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## PRESS RELEASE

### **BANCA MPS: COMPLETION OF THE EXERCISE PERIOD FOR THE OPTION RIGHTS PURCHASED DURING THE AUCTION**

#### **POST-AUCTION OF THE UNEXERCISED RIGHTS THE PARTICIPATION TO THE SHARE CAPITAL INCREASE RISES TO 96.3%; TO THE CONSORTIUM OF BANKS AND ALGEBRIS THE REMAINING SHARES**

*Siena, 3 November 2022* - Further to the press release of yesterday, 2 November 2022, Banca Monte dei Paschi di Siena S.p.A. ("**BMPS**") announces that today ended the period for the exercise of the option rights purchased during the auction on Euronext Milan (the "**Unexercised Rights**"), as a result of which no. 29,465,590 newly issued BMPS ordinary shares were subscribed for a total amount of Euro 58,931,180.

The 96.3% quota of the capital increase was reached post the exercise of the rights purchased at the auction and corresponds to a total of no. 1,203,123,666 shares due to the Ministry of Economy and Finance ("**MEF**"), in relation to the quota already held and, to institutional and private investors.

The remaining no. 46,541,982 newly issued shares - for a countervalue of Euro 93,083,964 (equal to 3.7% of the capital increase) - will be subscribed by the banks of the underwriting syndicate, namely BofA Securities Europe S.A., Citigroup Global Markets Limited, Credit Suisse Bank (Europe) S.A., Mediobanca - Banca di Credito Finanziario S.p.A., as joint global coordinators, and Banco Santander, S.A., Barclays Bank Ireland PLC, Société Générale and Stifel Europe Bank AG, as joint bookrunners, as well as by Algebris.

The notice about the successful subscription of the newly issued shares from the Capital Increase will be provided to the public by BMPS through a dedicated press release by the market opening on 4 November 2022.

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*This press release is available at [www.gruppomps.it](http://www.gruppomps.it)*

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This press release has been prepared on the assumption that any offer of securities referred to herein will be made in any member state of the European Economic Area (“**EEA**”) where the Prospectus Regulation (each a “**Relevant Member State**”) will be made on the basis of a prospectus approved by the competent authorities and published in accordance with the Prospectus Regulation and/or pursuant to an exemption under the Prospectus Regulation from the requirement to publish a prospectus for offers of securities (the “**Permitted Public Offering**”). Accordingly, any person making or intending to make an offer of securities in a Relevant Member State other than the Permitted Public Offering may do so only in circumstances where there is no requirement for BMPS or any of its consolidated subsidiaries or any of the Guarantors or the placers to publish a prospectus pursuant to Article 3 of the Prospectus Regulations or a prospectus supplement pursuant to Article 23 of the Prospectus Regulations in connection with such offer.

Solely for the purposes of the product governance obligations provided for: (a) in Directive 2014/65/EU on markets in financial instruments, as amended (“**MiFID II**”); (b) in Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) by national transposition measures (together the “**MiFID II Product Governance Obligations**”), and disclaiming all and any liability that may arise in contract, tort or otherwise to any “producer” (within the meaning of the MiFID II Product Governance Obligations) in connection with such obligations, the option rights and New Shares have been subject to a product approval process, which has identified the option rights and New Shares as: (i) compatible with an ultimate target market of retail investors and investors who meet the requirements of “professional clients” and “eligible counterparties” as respectively defined under MiFID II; and (ii) reserved for distribution through all distribution channels as permitted under MiFID II (the “**Reference Market Assessment**”). Notwithstanding the Reference Market Assessment, distributors should take into consideration that: the price of the option rights and New Shares (as defined in the materials relating to the Offering) could fall and investors could lose all or part of their investment; the option rights and New Shares do not guarantee any return or any protection of the invested capital; and an investment in the option rights and the New Shares is compatible only with investors who do not require a guarantee of return or protection of invested capital who (whether on their own or with the support of a financial or other adviser) are capable of assessing the merits and risks involved in such an investment and who have sufficient resources to bear any loss that may result. The Reference Market Assessment is without prejudice to any restrictions, contractual, legal or regulatory, provided in connection with the Offering. Furthermore, it should be noted that, notwithstanding the Reference Market Assessment, the Guarantors will only procure investors who meet the criteria of professional clients and eligible counterparties. In particular, the Reference Market Assessment does not constitute: (a) an assessment of suitability or eligibility for MiFID II purposes; or (b) a recommendation addressed to any investor or group of investors to invest in or purchase, or engage in any transaction with respect to, the option rights and the New Shares. Each distributor is responsible for making its own assessment of the relevant market in relation to the option rights and the New Shares and determining the appropriate channels of distribution.

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“**Prospectus Regulation**” means Regulation (EU) 2017/1129 (that Regulation and its amendments, together with any delegated acts and implementing measures). This document is a press release and not a prospectus within the meaning of the Prospectus Regulation. A prospectus meeting the requirements of the Prospectus Regulations has been published.

**For further information:**

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