-time and forward-looking parameters by using satellite models. In particular, the conditioned components requiring specific satellite models include the probability of migration to bad loan status and the loss given default of bad loans.

Moreover, with the aim of bringing forward also to the accounting area the effects of the remediation plan of the recent inspection on internal models, the BPER Banca Group provided for the extension of the ‘ECB limitation’ (increase of the LGD AIRB parameter used for performing exposures equal to 20%) also to the LGD IFRS9 parameter⁴⁸.

Estimate of the EAD parameter

Exposure At Default (EAD) is the expected exposure value in the event of a counterparty default. EAD is one of the factors required for the entire credit risk measurement process and its quantification is required not only for Basel II purposes and the calculation of the RWA IRB, but also for accounting purposes in order to determine collective provisions in accordance with the International Financial Reporting Standard IFRS 9.

The concept of exposure (EAD) considered in the various future payment moments foreseen in the amortisation plan is based on the residual debt, increased by any unpaid or overdue instalments.

With reference to off-balance sheet exposures (guarantees and margins), EAD is determined by applying a credit conversion factor (CCF) to the nominal value of the exposure.

Multi-scenario approaches used for estimating ECL:

a) Macroeconomic scenarios and forward-looking factors

As required by IFRS 9, the BPER Banca Group’s impairment model is reflected in the risk parameters used to calculate the ECL (and the stage assignment explained below):

- current conditions in the economic cycle (Point-in-Time risk measures);
- forward-looking information about risks (Forward looking risk measures), considering the dynamics of the (external) macroeconomic factors that affect the lifetime expected loss;
- the probability that three possible scenarios might occur (Probability weighted).

Therefore, all the risk parameters (with the exception of Exposure At Default, for which the econometric conditioning model was not applied due to the volatility of the parameter, in favour of stability) are conditioned by macroeconomic scenarios.

With reference to the multiple prospective scenarios similar to those used to estimate the ECL, the BPER Banca Group has decided to use the same scenarios used by the Bank’s main processes such as Planning and Budget, Risk Appetite Framework (RAF) and Lending Policies, limiting the forward-looking time horizon to a maximum of 3 years following the date of each assessment⁴⁹.

⁴⁷ The framework for the identification of vulnerable sectors and the relative correction measure have been in use since March 2024 on the Large Corporate and Corporate SMEs models and, since June 2025, on Long-term Property SMEs, Retail SMEs and Small Market Players.

⁴⁸ The extension of the “ECB limitation” to the LGD parameter used to estimate ECL IFRS 9 has taken place starting from 31 March 2024. At steady state, this correction is expected to be absorbed into the additional update of the AIRB model, as required by the ECB to the Bank.

⁴⁹ As at 31 March 2024, an updated criterion to assign the probability of occurrence of macroeconomic scenarios was implemented as part of the Expected Credit Loss estimate, which involved the assignment of a more robust weight to alternative scenarios (adverse and favourable) compared to the weight given to base scenarios. Also to prepare this Consolidated Financial Report, the Management overlay was applied, which consists in the ‘expert’ attribution of the probability of occurrence of the macroeconomic scenarios considered, de facto overwriting the effects of this model update.

b) Application of the disposal scenario for non-performing loans

Paragraph B5.5.41 of IFRS 9 states that the purpose of estimating expected credit losses is neither to estimate the worst-case scenario nor to estimate the best-case scenario. Instead, an estimate of expected credit losses shall always reflect the possibility that a credit loss occurs and the possibility that no credit loss occurs, even if the most likely outcome is no credit loss. As described in the ITG “Inclusion of cash flows expected from the sale on default of loans” from the staff of the IFRS Foundation and in the “Guidelines for banks on non-performing loans (NPL)” published by the ECB in March 2017 to encourage their proactive management, the BPER Banca Group has included forward-looking factors in the assessment of non-performing loans (classified in particular as bad and UTP loans) by forecasting recoveries on a multi-scenario basis. More specifically, in line with the current processes of recovery of non-performing assets, which envisage their realisation also through sale on the market, the impairment model has integrated a sale scenario (so-called “Disposal Scenario”), in line with what is defined in the Group’s NPE Strategy plans for the management and reduction of the non-performing portfolio, as a possible method of recovering exposures, as an alternative to internal recovery (“Workout Scenario”).

When envisaged and possible, loans classified in Stage 3 are therefore measured by weighting their estimated realisable value determined under the two possible scenarios (“workout” and “disposal”) by applying a probability of occurrence to each. To this end, the BPER Banca Group has adopted a model for calculating the multi-scenario net value of impaired financial assets, which considers the following parameters:

$$NBV_{\text{Multiscenario}} = FMV \times \text{Disposal Scenario \%} + NBV_{\text{Workout}} \times (1 - \text{Disposal Scenario \%})$$

where:

- FMV is the best estimate of the “disposal” price;
- NBV_{Workout} is the net book value of the loan according to internal management logic (“workout”);
- Disposal Scenario % is the probability of occurrence of the disposal scenario;
- (1 - Disposal Scenario %) is the probability of occurrence of the workout scenario.

This methodology for measuring Stage 3 exposures provides the best representation of possible recoveries to be achieved, on the one hand, via routine internal management procedures and, on the other, market disposals in implementation of the specific strategies (NPE Strategy) that the Group has committed to achieving towards the Financial Community.

The measurement process therefore retains unchanged the methodology for identifying recoverable value under the workout scenario, but is supplemented by an assessment based on market parameters under the disposal scenario. The two measurement processes are carried out in parallel and their results are summarised by determining a weighted average based on the relative probabilities of occurrence.

The resulting impairment model requires the parameters used for both the workout scenario and the disposal scenario to be updated constantly. Specifically with regard to the first scenario, the internal assessment of the recoverability of the exposure is revised constantly, based on the strategies/rescheduling/recovery actions implemented in application of a methodology that is both customised and “expert”; with reference to the second scenario, the FMV is updated regularly (every quarter) with reference to the information available about disposal conditions until the selling prices are matched by a “welcome” binding offer from a potential purchaser (probability of disposal close to 100%). The best estimate of the disposal price of the individual positions is determined by considering, where available, the potential market value of the portfolio concerned and, where unavailable, the likely disposal value of each position under a mark-to-model approach.

The probability of disposal is determined by taking into account the expected timing of the disposal, the type of transaction contemplated and the characteristics (also in terms of expected classification at the time of disposal) of the exposures identified for disposal.

The probabilities associated with the workout and disposal scenarios for each position are not fixed over time, but in turn are subject to amendments and changes due, principally, to conditions in the NPE market and cumulative achievement of the objectives established in the current Group NPE Strategy. Dynamic management of the Group’s non-performing portfolio in fact requires the addition of new positions and the exclusion of others initially identified for disposal, depending on the interest of operators in the NPE market and the internal assessments carried out by Group management; these circumstances must be recognised as entirely physiological and unavoidable in such a dynamic context, with accounting consequences in terms of loan impairment losses and write-backs.

Notably, during the time dedicated to the selection of disposal opportunities and completion of the operation, the positions concerned are still managed in accordance with the normal workout procedures that, understandably, often result in resolution of the litigation before the positions are actually sold. It follows that the ideal disposal perimeter identified originally must be updated constantly, in terms of quality, quantity and provisions, to keep it aligned with the objectives established in the NPE Strategy.

Criteria for the classification of financial instruments in Stages

The Stage Assignment Framework adopted by the BPER Banca Group establishes the requirements for classifying financial instruments with reference to the actual “deterioration” of credit risk, consistent with the requirements of IFRS 9, applying an approach that is consistent among the various portfolios and within the Banking Group. This classification in stages of increasing risk is determined using all the significant information contained in Group processes, as supported where applicable by updates and the credit monitoring processes.

Specifically, financial assets are classified into three stages of risk, each of which applies a different method to calculate the related impairment adjustments, while consistently applying the “Expected Loss” or “Expected Credit Losses” (ECL) concept:

- Stage 1: includes all performing loans (originated or acquired) for which there is no “significant increase in credit risk” (SICR) since initial recognition; impairments are equal to the expected losses that could occur if a default occurs in the next 12 months (12-month ECL);
- Stage 2: comprises all performing loans with a “SICR” since initial recognition; the impairment adjustments reflect the expected losses that might arise on default at any time in the life of the financial instrument (lifetime ECL);
- Stage 3: comprises all accounts in default at the reporting date, the impairment adjustments for which consider the lifetime ECL.

In particular, regarding the classification of loans in Stage 2, it is essential to identify correctly the SICR criteria used in the stage assignment process. For this purpose, the BPER Banca Group has structured a framework designed to identify the increase in credit risk before the credit lines granted show clear signs of impending default.

While the distinction between performing and non-performing is made at counterparty level, classification into stages of risk is carried out at account level. In order to distinguish loans within the performing portfolio that do not show SICR (Stage 1) from those that do (Stage 2), the BPER Banca Group has decided to use all the following available significant factors as criteria for the analysis of credit quality:

- relative quantitative criteria, reflected in the internal thresholds of change between the PD identified on originating the contractual relationship and the PD at the measurement date, that identify a significant increase in credit risk if exceeded. In this context, a framework is in use to identify the changes in PD, which makes reference to the Lifetime PD curves, containing forward-looking information derived from the application of the reference macroeconomic scenario in the first three years and information derived from the application of the “Current Policy” climate scenario from the fourth year onwards. The SICR thresholds, with the quantitative criterion being triggered if breached, are differentiated by counterparty risk segment, residual maturity cluster of the financial instrument and rating class at origination. Since 30 September 2024, a “multi-scenario” lifetime PD delta⁵⁰ has been in use, which is then compared with the estimated SICR thresholds.

50 The “multi-scenario” lifetime PD delta is calculated as the weighted average of the stand-alone lifetime PD deltas calculated under different types of scenario and using as weights the probabilities of occurrence assigned to each scenario (favourable, baseline and adverse).

The table below offers a summary view of the granularity of definition of the relevant “lifetime PD delta” thresholds for SICR, i.e. the internal thresholds of change between the PD identified on originating the contractual relationship and the PD at the measurement date and used by the Group:

Rating class at origination	PD Model segment IFRS9	Residual maturity cluster	
From 1 to 9 years	Large Corporate	<= 2 years	
		<= 5 years	
		> 5 years	
	Holding	<= 3 years	
		<= 8 years	
		> 8 years	
	From 1 to 13 years	SMEs Corporate	<= 16 years
			>16 years
		Real Estate - Multi-annual SMEs Centre South Islands	<= 2 years
			<= 5 years
<= 10 years			
Real Estate - Multi-annual SMEs North		> 10 years	
		<= 5 years	
		<= 9 years	
Retail SMEs - Centre South Islands		<= 10 years	
		> 10 years	
	<= 3 years		
Retail SMEs - North	<= 4 years		
	<= 5 years		
	<= 9 years		
Private individuals - Centre South Islands	> 9 years		
	<= 4 years		
	<= 8 years		
Private individuals - North	<= 13 years		
	>13 years		
	<= 3 years		
Small Business Operators	<= 4 years		
	<= 5 years		
	<= 6 years		
Financial corporations	<= 7 years		
	<= 13 years		
	<= 16 years		
Financial corporations	> 16 years		
	<= 5 years		
	> 5 years		

- absolute qualitative criteria that, via the identification of a risk threshold, identify the transactions to be classified in Stage 2 based on the specific risk information available. This category includes the adverse events impacting credit risk that are identified by the Early Warning credit performance monitoring system (“watchlist”). In order to avoid overlapping, some qualitative counterparty information has not been included among the staging criteria, as it is already considered in the rating models;
- backstop indicators, including:
 - the presence of exposures with a significant past due balance for more than 30 days;
 - the presence of a regulatory probation period of 24 months for forbearance measures;
 - the absence of a rating or the presence of a default status at the credit origination date;
 - the presence of exposures with a rating class at the reporting date that is considered “high risk”;
 - the presence of a threefold increase in PD lifetime at the reporting date compared to PD lifetime at origin (“Threefold increase”).

For a homogeneous application of the impairment model between portfolios of the BPER Banca Group, the classification criteria in stages for the portfolio of debt securities were taken, where possible, from the staging logic applied to the loan portfolio. Specifically, the BPER Banca Group has defined a staging model for debt securities based on the following criteria:

- management of an “inventory” of debt securities for staging purposes, applying the FIFO method to relieve sold tranches from the portfolio;
- model for identifying significant increases in credit risk, in order to classify debt securities in Stage 1 or Stage 2, based on the following criteria;
- primary use of the internal rating model and, if unavailable, reference to an external rating agency;
- determination of the rating downgrade threshold based on a comparison of rating classes at origination with rating classes at the measurement date (notching between rating classes);
- classification in Stage 3 of all debt securities in default at the reporting date, applying the definition of default contained in the ISDA document entitled “Credit Derivatives Definition” of 2003.

The standard also envisages the possible use of a practical expedient, intended to reduce the implementation burden for transactions that, at the measurement date, have a low credit risk and can be classified in Stage 1 without first carrying out the SICR test. The standard considers an asset to have a low credit risk if the debtor is well able to meet the short-term cash flow requirements deriving from its contractual obligations and adverse changes in the long-term economic situation might reduce that ability, but not necessarily.

The BPER Banca Group has however decided not to adopt this practical expedient.

Should the conditions giving rise to the SICR cease to apply at a subsequent measurement date, the financial instrument is once again measured with reference to the 12-month ECL, which might result in a write-back to the Income Statement.

It should be noted, however, that in the event of reclassification of a loan from non-performing (Stage 3) to performing, the BPER Banca Group does not deem necessary a forced classification in Stage 2 with the application of a Lifetime ECL, since no probation period has been set for the return from Stage 3 to Stage 1. In this case, the stage assignment approach mentioned previously will be valid. In line with this approach and with the regulatory requirements, also in the event of a return from Stage 2 to Stage 1, probation periods are not envisaged as the combination of the various SICR rules implemented already permits an adequate level of prudence in the case of a return to Stage 1.

The only exception to this concerns the application of the regulations on “forborne exposures”, for which the Group expects that the official rating valid on the day the forborne attribute is activated may not be changed before twelve months have elapsed.

Risks and uncertainties inherent in the current macroeconomic environment - Management Overlays applied in the assessment of credit risk

The general and sectoral macroeconomic scenario is still subject to considerable uncertainty caused by the geopolitical tensions that have spread to the Middle East following the outbreak of the Russia-Ukraine conflict and the international sanctions that followed; there is also a growing international awareness of climate risk and the measures being taken to address it. Said elevated uncertainty prompts the BPER Group to continuously control and monitor, in particular, credit risk and the related balance sheet assessments.

In this regard, there continue to be methods of intervention on the credit risk measurement and forecasting systems, which are updated on the basis of the prevailing context to avoid being excessively pro-cyclical in the definition of collective provisions, as indicated by the Regulators (among others, especially ESMA and the ECB).

An explanation is provided below of the method of application of the Management Overlays as “correction factors” applied to the ECL, already introduced in the previous paragraph “Uncertainties in the use of estimates”, including:

- the “expert” attribution of the probability of occurrence of the macroeconomic scenarios considered by the model (so-called “multi-scenario”) of ECL, in particular by intervening on the choice of the adverse scenario considered (so-called “extreme adverse” scenario as the most pessimistic macroeconomic scenario, formulated by the provider used by BPER Banca and customised by the Parent Company according to the guidelines of its Market Study, Research and Innovation office), and increasing the relative probability of occurrence to 50%. The probability of occurrence of the “baseline” scenario was also set at 50%, leading to the absence of impact of the remaining “best” scenario - probability of occurrence equal to 0%;
- the application of a prudential correction factor to the ECL, downstream of the model’s results, which pays special attention to the “high-risk” economic sectors, in order to take account of the probability of the customer encountering financial difficulties, also considering fears of negative effects on the economy stemming from the potential exacerbation of energy costs and raw materials due to the outbreak of crisis in the Middle East, as well as the ongoing conflict between Russia and Ukraine. Similarly, the adjusting provisions of direct exposures to banks resident in Russia were booked to the same overlay. Following the introduction of the new framework for the identification and the management of vulnerable sectors which acts on the performing loan portfolio, this correction factor was removed from the performing component (Stage 1 and 2) of the SME Corporate and Large Corporate segments, but was maintained for the non-performing component (Stage 3).

Macro Fair Value Hedging on demand deposits and fixed-rate loans

Within the BPER Banca Group, the macro fair value hedging regime is currently applied to hedge the interest rate risk inherent in formally sight funding items and fixed-rate loans.

Macro Fair Value Hedge on demand deposits

Within the BPER Banca Group, the macro fair value hedging regime is currently applied to hedge the interest rate risk inherent in formally on-demand funding items, limited to the portion of such items with “inelastic core” funding characteristics, i.e. those that are substantially characterised by a trend of fixed cost and table duration over time, according to the results of the behavioural model adopted by the Group.

“Inelastic core” funding is therefore assimilated to a portfolio of fixed-rate deposit liabilities, each with a rate of return equal to the fixed market rate relative to its maturity. More specifically, the elaborated model is constructed as a series of monthly fixed-rate deposits with different maturities and periodic interest payments. Liabilities identified as fixed-rate by the behavioural model are therefore considered hedged items and are subject to macro fair value hedges for accounting purposes.

Any change in the amounts identified by the behavioural model with these characteristics, resulting from the periodic updating of the estimates themselves (either in relation to the parameters used by the behavioural model, or in relation to the decrease in the amount of funding), does not give rise to ineffectiveness in the relationship until the amount of funding included in the bucket reaches the minimum level hedged (a decrease exceeding the amount of unhedged funding). In such a case, the withdrawal of part of the hedge constitutes voluntary discontinuing.

Macro Fair Value Hedging on fixed-rate loans (dynamic Macro Hedging)

The Macro hedging model adopted by the BPER Banca Group aims to reduce fair value changes due to the interest rate risk exposure of a portfolio comprising homogeneous financial assets. This is a dynamic and open portfolio of fixed-rate loans, managed at an aggregate level through hedging derivatives entered into over time. In the bottom-layer approach, which is based on the carved-out version of IAS 39, prepaid loans are allocated to the unhedged amount as long as there is capacity.

The model includes the following steps:

- Identifying a portfolio subject to possible hedging: this is a dynamic portfolio of fixed-rate loans segmented by time buckets which, on each test date, is adjusted with new inflows and outflows mainly due to the origination of new loans, loan subrogation from other banks to BPER, early repayments, loan subrogation from BPER to other banks, and renegotiations of fixed-rate loans;
- Identifying derivative hedging instruments, selected on the basis of risk management requirements;
- Identifying the amount hedged for accounting purposes: designation as a hedged item, within the hedged portfolio, of a generic amount of financial assets whose risk profile mirrors the risk profile of the derivatives used for hedging purposes. This amount of “cash” is designated as a hedged item in the macro-hedging report in accordance with IAS 39. Under macro hedging, the amount hedged is not linked to specific assets included in the portfolio being hedged, nor is it representative of a portion of the assets comprising the portfolio.

For the implementation of the dynamic macro fair value hedging model, it is necessary to verify upon first-time application and subsequently, at every assessment date, that the hedge is highly effective. Therefore, in this specific case, it must be proven, based on specific prospective and retrospective tests, as illustrated below, that the portfolio subject to possible hedging contains an amount of assets whose sensitivity profile and fair value changes due to interest rate risk are reflective of those of the “hypothetical meta-mortgage” corresponding to the derivatives used for hedging.

Effectiveness tests

Three different tests are required to verify that the macro fair value hedging of loans is highly effective:

- Sensitivity capacity test (*first-level test or prospective test*). This is a forward-looking test designed to verify that the sensitivity of the portfolio subject to possible hedging is greater (in absolute terms) than the sensitivity of the hedging derivatives. It is, therefore, a capacity test conducted by time buckets which consists of calculating the ratio between the sensitivity of the portfolio subject to possible hedging and that of the hypothetical meta-mortgage, broken down by individual time bucket. A test is considered passed if the ratio (broken down by time buckets) between the sensitivity of the portfolio of all covered exposures (hedged portfolio) and the sensitivity of the hypothetical meta-mortgage is greater than 100%.
- Present value capacity test (*second-level test or retrospective test*). This is aimed at testing hedge effectiveness in a dynamic portfolio management, with particular reference to the cash flows generated by the items being hedged. More specifically, it is aimed at testing the retrospective effectiveness of the model, also considering the effects of advance payments, subrogations or renegotiations of portfolio assets. From a bottom layer perspective, this test verifies that, even in light of the inflows and outflows of specific assets, the potentially hedged portfolio contains an amount of assets whose sensitivity profile and changes in present value for the hedged risk mirror those of the hedging derivative. In this regard, assets (conventionally defined as the ‘hedged sub-portfolio’) are identified within the potentially hedged portfolio, with:
 - a total sensitivity almost equal to that of the hypothetical meta-mortgage;

- a change in present value for the hedged risk that is greater (in absolute terms) than the change in present value of the hypothetical meta-mortgage.

Likewise, this is a capacity test:

- as long as the change in the present value of the sub-portfolio of assets in question exceeds that of the hypothetical meta-mortgage, the retrospective test is passed and the third-level test is performed to recognise its accounting effects;
 - otherwise, an element of ineffectiveness will be recognised in the Income Statement, identified through the accounting effects test (or third-level test).
- Accounting effects test (*third-level test*). For each hedging derivative, the hypothetical meta-mortgage with an amortisation schedule and fixed rate matching those of the hedging derivative is considered. The effectiveness test consists of calculating the ratio between the delta fair value of the hypothetical meta-mortgage and that of the hedging derivative. The fair value of the hedged amount is calculated in the same way as the fair value of loans hedged in a specific fair value hedge, i.e. by discounting the cash flows of the meta loan to the OIS curve and making an adjustment to take into account the ‘basis’ effect with respect to the index curve of the variable leg in the hedging derivative. If this test is passed (hedge included in the 80-125% range), the change in the fair value of meta loans, with possible application of a percentage shortfall resulting from the retrospective test (second-level test), is recorded under the appropriate item in the Balance Sheet. The test is designed to determine the value to be recorded under the item “Change in value of macro-hedged financial assets (+/-)” in the Balance Sheet accounting schedule envisaged by the Bank of Italy Circular no. 262/2005, including any element of ineffectiveness to be recorded in the Income Statement under the item “Net income from hedging activities”. As this is macro hedging, the carrying amount of the individual financial assets hedged does not change, but the generic item referred to above is adjusted following revaluations and/or write-downs of the assets subject to macro hedging.

Essentially, the first and second level tests verify, both prospectively and retrospectively, the effectiveness of the Macro Fair Value Hedge, respectively in terms of the existence of sensitivity and economic value of the hedged aggregate within the overall portfolio, while the third level test is aimed at determining the accounting impacts.

A.3 – INFORMATION ON TRANSFERS OF FINANCIAL ASSETS BETWEEN PORTFOLIOS

No financial assets were reclassified during the first half of 2025.

A.4 – INFORMATION ON FAIR VALUE

Qualitative Information

A.4.1 Fair value Levels 2 and 3: valuation techniques and inputs used

The valuation techniques and inputs used are described in part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Despite the persisting uncertainty of the macroeconomic scenario, there was no need to intervene on the fair value measurement methods developed internally by the BPER Banca Group as they were already deemed adequate to reflect these financial tensions.

A.4.2 Measurement process and sensitivity

Financial assets and liabilities measured at fair value and classified in Level 3 of the fair value hierarchy mainly consist of:

- minority equity investments (unlisted equity instruments), often held in order to preserve local roots, or for the development of commercial relationships (measured at fair value mainly on the basis of equity methods);
- investments in Asset-Backed Securities (ABS) classified as “Financial assets measured at fair value through profit or loss - other financial assets mandatorily measured at fair value”⁵¹;
- investments in closed-end real estate investment funds, classified as “Financial assets measured at fair value through profit or loss - other financial assets mandatorily measured at fair value” and acquired in exchange for real estate sales;
- investments in closed-end alternative investment funds, classified as “Financial assets measured at fair value through profit or loss - other financial assets mandatorily measured at fair value” and acquired in exchange for sales of UTP loan portfolios.

IFRS 13 requires that an analysis of the sensitivity of the fair value measurement to changes in unobservable inputs be provided for assets measured at fair value on a recurring basis and classified in Level 3 of the fair value hierarchy. The following analysis is provided for ABS instruments, Real Estate Funds and Non-Performing Loans Funds measured at fair value:

Financial asset/liability	Non-observable parameter	Change in parameter	Sensitivity (in thousands)	Change in parameter	Sensitivity (in thousands)
Investments in Asset Backed Securities	Credit Spread (*)	+50 b.p.	(22)	-50 b.p.	21
Investments in Real Estate Funds	Oneri finanziari (**)	+50 b.p.	(467)	-50 b.p.	467
Investments in Non-Performing Loan Funds	Oneri finanziari (***)	+50 b.p.	(1,396)	-50 b.p.	1.396

(*) Investments in Asset-Backed Securities: the unobservable parameter used to construct the sensitivity is the credit spread used in the construction of the rate used to discount future cash flows.

(**) Investments in Real Estate Funds: the unobservable parameters used in the construction of the sensitivity are those underlying the risk premium. Specific risk premium of the fund considered in the construction of the NAV adjustment component.

(***) Investments in Non-performing Loan Funds: the unobservable parameter used to construct the sensitivity is the opportunity cost considered in the construction of the NAV adjustment component dedicated to the appreciation of the liquidity risk of the instruments.

For the other instruments held in the portfolio (derivatives and equity instruments, in particular), no quantitative sensitivity analysis of the fair value was carried out with respect to the change in unobservable inputs, as either the fair value was drawn from third-party sources without making any adjustment, or it is the result of a model whose inputs are specific to the entity being valued (for example, the company's equity figures) and for which it is not reasonably conceivable to provide alternative amounts.

⁵¹ For the sake of completeness, it should be noted that the portfolio contains ABS securities measured at amortised cost as they are part of the Hold To Collect (HTC) business model and with technical-financial characteristics such as to have passed the SPPI test required by IFRS 9. The fair value is also calculated for these instruments and provided for disclosure purposes only.

A.4.3 Fair value hierarchy

The rules for the identification of the fair value hierarchy are described in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024, in the section entitled A.4.3 “Fair value hierarchy”.

A.4.4 Other information

Reference should be made to the section entitled “A.4.4 Other information” in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024 for further information on fair value.

Quantitative information

A.4.5 Fair value hierarchy

A.4.5.1 Assets and liabilities measured at fair value on a recurring basis: breakdown by fair value levels

Assets/Liabilities measured at fair value	30.06.2025			31.12.2024		
	L1	L2	L3	L1	L2	L3
1. Financial assets measured at fair value through profit or loss	409,681	794,804	582,075	352,545	674,947	575,163
a) Financial assets held for trading	146,034	652,827	4,659	79,139	579,429	6,057
b) Financial assets designated at fair value	-	-	-	-	-	-
c) Other financial assets mandatorily measured at fair value	263,647	141,977	577,416	273,406	95,518	569,106
2. Financial assets measured at fair value through other comprehensive income	4,503,965	232,252	640,378	4,826,534	234,132	633,344
3. Hedging derivatives	-	629,446	-	-	649,437	-
4. Property, plant and equipment	-	-	1,696,991	-	-	1,719,720
5. Intangible assets	-	-	-	-	-	-
Total	4,913,646	1,656,502	2,919,444	5,179,079	1,558,516	2,928,227
1. Financial liabilities held for trading	2,636	209,934	4,050	94	219,866	4,334
2. Financial liabilities designated at fair value	-	3,200,404	-	-	2,712,050	-
3. Hedging derivatives	-	159,706	-	-	226,324	-
Total	2,636	3,570,044	4,050	94	3,158,240	4,334

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

Transfers of assets from Level 2 to Level 1 of the fair value hierarchy during the period amounted to Euro 180,428 thousand and those from Level 1 to Level 2 amounted to Euro 78,644 thousand.

The former were marked by an improvement in the market tradability of the instruments (in terms of volume, breadth and depth of prices quoted and number of contributors). The latter are mainly due to a reduction in the number of contributors below the minimum threshold.

A.4.5.4 Assets and liabilities not measured at fair value or measured at fair value on a non-recurring basis: breakdown by fair value levels

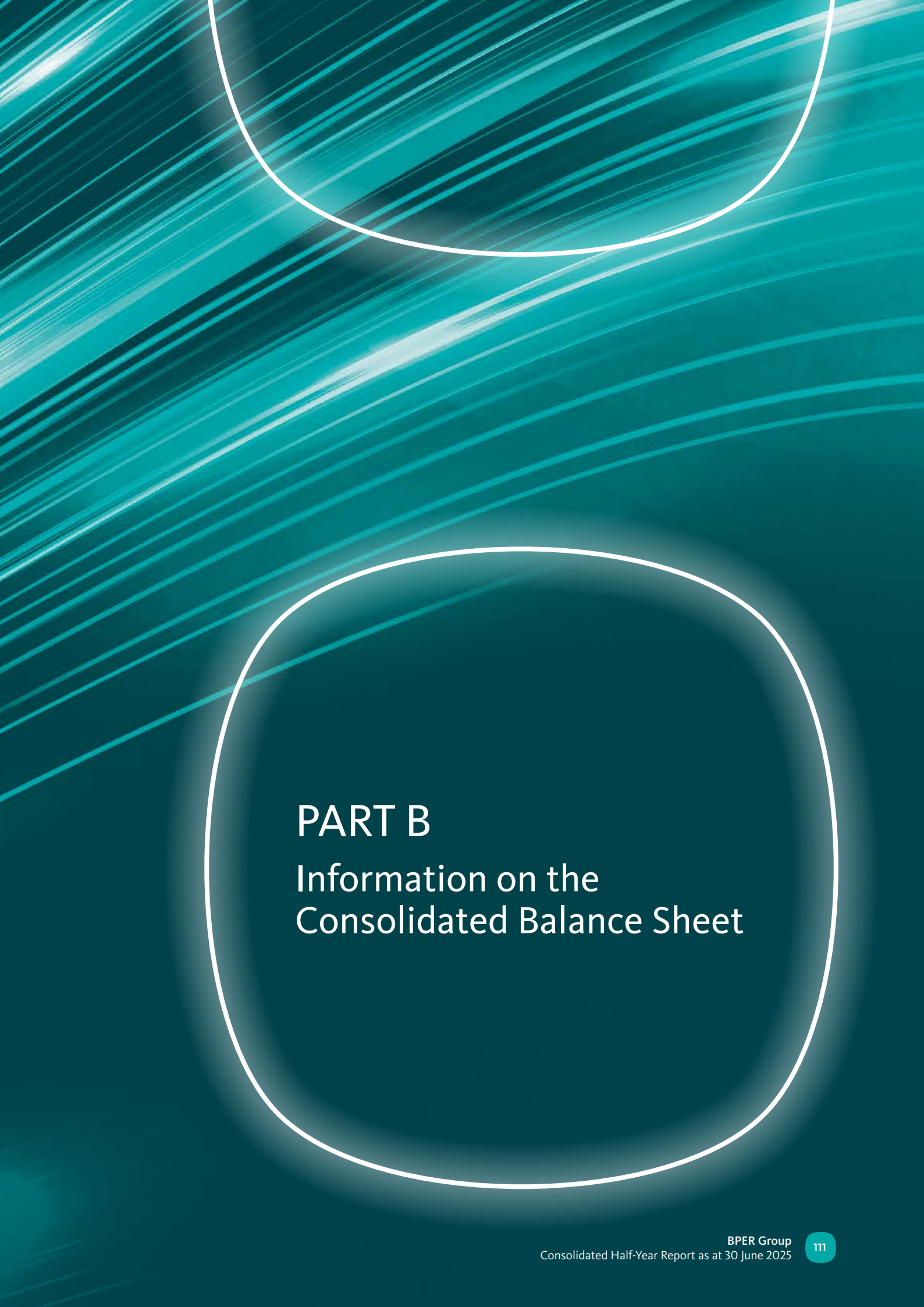
Assets/Liabilities not measured at fair value or measured at fair value on a non-recurring basis	30.06.2025				31.12.2024			
	BV	L1	L2	L3	BV	L1	L2	L3
1. Financial assets measured at amortised cost	119,093,086	23,023,858	1,008,334	97,364,459	113,550,499	19,939,315	442,280	96,272,480
2. Property, plant and equipment held for investment	-	-	-	-	-	-	-	-
3. Non-current assets and disposal groups held for sale	51,599	-	-	44,343	41,020	-	-	35,245
Total	119,144,685	23,023,858	1,008,334	97,408,802	113,591,519	19,939,315	442,280	96,307,725
1. Financial liabilities measured at amortised cost	121,558,126	7,350,549	2,402,242	111,924,824	120,453,180	6,831,554	3,152,197	110,563,075
2. Liabilities associated with assets classified as held for sale	5,332	-	-	-	5,067	-	-	-
Total	121,563,458	7,350,549	2,402,242	111,924,824	120,458,247	6,831,554	3,152,197	110,563,075

Key: BV = Book value; L1 = Level 1; L2 = Level 2; L3 = Level 3

A.5 – INFORMATION ON “DAY ONE PROFIT/LOSS”

In the case of Level 3 transactions, the fair value according to the model may differ from the transaction price: in the case of a positive difference (day one profit), this is amortised over the residual life of the instrument; in case of a negative difference (day-one loss), it is charged to the Income Statement for prudential purposes.

There were no differences as at 30 June 2025 between the value of transactions and their corresponding fair values.



PART B
Information on the
Consolidated Balance Sheet

ASSETS

Section 1 – Cash and cash equivalents

Item 10

1.1 Cash and cash equivalents: breakdown

	Total 30.06.2025	Total 31.12.2024
a) Cash	701,219	824,913
b) Current accounts and on demand deposits with Central Banks	6,509,186	6,654,183
c) Current accounts and on demand deposits with banks	374,641	408,804
Total	7,585,046	7,887,900

The balance of the item as at 30 June 2025 includes, as envisaged in the 8th update of Bank of Italy Circular no. 262/2005, all on demand loans to banks and central banks in the technical forms of deposits and current accounts, having the nature of cash and cash equivalents pursuant to IAS 7, despite continuing to comply with the criteria for the recognition, measurement and derecognition of Income Statement items of the category "Assets at amortised cost".

Section 2 – Financial assets measured at fair value through profit or loss

Item 20

2.1 Financial assets held for trading: breakdown by product

Description/Amounts	Total 30.06.2025			Total 31.12.2024		
	L1	L2	L3	L1	L2	L3
A. On-balance-sheet assets						
1. Debt securities	119,137	9,467	18	76,946	8,961	11
1.1 Structured securities	-	1,640	-	-	1,622	-
1.2 Other debt securities	119,137	7,827	18	76,946	7,339	11
2. Equity instruments	26,701	1,129	-	2,191	769	52
3. UCITS units	194	-	-	-	-	-
4. Loans	-	-	-	-	-	-
4.1 Repurchase agreements	-	-	-	-	-	-
4.2 Other	-	-	-	-	-	-
Total (A)	146,032	10,596	18	79,137	9,730	63
B. Derivative instruments						
1. Financial derivatives	2	642,231	4,641	2	569,699	5,994
1.1 trading	2	225,583	4,641	2	569,699	5,994
1.2 connected with the fair value option	-	416,648	-	-	-	-
1.3 other	-	-	-	-	-	-
2. Credit derivatives	-	-	-	-	-	-
2.1 trading	-	-	-	-	-	-
2.2 connected with the fair value option	-	-	-	-	-	-
2.3 other	-	-	-	-	-	-
Total (B)	2	642,231	4,641	2	569,699	5,994
Total (A+B)	146,034	652,827	4,659	79,139	579,429	6,057

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

2.5 Other financial assets mandatorily measured at fair value: breakdown by product

Description/Amounts	Total 30.06.2025			Total 31.12.2024		
	L1	L2	L3	L1	L2	L3
1. Debt securities	-	-	24,487	-	-	29,159
1.1 Structured securities	-	-	-	-	-	-
1.2 Other debt securities	-	-	24,487	-	-	29,159
2. Equity instruments	-	-	11,648	2,401	-	11,703
3. UCITS units	263,647	-	511,574	271,005	-	497,971
4. Loans	-	141,977	29,707	-	95,518	30,273
4.1 Repurchase agreements	-	-	-	-	-	-
4.2 Other	-	141,977	29,707	-	95,518	30,273
Total	263,647	141,977	577,416	273,406	95,518	569,106

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

Section 3 – Financial assets measured at fair value through other comprehensive income

Item 30

3.1 Financial assets measured at fair value through other comprehensive income: breakdown by product

Description/Amounts	Total 30.06.2025			Total 31.12.2024		
	L1	L2	L3	L1	L2	L3
1. Debt securities	4,489,864	228,149	-	4,812,861	230,227	-
1.1 Structured securities	-	-	-	-	-	-
1.2 Other debt securities	4,489,864	228,149	-	4,812,861	230,227	-
2. Equity instruments	14,101	4,103	640,378	13,673	3,905	633,344
3. Loans	-	-	-	-	-	-
Total	4,503,965	232,252	640,378	4,826,534	234,132	633,344

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024 in chapter “Techniques for the determination of fair value”.

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

Section 4 – Financial assets measured at amortised cost

Item 40

4.1 Financial assets measured at amortised cost: breakdown by product of loans to banks

Type of transaction/Amounts	Total 30.06.2025						Total 31.12.2024					
	Book value			Fair value			Book value			Fair value		
	Stage 1 and 2	Stage 3	Purchased or originated credit	L1	L2	L3	Stage 1 and 2	Stage 3	Purchased or originated credit	L1	L2	L3
A. Loans to Central Banks	1,011,229	-	-	-	-	1,011,229	1,013,730	-	-	-	-	1,013,730
1. Time deposits	-	-	-	X	X	X	-	-	-	X	X	X
2. Compulsory reserve	1,011,229	-	-	X	X	X	1,013,730	-	-	X	X	X
3. Repurchase agreements	-	-	-	X	X	X	-	-	-	X	X	X
4. Other	-	-	-	X	X	X	-	-	-	X	X	X
B. Loans to banks	5,838,979	-	-	5,158,488	214,897	325,124	6,667,501	-	-	5,720,905	224,489	530,472
1. Loans	325,124	-	-	-	-	325,124	530,472	-	-	-	-	530,472
1.1 Current accounts	-	-	-	X	X	X	-	-	-	X	X	X
1.2 Time deposits	28,452	-	-	X	X	X	35,802	-	-	X	X	X
1.3 Other loans:	296,672	-	-	X	X	X	494,670	-	-	X	X	X
- Repurchase agreements	-	-	-	X	X	X	343,404	-	-	X	X	X
- Finance leases	-	-	-	X	X	X	-	-	-	X	X	X
- Other	296,672	-	-	X	X	X	151,266	-	-	X	X	X
2. Debt securities	5,513,855	-	-	5,158,488	214,897	-	6,137,029	-	-	5,720,905	224,489	-
2.1 Structured securities	-	-	-	-	-	-	-	-	-	-	-	-
2.2 Other debt securities	5,513,855	-	-	5,158,488	214,897	-	6,137,029	-	-	5,720,905	224,489	-
Total	6,850,208	-	-	5,158,488	214,897	1,336,353	7,681,231	-	-	5,720,905	224,489	1,544,202

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

4.2 Financial assets measured at amortised cost: breakdown by product of loans to customers

Type of transaction/Amounts	Total 30.06.2025						Total 31.12.2024					
	Book Value			Fair value			Book Value			Fair value		
	Stage 1 and 2	Stage 3	Purchased or originated credit	L1	L2	L3	Stage 1 and 2	Stage 3	Purchased or originated credit	L1	L2	L3
1. Loans	91,365,757	963,165	371,910	-	-	95,434,235	88,796,001	911,192	429,196	-	-	94,033,938
1.1 Current accounts	5,335,383	96,065	30,400	X	X	X	5,174,967	86,697	34,696	X	X	X
1.2 Repurchase agreements	519,847	-	-	X	X	X	-	-	-	X	X	X
1.3 Mortgage loans	61,755,199	609,574	304,173	X	X	X	61,477,627	596,538	334,126	X	X	X
1.4 Credit cards, personal loans and assignments of one-fifth of salary	5,366,567	56,278	7,541	X	X	X	5,190,175	50,880	8,104	X	X	X
1.5 Finance leases	2,503,975	41,083	12,998	X	X	X	2,718,807	33,390	13,530	X	X	X
1.6 Factoring	1,993,107	17,078	-	X	X	X	2,251,538	11,696	-	X	X	X
1.7 Other loans	13,891,679	143,087	16,798	X	X	X	11,982,887	131,991	38,740	X	X	X
2. Debt securities	19,208,358	333,688	-	17,865,370	793,437	593,871	15,377,572	355,307	-	14,218,410	217,791	694,340
2.1 Structured securities	-	-	-	-	-	-	-	-	-	-	-	-
2.2 Other debt securities	19,208,358	333,688	-	17,865,370	793,437	593,871	15,377,572	355,307	-	14,218,410	217,791	694,340
Total	110,574,115	1,296,853	371,910	17,865,370	793,437	96,028,106	104,173,573	1,266,499	429,196	14,218,410	217,791	94,728,278

The sub-item “Other loans”, limited to the performing component (inclusive of Stage 1 and 2 equal to Euro 13,892 million, as well as the portion of POCI assets classified in Stage 2, equal to Euro 6.5 million), mainly consists in: Euro 8,371 million of short-term bullet loans (+15.65% on December 2024), Euro 2,678 million of advances on invoices and bills subject to collection (2.45% on December 2024), Euro 1,312 million of import/export advances, (+1.55% on December 2024), Euro 51 million of credit assignment (6.25% on December 2024).

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: L1 = Level 1, L2 = Level 2, L3 = Level 3

Section 7 – Equity investments

Item 70

7.1 Equity investments: information on shareholdings

Company name	Registered head office	Operational head office	Type of relationship	Currency	Share capital	Nature of holding		% Available votes
						Parent company	% holding	
A. Companies subject to joint control								
1. Gility s.r.l. Benefit Corporation	Milan	Milan	7	eur	54,666	BPER Banca	45.732	
B. Companies subject to significant influence								
1. Alba Leasing s.p.a.	Milan	Milan	8	eur	357,953,058	BPER Banca	33.498	
2. Cassa di Risparmio di Fossano s.p.a.	Fossano	Fossano	8	eur	31,200,000	BPER Banca	23.077	
3. Cassa di Risparmio di Savigliano s.p.a.	Savigliano	Savigliano	8	eur	38,011,495	BPER Banca	31.006	
4. Gardant Bridge Servicing s.p.a.	Roma	Roma	8	eur	150,000	BPER Banca	30.000	
5. Lanciano Fiera - Polo Fieristico d'Abruzzo Consorzio	Lanciano	Lanciano	8	eur	250,000	BPER Banca	33.333	
6. Nuova Erzelli s.r.l.	Genoa	Genoa	8	eur	20,000	BPER Banca	40.000	
7. Resiban s.p.a.	Modena	Modena	8	eur	165,000	BPER Banca	20.000	
8. Sarda Factoring s.p.a.	Cagliari	Cagliari	8	eur	9,027,079	B. Sard.	13.401	
			8			BPER Banca	8.083	
9. Unione Fiduciaria s.p.a.	Milan	Milan	8	eur	5,940,000	BPER Banca	24.000	

The figure for share capital is provided as extra information as required by CONSOB Communication DEM/6064293 dated 28 July 2006.

The “% Available votes” column is only used if the actual share of votes exercisable at the Ordinary Shareholders’ Meeting is different from the interest held in the company’s share capital.

Key - Type of relationship: 7 = joint control; 8 = associated company

7.5 Equity investments: annual changes

	Total 30.06.2025	Total 31.12.2024
A. Opening balance	302,494	422,046
B. Increases	15,678	68,787
B.1 Purchases	200	50
B.2 Write-backs	-	-
B.3 Revaluations	-	-
B.4 Other increases	15,478	68,737
C. Decreases	12,886	188,339
C.1 Sales	-	992
C.2 Adjustments	2,055	86,279
C.3 Impairment	-	-
C.4 Other decreases	10,831	101,068
D. Closing balance	305,286	302,494
E. Total revaluations	-	-
F. Total adjustments	279,336	277,281

“Purchases” refer to the capital contribution of BPER Real Estate s.p.a. to Sant’Anna Golf s.r.l..

“Adjustments” refer to the impairment testing on equity investments, which led to impairment losses of Euro 2,055 thousand.

“Other increases/decreases” mainly include the Group’s share of the positive or negative results of the investees consolidated under the equity method and other adjustments through equity reserves.

Section 9 – Property, plant and equipment

Item 90

9.1 Property, plant and equipment used in operations: breakdown of assets measured at cost

Description/Amounts	Total	
	30.06.2025	31.12.2024
1. Assets owned	279,297	296,602
a) land	-	-
b) buildings	-	-
c) furniture	71,689	73,489
d) electronic systems	94,430	100,385
e) other	113,178	122,728
2. Rights of use acquired through leases	389,218	397,701
a) land	-	-
b) buildings	326,135	325,636
c) furniture	-	-
d) electronic systems	53,578	63,619
e) other	9,505	8,446
Total	668,515	694,303
of which: arising from the enforcement of guarantees received	-	-

9.2 Property, plant and equipment held for investment: breakdown of assets measured at cost

There is no property, plant or equipment held for investment purposes measured at cost in these Half-Year Condensed Consolidated Financial Statements.

9.3 Property, plant and equipment used in operations: breakdown of revalued assets

Description/Amounts	Total 30.06.2025			Total 31.12.2024		
	L1	L2	L3	L1	L2	L3
1. Assets owned	-	-	1,271,431	-	-	1,283,302
a) land	-	-	665,497	-	-	668,109
b) buildings	-	-	605,934	-	-	615,193
c) furniture	-	-	-	-	-	-
d) electronic systems	-	-	-	-	-	-
e) other	-	-	-	-	-	-
2. Rights of use acquired through leases	-	-	-	-	-	-
a) land	-	-	-	-	-	-
b) buildings	-	-	-	-	-	-
c) furniture	-	-	-	-	-	-
d) electronic systems	-	-	-	-	-	-
e) other	-	-	-	-	-	-
Total	-	-	1,271,431	-	-	1,283,302
of which: arising from the enforcement of guarantees received	-	-	-	-	-	-

Key: L1 = Level 1; L2 = Level 2 L3 = Level 3

9.4 Property, plant and equipment held for investment: breakdown of assets measured at fair value

Description/Amounts	Total 30.06.2025			Total 31.12.2024		
	L1	L2	L3	L1	L2	L3
1. Assets owned	-	-	425,560	-	-	436,418
a) land	-	-	204,247	-	-	204,207
b) buildings	-	-	221,313	-	-	232,211
2. Rights of use acquired through leases	-	-	-	-	-	-
a) land	-	-	-	-	-	-
b) buildings	-	-	-	-	-	-
Total	-	-	425,560	-	-	436,418
of which: arising from the enforcement of guarantees received	-	-	23,641	-	-	23,641

Key: L1 = Level 1; L2 = Level 2 L3 = Level 3

9.5 Inventories of property, plant and equipment governed by IAS 2: breakdown

Description/Amounts	Total 30.06.2025	Total 31.12.2024
1. Inventories of property, plant and equipment arising from the enforcement of guarantees received	88,040	88,066
a) land	43,241	45,958
b) buildings	44,799	42,108
c) furniture	-	-
d) electronic systems	-	-
e) other	-	-
2. Other inventories of property, plant and equipment	760	102
Total	88,800	88,168
<i>of which: measured at fair value less costs to sell</i>	-	-

This item mainly refers to properties held by the BPER Banca Group's real estate companies.

Section 10 – Intangible assets

Item 100

10.1 Intangible assets: breakdown by asset type

Description/Amounts	Total 30.06.2025		Total 31.12.2024	
	Finite useful life	Indefinite useful life	Finite useful life	Indefinite useful life
A.1 Goodwill	X	170,018	X	170,018
A.1.1 pertaining to group	X	170,018	X	170,018
A.1.2 pertaining to minority interests	X	-	X	-
A.2 Other intangible assets	542,651	-	540,745	-
of which Software	540,347	-	537,634	-
A.2.1 Assets measured at cost	542,651	-	540,745	-
a) intangible assets generated internally	-	-	-	-
b) other assets	542,651	-	540,745	-
A.2.2 Assets measured at fair value	-	-	-	-
a) intangible assets generated internally	-	-	-	-
b) other assets	-	-	-	-
Total	542,651	170,018	540,745	170,018

Goodwill for an amount of Euro 170.0 million, is allocated to the CGU Arca Holding and has remained unchanged with respect to 31 December 2024.

“Other intangible assets” mainly comprise application software measured at cost and amortised on a straight-line basis over a period, not exceeding five years, that depends on the degree of obsolescence involved.

10.3 Other information

10.3.1 Goodwill

The goodwill booked in the Consolidated Financial Report is summarised in the following table:

	<i>(in thousands)</i>	
Goodwill	30.06.2025	31.12.2024
Banks/Other companies	170,018	170,018
- Arca Holding s.p.a.	170,018	170,018
Total	170,018	170,018

Information on goodwill

With respect to business combinations, accounting standard IFRS 3 requires the recognition of any intangible assets and goodwill arising from the transaction; goodwill, in particular, is measured as the difference between:

- the consideration transferred, measured in accordance with IFRS 3, which generally requires fair value at the acquisition date, and other items also indicated in the relevant accounting standard; and
- the net value of the amounts at the acquisition date of the identifiable assets acquired and liabilities assumed measured in accordance with IFRS 3.

Also as part of international accounting standards, IAS 36 requires the identification of “Cash Generating Units” (CGUs) and allocation of goodwill to those that will benefit from the effects deriving from the business combination; a CGU is the smallest group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

According to IAS 36, an impairment test, i.e. the verification of an asset’s recoverable amount, is performed by comparing the carrying amount of the CGU with its recoverable value, where “recoverable value” means the higher of its fair value less costs to sell and its value in use. The carrying amount is determined in a way that is consistent with the method used to determine its recoverable value. Generally speaking, the impairment loss shall be recognised immediately in profit or loss.

In accordance with IAS 36, intangible assets with an indefinite useful life, such as goodwill, are not amortised, but must be tested for impairment at least annually (or in any case whenever there is evidence of impairment) to verify the actual recoverability of the recorded value. The annual verification can be carried out at any time during the reference year, provided that it is conducted in the same period in all years. In this context, the BPER Banca Group carries out an annual impairment test at the time the year-end Financial Report is prepared, whereas when Interim Reports are prepared, a check is performed to verify whether there are any signs of impairment (trigger events); in this case, if the check has a positive outcome, an impairment test is carried out.

Again according to IAS 36, reference can be made to the most recent analytical calculation, performed in a prior period, of the recoverable value of a CGU to which the goodwill has been allocated. In fact, said value can be used in the impairment test for that unit during the current year, provided that all the following requirements are met: a) the assets and liabilities that form the unit have not changed significantly since the most recent calculation of the recoverable value; b) the most recent calculation of the recoverable value has determined a value exceeding the book value of the unit with a substantial margin; and c) based on an analysis of the facts occurred and circumstances that have changed since the most recent calculation of the recoverable value, the likelihood that the current determination of recoverable value is lower than the current book value of the unit is remote.

As regards the goodwill recognised in the Half-Year Condensed Consolidated Financial Statements as at 30 June 2025, no trigger events emerged in the first half of the year as such to require the impairment test to be updated with respect to the one carried out at the closure of the Consolidated Financial Report as at 31 December 2024. The following was identified during the period:

- an overall reduction of 31 bps in the cost of capital compared to the estimate of 31 December 2024, 10.17% as compared to the previous 10.48%, with a positive effect on the estimate of value in use, without prejudice to all the other assessment parameters. The downward trend is attributable to the reduction of 8 bps in the risk free rate compared to the end-of-2024 figure, calculated as the average yield on 10-year Italian government bonds estimated over a one-year observation period and in the beta, to 1.19 from 1.23 as at the end of 2024. The Market Risk Premium (MRP) value, assumed as another parameter to calculate the estimated cost of equity on the basis of the Capital Asset Pricing Model formula, remained unchanged. The updated cost of equity as at 30 June 2025 was below the maximum levels identified during the impairment test as at 31 December 2024 for the individual CGUs to which goodwill (17.85%) is allocated, or that rate for which the value in use of the CGU is equal to its book value, without prejudice to all other valuation parameters.
- with reference to certain selected and examined indicators, the most updated macroeconomic and sector scenario shows that forecasts for the coming period have changed slightly compared to those made at the end of 2024 for the same periods. More specifically, GDP growth is on average 18 bps lower with a more significant revision in 2025, while for the following years data remain broadly in line with previous estimates. The unemployment rate, on the other hand, shows a more favourable trend, with levels lower by around 70 bps on average. The 3M Euribor is expected to remain low throughout the forecast period, which will help to mitigate the economic downturn and encourage investment. Inflation will on average remain on the same levels as in previous forecasts, with a decline in 2025 and higher values in subsequent years. Finally, asset management is expected to have a slightly lower annual change than end-2024 forecasts, with a lower overall effect of only -0.8% on total assets in the 2025-2028 period. In such context, the economic and financial forecasts of the CGU already used for the verification carried out on 31 December 2024 were not reviewed and are therefore the only ones available and approved by the Board of Directors of the Company. This must be understood in light of the import tariffs issue which recently arose threatening the stability of supply chains and the balance that had been established over the years. Uncertainty surrounding the policies and measures that will be adopted makes it difficult to provide medium- to long-term forecasts with a high degree of reliability. However, stock market volatility – with sudden and significant swings, both downwards and upwards – may be an opportunity for asset management companies with potential benefits in terms of short-term profitability. Finally, it should be noted that the impairment test carried out at the end of 2024 revealed a significant tolerance margin for deterioration of the normalised flow underlying the Terminal Value (up to -70%), as well as jointly of expected profits until 2029 and of the normalised flow estimate (up to -39%) before an impairment loss condition emerge;
- the empirical analysis carried out on a sample of listed companies operating in the asset management segment showed an overall positive sentiment from investors for companies active in this sector, particularly Italian companies, until the end of the first half. The analysis shows growing market capitalisation in shares with equity multiples, including goodwill and other intangible assets, well above 1x for almost all the entities analysed. The positive trend described is influenced, among other things, by a decline in capitalisation for some peers in the very last part of the observation period, resulting from short-term speculative movements, albeit within a growing trend that was subsequently confirmed.

In light of the information provided in the previous paragraphs, and in line with the international accounting standards, the Group did not deem it necessary to perform a full impairment test update when the Half-Year Condensed Consolidated Financial Statements as at 30 June 2025 were prepared, given the absence of trigger events.

Section 11 – Tax assets and liabilities

Asset item 110 and liability item 60

11.1 Deferred tax assets: breakdown

	IRES	IRAP	Total 30.06.2025	Total 31.12.2024
Impairment losses on loans to customers	186,396	16,934	203,330	203,029
Impairment losses on equity investments and securities	31,787	7,594	39,381	53,046
Goodwill convertible into tax credits	236,960	45,520	282,480	282,946
Non-convertible goodwill	12,500	2,677	15,177	21,687
Personnel provisions	216,318	32,653	248,971	295,245
Endorsement credits, clawback action during bankruptcy proceedings and outstanding lawsuits	87,964	4,531	92,495	101,802
Impairment losses on loans to customers FTA IFRS 9	158,288	32,266	190,554	190,554
Non-convertible tax losses	35,613	-	35,613	188,135
Tax losses convertible into tax credits	4,519	210	4,729	4,729
ACE carried forward	3,768	-	3,768	7,570
Property, plant and equipment and intangible assets	1,611	170	1,781	2,329
Other deferred tax assets	32,198	584	32,782	33,092
Total	1,007,922	143,139	1,151,061	1,384,164

“Deferred tax assets” are determined on the basis of IRES and IRAP tax rates which are expected to be in force at the time of their recovery.

The total includes, for an amount of Euro 490.5 million, deferred tax assets relating to value adjustments to loans to customers, goodwill and IRES and IRAP tax losses of the current year convertible to tax credits pursuant to Law 214/2011.

The remaining deferred tax assets, amounting to Euro 660.6 million, mainly relate to deductible temporary differences for an amount of Euro 621.2 million, non-convertible tax losses for an amount of Euro 35.6 million and ACE (Allowance for Corporate Equity) surpluses for Euro 3.8 million; these deferred tax assets were recognised on the basis of the positive outcome of the probability test carried out in compliance with the provisions of IAS 12, assuming that a time horizon of 5 years is used for the purposes of the recovery forecasts; the future taxable income considered is consistent with the financial forecasts updated recently in 2024.

As at 30 June 2025, Euro 104.5 million worth of deferred tax assets were not recorded, as they relate to changes recoverable beyond the time horizon allocated for the probability test.

11.2 Deferred tax liabilities: breakdown

	IRES	IRAP	Total 30.06.2025	Total 31.12.2024
Payments to FITD (Interbank Deposit Protection Fund)	196	40	236	236
Revaluations of equity investments and securities	12,575	14,488	27,063	17,834
Capital gains on shares and other securities	1,080	160	1,240	1,680
Personnel provisions	1,641	13	1,654	1,656
Property, plant and equipment and intangible assets	19,593	3,959	23,552	23,552
Other deferred taxes	11,611	868	12,479	12,147
Total	46,696	19,528	66,224	57,105

“Deferred tax liabilities” are determined on the basis of IRES and IRAP tax rates which are expected to be in force at the time of their recovery.

As at 30 June 2025, there are no temporary differences relating to investments in subsidiaries, branches, associates and companies under joint control for which the related deferred tax liabilities have not been recognised.

Section 12 – Non-current assets and disposal groups classified as held for sale and related liabilities

Asset item 120 and liability item 70

12.1 Non-current assets and disposal groups classified as held for sale: breakdown by assets

	Total 30.06.2025	Total 31.12.2024
A. Assets held for sale		
A.1 Financial assets	-	-
A.2 Equity investments	-	-
A.3 Property, plant and equipment	48,934	38,861
of which: arising from the enforcement of guarantees received	1,597	1,778
A.4 Intangible assets	30	33
A.5 Other non-current assets	2,635	2,126
Total A	51,599	41,020
of which measured at cost	7,256	5,775
of which measured at fair value level 1	-	-
of which measured at fair value level 2	-	-
of which measured at fair value level 3	44,343	35,245
B. Discontinued operations		
B.1 Financial assets measured at fair value through profit or loss	-	-
- Financial assets held for trading	-	-
- Financial assets designated at fair value	-	-
- Other financial assets mandatorily measured at fair value	-	-
B.2 Financial assets measured at fair value through other comprehensive income	-	-
B.3 Financial assets measured at amortised cost	-	-
B.4 Equity investments	-	-
B.5 Property, plant and equipment	-	-
of which: arising from the enforcement of guarantees received	-	-
B.6 Intangible assets	-	-
B.7 Other assets	-	-
Total B	-	-
of which measured at cost	-	-
of which measured at fair value level 1	-	-
of which measured at fair value level 2	-	-
of which measured at fair value level 3	-	-
C. Liabilities associated with assets classified as held for sale		
C.1 Due to banks/customers	117	110
C.2 Securities	-	-
C.3 Other liabilities	5,215	4,957
Total C	5,332	5,067
of which measured at cost	5,332	5,067
of which measured at fair value level 1	-	-
of which measured at fair value level 2	-	-
of which measured at fair value level 3	-	-
D. Liabilities associated with discontinued operations		
D.1 Financial liabilities measured at amortised cost	-	-
D.2 Financial liabilities held for trading	-	-
D.3 Financial liabilities designated at fair value	-	-
D.4 Provisions	-	-
D.5 Other liabilities	-	-
Total D	-	-
of which measured at cost	-	-
of which measured at fair value level 1	-	-
of which measured at fair value level 2	-	-
of which measured at fair value level 3	-	-

“Property, plant and equipment” also includes Euro 44.3 million worth of buildings owned by the Group, for which advanced sales negotiations for the disposal are underway as at the reporting date.

LIABILITIES

Section 1 – Financial liabilities measured at amortised cost Item 10

1.1 Financial liabilities measured at amortised cost: breakdown by product of due to banks

Type of transaction/Amounts	Total 30.06.2025				Total 31.12.2024			
	VB	Fair value			VB	Fair value		
		L1	L2	L3		L1	L2	L3
1. Due to Central Banks	-	X	X	X	-	X	X	X
2. Due to banks	3,921,622	X	X	X	5,047,675	X	X	X
2.1 Current accounts and demand deposits	142,333	X	X	X	146,542	X	X	X
2.2 Time deposits	934	X	X	X	934	X	X	X
2.3 Loans	2,837,952	X	X	X	4,056,116	X	X	X
2.3.1 Repurchase agreements	2,511,539	X	X	X	3,695,586	X	X	X
2.3.2 Other	326,413	X	X	X	360,530	X	X	X
2.4 Payables for commitments to repurchase own equity instruments	-	X	X	X	-	X	X	X
2.5 Lease liabilities	9,582	X	X	X	10,816	X	X	X
2.6 Other liabilities	930,821	X	X	X	833,267	X	X	X
Total	3,921,622	-	-	3,921,622	5,047,675	-	-	5,047,675

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Fair value is assumed to be the same as the carrying amount since they are sight or short-term transactions, mainly at floating rates.

Key: BV = Book value; L1 = Level 1; L2 = Level 2; L3 = Level 3

1.2 Financial liabilities measured at amortised cost: breakdown by product of due to customers

Type of transaction/Amounts	Total 30.06.2025				Total 31.12.2024			
	VB	Fair value			VB	Fair value		
		L1	L2	L3		L1	L2	L3
1. Current accounts and demand deposits	92,728,228	X	X	X	93,722,900	X	X	X
2. Time deposits	1,679,108	X	X	X	2,078,811	X	X	X
3. Loans	11,784,768	X	X	X	7,052,840	X	X	X
3.1 Repurchase agreements	5,823,853	X	X	X	1,825,110	X	X	X
3.2 Other	5,960,915	X	X	X	5,227,730	X	X	X
4. Payables for commitments to repurchase own equity instruments	-	X	X	X	-	X	X	X
5. Lease liabilities	397,559	X	X	X	402,257	X	X	X
6. Other liabilities	836,037	X	X	X	993,511	X	X	X
Total	107,425,700	-	-	107,425,700	104,250,319	-	-	104,250,319

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Fair value is assumed to be the same as the carrying amount since they are sight or short-term transactions, mainly at floating rates.

Key: BV = Book value; L1 = Level 1; L2 = Level 2; L3 = Level 3

1.3 Financial liabilities measured at amortised cost: breakdown, by product, of securities issued

Type of transaction/Amounts	Total 30.06.2025				Total 31.12.2024			
	VB	Fair value			VB	Fair value		
		L1	L2	L3		L1	L2	L3
A. Securities								
1. bonds	9,633,302	7,350,549	2,402,242	-	9,890,105	6,831,554	3,152,197	-
1.1 structured	-	-	-	-	-	-	-	-
1.2 other	9,633,302	7,350,549	2,402,242	-	9,890,105	6,831,554	3,152,197	-
2. other securities	577,502	-	-	577,502	1,265,081	-	-	1,265,081
2.1 structured	-	-	-	-	-	-	-	-
2.2 other	577,502	-	-	577,502	1,265,081	-	-	1,265,081
Total	10,210,804	7,350,549	2,402,242	577,502	11,155,186	6,831,554	3,152,197	1,265,081

“Bonds” include Euro 1,460 million of subordinated debt, none of which are convertible into shares.

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: BV = Book value; L1 = Level 1; L2 = Level 2; L3 = Level 3

Breakdown of “Financial liabilities measured at amortised cost”: changes

		Nominal value	Book Value
1.	New issues	500,000	508,571
2.	Disposals	-	-
3.	Other	-	(117)
4.	Repurchases	(872,458)	(747,064)
5.	Refunds	(18,318)	(18,194)

Section 2 – Financial liabilities held for trading

Item 20

2.1 Financial liabilities held for trading: breakdown by product

Type of transaction/Amounts	Total 30.06.2025					Total 31.12.2024				
	VN	Fair value			Fair value *	VN	Fair value			Fair value *
		L1	L2	L3			L1	L2	L3	
A. On-balance-sheet liabilities										
1. Due to banks	37	-	38	-	38	-	-	-	-	-
2. Due to customers	3,183	2,636	172	-	2,807	3	94	-	-	94
3. Debt securities	-	-	-	-	X	-	-	-	-	X
3.1 Bonds	-	-	-	-	X	-	-	-	-	X
3.1.1 Structured	-	-	-	-	X	-	-	-	-	X
3.1.2 Other bonds	-	-	-	-	X	-	-	-	-	X
3.2 Other securities	-	-	-	-	X	-	-	-	-	X
3.2.1 Structured	-	-	-	-	X	-	-	-	-	X
3.2.2 Other	-	-	-	-	X	-	-	-	-	X
Total A	3,220	2,636	210	-	2,845	3	94	-	-	94
B. Derivative instruments										
1. Financial derivatives	X	-	209,724	4,050	X	X	-	219,866	4,334	X
1.1 Trading	X	-	190,672	4,050	X	X	-	219,866	4,334	X
1.2 Connected with the fair value option	X	-	19,052	-	X	X	-	-	-	X
1.3 Other	X	-	-	-	X	X	-	-	-	X
2. Credit derivatives	X	-	-	-	X	X	-	-	-	X
2.1 Trading	X	-	-	-	X	X	-	-	-	X
2.2 Connected with the fair value option	X	-	-	-	X	X	-	-	-	X
2.3 Other	X	-	-	-	X	X	-	-	-	X
Total B	X	-	209,724	4,050	X	X	-	219,866	4,334	X
Total (A+B)	X	2,636	209,934	4,050	X	X	94	219,866	4,334	X

An explanation of the fair value hierarchy used for classification was given in Part A.4 of the Explanatory Notes to the Consolidated Financial Report as at 31 December 2024.

Key: NV = Nominal or Notional Value; L1=Level1; L2=Level2; L3=Level3; Fair value* = Fair value calculated excluding value adjustments due to changes in the credit rating of the issuer since the date of issue.

Section 3 – Financial liabilities designated at fair value

Item 30

3.1 Financial liabilities designated at fair value: breakdown by product

Type of transaction/Amounts	Total 30.06.2025					Total 31.12.2024				
	VN	Fair value			Fair value *	VN	Fair value			Fair value *
		L1	L2	L3			L1	L2	L3	
1. Due to banks	-	-	-	-	-	-	-	-	-	-
1.1 Structured	-	-	-	-	X	-	-	-	-	X
1.2 Other	-	-	-	-	X	-	-	-	-	X
of which:										
- commitments to disburse funds	-	X	X	X	X	X	X	X	X	X
- financial guarantees granted	-	X	X	X	X	X	X	X	X	X
2. Due to customers	-	-	-	-	-	-	-	-	-	-
2.1 Structured	-	-	-	-	X	-	-	-	-	X
2.2 Other	-	-	-	-	X	-	-	-	-	X
of which:										
- commitments to disburse funds	-	X	X	X	X	X	X	X	X	X
- financial guarantees granted	-	X	X	X	X	X	X	X	X	X
3. Debt securities	3,101,030	-	3,200,404	-	3,236,972	2,654,092	-	2,712,050	-	2,757,390
3.1 Structured	3,101,030	-	3,200,404	-	X	2,654,092	-	2,712,050	-	X
3.2 Other	-	-	-	-	X	-	-	-	-	X
Total	3,101,030	-	3,200,404	-	3,236,972	2,654,092	-	2,712,050	-	2,757,390

The item includes capital protection certificates (structured debt securities). Classification into this category derives primarily from the reconciliation of these liabilities to the portfolios managed by the in-house Capital Markets unit, which, according to the Group's policies and in consideration of the objectives pursued and reported performance obtained, are measured at fair value. In addition, this classification makes it possible to pursue a "natural hedge" of derivatives entered into in order to "balance" the risks assumed with derivatives embedded in issued liabilities (derivatives that were classified as "trading" when recognised).

Key: VN = Nominal Value; L1 = Level 1; L2 = Level 2; L3 = Level 3; Fair value* = fair value calculated excluding value adjustments due to changes in the creditworthiness of the issuer since the issue date.

3.1 bis Passività finanziarie designate al fair value: modalità di utilizzo della fair value option

Description/Amounts	30.06.2025	31.12.2024
a) Natural hedges through derivatives	-	-
b) Natural hedges with other financial instruments	-	-
c) Other types of accounting mismatch	-	-
d) Financial instruments managed and measured at fair value	3,200,404	2,712,050
e) Embedded structured derivative products	-	-
Total	3,200,404	2,712,050

Section 6 – Tax liabilities

Item 60

Please refer to the information provided in section 11, Assets.

Section 7 – Liabilities associated with assets classified as held for sale

Item 70

For details about Liabilities associated with assets classified as held for sale, please refer to the information provided in section 12 of part B, Assets.

Section 10 – Provisions for risks and charges

Item 100

10.1 Provisions for risk and charges: breakdown

Description/Amounts	Total 30.06.2025	Total 31.12.2024
1. Impairment provisions for credit risk related to commitments and financial guarantees granted	47,953	54,022
2. Impairment provisions related to other commitments and guarantees granted	51,639	50,884
3. Provisions for pension and similar obligations	112,407	115,916
4. Other provisions for risk and charges	1,054,326	1,268,225
4.1 legal and fiscal disputes	229,332	246,156
4.2 personnel charges	666,566	825,314
4.3 other	158,428	196,755
Total	1,266,325	1,489,047

10.3 Impairment provisions for credit risk related to commitments and financial

	Impairment provisions for credit risk related to commitments and financial guarantees granted				Total
	Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired	
Commitments to disburse funds	8,564	2,167	-	-	10,731
Financial guarantees granted	1,947	1,936	33,339	-	37,222
Total	10,511	4,103	33,339	-	47,953

Section 13 – Group shareholders' equity

Items 120, 130, 140, 150, 160, 170 and 180

13.1 “Share capital” and “Treasury shares”: breakdown

The “Share capital” item relates solely to the Parent Company. It consists solely of ordinary shares with no par value, fully subscribed and paid in.

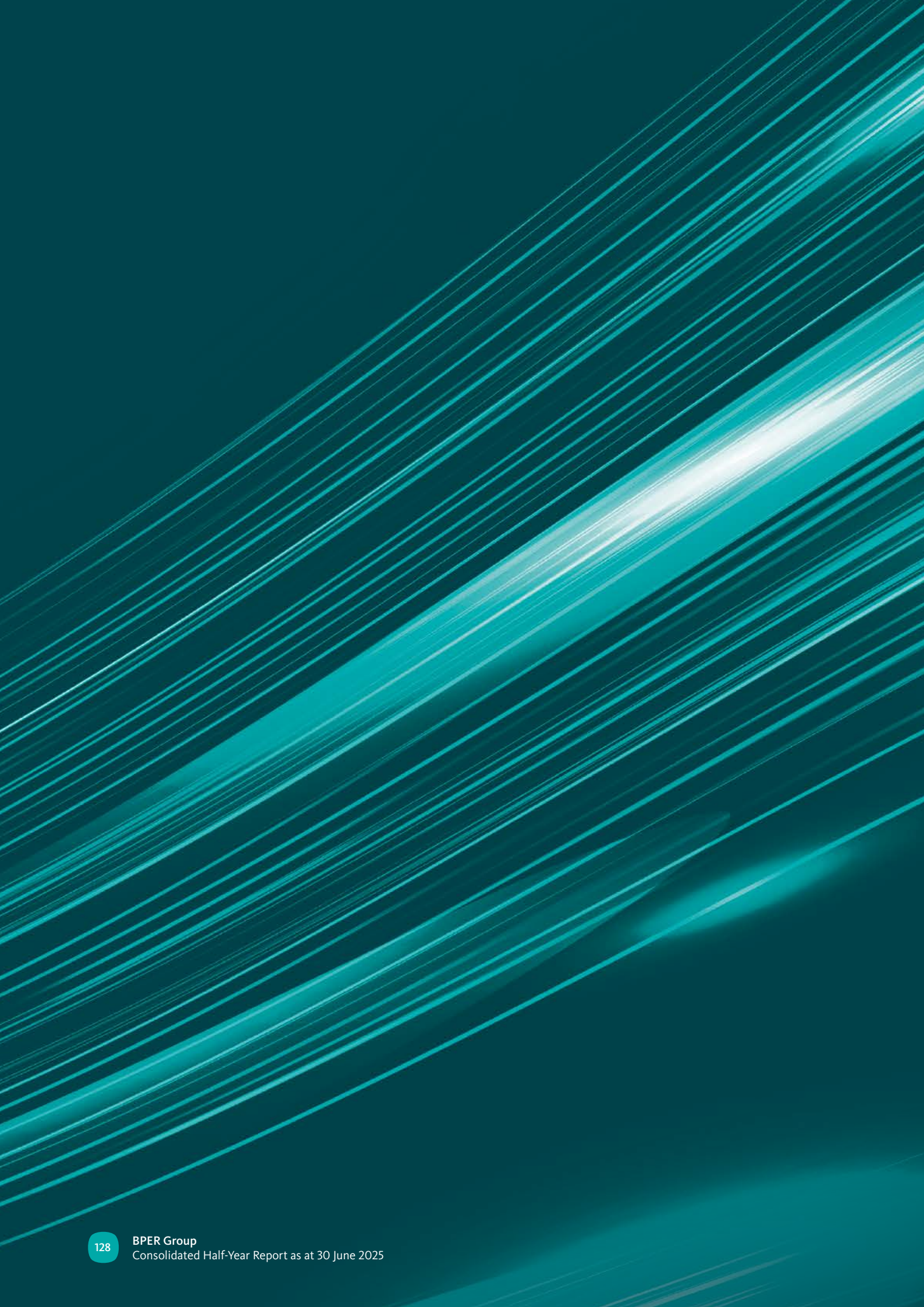
There are 839,349 treasury shares in the Parent Company's portfolio amounting to Euro 4,398 thousand. There are also 62,288 shares relating to -and held by- Bibanca s.p.a., for a total of Euro 6 thousand.

13.2 Share capital – Parent Company's number of shares: annual changes

Description/Types	Ordinary	Other
A. Initial number of shares	1,421,624,324	-
- fully paid-in	1,421,624,324	-
- not fully paid-in	-	-
A.1 Treasury shares (-)	(6,112,499)	-
A.2 Shares outstanding: opening balance	1,415,511,825	-
B. Increases	5,273,150	-
B.1 New issues	-	-
- against payment:	-	-
- business combinations	-	-
- conversion of bonds	-	-
- exercise of warrants	-	-
- other	-	-
- for free:	-	-
- to employees	-	-
- to directors	-	-
- other	-	-
B.2 Sales of treasury shares	5,273,150	-
B.3 Other increases	-	-
C. Decreases	-	-
C.1 Cancellation	-	-
C.2 Purchase of treasury shares	-	-
C.3 Business disposal transactions	-	-
C.4 Other decreases	-	-
D. Shares outstanding: closing balance	1,420,784,975	-
D.1 Treasury shares (+)	839,349	-
D.2 Final number of shares	1,421,624,324	-
- fully paid-in	1,421,624,324	-
- not fully paid-in	-	-

Item B.2 “Sales of treasury shares” refers to treasury shares that BPER Banca has assigned free of charge to employees, in line with the provisions of the Remuneration Policies (e.g. for short-term and long-term incentive and/or severance schemes).

Further information about transactions in treasury shares is presented in section 8.5 “Treasury shares” of the Directors' Report on Group Operations.



PART C

Information on the Consolidated Income Statement

Section 1 – Interest

Items 10 and 20

1.1 Interest and similar income: breakdown

Items/Technical forms	Debt securities	Loans	Other transactions	Total 30.06.2025	Total 30.06.2024
1. Financial assets measured at fair value through profit or loss:	3,411	21	303	3,735	3,598
1.1 Financial assets held for trading	1,777	-	-	1,777	618
1.2 Financial assets designated at fair value	-	-	-	-	7
1.3 Other financial assets mandatorily measured at fair value	1,634	21	303	1,958	2,973
2. Financial assets measured at fair value through other comprehensive income	53,144	-	X	53,144	49,366
3. Financial assets measured at amortised cost:	233,847	1,744,666	X	1,978,513	2,228,536
3.1 Loans to banks	35,639	110,929	X	146,568	240,830
3.2 Loans to customers	198,208	1,633,737	X	1,831,945	1,987,706
4. Hedging derivatives	X	X	55,987	55,987	138,411
5. Other assets	X	X	129,427	129,427	138,570
6. Financial Liabilities	X	X	X	-	-
Total	290,402	1,744,687	185,717	2,220,806	2,558,481
of which: interest income on impaired financial assets	-	46,654	-	46,654	47,878
of which: interest income on finance lease	X	59,955	X	59,955	85,988

1.3 Interest and similar expense: breakdown

Items/Technical forms	Loans	Debt Securities	Other transactions	Total 30.06.2025	Total 30.06.2024
1. Financial liabilities measured at amortised cost	382,354	187,791	X	570,145	789,001
1.1 Due to central banks	-	X	X	-	9,760
1.2 Due to banks	84,093	X	X	84,093	136,631
1.3 Due to customers	298,261	X	X	298,261	418,659
1.4 Debt securities issued	X	187,791	X	187,791	223,951
2. Financial liabilities held for trading	55	-	-	55	4
3. Financial liabilities designated at fair value	-	-	-	-	-
4. Other liabilities and provisions	X	X	670	670	390
5. Hedging derivatives	X	X	23,511	23,511	86,605
6. Financial assets	X	X	X	407	9
Total	382,409	187,791	24,181	594,788	876,009
of which: interest expense on lease liabilities	7,789	X	X	7,789	7,536

1.5 Spreads on hedging transactions

Items	Total 30.06.2025	Total 30.06.2024
A. Positive spreads on hedging transactions	196,581	295,549
B. Negative spreads on hedging transactions	(164,105)	(243,743)
C. Balance (A-B)	32,476	51,806

Section 2 – Commissions

Items 40 and 50

2.1 Commission income: breakdown

Type of service/Amounts	Total 30.06.2025	Total 30.06.2024
a) Financial instruments	195,828	177,937
1. Placement of securities	151,969	137,785
1.1 Through underwriting and/or on a firm commitment basis	-	-
1.2 Without a firm commitment basis	151,969	137,785
2. Reception, transmission and execution of orders on behalf of customers	16,012	14,483
2.1 Reception and transmission of orders for one or more financial instruments	16,012	14,483
2.2 Execution of orders on behalf of customers	-	-
3. Other commission income related to activities connected to financial instruments	27,847	25,669
of which: dealing on own account	1,635	1,654
of which: individual portfolio management	25,999	23,787
b) Corporate Finance	1,633	1,435
1. Mergers and acquisitions advisory	630	251
2. Treasury services	-	-
3. Other commission income related to corporate finance services	1,003	1,184
c) Investment advice	1,086	929
d) Clearing and settlement	-	-
e) Collective portfolio management	241,640	209,534
f) Custody and administration	10,211	20,230
1. Depository bank	-	-
2. Other commission income related to custody and administration services	10,211	20,230
g) Central administrative services for collective portfolio management	-	-
h) Fiduciary services	-	-
i) Payment services	375,916	367,847
1. Current accounts	178,499	182,724
2. Credit cards	52,026	40,382
3. Debit cards and other payment cards	56,280	47,784
4. Bank transfers and other payment orders	66,379	69,496
5. Other commission income related to payment services	22,732	27,461
j) Distribution of third-party services	140,789	130,214
1. Collective portfolio management	7	15
2. Insurance products	127,603	114,032
3. Other products	13,179	16,167
of which: individual portfolio management	2,794	3,114
k) Structured finance	25,908	20,806
l) Securitisation servicing	37	33
m) Commitments to disburse funds	-	-
n) Financial guarantees granted	24,220	25,462
of which: credit derivatives	-	-
o) Financing transactions	122,286	117,608
of which: factoring transactions	5,728	8,187
p) Currency dealing	7,814	8,052
q) Commodities	-	-
r) Other commission income	41,112	39,068
of which: management of multilateral trading facilities	-	-
of which: management of organised trading facilities	-	-
Total	1,188,480	1,119,155

With respect to the qualitative information on the types of revenue from relations with customers falling within the scope regulated by IFRS 15, please refer to the contents of Part L of the Explanatory Notes.

2.2 Commission expense: breakdown

Type of services/Amounts	Total 30.06.2025	Total 30.06.2024
a) Financial instruments	845	937
of which: trading in financial instruments	797	898
of which: placement of financial instruments	-	-
of which: individual portfolio management	30	39
- Own portfolios	30	39
- Third party portfolios	-	-
b) Clearing and settlement	-	-
c) Collective portfolio management	63,979	54,545
1. Own portfolios	63,979	54,545
2. Third party portfolios	-	-
d) Custody and administration	2,998	2,694
e) Collection and payment services	47,593	40,784
of which: credit cards, debit cards and other payment cards	42,319	35,508
f) Securitisation servicing	-	-
g) Commitments to receive funds	-	-
h) Financial guarantees received	3,619	2,301
of which: credit derivatives	-	-
i) "Out-of-branch" offer of financial instruments, products and services	7,160	3,902
j) Currency dealing	-	-
k) Other commission expense	14,761	10,308
Total	140,955	115,471

Section 3 – Dividends and similar income

Item 70

3.1 Dividends and similar income: breakdown

Items/Income	Total 30.06.2025		Total 30.06.2024	
	Dividends	Similar income	Dividends	Similar income
A. Financial assets held for trading	1,475	-	7,247	-
B. Other financial assets mandatorily measured at fair value	15	6,998	17	5,246
C. Financial assets measured at fair value through other comprehensive income	34,535	-	24,583	-
D. Equity investments	-	-	-	-
Total	36,025	6,998	31,847	5,246

Section 4 – Net income from trading activities

Item 80

4.1 Net income from trading activities: breakdown

Transactions/Income items	Capital gains (A)	Profits on trading (B)	Capital losses (C)	Losses on trading (D)	Net Result [(A+B) - (C+D)]
1. Financial assets held for trading	5,955	2,690	(365)	(2,161)	6,119
1.1 Debt securities	423	1,239	(282)	(917)	463
1.2 Equity instruments	5,532	1,404	(71)	(1,206)	5,659
1.3 UCITS units	-	47	(12)	(38)	(3)
1.4 Loans	-	-	-	-	-
1.5 Other	-	-	-	-	-
2. Financial liabilities held for trading	-	-	-	-	-
2.1 Debt securities	-	-	-	-	-
2.2 Debts	-	-	-	-	-
2.3 Other	-	-	-	-	-
3. Financial assets and liabilities: exchange differences	X	X	X	X	21,045
4. Derivative instruments	169,725	226,226	(71,396)	(210,374)	111,679
4.1 Financial derivatives:	169,725	226,226	(71,396)	(210,374)	111,679
- on debt securities and interest rates	53,053	141,108	(50,747)	(134,428)	8,986
- on equities and stock indexes	107,530	65,738	(11,920)	(55,649)	105,699
- on currency and gold	X	X	X	X	(2,502)
- other	9,142	19,380	(8,729)	(20,297)	(504)
4.2 Credit derivatives	-	-	-	-	-
<i>of which: natural hedges connected with the fair value option</i>	X	X	X	X	-
Total	175,680	228,916	(71,761)	(212,535)	138,843

The item includes capital gains from valuation relating to the operational hedging of Certificates, for a total amount of Euro 105.9 million.

Section 5 – Net income from hedging activities

Item 90

5.1 Net income from hedging activities: breakdown

Income items/Amounts	Total 30.06.2025	Total 30.06.2024
A. Income from:		
A.1 Fair value hedges	135,466	134,094
A.2 Hedged financial assets (fair value)	48,002	10,705
A.3 Hedged financial liabilities (fair value)	10,976	93,008
A.4 Cash-flow hedging derivatives	-	-
A.5 Foreign currency assets and liabilities	-	-
Total income from hedging activity (A)	194,444	237,807
B. Charges from:		
B.1 Fair value hedges	65,493	104,452
B.2 Hedged financial assets (fair value)	93,192	116,970
B.3 Hedged financial liabilities (fair value)	39,223	14,613
B.4 Cash-flow hedging derivatives	-	8
B.5 Foreign currency assets and liabilities	-	-
Total charges from hedging activity (B)	197,908	236,043
C. Net income from hedging activities (A-B)	(3,464)	1,764
of which: result of hedging on net positions	-	-

Section 6 – Gains (Losses) on disposal or repurchase

Item 100

6.1 Gains (Losses) on disposal or repurchase: breakdown

Items/Income items	Total 30.06.2025			Total 30.06.2024		
	Gains	Losses	Net result	Gains	Losses	Net result
Financial assets						
1. Financial assets measured at amortised cost	23,872	(4,873)	18,999	21,529	(1,360)	20,169
1.1 Loans to banks	414	-	414	4,192	(1,179)	3,013
1.2 Loans to customers	23,458	(4,873)	18,585	17,337	(181)	17,156
2. Financial assets measured at fair value through other comprehensive income	6,575	(954)	5,621	6,537	(2,612)	3,925
2.1 Debt securities	6,575	(954)	5,621	6,537	(2,612)	3,925
2.2 Loans	-	-	-	-	-	-
Total assets (A)	30,447	(5,827)	24,620	28,066	(3,972)	24,094
Financial liabilities measured at amortised cost						
1. Due to banks	-	-	-	-	-	-
2. Due to customers	-	-	-	-	-	-
3. Debt securities issued	1,069	(6)	1,063	34	-	34
Total liabilities (B)	1,069	(6)	1,063	34	-	34

The net result relating to “Financial assets” mainly refers to the disposal of loans (Euro 5.9 million) and debt securities (Euro 18.7 million) classified in the HTC and HTC&S portfolios.

Section 7 – Net income on other financial assets and liabilities measured at fair value through profit or loss

Item 110

7.1 Net change in value of other financial assets and liabilities measured at fair value through profit or loss: breakdown of financial assets and liabilities designated at fair value

Transactions/Income items	Capital gains (A)	Gains on disposal (B)	Capital losses (C)	Losses on disposal (D)	Net Result [(A+B) - (C+D)]
1. Financial assets	-	-	-	-	-
1.1 Debt securities	-	-	-	-	-
1.2 Loans	-	-	-	-	-
2. Financial Liabilities	35,364	2,191	(90,567)	(70,506)	(123,518)
2.1 Debt securities issued	35,364	2,191	(90,567)	(70,506)	(123,518)
2.2 Due to banks	-	-	-	-	-
2.3 Due to customers	-	-	-	-	-
3. Foreign currency financial assets and liabilities: exchange differences	X	X	X	X	-
Total	35,364	2,191	(90,567)	(70,506)	(123,518)

The results shown on Securities in Issue refer to the Certificates issued and are attributable to the change in fair value attributable to interest rate risk, to the change in fair value of the derivative component embedded in the instruments issued (which is similarly recognised with an entry of opposite sign in item 80 “Net income from trading activities” against the valuation of derivatives entered into on the market to balance the bank’s position).

7.2 Net change in value of other financial assets and liabilities measured at fair value through profit or loss: breakdown of other financial assets mandatorily measured at fair value

Transactions/Income items	Capital gains (A)	Gains on disposal (B)	Capital losses (C)	Losses on disposal (D)	Net Result [(A+B) - (C+D)]
1. Financial assets	14,720	19,178	(20,348)	(8)	13,542
1.1 Debt securities	41	18,097	(789)	-	17,349
1.2 Equity instruments	184	-	(725)	-	(541)
1.3 UCITS units	14,068	1,081	(18,834)	(8)	(3,693)
1.4 Loans	427	-	-	-	427
2. Foreign currency financial assets: exchange differences	X	X	X	X	(181)
Total	14,720	19,178	(20,348)	(8)	13,361

Section 8 – Net impairment losses/write-backs for credit risk

Item 130

8.1 Net impairment losses for credit risk relating to financial assets measured at amortised cost: breakdown

Transactions/Income items	Impairment losses (1)						Write-backs (2)				Total 30.06.2025	Total 30.06.2024
	Stage 1	Stage 2	Stage 3		Purchased or originated credit impaired		Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		
			Write-offs	Other	Write-offs	Other						
A. Loans to banks	(212)	-	-	-	-	-	50	2,636	-	-	2,474	135
- Loans	(212)	-	-	-	-	-	45	2,636	-	-	2,469	134
- Debt securities	-	-	-	-	-	-	5	-	-	-	5	1
B. Loans to customers	(2,994)	(3,331)	(2,738)	(320,568)	(2,434)	(34,250)	16,476	25,400	148,005	33,408	(143,026)	(174,582)
- Loans	(1,536)	(3,331)	(2,738)	(320,568)	(2,434)	(34,250)	16,252	24,428	148,005	33,408	(142,764)	(180,864)
- Debt securities	(1,458)	-	-	-	-	-	224	972	-	-	(262)	6,282
Total	(3,206)	(3,331)	(2,738)	(320,568)	(2,434)	(34,250)	16,526	28,036	148,005	33,408	(140,552)	(174,447)

8.2 Net impairment losses for credit risk relating to financial assets measured at fair value through other comprehensive income: breakdown

Transactions/Income items	Impairment losses (1)						Write-backs (2)				Total 30.06.2025	Total 30.06.2024
	Stage 1	Stage 2	Stage 3		Purchased or originated credit impaired		Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		
			Write-offs	Other	Write-offs	Other						
A. Debt securities	(4)	(150)	-	-	-	-	102	437	-	-	385	(44)
B. Loans	-	-	-	-	-	-	-	-	-	-	-	-
- to customers	-	-	-	-	-	-	-	-	-	-	-	-
- to banks	-	-	-	-	-	-	-	-	-	-	-	-
Total	(4)	(150)	-	-	-	-	102	437	-	-	385	(44)

Section 12 – Administrative expenses

Item 190

12.1 Staff costs: breakdown

Type of costs/Amounts	Total 30.06.2025	Total 30.06.2024
1) Employees	802,959	1,031,300
a) wages and salaries	564,847	617,814
b) social security charges	159,623	158,838
c) termination indemnities	33,370	33,691
d) pension expenses	355	326
e) provision for employee termination indemnities	1,781	2,675
f) provision for pension and similar commitments:	1,825	1,554
- defined contribution plan	-	-
- defined benefit plans	1,825	1,554
g) payments to external supplementary pension funds:	20,905	20,717
- defined contribution plan	20,905	20,717
- defined benefit plans	-	-
h) costs from share-based payments	1,266	3,425
i) other personnel benefits	18,987	192,260
2) Other not-retired employees	7,718	14,007
3) Directors and Statutory Auditors		5,416
4) Retired employees	49	335
Total	816,522	1,051,058

12.5 Other administrative expenses: breakdown

Items	30.06.2025	30.06.2024
Indirect taxes and duties	167,870	169,438
Stamp duty	140,341	141,716
Other indirect taxes with right of recourse	11,343	10,693
Municipal property tax	10,677	10,641
Other	5,509	6,388
Other costs	354,089	485,705
Maintenance and repairs	48,239	53,694
Rental expense	10,855	9,775
Post office, telephone and telegraph	12,242	13,975
Data transmission fees and use of databases	31,506	27,116
Advertising	17,208	22,258
Consulting and other professional services	86,226	101,374
Lease of IT hardware and software	41,372	36,416
Insurance	14,510	13,138
Cleaning of office premises	5,926	6,288
Printing and stationery	5,336	6,164
Energy and fuel	15,430	17,658
Transport	7,374	7,417
Staff training and expense refunds	7,986	9,099
Information and surveys	5,574	7,215
Security	5,190	5,475
Administrative services	7,368	8,674
Use of external data gathering and processing services	9,108	7,261
Membership fees	5,695	5,115
Condominium expenses	6,601	5,236
Contributions to systemic funds	-	109,564
Sundry other	10,343	12,793
Total	521,959	655,143

The comparative item “Contributions to systemic funds” refers to the regular 2024 contribution to the DGS (Deposit Guarantee Scheme).

Section 13 – Net provisions for risks and charges

Item 200

13.1 Net provisions for credit risk on commitments to disburse funds and financial guarantees granted: breakdown

Type of risks and charges	Impairment losses				Write-backs				30.06.2025	30.06.2024
	Stage 1	Stage 2	Stage 3	Purchased or originated credit	Stage 1	Stage 2	Stage 3	Purchased or originated credit		
Commitments to disburse funds	(313)	(11)	-	-	240	1,325	-	-	1,241	(949)
Financial guarantees granted	-	-	(2,091)	-	60	892	6,105	-	4,966	2,813
Total	(313)	(11)	(2,091)	-	300	2,217	6,105	-	6,207	1,864

13.2 Net provisions on other commitments and other guarantees granted: breakdown

Type of risks and charges	Impairment losses	Write-backs	30.06.2025	30.06.2024
Other guarantees granted	(2,127)	-	(2,127)	12,400
Other commitments	(3,080)	4,314	1,234	1,685
Total	(5,207)	4,314	(893)	14,085

13.3 Net provisions for other risks and charges: breakdown

Type of risks and charges	30.06.2025	30.06.2024
A. Provisions	(31,195)	(29,988)
1. for legal disputes	(22,009)	(19,467)
2. other	(9,186)	(10,521)
B. Write-backs	11,147	20,034
1. for legal disputes	8,933	12,707
2. other	2,214	7,327
Total	(20,048)	(9,954)

Section 16 – Other operating expense (income)

Item 230

16.1 Other operating expense: breakdown

Description/Amounts	30.06.2025	30.06.2024
Loss from loss data collection	9,315	6,437
Amortisation of leasehold improvement expenditure	1,687	1,804
Other expense	25,677	55,954
Total	36,679	64,195

16.2 Other operating income: breakdown

Description/Amounts	30.06.2025	30.06.2024
Rental income	4,784	5,563
Recovery of taxes	150,049	150,961
Income from Loss data collection	24,109	11,608
Fast-track facility fee	5,934	4,703
Other income	85,175	48,299
Total	270,051	221,134

The item “Other income” is mainly affected by a contingent asset associated with the acquisition of Banca Carige.

Section 25 – Earnings per share

IAS 33 requires disclosure of basic and diluted earnings per share (EPS), specifying how each is calculated.

Basic earnings per share reflect the relationship between:

- the earnings attributable to ordinary shareholders;
- and the weighted average number of shares outstanding during the period.

Diluted earnings per share reflect the relationship between:

- the earnings used to calculate Basic EPS, as adjusted by the economic effects of converting all outstanding convertible bonds into shares at period end;
- the number of shares in circulation used to calculate basic EPS, as adjusted by the weighted average of the potential ordinary shares with a diluting effect deriving from the conversion of bonds outstanding at period end.

	30.06.2025			30.06.2024		
	Attributable earnings	Weighted average ordinary shares	Earnings per share (Euro)	Attributable earnings	Weighted average ordinary shares	Earnings per share (Euro)
Basic EPS	903,469	1,417,010,092	0,638	724,172	1,413,862,800	0,512
Diluted EPS	903,469	1,446,950,572	0,624	724,172	1,449,577,086	0,500

The following tables reconcile the weighted average number of ordinary shares outstanding used to calculate basic earnings per share with the number of ordinary shares used to calculate diluted earnings per share; they also reconcile net profit for the period with the net income used to determine basic and diluted earnings per share.

25.1 Average number of ordinary shares (fully diluted)

	30.06.2025	30.06.2024
Weighted average number of outstanding ordinary shares for Base EPS calculation	1,417,010,092	1,413,862,800
Weighted dilutive effect deriving from the potential conversion of convertible bonds	29,940,480	35,714,286
Weighted average number of outstanding ordinary shares for diluted EPS calculation	1,446,950,572	1,449,577,086

25.2 Other information

	30.06.2025	30.06.2024
Profit (Loss) for the period	903,469	724,172
Allocations not attributable to the shareholders	-	-
Net profit for Basic EPS calculation	903,469	724,172
Change in income and charges deriving from conversion	-	-
Net profit for diluted EPS calculation	903,469	724,172



PART E
Information on risks
and related hedging policies

Introduction

A summary of the organisation of the BPER Banca Group's risk governance and the related processes and key functions involved is described in this paragraph.

The configuration of the Internal Control and Risk Management System of the BPER Banca Group (hereinafter, the "System") is defined, alongside its principles, in the "Group Policy on the Internal control System" (Policy), which also includes the information flows for the integration of the components of the System.

The Policy, prepared in compliance with the Supervisory Provisions, was approved by the Board of Directors of the Parent Company and implemented by the Group Banks and Companies.

The System comprises policies, structures, procedures, resources and processes aimed at ensuring that:

- the activities carried out by BPER and by the Group Banks and Companies are in line with internal practices, industry standards and external regulations;
- risks are adequately monitored and mitigated.

All Group Structures contribute to risk control and every Group Bank and Company ensures correct operations by performing controls and submitting information flows to its Corporate Bodies and to the Corporate Bodies of the Parent Company.

The System includes three lines of defence:

- First-level controls: line controls embedded in processes and procedures and carried out by operating and business units;
- Second-level controls (Risk and compliance controls) entrusted to the: i) Compliance Function (which includes the Data Protection Officer - DPO); ii) Risk Management Function; iii) Validation Function; iv) Anti-Money Laundering Function;
- Third-level controls: entrusted to Internal Audit which operates in compliance with international standards.

Second- and Third-Level Control Functions are independent, separate and distinct from the structures that take on the risks and are in charge of line controls.

As a general rule, the System envisages outsourcing to the Parent Company of the second and third-level control functions, if any, of the Group Banks and Companies under Italian law; however, as required by the regulations, the latter still remain responsible for their performance.

The Internal Control System also includes:

- the Whistleblowing System to anonymously communicate facts or behaviours that may represent a violation of the regulations governing the banking/financial activities; Legislative Decree 24/2023 "implementing Directive (EU) 2019/1937 on the protection of persons who report breaches of Union law";
- the Supervisory Body pursuant to Legislative Decree no. 231/2001;
- the Manager responsible for preparing the company's Financial Reports under Law no. 262/2005.

Every year, the Control Functions submit to the Board of Directors a report on the activities carried out substantiated by their analyses, results, identified weaknesses and proposals for interventions to be implemented with a view to strengthening the controls in place. The Control Functions submit a plan of activities to the Corporate Bodies for approval at least once a year, subject to the prior review of the Control and Risk Committee.

The document "Public Disclosure - Pillar 3" as at 30 June 2025, prepared pursuant to the requirements of Regulation (EU) no. 575/2013 of the European Parliament and of the Council of 26 June 2013 (CRR) and subsequent updates, illustrates the key metrics used by the BPER Banca Group (own funds, capital requirements, financial leverage and liquidity coverage ratio) as required by art. 447 of Regulation (EU) 575/2013, as later amended.

The disclosure at 30 June 2025 is published on the same date as or as soon as possible after the Consolidated Financial Report is published on the Parent Company's website <https://group.bper.it/en/>.

Section 1 – Risks of consolidation accounting

Quantitative information

A. Credit quality

A.1 Non-performing and performing credit exposures: amounts, adjustments, changes and economic distribution

A.1.1 Breakdown of financial assets by portfolio classification and credit quality (book values)

Portfolios/quality	Bad loans	Unlikely-To-Pay loans	Non-performing past due exposures	Performing past due exposures	Other performing exposures	Total
1. Financial assets measured at amortised cost	164,571	1,143,494	82,398	746,613	116,956,010	119,093,086
2. Financial assets measured at fair value through other comprehensive income	-	288	-	-	4,717,725	4,718,013
3. Financial assets designated at fair value	-	-	-	-	-	-
4. Other financial assets mandatorily measured at fair value	-	-	-	-	196,171	196,171
5. Financial assets held for sale	-	-	-	-	-	-
Total 30.06.2025	164,571	1,143,782	82,398	746,613	121,869,906	124,007,270
Total 31.12.2024	124,895	1,160,588	81,244	725,128	116,656,682	118,748,537

Details on forborne exposures classified as “Financial assets measured at amortised cost” are provided below.

Portfolios/Quality	Bad loans	Unlikely-To-Pay loans	Non-performing past due exposures	Performing past due exposures	Performing exposures
1. Financial assets measured at amortised cost					
- Loans to customers	28,941	240,003	89	32,428	806,420

A.1.2 Breakdown of financial assets by portfolio classification and credit quality (gross and net values)

Portfolios/quality	Non-performing				Performing			Total (net exposure)
	Gross exposure	Total impairment provisions	Net exposure	Total partial write-offs (*)	Gross exposure	Total impairment provisions	Net exposure	
1. Financial assets measured at amortised cost	2,724,941	1,334,478	1,390,463	35,655	118,314,574	611,951	117,702,623	119,093,086
2. Financial assets measured at fair value through other comprehensive income	391	103	288	-	4,719,523	1,798	4,717,725	4,718,013
3. Financial assets designated at fair value	-	-	-	-	X	X	-	-
4. Other financial assets mandatorily measured at fair value	-	-	-	-	X	X	196,171	196,171
5. Financial assets held for sale	-	-	-	-	-	-	-	-
Total 30.06.2025	2,725,332	1,334,581	1,390,751	35,655	123,034,097	613,749	122,616,519	124,007,270
Total 31.12.2024	2,577,655	1,210,928	1,366,727	38,972	117,882,160	655,300	117,381,810	118,748,537

(*) Amount to be shown for information purposes.

Portfolios/quality	Low credit quality assets		Other assets
	Cumulated capital losses	Net exposure	Net exposure
1. Financial assets held for trading	-	356	775,140
2. Hedging derivatives	-	-	629,446
Total 30.06.2025	-	356	1,404,586
Total 31.12.2024	-	83	1,310,967

Risks of prudential consolidation

1.1 Credit risk

The BPER Banca Group's organisation provides for centralisation of the credit risk control function at the Parent Company.

Qualitative Information

1. General aspects

During the first half of 2025, the Italian economy followed a trend of modest growth. On the basis of preliminary estimates, GDP was mainly supported by domestic consumption, which benefited from a slight increase in wages and the steady performance of the labour market. Investments also showed slight signs of recovery as a result of the boost provided by the NRRP, but were simultaneously affected during the period by the high level of uncertainty surrounding the application of US tariffs.

Despite the instability of the international context resulting from the American protectionist trade policy, exports showed a positive trend in the first few months of 2025, possibly due to trade being brought forward ahead of the application of tariffs on a wide range of products.

At the same time, industrial production showed fluctuating trends in the first five months of the year, remaining overall on the levels of August 2024, followed by a similar trend in business confidence, with the outlook component rising in recent months only in the industrial segment.

The Harmonised Index of Consumer Prices settled at 1.7%⁵² as at June 2025 (1.4% as at December 2024), primarily due to the increase of transport and food prices.

The European Central Bank's continued its expansionary policy, with further cuts to the benchmark interest rates. Nonetheless, loans to businesses remain weak with a still negative trend (-1.6% in April 2025⁵³), mainly driven by the decline in lending to smaller businesses and to the manufacturing and construction sectors. Loans to households have started to grow again (+1.6%).

The impairment rates for banking assets are still at very contained levels. The portion of performing loans for which banks have recognised a significant increase in credit risk remains limited.

Based on the trend in fundamentals and the characteristics of the macroeconomic context, growth of 0.6%⁵⁴ in GDP is forecast for 2025, while a greater expansion of GDP is expected for 2026, which should reach 0.8%.

Credit Policy Objectives

In pursuing its overall credit policy objectives and to support customers that are most exposed to the effects of significant events such as the conflicts in Ukraine and in the Middle East, which have characterised the economic context over the past few years, as well as to potential external shocks such as higher tariffs, a forward-looking approach was adopted with the aim of:

- incorporating sectoral and micro-sectoral forecasts;
- evaluating the resilience of companies through forward-looking estimates of company Financial Reports;
- extending portfolio segmentation to the various branches of the economy in order to intercept dissimilar micro-sector dynamics within the same business areas;
- introducing assessments of climate-related, environmental and sustainability risks, with particular reference to counterparties highly exposed to transition risks also depending on whether they belong to high-emission intensity sectors.
- providing for the development of green financing and technological innovation, transversal to all sectors of the economy and intended to ensure greater competitiveness for the companies concerned;
- continuing to finance consumer households in the various technical forms (home mortgages, personal loans, etc.).

52 Bank of Italy - Economic Bulletin No. 2 - 2025.

53 % trend change in loans (excluding bad loans).

54 Bank of Italy, Macroeconomic projections for the Italian economy, June 2025.

2. Credit risk management policies

Against the backdrop of a low-growth economic scenario and uncertainty arising from geopolitical instability fueled by the protracted Russia-Ukraine conflict, during 2025 the BPER Banca Group confirmed the actions targeted at the segments most exposed to market dynamics, in the aim to better calibrate the sectoral guidelines of its credit policy and hence its asset allocation targets, with the objective of supporting the system and its resilience. The guidelines for promoting “green financing” and “technological innovation” are confirmed, as they cross cut all sectors of the economy and make it possible to ensure greater competitiveness for recipient companies. More specifically, as early as in June 2024, the Group updated its specific “ESG-linked Loan Origination Policy”, which sets out the principles adopted by the Group during the credit assessment. In fact, this document⁵⁵ indicates:

- the general limitation and exclusion criteria for counterparty and/or project financeability, consistently with the “ESG Policy” of the BPER Banca Group and its voluntary commitments (Net-Zero Banking Alliance, PRB);
- detailed criteria applying to counterparties belonging to single high ESG impact sectors;
- strategies to support transition and the increasing “alignment” of counterparties with the principles of the EU Taxonomy, including via dedicated products or services (build out).

The credit management policy of the BPER Banca Group, by defining a credit strategy micro-founded at counterparty level, continues to pursue the aim of carefully selecting counterparties through an analysis of their creditworthiness, including the use of well-established tools such as the internal rating system, having regard for the achievement of commercial and support objectives, including in an ESG perspective.

In view of the Group’s strategic objectives and operations, the general risk management strategy was to accept a moderate level of risk involving:

- the assessment of the current and prospective creditworthiness of counterparties;
- the diversification of the portfolio, limiting the concentration of exposures towards individual counterparties and sectors of economic activity;
- integrating factors specifically pertaining to the transition risk and physical risk to which they are exposed into the definition of credit strategies and prospective assessments of counterparties.

2.1 Organisational aspects

The Group’s credit risk management model has the following objectives:

- apply the instructions issued by the Supervisory Authorities, while taking account of the Group’s specific operating characteristics;
- ensure that credit risk is managed appropriately by each bank/company and at a Group level.

These objectives are achieved via the segregation of responsibilities and duties between the bodies that manage credit risk and those with a control function.

The following elements underpin work to manage and control the exposure to credit risk:

- independence of the function responsible for the measurement of credit risk with respect to the various business functions;
- clear definition of delegated powers and the resulting structure of limits imposed by the Board of Directors of the Parent Company;
- coordination by the Parent Company of credit risk management processes, while leaving individual companies with operational autonomy for the management of credit risk;
- consistent application of measurement models throughout the Group, in line with international best practice;
- transparent methodology and measurement criteria to facilitate understanding of the risk measures adopted;
- performance of periodic stress tests which use endogenous and exogenous shock scenarios to provide deterministic and/or probability-based indicators of risk.

⁵⁵ For more information on the “ESG-linked Loan Origination Policy” adopted by the Group, please refer to the information available on the website: <https://group.bper.it/en/>

2.2 Systems for managing, measuring and monitoring

The management of risk involves applying a system of methodologies and approaches for the ongoing measurement and/or assessment of risk. This system helps to guide operational decisions and quantify the level of capital required by the Group in order to cover the risks that have been accepted. Each Group bank/company analyses the various components of credit risk and identifies the exposure associated with the loan portfolio using suitable measurement methodologies. In particular, the Group uses many tools to measure and monitor credit risk in relation to both performing and non-performing loans.

As part of its policies for managing loans to customers, the Group has adopted rules and processes for monitoring relationships, which have involved, among other things, a complex activity of classifying them into homogeneous risk categories. In particular, on the basis of “rating” and “early warning” systems, the Group has analysed performing loans to customers valued at amortised cost and identified those most at risk.

The characteristics of the rating models developed by the Parent Company for the calculation of PD (Probability of default: i.e. the probability that the borrower will not be able to meet their commitments) depend on the risk segment to which the counterparty belongs, the amount of the exposure and the stage in the lending process at which they are applied (initial pay-out or monitoring). The classifications are represented by 13⁵⁶ creditworthiness rating classes differentiated by business model segment. All of the Parent Company’s systems share a number of common characteristics:

- the rating is determined with reference to the specific counterparty;
- the rating models are established with reference to the loan portfolio of the BPER Banca group (the rating is unique for each counterparty, even if shared by several Group Banks and Companies);
- the models process socio-demographic data and internal performance information (the latter derived from reports issued by the Central Credit Register database), as well as financial information in the case of businesses (financial statement);
- the models for Corporate SMEs, Long-term Property SMEs, Holding Companies, Financial Companies and Large Corporates add a qualitative element to the purely statistical side. The rating assignment process for these segments involves expert attribution for counterparties that exceed a certain threshold⁵⁷ and all Financial Companies, via a central structure operating at Group level. For Corporate SMEs, Long-term Property SMEs, Large Corporates and Holding Companies that fall below the threshold, there is also the possibility for the relationship manager to activate an override, i.e. to request an exception from the quantitative rating on the basis of solid, documented information not processed by the model. In certain cases, the override can also be requested for Newco counterparties (newly established companies). The requested exception is evaluated by a central structure that operates at Group level;
- in addition to the model that evaluates the individual counterparty, the rating model for Large Corporates, Holding Companies, Financial Companies, Corporate SMEs and Multiannual Real Estate SMEs is supplemented by a component that, where applicable, takes into consideration the fact that they belong to a consolidated corporate group;
- the Probability of Default is calibrated with reference to regulatory anomalies, which include past due amounts;
- the time series used in order to develop and calibrate the models cover a broad time horizon, consistent with the requirements of current regulations;
- the rating is reviewed at least once each year; the Bank has also defined a process for the monitoring of each rating, causing the rating to lapse if it no longer represents the true risk profile of the counterparty and there are signs of deterioration in the quality of the related lending;
- use is made of a rating calculation model for counterparties acting as guarantors for individuals, aimed at the quantification and measurement of credit risk attributable to retail counterparties that provide personal guarantees to BPER Banca Group’s customers.

The estimation of LGD (Loss Given Default represents the extent of the loss expected to occur on default of the borrower, dependent on type of exposure to the counterparty) is based on information on the borrower (segment, geographical area, internal administrative status), the product (technical form, size of exposure), and the presence, type and coverage of guarantees. LGD estimation includes the impact of the recession phase in the economic cycle (downturn LGD).

In addition to indicating the principles of governance, assumption and management of credit risk, the Group Credit Risk Governance Policy defines the BPER Banca Group’s credit risk appetite. For this purpose, the policy provides for a new system of credit risk exposure limits, establishing supervisory thresholds that have to be monitored periodically. The document also explains the principles for calculating analytical and collective loan loss provisions and for the classification of loans by status.

In order to manage credit risk, the Group has developed a system of credit limits designed to regulate the lending process, together with a system for authorisations that takes account of the riskiness of the customer and/or the transaction, consistent with the risk evaluation systems adopted. This system ensures compliance with the principle that the level of authorisation be consistent with the riskiness of the transaction, envisaging that the limits on decision making are established with reference to one or more aspects of the specific counterparty and transaction risk (in particular counterparty rating, expected loss, amount of the facility).

⁵⁶ Except for the Large Corporate and Holding models, which are structured into 9 classes.

⁵⁷ Threshold defined based on turnover, balance sheet structure and status of the consolidating parent company.

The internal rating system's risk measures are used for management reporting purposes; in particular:

- a Credit Risk Report is prepared for management every quarter and the results are included in the quarterly risk report, which is then sent to Top Management and the various Corporate Bodies of the Parent Company and of Group Banks and Companies. The information is discussed by the Risks Committee and presented by the Chief Risk Officer to the Control and Risk Committee and the Board of Directors of the Parent Company;
- a summary report is prepared on a monthly basis, including the monitoring of supervisory thresholds set for credit risk;
- a network reporting tool is also available, characterised by different views of the loan portfolio, with different levels of aggregation (Branch, Regional Department, General Management, Bank and Group) and hierarchical visibility cones.

Advanced methodologies (AIRB) have long been used as part of the process of defining capital adequacy (ICAAP). To be precise, the BPER Banca Group has adopted the advanced methodologies (AIRB) starting from the Supervisory Reports of June 2016 with reference to the Banks falling within the scope of first validation (BPER Banca, Banco di Sardegna and BiBanca), subsequently extended to the Cassa di Risparmio di Bra⁵⁸ starting from the Supervisory Reports of March 2019.

Starting from Supervisory Reporting as at 31 December 2021, after the ex-ante notification was sent to the Supervisory Authorities in October 2021, the use of the Group internal models for the calculation of credit risk capital requirements was extended to the credit exposures acquired from the Intesa Sanpaolo business units.

Moreover, following the Final decision of the latest Internal Model Investigation received on 16 February 2023 and the subsequent Follow-Up letter from the ECB, starting from the Supervisory Reports as at 31 March 2023, the calculation of the credit risk capital requirements was extended to former Cassa di Risparmio di Saluzzo and former UBI Banca credit exposures, and starting from the Supervisory Reports as at 30 June 2023 to former Unipol Banca exposures.

The following asset classes are subject to AIRB methodologies:

- “Exposures to retail businesses”;
- “Exposure to companies”.

The other Group Companies/Banks and asset classes for which Permanent Partial Use (PPU) is not required or which are not included in the roll-out plan, the BPER Banca Group has continued to use the Standardised Approach and the external ratings supplied by the ECAIs (External Credit Assessment Institutions) recognised by the Supervisory Authority. In particular, the following were used:

- the Cerved, Fitch, Moody's and Standard & Poor's ratings were used for “Exposure to corporates”;
- the Fitch, Moody's and Standard & Poor's ratings were used for “Exposures to supervised intermediaries” and “Covered bonds”;
- Scope Ratings AG for “Exposures to central administrations or central banks”;
- the Fitch Rating was used for financial Instruments pledged as collateral;
- the Standard & Poor's ratings for “Exposures to securitisation”.

Through the implementation of the “second best rating” rule, in compliance with the provisions approved by the CRR (Capital Requirements Regulation), article 138 (d),(e),(f), where two ratings of the same customer are present, the more prudential one is adopted; in the case of three ratings, the intermediate one; if all ratings are present, the second best one. In addition, in line with the contents of the CRR, article 444 (d) regarding the association of the external rating of each ECAI with the risk weights corresponding to the credit quality steps set out in said CRR, it is confirmed that the BPER Group respects the association published by the EBA.

2.3 Methods for determining the extent of impairment

The ECL model for calculating expected credit losses is based on the risk parameters estimated for regulatory purposes, whose main characteristics were described in the previous paragraphs, appropriately modified to ensure that they fully comply with IFRS 9. For information on impairment models and related risk parameters, please refer to Part A of these Explanatory Notes.

Update of macroeconomic scenarios and ECL sensitivity

As stated in Part A.1, Section 5 and Part A.2 of these Explanatory Notes, the BPER Banca Group develops forward-looking impairment models using three macroeconomic scenarios that are consistent with those considered in other business areas requiring similar forecasts, such as planning (including the determination of lending policies) and risk management.

The time horizon for the macroeconomic forecasts is 3 years for each of the 3 scenarios used:

- Adverse Scenario (further detailed in the “Extreme Adverse” version);
- Baseline Scenario;
- Best Scenario.

58 Subsequently absorbed by BPER Banca in July 2020.

The development of the scenarios is outsourced to a leading provider that carries out economic research and provides the BPER Banca Group with short and medium-term forecasts for the Italian and international economies and long-term forecasts for the Italian economy. The scenarios are later customised according to the guidelines of the BPER Banca's Market Research, Surveys and Innovation office.

The macroeconomic scenarios used by the Bank for the estimate of the multi-scenario ECL as at 30 June 2025, are different from those used in relation to the Financial Report for the period ended 31 December 2024 as a result of a context of extraordinary international uncertainty:

- world economy's growth prospects over the last few months have been affected by the sharp rise in global uncertainty due to ongoing conflicts and the constant changes in US trade policy. Under the baseline scenario assumptions are made with regard to the negative impacts of tariffs on the economy.
- global geopolitical risk remains high because of the conflicts in Ukraine and in the Middle East;
- oil price is exposed to high volatility;
- Italian economic growth is expected to be moderate in 2025, slowing slightly compared to the previous year (+0.7%) before picking up again in 2026 (+0.9%);
- it is estimated that the ECB may make a further 25 bps interest rate cut in September in the wake of an expected +2.2% growth in inflation, with a deposit facility rate of 1.75% at the end of 2025.

Scenarios used to determine the multi-scenario ECL in relation to the Financial Report as at 30 June 2025

		Starting point	BASELINE			EXTREME ADVERSE SCENARIO		
		2024	2025	2026	2027	2025	2026	2027
Brent oil: \$ per barrel	lev	78.2	61.9	69.0	75.9	71.3	80.5	85.1
Italy equity index	% chg	19.1	11.6	6.7	4.0	-27.4	-1.8	3.0
Italian GDP	% chg	0.6	0.7	0.9	0.8	-1.8	-0.7	0.0
Public spending	% chg	1.3	1.1	0.2	0.1	1.5	1.4	-0.2
Investments in machinery and means of transport	% chg	-1.0	4.3	4.4	3.6	-3.4	-2.9	0.7
Export of goods and services	% chg	-1.2	1.9	1.5	2.2	-3.7	-2.0	0.8
Industrial production	% chg	-3.5	0.7	1.5	1.6	-4.3	-2.4	0.6
10Y BTP-Bund Spread	% lev	1.2	1.2	1.2	1.2	1.8	2.2	2.0
BTP 10Y interest rate	% lev	3.6	3.9	4.1	4.1	4.3	5.0	4.7
Commercial property price index	% chg	1.3	0.9	1.5	1.7	-2.2	-2.8	-0.8
Residential property price index	% chg	3.9	1.4	2.2	2.2	-1.6	-2.3	-0.8

Scenarios used to determine the multi-scenario ECL in relation to the Financial Report as at 31 December 2024

		Starting point	BASELINE			EXTREME ADVERSE SCENARIO		
		2024	2025	2026	2027	2025	2026	2027
Brent oil: \$ per barrel	lev	85	81	82	82	97	103	105
Italy equity index	% chg	19.9	9.6	6.0	3.0	-12.9	-3.4	2.5
Italian GDP	% chg	0.7	1.0	1.0	0.9	-2.5	-0.7	0.0
Public spending	% chg	-1.4	-0.7	-0.3	-0.4	1.3	0.5	0.3
Investments in machinery and means of transport	% chg	0.9	4.2	4.2	2.9	-7.5	-3.2	-1.8
Export of goods and services	% chg	0.7	2.0	2.9	3.1	-1.4	0.1	1.4
Industrial production	% chg	-3.0	0.8	2.5	1.6	-6.5	-0.1	2.1
10Y BTP-Bund Spread	% lev	1.4	1.6	1.5	1.3	3.1	2.9	2.8
BTP 10Y interest rate	% lev	3.8	3.9	4.0	4.2	5.1	5.0	5.2
Commercial property price index	% chg	1.4	1.7	1.4	1.7	-4.1	-1.6	-0.6
Residential property price index	% chg	2.0	2.0	1.9	2.1	-3.4	-1.5	-0.9

By comparing the indicators at both dates:

- modest growth in the Italian economy with signs of a slowdown in the production of goods and services (Italy's GDP), forecasts revised down in June 2025 compared to the December 2024 forecast;
- with respect to December 2024 forecasts, some signs of a decrease in the price of a number of commodities (which continue to be exposed to high volatility) including oil;
- a decline in the 10y BTP-Bund spread, with stable estimates over the three-year forecast period compared to the December 2024 projections;
- an increase in public spending relative to the December 2024 forecast;
- a decrease in exports and industrial production compared to the December 2024 forecast due to the negative impact of tariffs on the economy.

Shown below is the sensitivity of the ECL in response to a change in the probability of occurrence attributed to each of the (multiple) scenarios considered by the model adopted by the BPER Banca Group, applied on a “recurring” basis by the BPER Banca Group, without taking account of the overlays identified in relation to the uncertainties of the macroeconomic context (“post-model adjustments”).

As at 30 June 2025, ECL sensitivity to a change in the probability of occurrence attributed to the favourable and adverse (extreme) scenario with respect to the baseline scenario, ranges between: -1.34% / +24.88%.

The total amount of ECL in the account as at the reporting date, including the effect of the overlays applied, is confirmed 4.25% higher than as at 30 June 2025, compared to the value resulting from the 100% risk weight of the adverse scenario.

2.4 Credit risk mitigation techniques

Mitigation techniques are an important tool for reducing or transferring part of the credit risk associated with the portfolio of exposure. Consistent with the low propensity to accept risk that characterises operations, the Group seeks to mitigate credit risk, in particular, by obtaining and managing secured and unsecured guarantees. For this purpose, the Group has prepared suitable IT procedures and systems for managing mortgages and financial guarantees in compliance with prudent supervisory requirements, as well as appropriate internal regulations for managing the life-cycles of other secured collateral obtained.

The secured collateral mostly used by the Group generally comprise mortgages on residential and non-residential property, as part of retail lending and, to a lesser extent, loans to Corporate customers, as well as pledges on securities, receivables and cash. An internal procedure developed over a number of years gathers information in an organised fashion on the property assets of borrowers and on the properties given in guarantee. As collateral for both performing and non-performing positions, properties are periodically revalued and updated with new appraisals or indexed revaluations based on the statistical databases of a leading market player. A dedicated procedure is used to check every month whether a new appraisal or index-based revaluation is needed, in compliance with the Guidelines for banks on non-performing loans (NPL) and EU Regulation no. 575/2013, as later amended. An internal function covering the entire banking group has been established to supervise this process and monitor constantly the value obtained to cover exposures, as required by current regulations. The Group also has a new appraisal management system that automatically directs requests to providers according to the rules consistent with the relevant legislation. The same application monitors the state of the appraisals in progress and acts as a historical archive that preserves the previous assessments in digital format with all the accompanying documents.

Likewise, the secured collateral represented by financial instruments is managed within a procedure that updates the fair value on the basis of market trends.

The principal types of unsecured guarantees consist of “specific guarantees” and “restricted omnibus guarantees”, mainly given by entrepreneurs in favour of their companies and by parent companies in favour of their subsidiaries in the form of binding comfort letters. Particular attention is also given to the phenomenon of surety guarantees provided by various guarantee consortia in favour of their member companies, along with other guarantees issued by third-party entities such as SACE, MCC (Guarantee Fund for SMEs, significantly increased during the COVID-19 crisis), EIF (European Investment Fund), CONSAP (Guarantee Fund for the First Home), EIB (Life for Energy), ISMEA. These are also subject to regular monitoring.

3. Non-performing exposures

3.1 Strategies and management policies

Management of the Under- and Non-Performing portfolio is based on the classification of financial assets within the risk categories envisaged by supervisory regulations on the basis of the identified risk profile.

A position is assigned to one of the above classifications by either an automated or an analytical methodology. The two methodologies are governed by an internal Group regulation that applies the guidelines for identifying any deterioration in creditworthiness and assigning the most appropriate administrative status to the position. When not automated, the classification of positions as anomalous is based on the assessments made by relationship managers as part of the performance monitoring activities carried out by the credit chain. The Early Warning tools available detect, at an early stage, any signs of deterioration of relationships potentially at risk, enabling the analysis of creditworthiness and classification of the position to the correct risk category, if required.

The following are some of the most significant interventions developed at Group level, which are considered to contribute to better managing under- and non-performing loans:

- Organisation and governance: in compliance with ECB Guidance to banks on Non-Performing Loans and EBA Guidelines on Loan Origination & Monitoring for an enhanced monitoring of loans and operational specialisation by segment and product complexity, as of 2024 the Bank has operational units in place that are specialised by type of debtor and “lifecycle model” credit anomaly, enabling a new operational process that ensures timely action for safeguarding credit quality (early management of overdrafts and defaults, oversight and faster closure of lawsuits, etc.). More specifically, the “lifecycle” management model is based on differentiated ownership, scopes of work and objectives. It is specialised by customer clusters and technical form/type of transaction (e.g. credit remediation dealing with instalment loans and standard technical forms, CIB, restructuring (work out), small tickets, etc.) to ensure greater focus on credit management. In particular, the Parent Company:
 - envisages the set-up of a structure dedicated to portfolio analysis and management support, aimed at continuously improving credit quality through ongoing support and supervision of the branch network;
 - has introduced, from the beginning of 2024, a new internal Early Warning model providing for: (1) a new statistical component in the EWS engine for the detection of counterparties with a high probability of 30-day PD in the following months and (2) an NBA algorithm to provide an indication of self-cure on the performing loan portfolio.
 - has a dedicated structure in place that ensures supervision of the monitored portfolio flagged by the new statistical EW system, in order to timely process irregular loan files on a sample basis, and possibly step in for higher-risk classification as required;
 - has adopted, since January 2024, a new operational/organisational model involving the outsourcing of the recovery of bad loans and the management of UTP loans, owned by BPER Banca and its subsidiary Banco di Sardegna, through the activation of a Strategic Partnership with the Gardant Group, realised through the creation of a servicing platform 70% owned by Gardant Bridge Servicing s.p.a. (former Bridge Servicing s.p.a.), a company belonging to the Gardant Group, and 30% owned by BPER Banca. An organisational unit was set up to act as an interface with Gardant Bridge Servicing s.p.a. in addition to performing internal functions in charge of monitoring the servicer’s performance.
- Under- and Non-performing Loan processes and procedures: loan management and monitoring processes make use of procedures that have continuously been developed and improved over the last few years, to have them comply with new regulatory requirements (Guidance to banks on Non-Performing Loans). The main areas of action include: the Early Warning model, the Electronic request for loan management action (*Pratica Elettronica di Gestione* – PEG), an external collection system that seeks to recover smaller loans, the expected segregation of the monitoring activity from the managing activity by the Going and Gone supply chains, a more extensive use of the forbearance tool and the introduction of a monitoring system to measure the effectiveness of measures granted.
- In addition to the above, efficiency and strengthening measures for the operational model and the under- and non-performing loan management processes are planned to be defined as part of the B:Dynamic Business Plan.
- Credit Granting processes and procedures: a decision-making system is planned to be introduced to prevent potential deterioration already at the time of the credit granting through:
 - the development of point-in-time credit policies, characterised by indications of asset allocation based on risk/return/capital absorption indicators. In this way the quality of the performing portfolio has improved over the years, shifting its concentration towards the best rating classes;
 - strengthening of the preliminary examination of loan files for top management approval, with preparation of a much more complete set of information, similar to the supporting documents for structured finance transactions, with enhancement of the delegated functions involved;
 - a very precise monitoring system also for the Granting process, the timing of approvals and the quality of the approved portfolio.
- Incentive systems: credit quality objectives are allocated to the network and head office teams, addressing the activities of each function, in order to achieve complementary results that are fully consistent with Group objectives.
- Training on lending activities: in order to strengthen credit monitoring in application of current legislation, (NPL Guidance and Guidelines on the application of the definition of default), training cycles segmented by functions are provided to central structures and training cycles with more general content and strategic management indications to pursue are provided to the network.

The consistency of the classification of a position in the right risk category, with respect to internal rules and Bank of Italy regulations, is also ensured by second-level checks that, by applying a suitable method, verify not only that classifications are correct, but also the adequacy of provisions, the presence of first-level controls and the effectiveness of recovery processes, so as to ensure strong supervision throughout the entire credit chain. The improvement in the risk profile of counterparties leads to a transfer to better internal classifications and may result in a return to “performing” status.

With regard to the cycle for the management of exposures showing initial signs of difficulty and non-performing exposures, macro strategies for internal recoveries are envisaged within the Group, which apply specific methods depending on the type of debtor, how critical the anomalies are and an assessment of the entire exposure to the debtor and any related parties.

The main strategies that can be followed are:

- management of arrears/overdrafts, also through outsourcing;
- reshaping of the credit line and/or guarantee framework;
- granting of forbearance measures;
- waiver of loan (with or without debt forgiveness, a.k.a.: Debt forgiveness);
- transfer of loans to third parties;
- repossession of the asset.

The recovery of arrears and the granting of forbearance measures without remission - even partial - of the debt, where judged practicable, are to be preferred to alternative strategies such as a waiver or assignment of loans and the use of debt recovery procedures and enforcement actions, and will be pursued as a matter of priority.

The resolution approving the management strategy envisages a system of increasing delegated powers, consistent with the powers of classification and the estimate of value adjustments, also with the intervention of specialist units competent in the various phases of the relationship, and with different degrees of centralisation of decision-making skills in relationship management.

3.2 Write-offs

In general, and in line with the relevant legislation, the elimination of the loan from the Financial Statements must be carried out when:

- there is no reasonable prospect of recovery as a result of facts of any nature that make it impossible for the customer to fully meet their obligations (“write-off”), or
- the certainty of a loss materialises (for example, because of definitive legal events).

The assessment and proposal of write-offs, foreseen exclusively for the positions classified as “unlikely to pay” and “bad loans” occurs only in the presence of specific events that make it evident that the exposure is unrecoverable. In such cases, once unrecoverability is ascertained, a loan is timely written off in line with the recommendations of the supervisory authority, the applicable guidelines and Group policies.

3.3 Transfer of loans to third parties: progress of de-risking activities

In line with the planned management activities for the UTP/NPL portfolios, in the second half of the first six months of the year, the BPER Banca Group’s de-risking activities were carried out through NPL disposals to qualified investors and specialised mutual investment funds.

3.4 Purchased or originated credit-impaired financial assets

If a credit exposure classified in item 30 “Financial assets measured at fair value through other comprehensive income” or in item 40 “Financial assets measured at amortised cost” at the time of initial recognition becomes impaired, it is identified as “Purchased or Originated Credit Impaired - POCI”.

By convention, POCI financial assets are classified in Stage 3 on initial recognition.

Should these assets become performing, following an improvement in the creditworthiness of the counterparty, they are reclassified to Stage 2.

They can never be classified in Stage 1, as the expected credit loss must always be calculated over the residual duration.

The BPER Banca Group identifies as “Purchased or originated credit-impaired financial assets”:

- exposures already impaired at the time of purchase, also as part of business combinations;
- exposures originated as part of restructuring transactions of impaired exposures that led to the disbursement of new finance, or introduced substantial changes to the original contractual conditions.

4. Renegotiated financial assets and forbore exposures

The BPER Banca Group adopts the definition of “Forbearance Measure” of the Implementing Regulation EU 227/2015.

Measures of forbearance consist of concessions to debtors who are or are about to find themselves in difficulty in meeting their financial commitments (i.e. in financial difficulty). The exposures subject to forbearance measures are identified as forborne.

“Forbearance” means facilitating measures in favour of the customer which can be summarised in the following categories:

- “modifications”, made to the terms and conditions of a loan agreement due to the debtor’s inability to perform financially in the commitments assumed previously;
- total or partial “refinancing” of the debt.

An intrinsic characteristic of forbearance is the state of financial difficulty of the debtor: it is based on an overall assessment of the debtor for which the rating is one of the elements to be considered. Financial difficulty is objectively recognised when the counterparty position is classified among the non-performing loans, while it is presumed when loan anomalies envisaged under current regulations are detected, including but not limited to:

- existence during the past 3 months, or potential existence in the absence of assistance granted to the debtor, of past due and/or overdrawn relationships for periods of at least 30 days;
- allocation of new loans, in whole or in part, to paying down existing credit lines that were past due and/or overdrawn for 30 days at least once during the 3-month period prior to granting the new loans to the debtor.

The Group adopts standardised decision-making trees and/or customised solutions in order to apply efficient and effective debt rescheduling solutions, based on customer characteristics and type of exposure, which constitute one of the Group’s strategies for reducing non-performing exposures.

The forbearance measures are divided, depending on the time horizon over which they extend, into:

- short-term forbearance measures, or temporary changes in the reimbursement conditions, aimed at facing short-term financial difficulties, and have a duration of less than 24 months;
- long-term forbearance measures, or changes in the reimbursement conditions aimed at definitively resolving the debtor’s financial difficulty, and lasting more than 24 months (also in combination with short-term measures).

Not all contractual changes in favour of the customer (“concessions”) give rise to forborne exposures, but only if there are also elements of financial difficulty. In their absence, the concessions are configured as transactions for merely commercial purposes.

Forborne positions are monitored by the Bank to check the effectiveness and efficiency of the assistance provided, in order to verify that the financial difficulties have been overcome. The minimum observation period is:

- 24 months if the counterparty is classified as performing (probation period);
- 36 months if the counterparty is in default (12-month cure period and 24-month probation period).

Once the debtor’s financial difficulty has been established, the conditions for classification as an unlikely to pay position must also be verified when the measure is granted.

Positions may be forborne in both macro-categories of credit classification (“performing” and “default”) and, in accordance with current regulations, may result in the counterparty being classified as non-performing: for example, a counterparty with credit lines that are forborne under probation, that has therefore completed the 12-month cure period and is now in the probation period following reclassification as “performing” from “default”, is automatically classified as unlikely to pay if they are overdrawn for more than 30 days or a new concession is made (“re-forborne”).

Quantitative information

A. Credit quality

A.1 Non-performing and performing credit exposures: amounts, adjustments, changes and economic distribution

A.1.1 Prudential consolidation: breakdown of financial assets by past due buckets (book values)

Portfolios/Risk stage	Stage 1			Stage 2			Stage 3			Purchased or originated credit impaired		
	1 to 30 days	> 30 to 90 days	> 90 days	1 to 30 days	> 30 to 90 days	> 90 days	1 to 30 days	> 30 to 90 days	> 90 days	1 to 30 days	> 30 to 90 days	> 90 days
1. Financial assets measured at amortised cost	375,862	-	10	172,354	142,051	42,930	33,055	62,370	925,880	15,498	5,694	63,204
2. Financial assets measured at fair value through other comprehensive income	-	-	-	-	-	-	-	-	288	-	-	-
3. Financial assets held for sale	-	-	-	-	-	-	-	-	-	-	-	-
Total 30.06.2025	375,862	-	10	172,354	142,051	42,930	33,055	62,370	926,168	15,498	5,694	63,204
Total 31.12.2024	350,941	-	7	185,681	143,148	34,245	28,574	71,664	932,164	13,228	5,675	68,420

A.1.4 Prudential consolidation - On- and off-balance sheet credit exposures to banks: gross and net values

Type of exposure/amount	Gross exposure					Total impairment provisions				Net exposure	Total partial write-offs (*)	
	Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired			
A. ON-BALANCE SHEET CREDIT EXPOSURES												
A.1 ON DEMAND	6,884,877	6,884,877	-	-	-	1,050	1,050	-	-	-	6,883,827	-
a) Non-performing	-	X	-	-	-	-	X	-	-	-	-	-
b) Performing	6,884,877	6,884,877	-	X	-	1,050	1,050	-	X	-	6,883,827	-
A.2 OTHER	8,061,570	7,581,126	466,856	-	-	22,036	1,858	20,178	-	-	8,039,534	-
a) Bad loans	-	X	-	-	-	-	X	-	-	-	-	-
- of which: forborne exposures	-	X	-	-	-	-	X	-	-	-	-	-
b) Unlikely to pay loans	-	X	-	-	-	-	X	-	-	-	-	-
- of which: forborne exposures	-	X	-	-	-	-	X	-	-	-	-	-
c) Non-performing past due exposures	-	X	-	-	-	-	X	-	-	-	-	-
- of which: forborne exposures	-	X	-	-	-	-	X	-	-	-	-	-
d) Performing past due exposures	19,881	7	19,874	X	-	19,830	-	19,830	X	-	51	-
- of which: forborne exposures	-	-	-	X	-	-	-	-	X	-	-	-
e) Other performing exposures	8,041,689	7,581,119	446,982	X	-	2,206	1,858	348	X	-	8,039,483	-
- of which: forborne exposures	-	-	-	X	-	-	-	-	X	-	-	-
TOTAL (A)	14,946,447	14,466,003	466,856	-	-	23,086	2,908	20,178	-	-	14,923,361	-
B. OFF-BALANCE SHEET CREDIT EXPOSURES												
a) Non-performing	-	X	-	-	-	-	X	-	-	-	-	-
b) Performing	2,901,153	1,718,083	1,000	X	-	155	155	-	X	-	2,900,998	-
TOTAL (B)	2,901,153	1,718,083	1,000	-	-	155	155	-	-	-	2,900,998	-
TOTAL (A+B)	17,847,600	16,184,086	467,856	-	-	23,241	3,063	20,178	-	-	17,824,359	-

(*) Amount to be shown for information purposes.

A.1.5 Prudential consolidation - On- and off-balance sheet credit exposures to customers: gross and net values

Type of exposure/amount	Gross exposure					Total impairment provisions				Net exposure	Total partial write-offs (*)	
	Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired			
A. ON-BALANCE SHEET CREDIT EXPOSURES												
a) Bad loans	637,756	X	-	542,651	95,105	473,185	X	-	397,150	76,035	164,571	35,655
- of which: forborne exposures	106,250	X	-	89,236	17,013	77,309	X	-	64,715	12,594	28,941	3,066
b) Unlikely to pay loans	1,956,565	X	-	1,757,923	198,642	812,783	X	-	687,256	125,527	1,143,782	-
- of which: forborne exposures	499,291	X	-	395,133	104,158	259,288	X	-	195,386	63,902	240,003	-
c) Non-performing past due exposures	131,011	X	-	128,595	2,416	48,613	X	-	47,621	992	82,398	-
- of which: forborne exposures	131	X	-	117	14	42	X	-	36	6	89	-
d) Performing past due exposures	778,799	377,930	386,521	X	14,348	32,237	2,065	29,230	X	942	746,562	-
- of which: forborne exposures	35,495	-	30,030	X	5,464	3,067	-	2,642	X	425	32,428	-
e) Other performing exposures	114,518,521	106,717,360	7,212,410	X	277,546	559,476	205,081	341,742	X	12,653	113,959,045	-
- of which: forborne exposures	866,963	-	792,232	X	74,731	60,543	-	53,781	X	6,762	806,420	-
TOTAL (A)	118,022,652	107,095,290	7,598,931	2,429,169	588,057	1,926,294	207,146	370,972	1,132,027	216,149	116,096,358	35,655
B. OFF-BALANCE SHEET CREDIT EXPOSURES												
a) Non-performing	388,281	X	-	388,281	-	52,135	X	-	52,135	-	336,146	-
b) Performing	39,524,550	36,987,156	2,422,674	X	-	47,302	39,406	7,896	X	-	39,477,248	-
TOTAL (B)	39,912,831	36,987,156	2,422,674	388,281	-	99,437	39,406	7,896	52,135	-	39,813,394	-
TOTAL (A+B)	157,935,483	144,082,446	10,021,605	2,817,450	588,057	2,025,731	246,552	378,868	1,184,162	216,149	155,909,752	35,655

(*) Amount to be shown for information purposes.

The loans measured at amortised cost, that constitute new liquidity granted through public guarantee mechanisms issued in response to the Covid-19 pandemic are reported below, when the stage of risk in which the exposures are found at the date of this disclosure is different from the stage in which the exposures were classified at the start of the period.

	Gross exposure					Total impairment provisions				Exposure net	
	Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		Stage 1	Stage 2	Stage 3	Purchased or originated credit impaired		
A. Bad loans	119,941	-	-	116,793	3,148	58,203	-	-	56,500	1,703	61,738
B. Unlikely to pay loans	144,384	-	-	141,377	3,007	31,072	-	-	29,914	1,158	113,312
C. Non-performing past due exposures	3,832	-	-	3,742	90	164	-	-	159	5	3,668
D. Performing loans	26,957	6,664	20,088	-	205	218	4	214	-	-	26,739
E. Other performing loans	2,377,296	2,051,780	321,061	-	4,455	2,832	953	1,857	-	22	2,374,464
TOTAL (A+B+C+D+E)	2,672,410	2,058,444	341,149	261,912	10,905	92,489	957	2,071	86,573	2,888	2,579,921

A.1.6 Prudential consolidation - On-balance sheet credit exposures to banks: change in gross non-performing exposures

There are no amounts in these Half-Year Condensed Consolidated Financial Statements.

A.1.6bis Prudential consolidation - On-balance sheet credit exposures to banks: change in gross forborne exposures broken down by credit quality

There are no amounts in these Half-Year Condensed Consolidated Financial Statements.

A.1.7 Prudential consolidation - On-balance sheet credit exposures to customers: change in gross non-performing exposures

Reasons/Category	Bad loans	Unlikely-To-Pay loans	Non-performing past due exposures
A. Opening balance (gross amount)	516,523	1,938,692	122,440
- of which: sold but not derecognised	-	-	-
B. Increases	251,575	621,688	95,288
B.1 inflows from performing exposures	11,145	437,992	76,202
B.2 inflows from purchased or originated credit impaired financial assets	-	-	-
B.3 transfers from other non-performing exposures	176,484	40,553	153
B.4 contractual modifications without derecognition	-	-	-
B.5 other increases	63,946	143,143	18,933
C. Decreases	130,342	603,815	86,717
C.1 outflows to performing exposures	410	32,281	11,645
C.2 write-offs	43,437	16,616	128
C.3 recoveries	72,712	272,897	32,859
C.4 sales proceeds	6,525	44,035	-
C.5 losses on disposals	221	90	-
C.6 transfers to other categories of non-performing exposures	1,446	174,073	41,671
C.7 contractual modifications without derecognition	-	-	-
C.8 other decreases	5,591	63,823	414
D. Closing balance (gross amounts)	637,756	1,956,565	131,011
- of which: sold but not derecognised	-	-	-

A.1.8 Prudential consolidation - On-balance sheet non-performing credit exposures to banks: change in total impairment provisions

There are no amounts to be disclosed in these Half-Year Condensed Consolidated Financial Statements.

A.1.9 Prudential Consolidation - On-balance sheet non-performing credit exposures to customers: change in total impairment provisions

Reasons/Category	Bad loans		Unlikely-To-Pay loans		Non-performing past due exposures	
	Total	of which: forborne exposures	Total	of which: forborne exposures	Total	of which: forborne exposures
A. Opening balance: total impairment provisions	391,628	-	778,104	-	41,196	-
- of which: sold but not derecognised	-	-	-	-	-	-
B. Increases	202,282	-	263,610	-	30,111	-
B.1 impairment losses on purchased or originated impaired financial assets	-	X	-	X	-	X
B.2 other value adjustments	105,259	-	228,596	-	28,661	-
B.3 losses on disposals	221	-	90	-	-	-
B.4 transfers from other non-performing exposures	72,198	-	12,904	-	129	-
B.5 contractual modifications without derecognition	-	-	-	-	-	-
B.6 other increases	24,604	-	22,020	-	1,321	-
C. Decreases	120,725	-	228,931	-	22,694	-
C.1 write-backs from assessments	37,657	-	53,853	-	6,751	-
C.2 write-backs from recoveries	32,115	-	45,631	-	1,659	-
C.3 gains on disposal	3,497	-	2,701	-	-	-
C.4 write-offs	43,437	-	16,616	-	128	-
C.5 transfers to other categories of non-performing exposures	144	-	71,359	-	13,728	-
C.6 contractual modifications without derecognition	-	-	-	-	-	-
C.7 other decreases	3,875	-	38,771	-	428	-
D. Closing balance: total impairment provisions	473,185	-	812,783	-	48,613	-
- of which: sold but not derecognised	-	-	-	-	-	-

A.3 Breakdown of guaranteed credit exposures by type of guarantee

A.3.1 Prudential consolidation - Guaranteed on and off-balance sheet credit exposures to banks

	Gross exposure	Net exposure	Collateral (1)				Personal guarantees (2)	
			Property - mortgages	Property - finance leases	Debt Securities	Other collateral	Credit derivatives	
							CLN	Other derivatives
							Central counterparties	
1. Guaranteed on-balance sheet credit exposures:	467,334	467,312	-	-	-	-	-	-
1.1 fully guaranteed	467,334	467,312	-	-	-	-	-	-
- of which non-performing	-	-	-	-	-	-	-	-
1.2 partially guaranteed	-	-	-	-	-	-	-	-
- of which non-performing	-	-	-	-	-	-	-	-
2. Guaranteed off-balance sheet credit exposures:	57,134	57,125	-	-	-	-	-	-
2.1 fully guaranteed	17,130	17,126	-	-	-	-	-	-
- of which non-performing	-	-	-	-	-	-	-	-
2.2 partially guaranteed	40,004	39,999	-	-	-	-	-	-
- of which non-performing	-	-	-	-	-	-	-	-

A.3.1 Prudential consolidation - Guaranteed on- and off-balance sheet credit exposures to customers

	Personal guarantees (2)							Total (1)+(2)
	Credit derivatives			Endorsement loans				
	Other derivatives			Public Administrations	Banks	Other financial companies	Other entities	
	Banks	Other financial companies	Other entities					
1. Guaranteed on-balance sheet credit exposures:	-	-	-	467,312	-	-	-	467,312
1.1 fully guaranteed	-	-	-	467,312	-	-	-	467,312
- of which non-performing	-	-	-	-	-	-	-	-
1.2 partially guaranteed	-	-	-	-	-	-	-	-
- of which non-performing	-	-	-	-	-	-	-	-
2. Guaranteed off-balance sheet credit exposures:	-	-	-	36,645	-	-	1,681	38,326
2.1 fully guaranteed	-	-	-	15,563	-	-	1,563	17,126
- of which non-performing	-	-	-	-	-	-	-	-
2.2 partially guaranteed	-	-	-	21,082	-	-	118	21,200
- of which non-performing	-	-	-	-	-	-	-	-

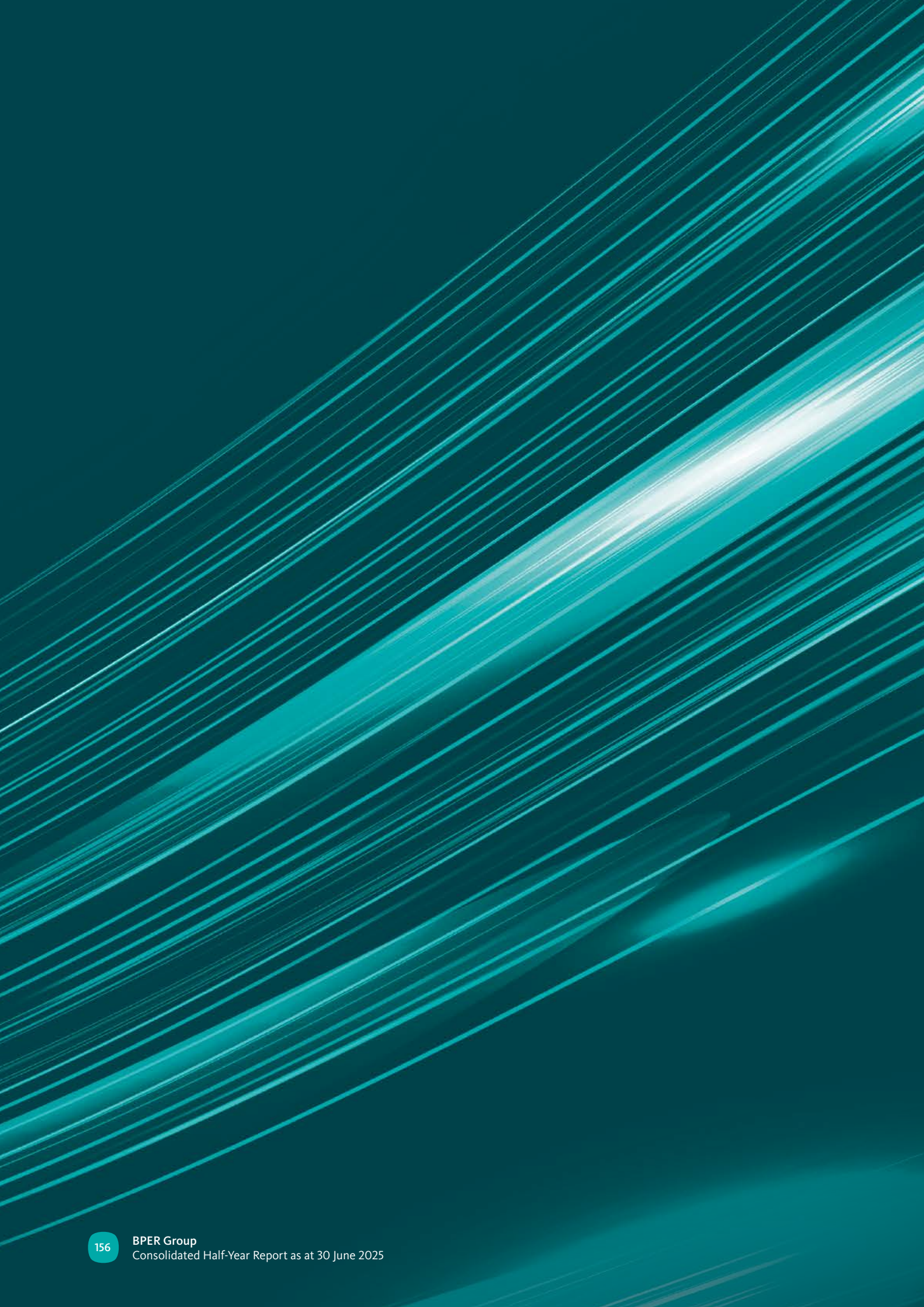
A.3.2 Prudential consolidation - Guaranteed on- and off-balance sheet credit exposures to customers

	Gross exposure	Net exposure	Collateral (1)				Personal guarantees (2)	
			Property - mortgages	Property - finance leases	Debt Securities	Other collateral	Credit derivatives	
							CLN	Other derivatives
							Central counterparties	
1. Guaranteed on-balance sheet credit exposures:	66,113,784	64,804,257	42,175,536	1,691,650	1,550,711	2,911,399	-	-
1.1 fully guaranteed	57,939,689	56,864,509	41,895,753	1,691,650	1,271,645	2,601,845	-	-
- of which non-performing	1,491,097	752,852	447,112	44,374	4,657	21,966	-	-
1.2 partially guaranteed	8,174,095	7,939,748	279,783	-	279,066	309,554	-	-
- of which non-performing	266,113	137,520	13,735	-	1,358	392	-	-
2. Guaranteed off-balance sheet credit exposures:	5,681,287	5,673,630	30,101	-	299,091	243,686	-	-
2.1 fully guaranteed	4,482,919	4,476,843	28,276	-	236,944	152,806	-	-
- of which non-performing	60,899	56,444	93	-	2,423	629	-	-
2.2 partially guaranteed	1,198,368	1,196,787	1,825	-	62,147	90,880	-	-
- of which non-performing	32,279	31,149	-	-	787	467	-	-

A.3.2 Prudential consolidation - Guaranteed on- and off-balance sheet credit exposures to customers

	Personal guarantees (2)							Total (1)+(2)
	Credit derivatives			Endorsement loans				
	Other derivatives			Public Administrations	Banks	Other financial companies	Other entities	
	Banks	Other financial companies	Other entities					
1. Guaranteed on-balance sheet credit exposures:	-	-	-	6,659,297	276,951	168,607	5,922,835	61,356,986
1.1 fully guaranteed	-	-	-	3,581,327	212,610	143,808	5,440,377	56,839,015
- of which non-performing	-	-	-	148,705	79	2,027	83,931	752,851
1.2 partially guaranteed	-	-	-	3,077,970	64,341	24,799	482,458	4,517,971
- of which non-performing	-	-	-	81,501	2	547	16,973	114,508
2. Guaranteed off-balance sheet credit exposures:	-	-	-	367,947	14,353	160,190	3,981,352	5,096,720
2.1 fully guaranteed	-	-	-	175,494	11,738	156,093	3,715,016	4,476,367
- of which non-performing	-	-	-	925	6,552	174	45,648	56,444
2.2 partially guaranteed	-	-	-	192,453	2,615	4,097	266,336	620,353
- of which non-performing	-	-	-	10,467	-	208	6,116	18,045

(cont.)



PART F

Information on Consolidated Shareholders' Equity

Section 1 – Consolidated shareholders' equity

Qualitative Information

Equity management and its continuous monitoring in terms of size and quality compared with the risks assumed is an activity that the BPER Banca Group carries on constantly to ensure an adequate level of capitalisation in compliance with the prudential rules.

As Parent Company, BPER Banca performs the role of coordination and guidance of Group banks and companies, coordinating the management of capital in each individual entity and providing appropriate guidelines.

By means of active capital management, a suitable combination of different capitalisation instruments and continuous monitoring, the Parent Company has managed to combine projects for capital growth and optimisation that have enabled the Group to maintain a strong capital profile.

The size of the Group's consolidated capital resources and those of the individual Group companies are verified and periodically brought to the attention of Top Management and of the Corporate Bodies. The capital position is monitored within the RAF (Risk Appetite Framework) and further examined during the meetings of the managerial Risk Committee, the Board Control and Risk Committee, and the Board of Directors through periodic reports related to capital situations and in impact simulations related to most significant transactions.

The capital management and planning activities are aimed at governing and improving the current and prospective financial strength of the Group, such as conservative pay-out policies, strategic finance operations (capital increases, convertible loans, subordinated bonds) and levers connected to the containment of risks, such as insurance coverage, management of loans as a function of counterparty risk, technical form and guarantees assumed.

The Parent Company is subject to the capital adequacy requirements established by the Basel Committee, in accordance with the rules defined by EU Regulation 575/2013 (CRR). In regulatory terms, BPER Banca, Banco di Sardegna and Bibanca were authorised from 30 June 2016 to use the AIRB approach for measuring credit risk for the Corporate and Retail segments. Authorisation later extended to former Cassa di Risparmio di BRA credit exposures (starting from the Supervisory Reporting of March 2019) and to the credit exposures acquired through the business units deriving from Intesa Sanpaolo (starting from Supervisory Reporting as at 31 December 2021). Furthermore, following the Final decision of the latest Internal Model Investigation and subsequent Follow-Up letter from the ECB, starting from the Supervisory Reports as at 31 March 2023, the calculation of the credit risk capital requirements using the AIRB method was extended to former Cassa di Risparmio di Saluzzo and former UBI Banca credit exposures, and starting from the Supervisory Reports as at 30 June 2023 to former Unipol Banca exposures. Other BPER Banca Group companies apply the Standardised Approach (SA) for the measurement of credit risk while, at the same time, continuing preparations to extend the use of advanced methodologies to other Group entities whose IT systems have already been aligned through a specific gradual extension plan.

Quantitative information

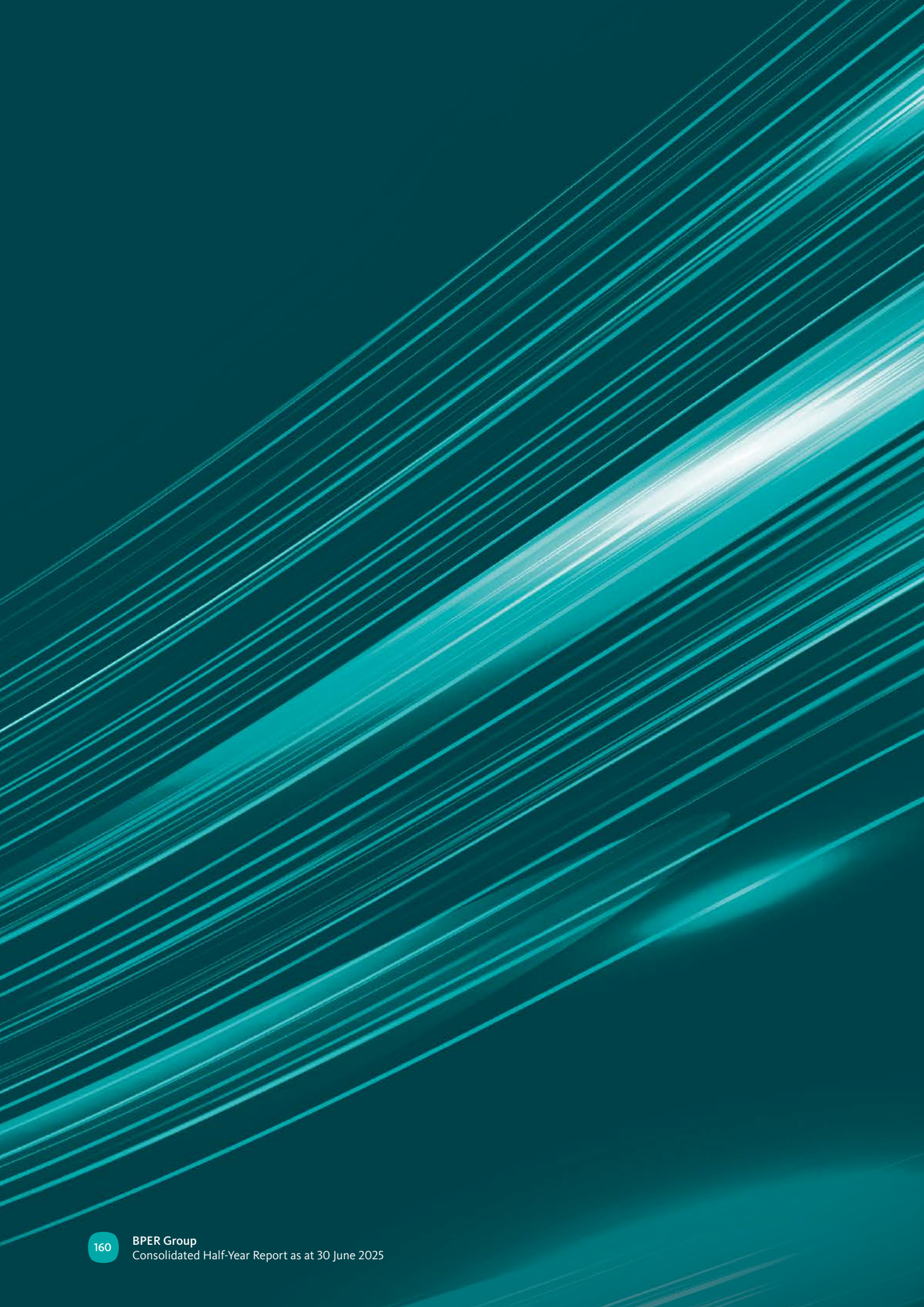
B.1 Consolidated Shareholders' equity: breakdown by business type

Items	Prudential consolidation	Insurance companies	Other companies	Consolidation adjustments and eliminations	Total
1. Share capital	2,973,940	-	-	(828,294)	2,145,646
2. Share premium reserve	1,567,648	-	-	(314,209)	1,253,439
3. Reserves	6,879,273	-	-	(958,236)	5,921,037
4. Equity instruments	1,115,596	-	-	-	1,115,596
5. (Treasury shares)	(4,404)	-	-	-	(4,404)
6. Valuation reserves:	271,480	-	-	11,018	282,498
- Equity instruments measured at fair value through other comprehensive income	189,132	-	-	1,025	190,157
- Hedging of equity instruments measured at fair value through other comprehensive income	(9,150)	-	-	(110)	(9,260)
- Financial assets (no equity instruments) measured at fair value through other comprehensive income	(46,715)	-	-	3,008	(43,707)
- Property, plant and equipment	139,812	-	-	-	139,812
- Intangible assets	-	-	-	-	-
- Foreign investment hedges	-	-	-	-	-
- Cash flow hedges	(787)	-	-	-	(787)
- Hedging instruments [non-designated elements]	-	-	-	-	-
- Foreign exchange differences	-	-	-	-	-
- Non-current assets and disposal groups held for sale	-	-	-	-	-
- Financial liabilities designated at fair value through profit or loss (variation due to changes in creditworthiness)	(35,721)	-	-	-	(35,721)
- Actuarial gains (losses) on defined benefit plans	(144,710)	-	-	-	(144,710)
- Share of valuation reserves of equity investments valued at equity	-	-	-	7,095	7,095
- Financial revenues or costs relating to insurance contracts issued	-	-	-	-	-
- Financial revenues or costs relating to outwards reinsurance	-	-	-	-	-
- Special revaluation laws	179,619	-	-	-	179,619
7. Profit (Loss) for the period (+/-) of group and minority interests	1,130,755	-	-	(210,666)	920,089
Total	13,934,288	-	-	(2,300,387)	11,633,901

Own funds and capital adequacy ratios

The disclosures about own funds and capital adequacy are provided in the document entitled “Public Disclosure as at 30 June 2025 - Pillar 3”, prepared in accordance with the regulatory framework consisting of Regulation (EU) no. 575/2013 of the European Parliament and of the Council of 26 June 2013 (the Capital Requirements Regulation or CRR) as later amended.

Disclosure is published on the same date as -or as soon as possible after- the Consolidated Half-Year Report of the BPER Banca Group as at 30 June 2025 on the website of the Parent Company <https://group.bper.it>.



PART G

Business combinations

Section 1 – Transactions carried out during the period

1.1 Business combinations

No business combinations pursuant to IFRS 3 were carried out during the half year period.

Section 2 – Transactions carried out after the end of the reporting period

2.1 Business combinations

As described in the Group Interim Report on Operations, after 30 June 2025 the Public Purchase and Exchange Offer came to a close on the majority of the Share capital of Banca Popolare di Sondrio s.p.a. by BPER Banca.

For more details on the strategic rationale behind the transaction, please refer to the Interim Report on Operations of this Consolidated Half-Year Financial Report.

As it qualifies as a business combination pursuant to IFRS 3, the transaction's accounting effects will be recognised in the second half of 2025.

Section 3 – Retrospective adjustments

No retrospective adjustments to business combinations performed in previous years were necessary.



PART H

Related-party transactions

1. Information on the remuneration of Managers with strategic responsibilities

	Board of Directors	Statutory Auditors	Other managers with strategic responsibilities
Short-term benefits ⁽¹⁾	3,325	175	5,459
Post-employment benefits ⁽²⁾	-	-	247
Other long-term benefits ⁽³⁾	-	-	-
Indemnities for termination of employment ⁽⁴⁾	-	-	-
Share-based payment ⁽⁵⁾	84	-	217
Total 30.06.2025	3,409	175	5,923
Short-term benefits ⁽¹⁾	2,468	153	4,220
Post-employment benefits ⁽²⁾	-	-	240
Other long-term benefits ⁽³⁾	-	-	-
Indemnities for termination of employment ⁽⁴⁾	-	-	-
Share-based payment ⁽⁵⁾	193	-	912
Total 30.06.2024	2,661	153	5,372

The information provided is consistent with that required by IAS 24.

The amounts shown for the Directors (including the emoluments of the Chief Executive Officer), the Statutory Auditors and other Managers with strategic responsibilities, represent their emoluments for the year, regardless of when they are paid.

- (1) The item includes salaries, indemnities in lieu of untaken vacation, paid leave of absence and any fringe benefits, such as insurance, housing and car, in addition to social security contributions.
As regards the Directors, note that the amount shown (Euro 3,325 thousand) consists of their emoluments for the period in accordance with art. 11 of the Articles of Association. More specifically:
 - Euro 1,100 thousand (Euro 990 thousand as at 30 June 2024), comprising the fees payable to the Directors (Euro 669 thousand), the additional emoluments due to members of the Board committees (Euro 268 thousand), as well as the attendance fees payable to the Directors for participating in meetings of the Board of Directors (Euro 66 thousand) and amounts earned for positions held in subsidiaries not paid directly to the Parent Company (Euro 97 thousand);
 - Euro 258 thousand (Euro 213 thousand as at 30 June 2024) of additional emoluments payable to Directors appointed to particular positions in compliance with the Articles of Association (specifically Chair and Deputy Chair); in fact, this remuneration has to be set by the Board of Directors, after having sought the opinion of the Board of Statutory Auditors;
 - Euro 750 thousand (Euro 662 thousand as at 30 June 2024) as additional emoluments, again with reference to the same clause of the Articles of Association mentioned above, for the office of Chief Executive Officer, plus Euro 1,217 thousand of variable remuneration.
 The amounts shown for other Key Management Personnel belong to the types of costs detailed above. They are disclosed in the Report on Remuneration (art. 123-ter of Legislative Decree no. 58/1998) in accordance with CONSOB's instructions.
- (2) The item includes payments to the supplementary pension funds and provisions for termination indemnities.
- (3) The item includes deferred variable remuneration relating to annual variable incentive plans, as specified in the Remuneration Report.
- (4) The item includes termination indemnities.
- (5) The item includes the costs accrued for the Long-Term Incentive Plan during the year.

2. Information on related-party transactions

The BPER Banca Group has adopted a series of regulations that include the “Group policy governing non-compliance risk in relation to conflicts of interest with related parties and risk activities with associated persons”. This regulatory framework complies with the Bank of Italy’s requirements in terms of “Risk activities and conflict of interest with related parties and associated persons” as contained in Circular 285 dated 17 December 2013 and subsequent updates. The Policy describes the prudential limits placed on risk activities involving related parties and associated persons, the continuous monitoring of limits, the management of situations where the limits have been exceeded. An “internal threshold of attention” establishes an individual limit on the weighted consolidated exposure that is lower than the regulatory threshold. This threshold is set at such a level as to constitute an adequate precaution against accepting particularly significant exposures to related parties and persons associated with them.

The following shows the transactions with related parties, identified in application of IAS 24.

	Assets	Liabilities	Guarantees and commitments	Revenues	Costs
Subsidiaries (*)	49,445	8,104	4,333	590	139
Associates	776,422	35,209	168,739	12,677	1,078
Directors, Statutory Auditors and Managers	874	2,145	252	33	16
Other related parties	599,133	1,324,005	159,179	114,904	34,806
Total 30.06.2025	1,425,874	1,369,463	332,503	128,204	36,039
Subsidiaries (*)	49,309	7,213	4,530	498	360
Associates	810,341	24,463	165,347	34,920	50,683
Directors, Statutory Auditors and Managers	940	2,237	259	53	20
Other related parties	625,853	1,924,099	139,176	267,490	110,836
Total 31.12.2024	1,486,443	1,958,012	309,312	302,961	161,899
Total 30.06.2024	-	-	-	138,747	75,052

(*) Not consolidated line-by-line.

Balances and transactions with related parties all relate to routine banking and other services and arose normally during the period, as a consequence of needs and requirements in the common interests of the parties or, where applicable, of the Group. The conditions applied to the individual accounts are in line with those currently applied in the market.

“Other related parties” are situations other than those set out in the table, such as entities controlled by associated companies of BPER Banca, entities which have a significant influence over the BPER Banca Group and entities subject to the control of Directors, Statutory Auditors or Managers, or by subjects that may have significant influence over them, as defined by IAS 24.

The total amount of cash and endorsement loans to Directors, Statutory Auditors, Managers and other related parties comes to Euro 759.4 million (Euro 766.2 million as at 31 December 2024). The above amount accounts for 0.41% of total cash and endorsement loans.

	Assets	Liabilities	Guarantees and commitments	Revenues	Costs
Total reference amounts - 30.06.2025	144,528,170	132,894,269	41,538,385	3,679,337	2,110,903
Total reference amounts - 31.12.2024	140,591,432	129,027,152	41,085,761	7,818,892	5,133,813
Total reference amounts - 30.06.2024	-	-	-	3,898,770	2,761,876

The total reference amounts for revenues include interest income (item 10), commission income (item 40) and other operating income (detail of item 230); costs include interest expense (item 20), commission expense (item 50), other operating expenses (detail of item 230) and administrative expenses (item 190).

Related party transactions stated as a percentage of reference amounts (financial position and economic results)

	Assets	Liabilities	Guarantees and commitments	Revenues	Costs
Subsidiaries (*)	0.03%	0.01%	0.01%	0.02%	0.01%
Associates	0.54%	0.03%	0.41%	0.34%	0.05%
Directors, Statutory Auditors and Managers	0.00%	0.00%	0.00%	0.00%	0.00%
Other related parties	0.41%	1.00%	0.38%	3.12%	1.65%
Total 30.06.2025	0.98%	1.04%	0.80%	3.48%	1.71%
Subsidiaries (*)	0.04%	0.01%	0.01%	0.01%	0.01%
Associates	0.58%	0.02%	0.40%	0.45%	0.99%
Directors, Statutory Auditors and Managers	0.00%	0.00%	0.00%	0.00%	0.00%
Other related parties	0.45%	1.49%	0.34%	3.42%	2.16%
Total 31.12.2024	1.07%	1.52%	0.75%	3.88%	3.16%
Total 30.06.2024				3.56%	2.72%

(*) Not consolidated line-by-line..

Associates	Assets	Liabilities	Guarantees and commitments	Revenues	Costs
Cassa di Risparmio di Fossano s.p.a.	-	778	69	-	559
Cassa di Risparmio di Savigliano s.p.a.	-	18	80	65	35
Resiban s.p.a.	46	316	300	6	81
Unione Fiduciaria s.p.a.	1	6,194	10,000	14	288
Sarda Factoring s.p.a.	37,708	7	14,572	573	-
Alba Leasing s.p.a.	738,576	6,461	143,088	11,974	21
Lanciano Fiera - Polo Fieristico d'Abruzzo Consorzio	90	346	130	5	3
Gility s.r.l. Benefit Corporation	1	735	-	1	-
Nuova Erzelli s.r.l.	-	1	-	-	-
Gardant Bridge Servicing s.p.a.	-	20,353	500	39	91
Total as at 30.06.2025	776,422	35,209	168,739	12,677	1,078



PART I

Equity-based payments

Qualitative Information

1. Description of equity-based payments

On 18 April 2025, the Shareholders' Meeting, based on a prior resolution of the Board of Directors of 12 March 2025, approved the Remuneration policies of the BPER Banca Group for the year 2025 containing guidelines on the use of remuneration plans based on equity (financial) instruments.

In order to pursue the objective of encouraging alignment of the interests of management with those of shareholders, the "Supervisory Provisions for banks" regarding "Remuneration and incentive policies and practices (Bank of Italy Circular no. 285 of 17 December 2013 and subsequent updates) establish that at least 50% of variable remuneration provided to "key employees" (or "Material Risk Takers" or "MRT") should be paid in the form of shares or associated financial instruments (pursuant to article 114-bis of Legislative Decree no. 58 of 24 February 1998 and paid through upfront payment systems or deferred for a period of no less than 4-5 years. "Variable remuneration" refers to both variable performance-linked components or other parameters, and to amounts paid as incentives for the early termination of the employment relationship or for the early exit from office recognised to recipients ("severance").

In compliance with the aforementioned regulatory provisions, the BPER Banca Group has therefore made provision for:

- a short-term incentive plan on an annual basis - MBO 2025: the plan identifies the following beneficiaries: in addition to the Chief Executive Officer, the executives with strategic responsibilities of the BPER Banca Group and selected persons from other categories of employees or associates of the BPER Banca Group classified as "Material Risk Takers" pursuant to the applicable legislation. As far as the structure is concerned, the Plan envisages paying part of the incentive through the assignment of BPER Banca shares, subject to the fulfilment of the conditions for its activation ("entry gates") and based on the bonus amount accrued by each MRT. The period for implementing the Plan runs between 2026 (the period in which the results for the financial year 2025 are recognised) and the actual availability of the last deferred portion in BPER shares (2032). If the annual variable remuneration is \leq Euro 50 thousand and \leq 1/3 of total annual remuneration, the bonus will be paid up-front and 100% in cash.
- 2025-2027 Long-Term Incentive (LTI) Plan: in addition to the Chief Executive Officer, the plan is aimed at people who are considered essential to the success of the strategic guidelines outlined in the "B:Dynamic | Full Value 2027" Business Plan. As regards the structure, the Plan makes provision, subject to the achievement of specific long-term company performance targets in line with the Strategic Plan in force, for the assignment to beneficiaries of an individual bonus, to be paid solely in ordinary BPER Banca shares at the end of the three-year vesting period (1 January 2025 - 31 December 2027). The period for implementing the 2025-2027 LTI Plan runs between the year of the shareholders' meeting approval (2025) and the actual availability of the last deferred portion in BPER shares (2034).

For detailed information, please refer to the document "2025 Report on remuneration policy and compensation paid", published on the Bank's website www.bper.it – Homepage > Governance > Documents.

Methods of implementation of the short-term incentive plan on an annual basis -MBO 2025

The assignment of variable remuneration is provided on the condition that the BPER Banca Group achieves the economic-financial targets established on an ex-ante basis ("entry gates") tied to the following parameters targeted at ensuring the maintenance of adequate income, capital and liquidity standards:

- Consolidated Common Equity Tier 1 Ratio (CET1);
- Consolidated Liquidity Coverage Ratio (LCR);
- Net Stable Funding Ratio (NSFR) - consolidated;
- Consolidated Return On Risk-Weighted Assets (RORWA).

After checking that the entry gates have been exceeded, the bonus allocation and the deriving extent of the variable remuneration are defined by evaluating individual performances using a process that includes an analysis of various qualitative and quantitative indicators.

If the variable remuneration determined for each individual beneficiary is greater than Euro 50 thousand or 1/3 of the total annual remuneration, this Plan is activated, which envisages payment (also through quotas with deferred vesting) of a part of the bonus through the free-of-charge, personal assignment of a given number of BPER shares. With regard to the share bonus component deferred over time, the Plan envisages its allocation in equal portions to the years subsequent to that of the bonus assignment (subject to a retention period of 1 year starting from the maturity date of each deferred portion), after having exceeded the entry gates set for the year prior to the year of disbursement of each deferred quota.

The up-front and deferred instalments are subject to malus rules that can reduce the instalment to zero in the event of failure to achieve the entry gates for the financial year preceding the year of payment of each deferred instalment. The malus mechanism, which can block payment of the deferred portions of the Bonus, also acts on activation of the claw-back clauses.

The total number of BPER Banca shares derives from the size of the bonus assigned and the average price of the share established in the period prior to the date of the Board of Directors' meeting which approves the Group's consolidated results.

The Bank asks Beneficiaries - through specific individual agreements - not to make use of personal hedging or insurance strategies, in compliance with the regulatory framework in force.

Note that there are Compensation Plans still outstanding for the years 2019, 2020 (in phantom stocks), 2021, 2022, 2023 and 2024 in shares.

For detailed information on the contents of the Plan, please refer to the "2025 Information Document on the compensation plan based on financial instruments" prepared in accordance with article 114-bis of the Consolidated Law on Finance and article 84-bis of the Issuers' Regulation available to the public at the company's registered office, on the Bank's website www.bper.it - Homepage > Governance > Shareholders' Meeting.

Methods of implementation of the 2025-2027 Long-Term Incentive (LTI) Plan

In line with market practices, the entry gates defined for the LTI Plan are in line with those defined for the MBO Plan: consolidated Common Equity Tier 1 (CET1) ratio, consolidated Net Stable Funding Ratio (NSFR), consolidated Return On Risk-Weighted Assets (RORWA) and consolidated Liquidity Coverage Ratio (LCR). In particular, the assignment of variable remuneration (exclusively in BPER Banca shares) in the 2025-2027 LTI Plan is linked to the achievement, in 2028 with reference to 2027, of the entry gate objectives as defined. Failure to achieve even only one of the entry gates means not paying any bonus under this long-term incentive scheme.

If the entry gates are exceeded, the company performance to which to link the total bonus amount to be determined (bonus pool) is based on the measurement of the following metrics (KPIs):

- ROTE (2025-2027 average);
- CET 1 ratio as at 31 December 2027;
- Cost/Income as at 31 December 2027;
- rTSR 9 October 2024-29 February 2028.

2025-2027 LTI Plan scorecard

KPIs	Weight
ROTE (2025-2027 average) (*)	35%
CET 1 ratio as at 31/12/2027	20%
Cost/Income at 31/12/2027	15%
rTSR 9/10/24-29/02/2028 (**)	10%
ESG	20%

(*) 2025-2027 average, with CET1 Ratio constraint > 13%.

(**) Includes the change in the share price and all dividends distributed during the reference period: 9 October 2024 - last trading day of February 2028 (based on the implicit assumption that these dividends are re-invested in the stock itself). For further information, please refer to the "Information document on the compensation plan based on financial instruments – 2025-2027 LTI Plan".

Attainment of the above-mentioned KPIs is verified in 2028 in relation to the last year of the vesting period (2027). However, continuous monitoring of the indicators is required under the Plan to verify compliance with the objectives of the Strategic Plan. The target values of the KPIs of the 2025-2027 LTI Plan are indicated in the Remuneration Report approved by the Shareholders' Meeting on 18 April 2025.

The target amount of the Individual Bonus (on a one-year and three-year vesting basis) for each Recipient shall be determined (in respect of the variable/fixed ratio defined by the relevant remuneration policies at the moment of participation and in compliance with the regulations in force at any given time), as a percentage of the relevant individual gross annual remuneration:

- 37.5% (112.5% on a three-year basis) for the Chief Executive Officer;
- 30% (90% on a three-year basis) for the Top Management of Business and Corporate areas;
- 22.5% (67.5% on a three-year basis) for the Senior Management of Business and Corporate areas;
- 15% (45% on a three-year basis) for the Recipients identified among selected key resources for the achievement of the strategic guidelines.

The Plan excludes the Company's control functions.

The manner in which bonuses are awarded is structured as an up-front portion, awarded at the end of the three-year vesting period, and as a portion deferred pro-rata in equal tranches, over a number of years (5 years). The payment structure for the shares provides for a retention period of one year for the up-front portion and for the deferred portions.

The exact identification of the number of ordinary BPER Banca shares to be assigned in each fiscal year of the Plan term is conditional on the opening of gates and the level of achievement of the specific performance indicators upon payment of the Bonus in 2027.

The Bank cannot assign shares to beneficiaries, in whole or in part, and also reserves the right to ask the beneficiaries to return the shares, in whole or in part, if malus and claw-back clauses are triggered.

The Bank asks beneficiaries – through specific individual agreements -- not to make use of personal hedging or insurance strategies which may alter or nullify the effects of the alignment with the risk inherent in the Plan, in compliance with the regulatory framework in force.

For detailed information on the contents of the Plan, please refer to the “Information document on the compensation plan based on financial instruments – 2025-2027 LTI Plan” prepared in accordance with article 114-bis of the Consolidated Law on Finance and article 84-bis of the Issuers’ Regulation available to the public at the company’s registered office, on the Bank’s website www.bper.it – Homepage > Governance > Shareholders’ Meeting.

Quantitative information

As regards the LTI Plan, the grant of shares without charge in execution of the Plan will take place using treasury shares that derive from purchases authorised at the Shareholders’ Meeting, pursuant to articles 2357 and 2357-ter of the Italian Civil Code. With regard to the 2022-2024 Long-Term Incentive (LTI) Plan, the achievement of the entry gates and performance levels obtained entailed the assignment of 10,976,081 BPER Banca shares, as of May 2025, according to the procedures set out in the Plan.

Please refer to the relevant chapter “Other information” of the Interim Report on Group Operations, paragraph “Treasury shares” for a description of the authorisation obtained from the ECB.

The determination of the short-term variable remuneration referring to 2024 involved the assignment of 778,151 BPER Banca s.p.a. shares, starting from May 2025.



PART L
Segment reporting

According to IAS/IFRS, financial reporting must include descriptive information or more detailed analysis of the figures shown in the Financial Statements.

In addition, the Conceptual Framework of Financial Information points out that Financial Statements can include additional information compared with what is specifically requested by the Standards, when, in the opinion of preparers of Financial Statements, this is likely to give a clearer explanation of the company's business.

In this sense, paragraph 1 of IFRS 8 states that the objective of the Standard is to disclose information to enable users of the Financial Statements to evaluate the nature and financial effects of the business activities of an entity and the economic environments in which it operates.

In accordance with these principles and recent developments in the reporting and management analysis of the Group's performance, the segment reporting below was updated with respect to the information provided up to the Consolidated Financial Report as at 31 December 2024, with specific reference to the methods for identifying the operating sectors (data presented for comparative purposes has been restated accordingly). Consistently with the previous methods for preparing segment reporting, it should be noted that the new segmentation into Business Units and the related aggregation of the items analysed still refer to the "behavioural model" adopted by the Group for the clustering of customers for commercial purposes⁵⁹, further aggregating these clusters by the 'Service Models (SMs)' adopted for assigning management to the commercial/relationship roles identified by the Group within its distribution network. Any remaining items are then combined into a single segment ("Non-core business"), namely: i. the Finance area (including the portfolio of owned securities, institutional funding, the Treasury pool), ii. the Corporate Centre (including governance and the operations), and iii. a small portion of customer relations, indirectly managed by the sales network (e.g. some captive relationships and the NPL portfolio whose recovery is outsourced).

Below is a summary of the Operating Segments identified according to the structure described above, as well as a more detailed description of their composition.

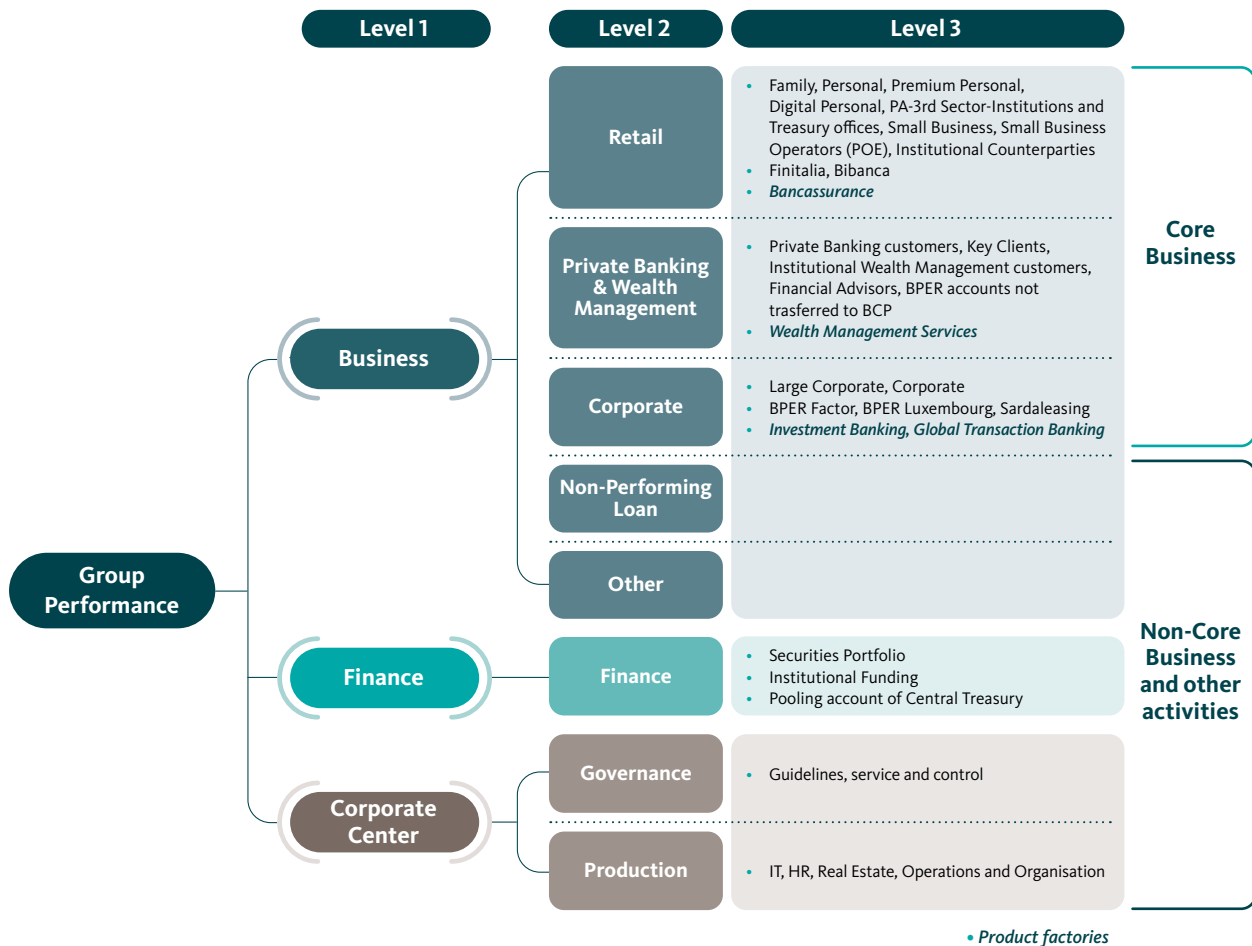
⁵⁹ Customers are classified into clusters according to asset thresholds (Retail customers) or according to their turnover/facilities granted/total assets (Corporate customers), behavioural drivers or specific characteristics (e.g. bankruptcy/insolvency proceedings, dedicated risk segments).

Segments

The reporting framework breaks down Income Statement and Balance Sheet data into the following Operating Segments identified within the Group Core Business.

BUSINESS UNIT STRUCTURE

Analysis of profitability and value generation for individual BUs understood as customer clusters and groups of organisational units under the same manager.



With specific reference to the Group Core Business, customer clusters (“behavioural model”) are characterised below and then assigned to the Business Units identified as Operating Segments.

Retail		Corporate	
Family	Assets < €50 K	Small Business Operators	Turnover < €1 M BPER Group facilities granted < €50 K Total assets < €2.5 M
Personal	Assets >= €50 K and <€500 K	Small Business	Turnover < €5 M BPER Group facilities granted < €2 M Total assets < €25 M
Private	Assets >= €500 K	Corporate	Turnover <€500 M BPER Group facilities granted < €20 M Total assets > €25 M
		Large Corporate	Turnover > €500 M BPER Group facilities granted > €20 M

In relation to the internal organisational units acting as ‘Internal Product Factory’ for the customer Business Units (BUs), this includes: Bancassurance, Global Transaction Banking, Wealth Management Services, Investment Banking, in their capacity as organisational structures internal to BPER Banca, involved in the origination, structuring and management of specific products or services, whose ‘remuneration’ has been assigned to the operating segments identified through a revenue sharing mechanism, drawing on the profitability operationally allocated to customer BUs, based on the effort/involvement required of the central structures, according to the assumptions shown in the table below.

A.1 Breakdown by segment: Income Statement Information⁶⁰

Based on the requirements established in IFRS 8, the Income Statement by Operating Segment contains the following information.

Data as at 30/06/2025 EUR/000	Core Business			Total Core Business	Total Non-Core and Other Business (¹)	Reclassified Income Statement
	Retail	Private & WM	Corporate			
Net interest income	911,370	38,628	304,575	1,254,573	371,445	1,626,018
Net commission income	669,770	198,846	208,425	1,077,041	(13,557)	1,063,484
Finance and other expense/income (²)	-	-	-	-	162,466	162,466
Operating income	1,581,140	237,474	513,000	2,331,614	520,354	2,851,968
Operating costs	(945,910)	(93,445)	(149,463)	(1,188,819)	(139,269)	(1,328,088)
Net operating income	635,230	144,029	363,537	1,142,795	381,085	1,523,880
Net impairment losses for credit risk (³)	(63,158)	(473)	(67,642)	(131,274)	(11,407)	(142,680)
Other items	-	-	-	-	(12,523)	(12,523)
Profit (Loss) from current operations	572,071	143,555	295,895	1,011,521	357,155	1,368,677
Contributions to systemic funds	-	-	-	-	-	-
Profit (Loss) before tax	572,071	143,555	295,895	1,011,521	357,155	1,368,677

- (1) The residual segment “Non-core and Other Business” includes: Arca SGR for relationships relating to “Non-captive” companies, relationships with “Non-captive” companies, customers attributed to residual Service Models, Non-Performing Loan (NPL) BU, Corporate Centre BU, Finance BU, Accounting Reconciliations; the contribution of the Finance BU to Profit before tax amounts to Euro 164 million;
- (2) The aggregate includes: Dividends, Gains (losses) of equity investments measured under the equity method, Net income from financial activities, Other operating expense/income;
- (3) Credit risk is managed by the Non-Performing Loan (NPL) BU (Segment “Other”), where all customers with a status other than performing are allocated. A mechanism was established, based on which the Core Business BUs, where performing customers are allocated, pay an amount equal to the expected one-year loss to the Non-Performing Loan (NPL) BU, while the latter pays the entire cost in terms of accounting adjustments.

Data as at 30/06/2024 EUR/000	Core Business			Total Core Business	Total Non-Core and Other Business (¹)	Reclassified Income Statement
	Retail	Private & WM	Corporate			
Net interest income	1,124,841	48,193	327,240	1,500,274	182,198	1,682,471
Net commission income	635,449	177,120	186,070	998,640	16,099	1,014,739
Finance and other expense/income (²)	-	-	-	-	60,840	60,840
Operating income	1,760,290	225,313	513,310	2,498,913	259,136	2,758,049
Operating costs	(977,252)	(104,307)	(147,396)	(1,228,955)	(166,956)	(1,395,911)
Net operating income	783,038	121,006	365,915	1,269,958	92,180	1,362,138
Net impairment losses for credit risk (³)	(72,477)	(746)	(60,043)	(133,266)	(41,880)	(175,146)
Other items	-	-	-	-	(9,734)	(9,734)
Profit (Loss) from current operations	710,561	120,259	305,872	1,136,692	40,566	1,177,258
Contributions to systemic funds	-	-	-	-	(109,564)	(109,564)
Profit (Loss) before tax	710,561	120,259	305,872	1,136,692	(68,998)	1,067,694

- (1) The residual segment “Non-core and Other Business” includes: Arca SGR for relationships relating to “Non-captive” companies, relationships with “Non-captive” companies, customers attributed to residual Service Models, Non-Performing Loan (NPL) BU, Corporate Centre BU, Finance BU, Accounting Reconciliations;
- (2) The aggregate includes: Dividends, Gains (losses) of equity investments measured under the equity method, Net income from financial activities, Other operating expense/income;
- (3) Credit risk is managed by the Non-Performing Loan (NPL) BU (Segment “Other”), where all customers with a status other than performing are allocated. A mechanism was established, based on which the Core Business BUs, where performing customers are allocated, pay an amount equal to the expected one-year loss to the Non-Performing Loan (NPL) BU, while the latter pays the entire cost in terms of accounting adjustments.

⁶⁰ Income statement information is stated net of “non-recurring” components, as they are identified in management terms, namely: no components as at 30 June 2025; the following amounts were reported as at 30 June 2024: i. Euro 150.1 million worth of gains from the disposal of the servicing platform relating to the recovery of non-performing loans, and ii. Euro -173.8 million relating to the workforce optimisation manoeuvre.

Detailed information about net commission income by segment is presented below, pursuant to paras. 114 and 115 of IFRS 15 “Revenues from contracts with customers”.

Data as at 30/06/2025 EUR/000	Core Business			Total Core Business	Total Non-Core and Other Business (¹)	Reclassified Income Statement
	Retail	Private & WM	Corporate			
Current accounts	15,063	88	2,753	17,904	-	-
Other short-term loans	1,963	2	1	1,965	-	-
Mortgage loans	20,343	209	9,177	29,730	-	-
Other M/L-term loans	12,167	105	41,485	53,756	-	-
Leases & factoring	1,046	1	6,699	7,747	-	-
Short-term Funding	212,098	2,953	65,300	280,351	-	-
Other Funding	-	-	2,909	2,909	-	-
M/L-term Funding	25	1	13	39	-	-
Assets under Custody	23,279	19,467	324	43,070	-	-
Managed assets	125,590	134,951	1,827	262,368	-	-
Non-Life Insurance Products	56,184	231	750	57,166	-	-
Life Insurance Policies	34,350	34,160	411	68,921	-	-
Pension Funds	3,115	1,875	-	4,990	-	-
Assurbanca	(667)	(31)	(55)	(753)	-	-
Bancassurance	453	-	102	555	-	-
Other own services	19,069	3,556	574	23,199	-	-
CIB Products	282	189	13,904	14,375	-	-
Fiduciary services and other	41	386	2	428	-	-
Collections and payments	29,682	602	6,056	36,339	-	-
International banking	2,150	110	24,806	27,066	-	-
E-money	82,753	1,063	4,852	88,668	-	-
Multichannel services	6,912	135	754	7,801	-	-
Portfolio	18,920	135	10,757	29,812	-	-
Advanced advisory services	16	1,020	67	1,103	-	-
Other third-party services	1,255	(2,470)	(22)	(1,236)	-	-
Off Balance Sheet - Signature Loans	3,680	109	14,979	18,768	-	-
Net commission income	669,770	198,846	208,425	1,077,041	13,557	1,063,484

(1) The residual segment “Non-core and Other Business” includes: Arca SGR for relationships relating to “Non-captive” companies, relationships with “Non-captive” companies, customers attributed to residual Service Models, Non-Performing Loan (NPL) BU, Corporate Centre BU, Finance BU, Accounting Reconciliations.

Management commissions are recognised periodically in line with fulfilment of the performance obligation, while performance commissions are recorded only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the performance commission is subsequently resolved as specified in IFRS 15, para. 56.

A.2 BREAKDOWN BY SEGMENT: BALANCE SHEET INFORMATION

Based on the requirements established in IFRS 8, the Balance Sheet by segment contains the following information:

EUR/000	Business					Reclassified Balance sheet
	Core Business		Corporate	Total Core Business	Total Non-Core and Other Business (1)	
	Retail	Private & WM				
Gross Loans to Customers 30.06.2025	51,358,574	743,361	36,336,114	88,438,050	6,170,014	94,608,064
Gross Loans to Customers 31.12.2024	50,903,779	742,728	34,618,429	86,264,935	5,694,422	91,959,357
Direct deposits 30.06.2025	76,809,676	5,308,485	18,809,965	100,928,127	19,908,781	120,836,908
Direct deposits 31.12.2024	77,337,068	5,664,931	18,210,412	101,212,411	16,905,144	118,117,555
Assets under Custody 30.06.2025	21,300,440	12,064,485	6,237,067	39,601,993	56,396,558	95,998,551
Assets under Custody 31.12.2024	20,064,380	11,252,915	5,007,327	36,324,622	59,381,525	95,706,147
Assets under Management - Life Insurance Policies 30.06.2025	53,318,490	24,128,310	1,330,437	78,777,238	16,672,155	95,449,393
Assets under Management - Life Insurance Policies 31.12.2024	51,844,295	22,983,257	1,150,827	75,978,379	16,485,514	92,463,893

(1) The residual segment “Non-core and Other Business” includes: Arca SGR for relationships relating to “Non-captive” companies, relationships with “Non-captive” companies, customers attributed to residual Service Models, Non-Performing Loan (NPL) BU, Corporate Centre BU, Finance BU, Accounting Reconciliations.

Balance sheet information has been allocated to the segments using the criteria adopted for the allocation of the related Income Statement items.

Financial information by geographical area

All the activities of the BPER Banca Group are essentially concentrated in Italy.

ATTACHMENTS

GEOGRAPHICAL ORGANISATION OF THE GROUP

Details	BPER Banca	Banco di Sardegna	Banca Cesare Ponti	30.06.2025	31.12.2024
Emilia-Romagna	239	-	-	239	239
Bologna	46			46	46
Ferrara	25			25	25
Forli-Cesena	22			22	22
Modena	56			56	56
Parma	23			23	23
Piacenza	4			4	4
Ravenna	23			23	23
Reggio Emilia	28			28	28
Rimini	12			12	12
Abruzzo	59	-	-	59	59
Chieti	25			25	25
L'Aquila	22			22	22
Pescara	6			6	6
Teramo	6			6	6
Basilicata	25	-	-	25	25
Matera	12			12	12
Potenza	13			13	13
Calabria	48	-	-	48	48
Catanzaro	9			9	9
Cosenza	18			18	18
Crotone	6			6	6
Reggio Calabria	12			12	12
Vibo Valentia	3			3	3
Campania	79	-	-	79	79
Avellino	14			14	14
Benevento	4			4	4
Caserta	8			8	8
Naples	30			30	30
Salerno	23			23	23
Friuli Venezia Giulia	2	-	-	2	2
Pordenone	1			1	1
Trieste	1			1	1
Lazio	72	3	-	75	75
Frosinone	6			6	6
Latina	10			10	10
Rieti	5			5	5
Roma	45	3		48	48
Viterbo	6			6	6
Liguria	108	1	1	110	110
Genoa	59	1	1	61	61
Imperia	14			14	14
La Spezia	10			10	10
Savona	25			25	25
Lombardy	264	1	1	266	266
Bergamo	53			53	53
Brescia	72			72	72
Como	10			10	10
Cremona	5			5	5
Lecco	1			1	1
Lodi	3			3	3
Mantua	10			10	10

(cont.)

Details	BPER Banca	Banco di Sardegna	Banca Cesare Ponti	30.06.2025	31.12.2024
Milan	26	1	1	28	28
Monza Brianza	11			11	11
Pavia	24			24	24
Varese	49			49	49
Marche	82	-	-	82	82
Ancona	26			26	26
Ascoli Piceno	7			7	7
Fermo	9			9	9
Macerata	19			19	19
Pesaro-Urbino	21			21	21
Molise	6	-	-	6	6
Campobasso	4			4	4
Isernia	2			2	2
Piedmont	73	-	-	73	73
Alessandria	13			13	13
Asti	3			3	3
Biella	1			1	1
Cuneo	20			20	20
Novara	5			5	5
Torino	26			26	26
Verbano-Cusio-Ossola	3			3	3
Vercelli	2			2	2
Apulia	51	-	-	51	51
Bari	12			12	12
Barletta-Andria-Trani	7			7	7
Brindisi	6			6	6
Foggia	13			13	13
Lecce	5			5	5
Taranto	8			8	8
Sardinia	-	265	-	265	265
Cagliari		24		24	24
Nuoro		56		56	56
Oristano		35		35	35
Sassari		78		78	78
Sud Sardegna		72		72	72
Sicily	43	-	-	43	43
Agrigento	5			5	5
Catania	8			8	8
Enna	2			2	2
Messina	7			7	7
Palermo	12			12	12
Ragusa	2			2	2
Siracusa	3			3	3
Trapani	4			4	4
Tuscany	67	1	-	68	69
Arezzo	12			12	12
Firenze	16			16	16
Grosseto	3			3	3
Livorno	4	1		5	5
Lucca	11			11	11
Massa e Carrara	12			12	12
Pisa	3			3	3
Pistoia	3			3	3
Prato	1			1	2
Siena	2			2	2
Aosta Valley	1	-	-	1	1
Aosta	1			1	1

(cont.)

Details	BPER Banca	Banco di Sardegna	Banca Cesare Ponti	30.06.2025	31.12.2024
Trentino-Alto Adige	3	-	-	3	3
Trento	3			3	3
Umbria	17	-	-	17	17
Perugia	14			14	14
Terni	3			3	3
Veneto	45	-	-	45	45
Belluno	2			2	2
Padova	11			11	11
Rovigo	5			5	5
Treviso	1			1	1
Venezia	12			12	12
Verona	11			11	11
Vicenza	3			3	3
Total 30.06.2025	1,284	271	2	1,557	
Total 31.12.2024	1,285	271	2		1,558
Changes to the Group's geographical organisation during the period					(1)

Total branches of the Group



CERTIFICATIONS AND OTHER REPORTS



Certification of the condensed half-year consolidated financial report at 30 June 2025 pursuant to art. 81-ter of Consob Regulation no. 11971 dated 14 May 1999 and subsequent additions and amendments

➤ The undersigned

- Gianni Franco Papa, as Chief Executive Officer of BPER Banca S.p.A.,
- Giovanni Tincani, as the Manager responsible for preparing the Company's financial report of BPER Banca S.p.A.,

having considered the requirements of paras. 3 and 4 of art. 154-*bis* of Decree no. 58 dated 24 February 1998,

confirm:

- the adequacy, in relation to the characteristics of the Bank, and
 - the proper application, during the first half of 2025, of the administrative and accounting procedures adopted for the preparation of the condensed half-year consolidated financial report.
- This assessment of the adequacy of the administrative and accounting procedures adopted for the preparation of the condensed half-year consolidated financial report at 30 June 2025 is based on a model developed by BPER Banca S.p.A., consistent with the Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission. This framework represents reference standards for systems of internal control that are generally accepted at an international level.
- It is also certified that
- the condensed half-year consolidated financial report at 30 June 2025:
 - a) have been prepared in accordance with the applicable international accounting standards recognised within the European Union pursuant to European Parliament and Council Regulation (EC) no. 1606/2002 dated 19 July 2002, Decree 38/2005 and the enabling regulations for art. 9 of this Decree;
 - b) agree with the underlying accounting records and entries;
 - c) present a true and fair view of the financial position and results of operations of the Bank and the companies included within the scope of consolidation.
 - The interim report on operations includes a reliable analysis of the key events that took place during the first half of 2025 and of their impact on the condensed half-year consolidated financial report, together with a description of the principal risks and uncertainties affecting the second half of the year. The report on operations also includes a reliable analysis of significant transactions with related parties.

Modena, 5 August 2025

Signed by
Gianni Franco Papa
Chief Executive Officer

Signed by
Giovanni Tincani
**Manager responsible for preparing
the Company's financial report**



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REPORT ON REVIEW OF THE HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

**To the Shareholders of
BPER Banca S.p.A.**

Introduction

We have reviewed the accompanying half-year condensed consolidated financial statements of BPER Banca S.p.A. and subsidiaries (the “BPER Banca Group”), which comprise the consolidated balance sheet as of June 30, 2025 and the consolidated income statement, the consolidated statement of other comprehensive income, the consolidated statement of changes in shareholders’ equity, the consolidated statement of cash flows for the six month period then ended, and the related explanatory notes. The Directors are responsible for the preparation of the half-year condensed consolidated financial statements in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as issued by the International Accounting Standards Board and adopted by the European Union. Our responsibility is to express a conclusion on the half-year condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with the criteria recommended by the Italian Regulatory Commission for Companies and the Stock Exchange (“Consob”) for the review of the half-year financial statements under Resolution n° 10867 of July 31, 1997. A review of half-year condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (ISA Italia) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Ancona Bari Bergamo Bologna Brescia Cagliari Firenze Genova Milano Napoli Padova Parma Roma Torino Treviso Udine Verona

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**Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying half-year condensed consolidated financial statements of BPER Banca Group as at June 30, 2025 are not prepared, in all material respects, in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as issued by the International Accounting Standards Board and adopted by the European Union.

DELOITTE & TOUCHE S.p.A.

Signed by
Stefano Merlo
Partner

Bologna, Italy
August 6, 2025

*This report has been translated into the English language solely for the convenience of international readers.
Accordingly, only the original text in Italian language is authoritative.*





