



Information for the submission of shareholders' lists for the appointment of the Board of Directors

English translation for courtesy purposes only. In case of discrepancies between the Italian version and the English version, the Italian version shall prevail

BANCA MONTE DEI PASCHI DI SIENA S.P.A.

ORDINARY SHAREHOLDERS' MEETING

15 April 2026 (on a single call)

**INFORMATION FOR THE SUBMISSION OF SHAREHOLDERS' LISTS
FOR THE APPOINTMENT OF THE BOARD OF DIRECTORS**



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Template "Declaration of acceptance of candidacy for the office of Director"

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NOTICE

The content of this document is made available to the shareholders of Banca Monte dei Paschi di Siena S.p.A. (hereinafter also “**BMPS**” or the “**Bank**”) for information purposes only and as such is not intended to replace or supplement in any way the legal, regulatory and By-Laws provisions governing the appointment of the members of the Board of Directors (hereinafter also the “**Board**” or the “**Body**”), to which the shareholders are invited to refer.

1. General Information

The procedures for submitting lists for the appointment of the Board of Directors are governed by the laws and applicable regulations in force from time to time and by the specific provisions of the Bank's By-Laws (Article 15).

2. Number of directors and term of office

With regard to the number of Directors, it is recalled that:

- pursuant to Article 15 of the By-Laws, “*The Board of Directors is composed of a number of members established by the Ordinary Shareholders' Meeting which cannot be less than nine (9) or more than fifteen (15)*”;
- pursuant to the resolution of the Shareholders' Meeting of 20 April 2023, the outgoing Board of Directors is composed of fifteen (15) members;
- in the document “*Orientamenti per gli Azionisti relativi alla composizione quali-quantitativa del Consiglio di Amministrazione di Banca Monte dei Paschi di Siena S.p.A.*” (“*Guidelines for Shareholders on the qualitative and quantitative composition of the Board of Directors of Banca Monte dei Paschi di Siena S.p.A.*”, hereinafter also the “**Guidelines**”), available on the institutional website www.gruppompis.it/en – Corporate Governance section – Shareholders' Meeting and BoD, indicates as appropriate the number of:

15 Directors,

in view of the size, organizational complexity and operating dynamics of the Bank, considering that the current size allows for an adequate balance of the skills and experience required of the members of the management body and a proper composition of the Committees, enabling adequate involvement in management activities and an appropriate development of the debate during meetings.

With regard to the term of office, pursuant to Article 15 of the By-Laws: “*Directors hold office for three financial years and expire on the date of the Shareholders' Meeting convened to approve the financial statements relating to the last financial year of their office*”. Directors may be re-elected.

In this regard, it is recalled that the Extraordinary Shareholders' Meeting of 4 February 2026 resolved to eliminate the maximum limit of two consecutive terms of office following the first for the purpose of re-election.



3. Procedures for the appointment of the members of the Board of Directors

In accordance with the applicable laws and regulations in force, as well as the procedure and methods set out in Article 15 of the By-Laws, the appointment of the Board of Directors of BMPS for the financial years 2026-2027-2028 will be made on the basis of lists.

4. Parties entitled to submit lists

The following are entitled to submit lists:

shareholders who, either individually or together with other shareholders, collectively hold shares representing at least 0.5% of the Bank's share capital with voting rights at the Ordinary Shareholders' Meeting (as per Consob executive decision no. 155 of 27 January 2026).

In this regard, it should be noted that BMPS's share capital currently amounts to €17,978,187,186.85, fully paid up, and is represented by 3,038,418,183 ordinary shares with no par value (ISIN code: IT0005508921).

The ownership of the minimum shareholding threshold is determined with respect to the shares that are registered in the name of the relevant shareholder on the day on which the lists are filed with the Bank and must be evidenced by the issuance of the appropriate communication made to the Bank by intermediaries authorized pursuant to applicable legislation, in particular Article 43 of the Consolidated Regulation on Post-Trading of Consob and Bank of Italy of 13 August 2018, as amended, including those approved by Consob and the Bank of Italy on 10 October 2022, (the “**Communication**”).

Each shareholder may submit or contribute to the submission of one list only.

As a result of the amendments to Article 15 of the By-Laws, approved by the Extraordinary Shareholders' Meeting of 4 February 2026, the outgoing Board of Directors also has the right to submit its own list of candidates, in accordance with the procedures and terms set out in the applicable legislation and the By-Laws, and with the rules contained in the specific regulations adopted for this purpose by the Board of Directors.

5. Criteria for the composition of shareholders' lists

With regard to the regulatory and statutory provisions relating to the composition of the lists, while also referring to the provisions of the By-Laws (Article 15) and the notice of call, it should be noted, in particular, that in the case of a list submitted by shareholders:

- the candidates - to be preferably indicated in a number greater than those to be elected, in order to have potential candidates available in the event of co-optation to be carried out during the term of office - must be listed by progressive number;
- at least two candidates - or the sole candidate or at least one third of the candidates in the case of lists with more than six (6) candidates - specifically indicated, shall meet the independence requirements established by applicable laws and regulations, as well as the additional independence requirements set out in the Corporate Governance Code. If the above mentioned number does not correspond to a whole number, it shall be rounded up;
- the lists must contain candidates of different genders in compliance with the applicable legislation on gender balance (currently, the least represented gender must obtain at least two-fifths, rounded up, of



the appointed directors - see Article 147-ter of Legislative Decree no. 58/98, the “**Consolidated Finance Act**” or “**TUF**”, as amended by Law No. 160/2019). In this regard, it should also be noted that the supervisory regulations (Bank of Italy Circular No. 285/2013 - Part One, Title IV, Chapter 1 ‘Corporate Governance’, hereinafter also referred to as the “**Supervisory Provisions**”) indicate that it is good practice for the positions of chairperson of the strategic supervisory body, chairperson of the control body, chief executive officer and general manager not to be held by officers of the same gender.

For the selection of candidates, shareholders who intend to submit lists are invited to take into account the Guidelines available on the Bank's website www.gruppomps.it/en – Corporate Governance section – Shareholders’ Meeting and BoD, containing: *i)* the assessments of the outgoing Board of Directors, as defined with the support of the Nomination Committee, regarding its overall qualitative and quantitative composition deemed optimal, identified also pursuant to Articles 11 and 12 of the Decree of the Ministry of Economy and Finance no. 169/2020, in order to ensure the proper functioning of the body and the sound and prudent management in line with the Bank's objectives, as well as *ii)* the theoretical profile, including managerial skills and characteristics, professionalism and independence, if any, whose presence in the new Board is considered appropriate.

As indicated in the Supervisory Provisions, the above is without prejudice to the shareholders’ entitlement to carry out their own assessments on the optimal composition of the bodies and to submit nominations consistent with these assessments, explaining any differences with respect to the analyses carried out by the Board.

In line with Recommendation 23 of the Corporate Governance Code, to which the Bank adheres, shareholders submitting a list containing a number of candidates exceeding half of the members to be elected are required to provide adequate information, in the documentation submitted for the filing of the list, regarding the list's compliance with the Guidelines expressed by the Board of Directors, including with reference to diversity criteria, and to indicate their candidate for the position of Chairperson of the Board of Directors.

Attention is also drawn to the need for the members of the Board of Directors to meet the fit and proper requirements for banking officers set forth by the legal, regulatory and By-Laws provisions, it being understood that the Board of Directors is required to carry out its own assessments on the elected candidates, for the purposes of the laws and regulations in force regarding compliance with the fit and proper requirements to hold the position, as well as the assessments for the purposes of the so-called “interlocking ban”.

For the purposes of “suitability”, in addition to the requirements of reputation (the same for all banking officers), professionalism and independence (graduated according to principles of proportionality), banking officers must: *i)* meet criteria of competence and correctness, *ii)* be able to act with independence of mind and awareness of the duties and rights associated with the office, and *iii)* have the availability of adequate time to perform their assignment (for an estimate of the time to be devoted to the office, please refer to the Guidelines), in compliance with the limits on the accumulation of offices established by the law.



It should also be noted that Article 15 of the Bank's By-Laws provides that, under penalty of forfeiture from their office, no BMPS Director may simultaneously hold the position of member of the board of directors, management board or supervisory board of competing banks, not belonging to the Montepaschi Group, which have a banking license issued by the Supervisory Authority and are active in the banking funding or ordinary lending markets in Italy.

Further details on the applicable regulatory framework are provided in the Guidelines made available to Shareholders.

Each Candidate may be included in one list only, under penalty of ineligibility.

6. Documentation to be filed with the lists

Together with each list, within the filing deadline, the following documents shall also be filed, as indicated in Article 15 of the By-Laws and specified in the notice of call:

- (i) declarations by which the individual candidates accept their candidacy and certify, under their own responsibility, the absence of grounds for ineligibility and incompatibility, including the absence of situations relevant pursuant to Article 36, "Protection of competition and cross-personal shareholdings in the credit and financial markets" of Law Decree No. 201/2011 - Law No. 214/2011, as well as the existence of the requirements and compliance with the fit and proper criteria prescribed for the position by the applicable legal and regulatory provisions and by the By-Laws, providing further information on the specific experience and skills acquired as recommended in the Guidelines;
- (ii) copy of an identity document for each candidate;
- (iii) declarations by the candidates indicated in the list as independent, certifying the existence of the independence requirements set forth by the applicable laws and regulations, the By-Laws and the further independence requirements set forth by the Corporate Governance Code;
- (iv) a *curriculum vitae* (both in Italian and English) containing the personal and professional skills of each candidate, specific expertise acquired, and a list of the management and control positions held in other companies; in particular, candidates must declare that they do not hold the position of member of the board of directors, management board or supervisory board of competing banks, not belonging to the Montepaschi Banking Group, which have a banking license issued by the Supervisory Authority and are active in the banking funding or ordinary lending markets in Italy;
- (v) information concerning the identity of the shareholder(s) submitting the list, including the total share capital percentage held, by means of a certification attesting the ownership of the above mentioned minimum shareholding threshold (*i.e.*, 0.5% of the share capital), determined with respect to the shares registered in the name of the shareholder on the day on which the lists are filed;
- (vi) a declaration by the Shareholders - other than those who hold, including jointly, a controlling interest or relative majority shareholding - certifying the absence (or existence) of the connection relationships referred to in Article 144-*quinquies*, paragraph 1, of the CONSOB Regulation no.



11971/1999 (“**Issuers’ Regulation**”) with the latter, taking into account the recommendations formulated by CONSOB with its Communication no. DEM/9017893 dated 26 February 2009;

- (vii) a copy of the Communication or a declaration of commitment to send the Communication within the deadline set for the publication of the lists by the Bank (see the deadlines indicated in the following paragraphs);
- (viii) the privacy statement in accordance with the template provided.

Lists submitted without complying with the provisions of the By-Laws will not be eligible for voting.

The absence of documentation relating to an individual candidate on a list does not automatically result in the exclusion of the entire list, but only of the candidate in question.

The templates for the documentation required for the submission of lists by shareholders are attached to this document.

7. Minority lists and connections between lists

Shareholders who intend to submit lists are advised to pay attention to the recommendations/indications issued by Consob:

- Communication DEM 9017893 dated 26 February 2009, by which Consob issued detailed recommendations to shareholders filing a minority list for the appointment of directors, in order to ensure full transparency regarding any connections between the lists. In particular, Consob requires shareholders submitting “minority lists” to file, together with the list, a declaration certifying the absence of any connections referred to in Article 144-*quinquies* of the Issuers’ Regulation, specifying:
 - the absence of significant relationships with shareholders who hold, including jointly, a controlling interest or relative majority shareholding, or
 - any significant existing relationships with these shareholders, together with the reasons why these relationships were not considered determinative for the existence of connections.
- Attention Notice no. 1/22 issued by CONSOB on 21 January 2022, concerning certain significant aspects related to the submission of a list by the outgoing board of directors, by which, among other things, the Supervisory Authority highlighted that it considers important for shareholders submitting a list to declare the absence of connections with the list submitted by the outgoing board of directors, as well as to specify any significant existing relationships and the reasons why such relationships have not been considered relevant for the existence of a connection, or the absence of such relationships.

As specified by CONSOB, the guidelines contained in the aforementioned Attention Notice must still be considered current and effective, also in light of the new rules concerning the list of outgoing board members (Article 147-*ter*.1 of the Consolidated Finance Act).

8. Terms for filing shareholders’ lists

The lists submitted by the shareholders must be filed at the Bank's registered office at least twenty-five (25) days before the date set for the Shareholders’ Meeting on a single call, *i.e.* by 11:59 p.m. on 21 March 2026, including via certified email (“PEC”) to the following address



bancamps.settoreaffarisocietari@postacert.gruppo.mps.it and, for information, to the email address settore.societario@mps.it.

The Bank's registered office in Siena, Piazza Salimbeni no. 3, is open on business days from 8:15 a.m. to 5:15 p.m.

9. Terms for the publication of the shareholders' lists

The lists submitted by shareholders will be made available by the Bank to the public at least twenty-one (21) days before the date set for the Shareholders' Meeting on a single call, *i.e.* by 25 March 2026, at the registered office (in Siena, Piazza Salimbeni no. 3), on the Bank's website in the section Corporate Governance section – Shareholders' Meeting and BoD, at www.gruppomps.it/en, as well as on the authorized storage mechanism 'eMarket STORAGE', available at www.emarketstorage.com.

10. Possible scenarios depending on the outcome of the shareholders' meeting votes

In accordance with CONSOB Attention Notice No. 1/22 of 21 January 2022, the possible scenarios depending on the outcome of the Shareholders' Meeting votes relating to the election of the Board of Directors pursuant to Article 15 of the By-Laws, as amended by resolution of the Extraordinary Shareholders' Meeting of 4 February 2026, are set out below.

Please note that each person entitled to vote may vote for one list only.

Scenarios:

- 1) Scenario 1.1 in which lists are submitted only by shareholders, and Scenario 1.2 in which lists are submitted by shareholders and by the outgoing board of directors ("BoD List") and a list submitted by shareholders obtains the highest number of votes cast:

The votes obtained by each list are divided subsequently by one, two, three, four and so on up to the number of Directors to be elected.

The quotients thus obtained are assigned to the candidates of each list according to order of progressive listing.

Based on the quotients assigned, the candidates are listed in a single decreasing order, and the first candidates are deemed appointed up to the total number of members to be appointed, provided that from the list that has received the highest number of votes, a number of Directors not less than half plus one, or the lower number of Directors that exhausts all the candidates indicated on that list, of the total number of those to be elected must in any case be drawn, with the consequent obligation to scroll through the ranking if this limit is not respected.

In any case, at least two (2) Directors must be drawn from the minority list or lists.

- 2) Scenario in which the BoD List obtains the highest number of the votes cast:

From the BoD List, as many Directors shall be drawn as are necessary to ensure that from the other lists that have obtained fewer votes, a number of Directors is drawn out of the total number of members of the Board of Directors to be appointed, in accordance with the criteria set forth below, without prejudice to the maximum limit of half minus 1 (one) of the Directors to be appointed:



- (i) if the total votes obtained by the other lists, in a number not exceeding two in order of votes collected at the Shareholders' Meeting, do not exceed 20 (twenty) per cent of the total votes cast, such lists participate in the allocation of seats on the Board of Directors in proportion to the votes obtained by each list and in any case for a total amount not lower than 20 (twenty) per cent of the total members of the same body;
- (ii) if the total votes obtained by the other lists at the Shareholders' Meeting, in a number not exceeding two in order of votes collected, exceeds 20 (twenty) per cent of the total votes cast, the members of the new Board of Directors allocated to minorities shall be assigned in proportion to the votes obtained by the minority lists which obtained a percentage of votes not lower than 3 (three) per cent. For the purpose of calculating the allocation of the Directors in accordance with the above criteria, the votes of the lists which have obtained a percentage of votes below 3 (three) per cent will be proportionally allocated to the votes obtained by the minority lists which have exceeded such threshold.

For the appointment of Directors to be drawn from the BoD List, the Shareholders' Meeting will proceed to vote individually on each candidate on the BoD List; shareholders who did not vote for the BoD List may also participate in this vote, having cast their vote for a list other than the BoD List or having abstained or having not participated in the vote. The candidates on the BoD List who obtain the highest number of votes in this individual vote shall be deemed elected, within the limit of the seats to be allocated to the BoD List.

In any case, at least one Director must be drawn from the minority list which has obtained the highest number of votes and is not connected, either directly or indirectly, with the list that has received the highest number of votes.

Article 15, paragraphs 7.3 et seq. of the By-Laws contains the rules to be applied in the event that, as a result of the votes, the following situations arise: tie in quotient between multiple candidates, failure to reach the required number of independent directors; failure to reach the minimum number of Directors of the least represented gender (principle of gender balance).

TEMPLATE
“Declaration of acceptance of candidacy for the office of Director”

The undersigned,, Tax Code....., born in(....), on with regard to his/her candidacy for the office of DIRECTOR of Banca Monte dei Paschi di Siena S.p.A. (hereinafter also “**BMPS**” or the “**Bank**”) on the agenda of the Ordinary Shareholders' Meeting on 15 April 2026,

- considering the specific provisions contained in Article 91 of Directive 2013/36/EU of 26 January 2013, as subsequently amended (“**CRD**”), in Articles 2382 and 2387 of the Italian Civil Code, in Articles 147-ter and 147-quinquies of Legislative Decree no. 58 of 24 February 1998 (“**TUF**”), in Article 26 of Legislative Decree no. 385 of 1 September 1993 (“**TUB**”), in the Decree of the Ministry of Economy and Finance no. 169 of 23 November 2020 (the “**MEF Decree 169**” or “**MEF Decree**”), in Article 15 of the Bank's By-Laws (“**By-Laws**”), in the recommendations of the Corporate Governance Code and in Article 36 of Law Decree no. 201/2011 converted into Law no. 214/2011 (“**Salva Italia Decree**”);

DECLARES

under his/her own and exclusive responsibility pursuant to the applicable law and the By-Laws, to stand as candidate and, in the event of appointment, to irrevocably accept the office of DIRECTOR of Banca Monte dei Paschi di Siena S.p.A. for the three-year period 2026-2027-2028 and furthermore,

CERTIFIES

the absence of grounds for ineligibility, forfeiture and incompatibility, as well as the possession of the requirements prescribed by the applicable legislation and the By-Laws of BMPS to hold the office of DIRECTOR of Banca Monte dei Paschi di Siena S.p.A.

DECLARES

A) to possess the **reputation requirements** set forth in art. 3 of MEF Decree 169 and to satisfy the **correctness criteria** set forth in Article 4 of MEF Decree 169;

B) with regard to professionalism requirements:

- to possess the knowledge, skills and experience required by the CRD, the TUB and the MEF Decree 169, as well as by the applicable legislative, regulatory and statutory provisions, also taking into account the qualitative and quantitative composition defined for the Board of Directors of the Bank as described in the document “*Orientamenti per gli azionisti relativi alla composizione quali-quantitativa del Consiglio di Amministrazione di Banca Monte dei Paschi di Siena S.p.A.*” (“*Guidelines for shareholders on the qualitative and quantitative composition of the Board of Directors of Banca Monte dei Paschi di Siena S.p.A.*”) dated 19 February 2026 and made available to the shareholders on 20 February 2026 (the “**Guidelines**”), and to satisfy the competence criteria set out in Article 10 of the MEF Decree 169; in particular,
- to have gained overall experience of at least [three][five] years¹ over the last twenty years; the following are the activities carried out during this period²:

¹ See Article 7 of MEF Decree 169, to which reference is made for further details. In this regard please note:

(a) for the position of Chairperson of the Board of Directors and Chief Executive Officer, at least five years of experience are required; and

(b) for the position of non-executive Director, at least three years of experience are required.

Pursuant to Article 7, paragraph 5 of MEF Decree 169, the experience gained over the twenty years prior to taking up the position is taken into account for the purposes of determining whether the professional requirements are met.

² To be reported :

i) for Directors with executive roles:

- management or control activities or executive functions in banking, financial, securities or insurance sectors; and/or

[●] from [DD/MM/YYYY] to [DD/MM/YYYY] role [·] at company/entity [·]

[●] from [DD/MM/YYYY] to [DD/MM/YYYY] role [·] at company/entity [·]

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To this end, please find attached a signed *curriculum vitae* (“**CV**”) in Italian and English (see Annex 1.A and Annex 1.B);

C) with regard to independence requirements:

- to meet the independence requirements for directors under the combined provisions of Articles 147-ter paragraph 4 and 148 paragraph 3 of the TUF;
- NOT to meet the independence requirements under the combined provisions of Articles 147-ter paragraph 4 and 148 paragraph 3 of the TUF;



- to meet the independence requirements under Article 13 of MEF Decree 169;
- NOT to meet the independence requirements under Article 13 of MEF Decree 169;



- to meet the independence requirements set out in the Corporate Governance Code and, in particular, those provided for under specific Recommendation no. 7;
- NOT to meet the independence requirements set out in the Corporate Governance Code and the specific recommendations set out therein;

- management or control activities or executive functions in listed companies or companies with a size and complexity greater than or comparable (in terms of turnover, nature and complexity of the organization or activity carried out) to that of the Bank.

The Chief Executive Officer, in addition to the above, must possess specific experience in the credit, financial, securities or insurance matters, gained through management or control activities or executive duties in the credit, financial, securities or insurance sectors, or in listed companies or companies with a size and complexity greater than or comparable (in terms of turnover, nature and complexity of the organization or activity carried out) to that of the Bank.

ii) for Directors with non-executive roles:

a) – management or control activities or executive duties performed in companies operating in the credit, financial, securities, or insurance sectors; and/or:

- management or control activities or executive roles performed at listed companies or companies of a size and complexity greater than or comparable (in terms of turnover, nature and complexity of the organization, or business activities) to that of the Bank;

b) alternatively to those mentioned above:

– professional activities performed in matters related to the credit, finance, securities, or insurance sectors, or in any case functional to the Bank's business; and/or

– university teaching, as a full-time or associate professor, in legal or economic subjects or in other subjects functional to the credit, finance, securities, or insurance sector; and/or

– executive, managerial or senior management roles, however denominated, performed at public entities or public administrations related to the credit, finance, securities, or insurance sectors, provided that the entity where such roles were performed is of comparable size and complexity to the Bank.

and, therefore:

to meet all the independence requirements set out in Article 15 of the Bank's By-Laws³;

NOT to meet all the independence requirements set out in Article 15 of the Bank's By-Laws.

The undersigned also:

- **DECLARES** to be aware of the content of the aforementioned MEF Decree 169, of the current *Supervisory provisions on the fit and proper assessment procedure for officers of banks, financial intermediaries, electronic money institutions, payment institutions and deposit guarantee schemes* issued by the Bank of Italy on 4 May 2021, of the Guidelines and directions provided on Fit & Proper by the European Central Bank ("*Guide to fit and proper assessment of banking officers*" - December 2021, hereinafter also the "**ECB Guide**") and of the provisions of the EBA/ESMA Guidelines ⁴.
- **DECLARES** to be aware that, for the purposes of meeting the independence requirements pursuant to Article 13, paragraph 1, letter h) of MEF Decree 169 and Recommendation no. 7 of the Corporate Governance Code, no Significant Relationships must exist between the candidate director and the Bank and the other parties identified by the aforementioned regulatory provisions, as set out in Annex 2 of the "*Guidelines for shareholders on the qualitative and quantitative composition of the Board of Directors of Banca Monte dei Paschi di Siena S.p.A.*" ("*Orientamenti per gli azionisti relativi alla composizione quali-quantitativa del Consiglio di Amministrazione di Banca Monte dei Paschi di Siena S.p.A.*") made available to shareholders on 20 February 2026.
- **DECLARES to be able to dedicate adequate time** to carrying out the duties of DIRECTOR of the Bank, taking into account the provisions of Articles 16 et seq. of MEF Decree 169, as well as the minimum time estimated by the Bank as necessary for the proper performance of the duties of Director according to the minimum time estimated by the Bank and identified in the Guidelines.
- **DECLARES** to comply with **the limit on the accumulation of offices** set forth in Article 17 of the MEF Decree 169 and, to this end, provides the information by completing and signing Annex 2 "List of management and control positions".
- **DECLARES** to be able to act with **independence of mind** and awareness of the duties and rights associated with the office pursuant to Article 15 of MEF Decree 169 and in compliance with the provisions of the ECB Guide and the EBA/ESMA Guidelines and to have provided the Bank with all information regarding the situations referred to in Article 13, paragraph 1, letters a), b), c), h) and i) of MEF Decree 169.
- **DECLARES** not to be in any of the situations of incompatibility referred to in Article 2390 of the Italian Civil Code and Article 36 of Law Decree no. 201/2011 converted into Law no. 214/2011 ("**Interlocking Ban**") and in particular not to hold the office of member of the Board of Directors, the Management Board and/or the Supervisory Board or the Board of Statutory Auditors of competing banks, not belonging to the Montepaschi Banking Group, which have a banking license issued by the Supervisory Authority and are active in the banking funding or ordinary lending markets in Italy. This circumstance is evidenced by the list of offices held in banks or other commercial companies (Annex 2 "List of management and control offices").
- **DECLARES**, furthermore, that he/she possesses the identified professional, personal, and attitudinal characteristics, which also include theoretical knowledge and practical experience, including advanced,

³ Article 15 of the BMPS' By-Laws refers to the independence requirements established by the applicable laws and regulations and to the additional requirements set forth in the Corporate Governance Code.

⁴ EBA and ESMA Guidelines on the assessment of the suitability of members of the management body and key function holders (updated on 2 July 2021).

in more than one of the areas of competence indicated in Article 10 of MEF Decree 169 and in the Guidelines, as specified by the undersigned through the information provided in Annex 3.

- **DECLARES**, that in his/her regards there are no grounds for forfeiture, suspension, or prohibition pursuant to Article 67, nor any situations relating to attempted mafia infiltration pursuant to Article 84, paragraphs 4 and 4-*bis*, of the Anti-Mafia Code;

- **DECLARES** to be not to be

a public official pursuant to and within the meaning of Legislative Decree no. 165/2001 as amended and to benefit from the exemptions for purposes of serving the role of member of the Board of Directors and to have requested prior authorization from the Public Administration for the possible performance of the role.

- **UNDERTAKES** in the event of appointment, to provide the Bank with any additional information, documentation, or clarifications necessary to enable assessments and verifications regarding the fit and proper requirements for carrying out the role of officer at Banca Monte dei Paschi di Siena S.p.A., as required by MEF Decree 169, the competent body, and/or the Supervisory Authorities.
- **UNDERTAKES** to immediately communicate any supervening event, significant change, or any subsequent variation to any of the information provided in this declaration and to produce, if requested, appropriate documentation to confirm the accuracy of the data declared.
- **DECLARES** to have read the privacy notice provided by the Bank pursuant to Articles 13 and 14 of the GDPR (Annex 4 "Privacy Notice") and expressly **AUTHORIZES** the publication and dissemination to the public of the personal and professional data and information contained in this declaration, in the *curriculum vitae* and in the related annexes.

Yours faithfully,

Place, date

Signature

.....

.....

ANNEX 1.A

CURRICULUM VITAE IN ITALIAN LANGUAGE

Yours faithfully,

Place, date

.....

Signature

.....

ANNEX 1.B

CURRICULUM VITAE IN ENGLISH LANGUAGE

Yours faithfully,

Place, date

.....

Signature

.....

ANNEX 2

LIST OF MANAGEMENT AND CONTROL POSITIONS

The undersigned,, Tax Code....., born in(....), on

DECLARES

NOT to hold management and control positions⁵;

or

to hold the following management and control positions

Position held	Company/ Entity Denomination	Registered Office	Tax Code VAT no.	Start Date of the Position	Note (e.g. listed/not listed Company)

Yours faithfully,

Place, date

Signature

.....

.....

⁵ Including any positions as General Manager.

ANNEX 3

CANDIDATE PROFILE AND COMPETENCE CRITERIA

The undersigned,, Tax Code....., born in, on

DECLARES

1) to possess the following level of skills (theoretical knowledge and/or practical experience) with reference to more than one of the following areas of competence (by ticking the relevant boxes in the table below and then describing them in the relevant fields after the table) as recommended and specified in the Guidelines⁶ made available to Shareholders on 20 February 2026:

	Skills Matrix	Level of Skills		
		Very Advanced ⁷	Advanced ⁸	Basic
1	Banking and financial markets (knowledge of the business in which the Bank and the Montepaschi Group operate)			
2	Corporate governance and organizational structures			
3	Guidelines and strategic planning			
4	Management of corporate entities in managerial and/or entrepreneurial roles in complex contexts, including non-financial ones			
5	Banking and financial regulation			
6	Risk Management			
7	Internal control systems and other operational mechanisms			
8	Knowledge of remuneration policies			
9	Experience gained in coordinating, directing, or managing human resources			
10	Banking and financial activities and products/services			
11	Insurance markets and products and related regulation			
12	Knowledge of climate and environmental risks ⁹			
13	ESG/Sustainability			
14	ICT, AI, technology, cybersecurity and digital innovation			
15	Accounting and financial reporting and interpretation of financial data			

⁶ For a description of the required skills, see also Annex 1 of the Guidelines (“Description of Skills”).

⁷ The term “**very advanced level**” of **skills** refers to an even more robust level of competence than the “advanced level” (see following note) in respect of certain most common skills (banking and financial markets, corporate governance and organizational structures, strategic guidelines and planning) and in respect of specific and strategic skills, also in light of discussions with the ECB (ICT, AI, technology, IT security and digital innovation, ESG/sustainability) as specified in paragraph 12 of the Guidelines.

⁸ The term “**advanced level**” of **skills** in relation to each subject, refers to: (i) with respect to **experience**, the **practical** and **professional** experiences effectively acquired at an executive or senior management level in relation to specific roles and over a significant period of time (at least five years in the last twenty); (ii) in relation to **knowledge**, knowledge is considered advanced when it has been acquired through specific training courses and accompanied by a recognized professional profile and/or achieved through the acquisition of practical experiences (including multi-year ones in strategic supervisory bodies), as appropriately represented and certified in the *curriculum*.

⁹ See for example “Guide on climate-related and environmental risks – Supervisory expectations for risk management and disclosure” European Central Bank, November 2020.

- “Banking and financial markets (knowledge of the business in which the Bank and the Montepaschi Group operate)”* acquired through¹⁰:

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- “Corporate governance and organizational structures”* acquired through:

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- “Guidelines and strategic planning”* acquired through:

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- “Management of corporate entities in managerial and/or entrepreneurial roles in complex contexts, including non-financial ones”* acquired through:

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- “Banking and financial regulation”* acquired through:

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.....

- “Risk Management”* acquired through:

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.....

.....

- “Internal control systems and other operational mechanisms”* acquired through:

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¹⁰ With reference to each of the declared skills, please report the candidate's "practical experience" as well as the means by which the "theoretical knowledge" claimed was acquired (see also Article 10 of MEF Decree 169), expressly indicating positions, certifications or other attestations (including those issued by third parties) that demonstrate the level of knowledge and/or experience gained/acquired in previous years.

“Knowledge of remuneration policies” acquired through:

.....
.....
.....

“Experience gained in coordinating, directing, or managing human resources” acquired through:

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.....
.....

“Banking and financial activities and products/ services” acquired through:

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.....
.....

“Insurance markets and products and related regulation” acquired through:

.....
.....
.....

“Knowledge of climate and environmental risks⁸” acquired through:

.....
.....
.....

“ESG/ Sustainability” acquired through:

.....
.....
.....

“ICT, AI, technology and cyber security and digital innovation” acquired through¹¹:

.....
.....
.....

¹¹ As already specified in the previous note 8, indicate the "theoretical knowledge" acquired in the specific IT field (e.g. master's degree, doctorate, certificates or other) and the "practical experience" gained in the specific IT field (e.g. professional activities, university teaching, managerial, executive or top management roles, other) also in order to demonstrate the advanced level of theoretical knowledge/practical experience declared in the table.

“Accounting and financial reporting and interpretation of financial data” acquired through:

.....
.....
.....

Yours faithfully,

Place, date

Signature

.....

.....

ANNEX 4

Privacy Notice pursuant to Articles 13 and 14 of EU Regulation 679/2016 "General Data Protection Regulation", hereinafter GDPR.

Banca Monte dei Paschi di Siena S.p.A. (hereinafter, for the sake of brevity, also the “**Bank**”), as Data Controller, informs you about the use of your personal data and the rights granted to you under the GDPR or the applicable national legislation (Legislative Decree no. 196/2003 “Personal Data Protection Code”, as amended by Legislative Decree no. 101/18), including the provisions of the Italian Data Protection Authority.

1. Source of Personal Data

The personal data acquired by the Bank are provided by you when completing the application form or contained in the *curriculum vitae* submitted in connection with your candidacy as a member of the corporate bodies of an MPS Group company.

2. Categories of personal data processed

For the purposes indicated below, the following categories of personal data may be processed:

- identification and contact information (such as, for example, name, surname, date of birth, tax code, address, etc.);
- data provided through the acquisition of the *curriculum vitae* and relating to previous work experience (such as, for example, positions held and any benefits, etc.);
- data certifying possession of the legal requirements for the assessment process of individuals who will be designated as members of the corporate bodies of subsidiaries, and, in particular, judicial data pursuant to Articles 10 of the GDPR and 2-*octies* of Legislative Decree no. 196/2003, suitable to reveal criminal records, pending charges, or the status of defendant or person under investigation pursuant to Articles 60 and 61 of the Code of Criminal Procedure; The legal basis for processing this data is compliance with the Data Controller's legal obligations;
- data that the Law defines as "special categories of data," as they may reveal religious beliefs, political party affiliation, trade union membership, or health status.

If personal data that is not relevant to the intended purpose is transmitted, in any manner or form, the Bank will refrain from using such information and will destroy it.

3. Purposes and legal basis of data processing

The data acquired is processed, in addition to fulfilling obligations required by law, regulations, EU legislation, and provisions issued by Authorities legally empowered to do so or by competent supervisory or oversight Authorities, in order to assess and verify the aptitudes, professional skills, reputation requirements, and absence of grounds for ineligibility for the appointment as a member of the corporate bodies of companies controlled by Banca Monte dei Paschi di Siena S.p.A. For these purposes, providing the aforementioned data is necessary to carry out the activities relating to the verification and assessment of the requirements; therefore, failure to provide personal data will result in the Bank's inability to comply with the regulatory requirements for the appointment and, consequently, to accept your candidacy. In this regard your consent to the processing of data is not required, since the legal basis legitimizing the processing is (i) the need for the Bank to have the data to assess the candidacy you spontaneously submitted, or (ii) the performance of the legal obligations connected to the submission of the candidacy, in the presence of appropriate safeguards for the fundamental rights and interests of the candidate.

4. Data processing methods

Your personal data is processed using paper, computer, electronic and telematic means, using methods strictly related to the purposes indicated above, in a manner that guarantees its security and confidentiality and, in any case, in compliance with adequate technical and organizational measures to ensure a level of security appropriate to the risk.

5. Categories of persons to whom the data may be disclosed

Your personal data may be disclosed to third parties appointed as data processors pursuant to Article 28 of the GDPR, of which the Bank avails itself for the assessment and selection of candidates or for processing related to those carried out by the Bank itself, always as part of personnel selection activities. Finally, the following categories of natural persons - authorized to process the data under the direct authority of the Data Controller or Data Processor - who, in connection with the performance of the duties assigned to them, need to access and process the data, may also have access to such data:

- Bank employees or those seconded to the Bank;
- interns, project workers;
- employees of the companies appointed as Data Processors;
- persons who may access the data in compliance with an obligation under laws, regulations, or other national or EU legislation, or pursuant to instructions issued by authorized authorities and/or in compliance with requests from supervisory Authorities (e.g., the Bank of Italy, the European Central Bank, etc.) and oversight Authorities.

6. Transfer of data abroad

To achieve the purposes related to the selection activities, your personal data may be transferred abroad, within and/or outside the European Union, always in compliance with the rights and guarantees provided by the applicable data protection legislation (Chapter V - Transfer of Personal Data to Third Countries or International Organizations of the GDPR).

This includes the application of Standard Contractual Clauses defined by the European Commission for transfers to third-party companies or verification of the presence of an adequacy assessment of the personal data protection system of the importing country.

7. Data retention period

Your data will be retained for the time strictly necessary to fulfill the purposes for which they were collected, in compliance with the statutory or other terms established by law for their retention, or for a longer period if retention is necessary to protect the Data Controller's rights.

8. Rights of the interested party

In relation to the processing described above, you are entitled to exercise the rights set forth in Article 15 et seq. of the GDPR, in particular the right to:

- **access**, *i.e.*, to obtain confirmation whether or not personal data concerning you exist, to know its origin, as well as the logic and purposes underlying the processing, the recipients or categories of recipients to whom the data may be disclosed, and to determine the retention period, if this can be defined;
- **rectify** inaccurate data;
- **erasure** (so-called “right to be forgotten”), if the data is no longer necessary for the purposes for which it was collected and subsequently processed, or if the data subject has withdrawn consent to the processing (where such consent is voluntary or there is no other legal basis for the processing);
- **restriction**, *i.e.*, the right to obtain from the Bank the restriction of access to personal data by all parties who have a service contract or an employment contract with the Bank. In some cases, the Bank reserves

the right to allow access to a limited number of individuals in order to guarantee the security, integrity, and accuracy of the aforementioned data;

- **portability**, *i.e.*, the right to receive personal data concerning the data subject in a structured, commonly used, and machine-readable format, with the option of transmitting them to another Data Controller. This right does not apply to non-automated processing (for example, paper archives or records); furthermore, only data processed with the data subject's consent and only if the data has been provided by the data subject are subject to portability;
- **objection**, *i.e.*, the right to object to the processing for reasons related to your particular situation;
- **lodge a complaint** with the Italian Data Protection Authority, Piazza Venezia no. 11 – 00187 Rome (garante@gpdp.it; telephone + 39 06 69677.1; fax + 39 06 69677.3785).

To exercise the above rights, the data subject may contact directly the branch at which the relationship is maintained and/or at which the execution of operations, including occasional ones, or the provision of services is requested, or at the following addresses:

Data Protection Officer

Via A. Moro n. 11/13 - 53100 Siena;

Fax 0577/296520

privacy@mps.it

responsabileprotezionedeidati@postacert.gruppo.mps.it

responsabileprotezionedati@mps.it

9. Data Controller and Data Protection Officer

The Data Controller is Banca Monte dei Paschi di Siena S.p.A., with registered office in Siena at Piazza Salimbeni no. 3. The Bank has appointed a Data Protection Officer (“**DPO**”), who supports the Data Controller (the Bank) in ensuring the proper processing of personal data. The DPO can be contacted using the contact details above.

ANNEX 5
PRIVACY STATEMENT
FIT AND PROPER PROCEDURE

PURPOSE AND LEGAL BASIS FOR THE PROCESSING OF PERSONAL DATA IN THE CONTEXT OF THE FIT AND PROPER PROCEDURE

The safety and soundness of a credit institution depend on the availability of appropriate internal organisation structures and corporate governance arrangements. Council Regulation (EU) No 1024/2013 of 15 October 2013 (**SSM Regulation**)¹² confers specific tasks on the European Central Bank (**ECB**) concerning policies relating to the prudential supervision of credit institutions on the basis of Article 127(6) of the Treaty on the Functioning of the European Union (**TFEU**).

For prudential supervisory purposes, the ECB is entrusted with the tasks in relation to credit institutions established in the participating Member States referred to in Article 4, within the framework of Article 6, of the SSM Regulation.

According to Article 4(1)(e) of the SSM Regulation, the ECB is to ensure compliance with the acts of the relevant Union law which impose requirements on credit institutions to have in place robust governance arrangements, including the **fit and proper requirements for the persons responsible for the management of credit institutions**. For the purpose of carrying out its tasks, pursuant to Article 16(2)(m) of the SSM Regulation, the ECB has also the supervisory power to remove at any time members from the management body of credit institutions who do not fulfil the requirements set out in the acts of the relevant Union law. Article 91(1) of **CRD IV**¹³ sets that members of the management body shall at all times be of sufficiently good repute and possess sufficient knowledge, skills and experience to perform their duties. Within the procedures for the supervision of significant supervised entities, Articles 93 and 94 of the **SSM Framework Regulation**¹⁴ lay down the rules on the assessment by the ECB regarding the compliance with the fit and proper requirements for persons responsible for managing credit institutions. In order to ensure that fit and proper requirements are met at all times, according to Article 94(2) of the SSM Framework Regulation the ECB may initiate a new assessment based on new facts if the ECB becomes aware of any new facts that may have an impact on the initial assessment of the concerned member of the management body.

DISCLOSURE OF PERSONAL DATA

All the required personal data is necessary to carry out the fit and proper assessment of members of management bodies of existing significant supervised entities. If not provided, the ECB may not assess whether the concerned managers comply with the fit and proper requirements, in order to ensure that credit institutions have in place robust governance arrangements. Therefore, it shall reject the appointment or request the dismissal of the concerned managers on that basis.

RECIPIENTS OR CATEGORIES OF RECIPIENTS OF THE PERSONAL DATA

¹² Council Regulation (EU) No 1024/2013 of 15 October 2013 conferring specific tasks on the European Central Bank concerning policies relating to the prudential supervision of credit institutions, OJ L 175, 14.6.2014.

¹³ Directive 2013/36/EU of the European Parliament and of the Council of 26 June 2013 on access to the activity of credit institutions and the prudential supervision of credit institutions and investment firms, amending Directive 2002/87/EC and repealing Directives 2006/48/EC and 2006/49/EC, OJ L 176, 27.6.2013.

¹⁴ Regulation (EU) No 468/2014 of the European Central Bank of 16 April 2014 establishing the framework for cooperation within the Single Supervisory Mechanism between the European Central Bank and national competent authorities and with national designated authorities, OJ L 141, 14.5.2014.

In the fit and proper procedure the personal data may be disclosed, on a need-to-know basis, to the NCAs' staff, the Joint Supervisory Teams' staff (ECB Directorate General – Micro-Prudential Supervision I or II), ECB Directorate General – Micro-Prudential Supervision IV staff (Authorisation Division), the Secretariat of the Supervisory Board and the members of the Supervisory Board and of the Governing Council of the ECB.

APPLICABLE RETENTION PERIOD

The ECB is to store personal data regarding fit and proper applications/notifications for a period of fifteen years; from the date of application or notification if withdrawn before a formal decision is reached; from the date of a negative decision or from the date the data subjects cease to be members of the management bodies of the supervised entity in the case of a positive ECB decision. In case of re-assessment based on new facts, the ECB is to store personal data for fifteen years from the date of the ECB decision. In case of initiated administrative or judicial proceedings, the retention period shall be extended and end one year after these proceedings are sanctioned by a decision having acquired the authority of a final decision.

APPLICABLE DATA PROTECTION FRAMEWORK AND DATA CONTROLLER

Regulation (EC) No 45/2001 of the European Parliament and of the Council of 18 December 2000 on the protection of individuals with regard to the processing of personal data by the Community institutions and bodies and on the free movement of such data¹⁵ is applicable to the processing of personal data by the ECB. For the purposes of Regulation (EC) No 45/2001, the ECB shall be the Data Controller.

DATA SUBJECT RIGHTS

The data subjects of the processing of personal data by the ECB for the mentioned prudential supervisory purpose have access rights to and the right to rectify the data concerning him or herself according to Article 9 of the ECB Decision of 17 April 2007 adopting implementing rules concerning data protection at the ECB (ECB/2007/1)¹⁶.

POINT OF CONTACT

In case of queries or complaints regarding this processing operation, you can contact the Data Controller at Authorisation@ecb.europa.eu, and/or the National Competent Authority at Servizio.sb1.gruppi_bancari3@bancaditalia.it and liberato.intonti@bancaditalia.it.

Equally, you also have the right to have recourse at any time to the European Data Protection Supervisor. The data subjects also have the right to recourse at any time to the European Data Protection Supervisor: <https://secure.edps.europa.eu/EDPSWEB/edps/lang/en/EDPS>.

Date,

Signature

¹⁵ OJ L 8, 12.1.2001.

¹⁶ OJ L116, 4.5.2007.

TEMPLATE

“Letter from the Shareholder for the filing of the list for Board of Directors’ appointment and declaration regarding the connection relationships”

To
BANCA MONTE DEI PASCHI DI SIENA S.P.A.
Direzione *Group General Counsel*
Legale e Societario
Piazza Salimbeni 3
53100 - SIENA

Sent

[through certified mailing address] to bancamps.settoreaffarisocietari@postacert.gruppo.mps.it

Subject: Ordinary Shareholders' Meeting of Banca Monte dei Paschi di Siena S.p.A. of 15 April 2026.

➤ **Filing of the List for the appointment of the members of the Board of Directors.**

With reference to the filing of the list of candidates for the office of members of the Board of Directors of Banca Monte dei Paschi di Siena S.p.A. for the financial years 2026-2027-2028,

▪ The undersigned Shareholder, VAT number (or Tax Code), having its registered office in (*or resident in*), Street....., n., Postal code....., holder of no..... ordinary shares of Banca Monte dei Paschi di Siena S.p.A., equal to% of the ordinary share capital,

or

▪ The undersigned Shareholders:

-, VAT number (or Tax Code), having its registered office in (*or resident in*), Street, no....., Postal code.....,

-VAT number (or Tax Code), having its registered office in (*or resident in*), Street, no., Postal code.....

-VAT number (or Tax Code), having its registered office in (*or resident in*), Street, no., Postal code.....

collectively holding no. ordinary shares of Banca Monte dei Paschi di Siena S.p.A., equal to..... % of the ordinary share capital,

SUBMITS/SUBMIT

▪ pursuant to Article 15 of the By-Laws of Banca Monte dei Paschi di Siena S.p.A. (hereinafter also “**BMPS**” or the “**Bank**”), also taking into account the “*Guidelines for shareholders on the qualitative and*

quantitative composition of Banca Monte dei Paschi di Siena S.p.A.” (“*Orientamenti per gli azionisti relativi alla composizione quali-quantitativa di Banca Monte dei Paschi di Siena S.p.A.*”), published on the Bank’s institutional website www.gruppomps.it/en – Corporate Governance section – Shareholders’ Meeting and BoD, according to the terms and procedures indicated in the Notice of Call for the Shareholders’ Meeting, the following list for the appointment to the office of Director¹:

1.
.....;
2.
.....;
3.
.....;
4.
.....

[The undersigned Shareholder /Shareholders] furthermore

DECLARES/DECLARE

- not to have any connections and/or significant relationships, also pursuant to CONSOB Communication no. DEM/9017893 of 26 February 2009, with Shareholders holding, including jointly, a controlling interest or a relative majority interest as provided for by Articles 147-ter, paragraph 3, of Legislative Decree no. 58/98 (“**TUF**”) and 144-*quinquies* of the Issuers' Regulation approved with resolution 11971/99 (“**Issuers' Regulation**”) and, more generally, by the By-Laws and the applicable legislation;
- with reference to Consob's Attention Notice no. 1/22, the absence of any connections with the list submitted by the Board of Directors;
- to have [*with the Shareholders of Banca Monte dei Paschi di Siena S.p.A. holding, including jointly, a controlling interest or relative majority interest*] and/or [*with the list submitted by the Board of Directors*], the following connection relationships (as defined by CONSOB Communication no. DEM/9017893 of 26 February 2009):
 -
.....;
 -
.....

¹ PLEASE NOTE: Please complete the list with the proposed candidates and specifically indicate whether each candidate meets the independence requirements set forth in the TUF, MEF Decree 169, and the Corporate Governance Code (required information); please indicate your candidate for the office of Chairperson of the Board of Directors (optional).

With regard to the above-listed relationships, where one or more are deemed not significant, the following reasons are indicated – separately for each – for which it is believed that they do not give rise to the connection relationships provided for by the applicable legislative and regulatory provisions:

-
-

The following are attached:

- a) curricula vitae containing the personal and professional characteristics of each individual candidate and the list of management and control positions held in other companies, along with the competence acquired and experience gained in the relevant areas and subjects;
- b) Declaration by each individual candidate of acceptance of the candidacy, of the absence of any grounds for incompatibility or ineligibility, and of the possession of the requirements and compliance with the fit and proper requirements prescribed for the office by applicable laws and regulations and by the By-Laws of BMPS, in accordance with the template made available;
- c) Declaration by the candidates indicated in the list as independent, certifying the existence of the independence requirements pursuant to Articles 147-ter and 148, paragraph 3, of Legislative Decree No. 58/98 (Consolidated Law on Finance - T.U.F.), Article 13 of Ministerial Decree No. 169 of December 15, 2020, and the Corporate Governance Code, in accordance with the template made available.

Finally, it is specified that the certification attesting ownership of the minimum shareholding required for the submission of the list for the appointment of the members of the Board of Directors pursuant to Article 15 of the By-Laws, issued by the authorized intermediary pursuant to Article 43 of the *Consolidated Regulation on Post-Trading issued by CONSOB and the Bank of Italy* on 13 August 2018, as amended (containing the regulations for central counterparties, central securities depositories, and centralized management activities) [please tick the appropriate box below]:

- is attached in copy to this letter; or
- has been requested and will be transmitted to Banca Monte dei Paschi di Siena S.p.A. - in the manner established by applicable legislation - by 25 March 2026, the deadline for the publication of the lists by the Bank.

Yours faithfully,

Place, date

Signature

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