

Q1 2020 Group Results Presentation

7 May 2020

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This presentation includes both accounting data (based on financial accounts) and internal management data (which are also based on estimates).

Mr. Gianpietro Val, as the manager responsible for preparing the Bank's accounts, hereby states pursuant to Article 154-bis, paragraph 2 of the Financial Consolidated Act that the accounting data contained in this presentation correspond to the documentary evidence, corporate books and accounting records.



METHODOLOGICAL NOTES

- Before 31/03/2020, the impact of the PPA (Purchase Price Allocation) of the business combinations of the former Banca Popolare di Milano Group and of the former Banca Popolare Italiana and Banca Italease Groups, was split and registered under the following items: "Net interest income", "Other net operating income" and "Tax on income from continuing operations". Starting from Q1 2020, the aggregated impact net of tax of this PPA has been regrouped and reclassified in one new single P&L Item: "PPA after tax"; the previous quarters of 2019 have been reclassified accordingly.
- Due to the change of the valuation criteria applied to the Group's properties and artworks, starting from 31/12/2019, a new item called «Profit & Loss on Fair Value measurement of tangible assets» has been introduced in the reclassified P&L scheme as at 31/12/2019. In this item, also the depreciations of properties previously accounted in the item "Amortisation & Depreciation" within the "Operating Costs" have been reclassified, restating accordingly all the previous quarters of 2019 for coherence. Furthermore, considering that the new accounting principle does not foresee for the amortisation of investment properties, the amortisation on such assets in the first three quarters of 2019 has been cancelled; as a consequence, the Item "Amortization and Depreciation" as well as the net result of the first three quarters of 2019 have been re-determined.
- It is also reminded that, on 16 April 2019, Banco BPM accepted the binding offer submitted by Illimity Bank S.p.A. and regarding the sale of a portfolio of Leasing Bad Loans. More in detail, the disposal concerns a portfolio for a nominal value of about €650 million at the cut-off date of 30th June 2018, mainly composed of receivables deriving from the active and passive legal relationships related to leasing contracts classified as bad loans, together with the related agreements, legal relationships, immovable or movable assets and the underlying contracts. The closure of the operation is subject to precedent conditions that are customary for transactions of this kind, including the notarial certification for the transferability of the assets, and shall be executed in various phases, with the conclusion expected by mid-2020. Starting from Q2 2019, the loans subject to this transaction (€607m GBV and €156m NBV as at 30/06/2019) have been reclassified as discontinued operations according to the IFRS5 standard. As at 31/03/2020, the residual amount of these loans stood at €312m GBV and at €93m NBV.
- Please note that, on 4 April 2020, the Annual Shareholders' Meeting of Banco BPM didn't discuss and vote on item 2 of the agenda (Resolutions on the allocation and distribution of profits); this is in order to acknowledge the guidelines provided by the ECB on 27 March 2020, with which, in order to strengthen the capital resources of relevant banks subject to its monitoring, and in order to be able to make use of the more extensive resources in support of households and businesses in the current situation brought about by the ongoing Covid-19 health emergency, it requested the banks, inter alia, not to proceed with the payment of dividends (still not approved) and not to assume any irrevocable commitment for their payment for the years 2019 and 2020 at least until 1 October 2020. The capital ratios included in this presentation are calculated coherently with this decision, i.e. including the entire net income as at 31/12/2019. Furthermore, the ratios as at 31/03/2020 are here reported including also the net income of the Q1 2020.



Agenda

| 1. | Banco BPM's reaction to Covid-19 emergency | 4 |
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| 2. | Key Q1 2020 Performance Highlights | 14 |
| 3. | Performance Details: | 34 |
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COVID-19 EMERGENCY: KEY FOCUS AREAS

CUSTOMERS

The adoption of **new**, **digital-based models of customer interaction** has allowed the Group to stay close to its
customer base, providing services with **safety** in the current
phase of emergency

EMPLOYEES

New patterns of agile work
have allowed the Group to test
business continuity, while at the
same time ensuring highest
safety to all its employees, who
have effectively demonstrated
a strong degree of resilience
and capacity of adaptation



SERVICES

Strengthened use of the digital banking channel, also through the proposition of new instruments and solutions, in line with the general current situation and future market requirements

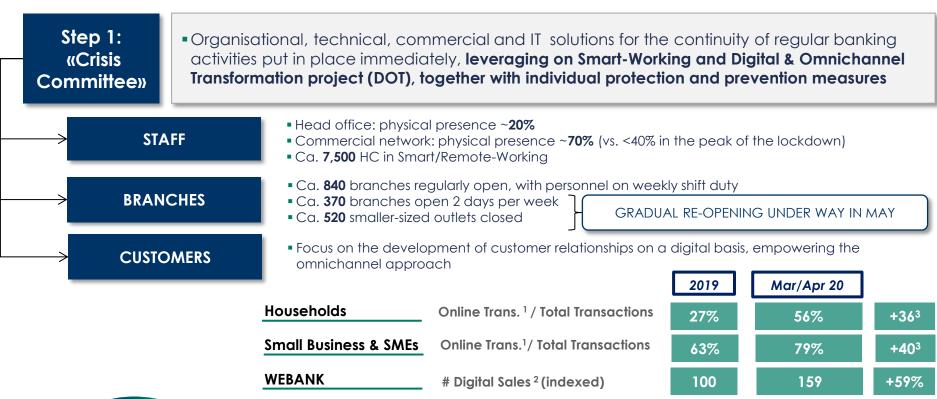
ACCELERATION OF DIGITAL AND OMNICHANNEL BANKING, WITH NEW WAYS OF WORKING AND DOING BUSINESS:

AN ADVANTAGE FOR THE 'NEW NORMAL' ENVIRONMENT



COVID-19 EMERGENCY: STRATEGIC APPROACH ADOPTED (1/2)

Highlights on Step 1: «Crisis Committee»





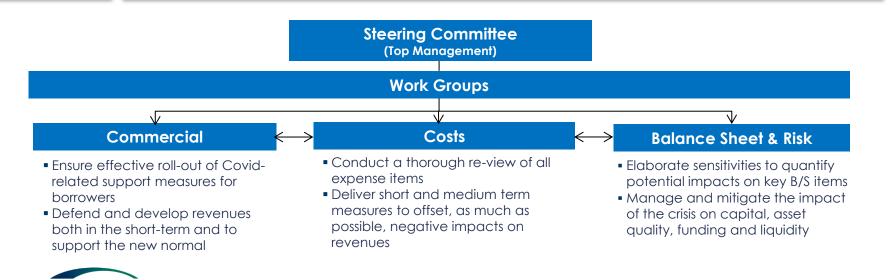
COVID-19 EMERGENCY: STRATEGIC APPROACH ADOPTED (2/2)

Highlights on Step 2: «Project Reaction»

Step 2: «Project Reaction»

BANCO BPM

- Three dedicated working groups established in March, <u>coordinated</u> by a Steering Committee chaired by the CEO
- Flexible and project-based set-up adopted, aimed at ensuring a well coordinated approach in daily managerial decisions



BUSINESS DEVELOPMENT OUTLOOK

Banco BPM is ready to tackle the phase of Relaunch and to pave the way for the "New Normal"

channels

March April Phase 1 **EMERGENCY Emergency Management** Focus on continuity of the banking business Active communication with customers and employees, including the delivery mode of services and the creation of appropriate safety standards Development of digital-based assistance to customers

May June Phase 2 Phase 3 RELAUNCH «NEW NORMAL» Provide financing to the economy Full re-activation of commercial Full-scale exploitation of MCC and SACE initiatives... opportunities Continued support to client base: Banco ... duly fine-tuned to BPM as reference partner for a new start take account of the behaviour and the **CRM and Customer Engagement** needs that emerge in Relaunch of targeted commercial the post-Covid phase initiatives (households and businesses) Review of service offer to respond

effectively to customers' priority needs Ongoing support to customers in their active use of digital-based distribution

> GRADUAL RETURN TO FULL COMMERCIAL CAPACITY: PHYSICAL PRESENCE FROM 40% TO 70%



July

MATERIAL AND CONCRETE SUPPORT TO ITALIAN ECONOMY

Measures activated by the Government and by Banco BPM

| MEASURE | TARGETS | REQUESTS | RECEIVED |
|--|-----------------------------------|---------------------|--|
| MEAGORE | TAROLIS | Number | Amount |
| MORATORIA (Cure Italy Decree and other) | ENTERPRISES & HOUSEHOLDS | ~70,000 received | ~€1.8bn of suspended instalments |
| | | REQUESTS | RECEIVED |
| | | Number | Potential Amount |
| BANCO BPM PLAFOND LIQUIDITY EMERGENCY (up to €5bn, o/w €3bn to Corporates, €1bn to Self-Employed, €1bn to Retailers) | ENTERPRISES (incl. Self-Employed) | ~4,000 | ~€1.2bn |
| LIQUIDITY DECREE (art. 1 & art. 13) | | | |
| • STATE-BACKED NEW LOANS UP TO €25K (100% guaranteed) | ENTERPRISES (incl. Self-Employed) | >35,000 | ~€0.8bn |
| OTHER STATE-BACKED NEW LOANS | ENTERPRISES | EXPECTE | D PIPELINE |
| - SACE | | ~120 | ~€1.6bn |
| - SME Fund - SMEs - Corporates | | ~6,000 ~400 | ~€1.5bn ~€0.8bn |

- The very vast majority of the moratoria files are "Ex lege"
- Dedicated commercial efforts activated to provide adequate level of financing to our customers, leveraging on public support measures
- Strong focus on clients classified in intermediate risk categories

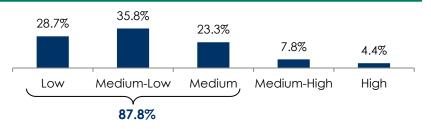


PERFORMING CUSTOMER LOAN BOOK ANALYSIS AS AT 31/03/20

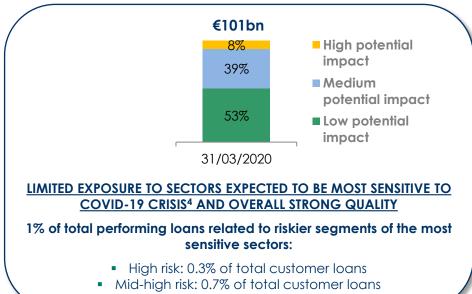
Customer loans (GBV) breakdown¹



Performing portfolio: EAD by risk categories²



Customer loans breakdown by sectors: focus on sensitivity to Covid³



Internal management data. Note: 1. GBV of on balance-sheet performing exposures, excluding the GACS Senior Notes. Financial Corporate include ca. €5bn of REPOs with CC&G. 2. Includes all performing customer loans subject to the internal rating process (AIRB). Based on 11 rating classes for rated performing loans. 3. Elaborations including Cerved estimates on turnover trend in 2020 factoring the Covid-19 crisis. 4. Sectors for which Cerved expects the higher decrease in turnover for 2020 due to the Covid-19 crisis: Transport & storage services, Accomodation, Restaurants & Travel, Textile fibers & Leather, Automotive trade and Means of transport.



FURTHER SUPPORT TO LOCAL COMMUNITIES

- Donations for >€3.5m (o/w: >€1m directly from Chairman, CEO, Board/Audit Members and top management) for hospitals and no profit
 into the fight against Covid-19
- <u>Fund raising</u> involving colleagues, together with Banco Alimentare and Caritas, in favor of people weakened by the economic emergency
- Crowdfunding project involving third-party stakeholders of the territory, supporting several local social projects

DONATIONS



COMUNICATO STAMPA

GRUPPO BANCO BPM PER IL CONTRASTO ALL'EMERGENZA COVID-19

Donazioni superiori a 2,5 milioni di euro destinati a progetti in: Lombardia, Piemonte, Veneto, Emilia Romagna, Toscana, Lazio

Inoltre, Presidente, AD, membri del board, del collegio sindacale e management contribuiscono per un ammontare complessivo superiore a 1 milione di euro a favore di attività sociali

Avviata anche una campagna di raccolta fondi da parte del personale del Gruppo

Parte una piattaforma di crowdfunding per finanziare 12 progetti che rispondano alle esigenze

EMPLOYEE FUND RAISING



CROWDFUNDING





CONSIDERATIONS ON THE STRATEGIC PLAN

- The assumptions on which the Plan's key targets are based do not take into account the consequences of the Covid-19-related lockdown, which was introduced shortly after the Plan's approval. It follows that key targets will have to be updated on the basis of new assumptions
 - Banco BPM will, therefore, review its Strategic Plan once there is better visibility and clarity on the evolution of the future scenarios
- While revenues are set to be impacted by the Covid-19 emergency, the Bank is ready and determined to adapt its strategic approach, leveraging on its flexibility in operating costs:
 - Closure of a higher number of branches
 - Postponement of part of the envisaged investments and review of projects
 - General review of cost containment actions (personnel and administrative expenses)
 - As expected, asset quality has improved further in Q1 2020, with underlying physiological cost of risk (53bps) better than forecasts
- Nonetheless, in the light of the current environment¹, Banco BPM has decided to increase its provisions on performing loans, as a move to anticipate the impact of the worsening scenario, which will be reassessed once a clearer picture on the economic environment is available



COVID-19 SCENARIOS: CONSERVATIVE ASSESSMENT WITH FULL RECOGNITION OF ACCOUNTING AND REGULATORY GUIDELINES

ACCOUNTING AND REGULATORY CONTEXT

- IASB recommends to apply scenarios over the expected life of financial instruments, considering the impact of Government support measures. Use of post-model adjustments and overlays is admitted¹
- ECB expects that "banks give a greater weight to long-term macroeconomic forecasts [...] when estimating long-term expected credit losses for the purpose of IFRS 9 provisioning policies"²
- ECB statement has been explicitly backed by ESMA³, which highlighted that in these scenarios the mitigating impact of public support measures has to be taken into account

2. EFFECT OF PUBLIC **KEY STEPS** 1. GDP SIMULATION **SUPPORT MEASURES** Run satellite models fed with Assess the mitigating multiple scenarios impact of public auarantees and Multi-scenario simulation moratoria on PDs & LGDs 9% 6% 3% 0% MAIN **ECL** impact -3% **ELEMENTS** Covid 1 €70m -6% Covid 2 -9% Covid 3 -12% 2020 2021 long term

Notes: 1. IFRS - Document to support the consistent application of requirements in IFRS Standards 27 March 2020 2. FAQs on ECB supervisory measures in reaction to the Coronavirus 3. ESMA Public statement of 25 March 2020 (ESMA32-63-9519)



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SOLID Q1 2020 PERFORMANCE

(1/2)

In line with the pre-Covid 19 management expectations

| PROFITABILITY | PRE-TAX PROFIT NET INCOME | Q1 2020 €310m €152m | Q4 2019 €121m €96m | Q1 2019 €252m €155m |
|------------------|---------------------------|---------------------------|---------------------------|--|
| | | 31/03/20 | DELTA Y/Y | |
| CUSTOMER VOLUMES | CORE PERF. LOANS | €94.0bn | +4.2% | Commercial Network (April vs. March) ¹ : |
| | C.A. & DEPOSITS | €90.2bn | +8.2% | Loans +1.1% Core Funding +2.0% |
| | | 31/03/20 | 31/12/19 | 31/03/19 |
| | NET NPE RATIO | 5.0% | 5.2% | 6.2% |
| RISK PROFILE | GROSS NPE RATIO | 8.8% | 9.1% | 10.4% |
| | TEXAS RATIO ² | 50.1% | 52.3% | 71.3% |

Notes: 1. Internal Management Data of the Commercial Network; Refer to Gross performing Customer Loans and to Core Direct Funding excluding bonds and REPOs. 2. Net NPEs over Tangible Net Equity (Shareholders' Net Equity - Intangible assets).



SOLID Q1 2020 PERFORMANCE

(2/2)

In line with the pre-Covid 19 management expectations

TOT. LIQUID LCR **NSFR SECURITIES** LIQUIDITY & FUNDING >100% €30.5bn 148% MDA BUFFERS CET 1 (with CRD V rules) 14.4% +490bps PHASED-IN **CAPITAL AND BUFFERS** 12.9% **FULLY LOADED** +307bps MDA Buffers exclude benefit from temporary relief **REGULATORY** measures (e.g. waiver of the 250bps CCB) RELIEF MEASURES Expected one-year shift forward of a material part of the



regulatory headwinds estimated in the Strategic Plan

Q1 2020 QUARTERLY P&L RESULTS

| | Q1 2019 | Q4 2019 | Q1 2020 | Chg. q/q | Chg. y/y |
|---------------------------------|----------|----------|---------|----------|----------|
| | Restated | Restated | | | |
| NII | 499.2 | 474.0 | 474.1 | 0.0% | -5.0% |
| FEES & COMMISSIONS | 434.5 | 462.2 | 440.6 | -4.7% | 1.4% |
| NET FINANCIAL RESULT | 72.3 | 207.4 | 206.8 | -0.3% | n.m. |
| TOTAL INCOME | 1,067.0 | 1,193.5 | 1,160.5 | -2.8% | 8.8% |
| STAFF COSTS | -425.9 | -437.1 | -419.0 | -4.1% | -1.6% |
| OTHER ADMIN .COSTS | -167.0 | -149.8 | -154.6 | 3.2% | -7.4% |
| D&A | -63.3 | -69.3 | -61.4 | -11.4% | -3.1% |
| OPERATING COSTS | -656.2 | -656.1 | -635.0 | -3.2% | -3.2% |
| PROFIT FROM OPERATIONS | 410.8 | 537.4 | 525.5 | -2.2% | 27.9% |
| LLPs | -152.0 | -220.5 | -213.2 | -3.3% | 40.3% |
| OTHER ¹ | -6.9 | -195.7 | -2.7 | n.m. | n.m. |
| PRE-TAX PROFIT | 252.0 | 121.2 | 309.6 | n.m. | 22.9% |
| TAX | -53.7 | -26.6 | -93.8 | n.m. | 74.7% |
| SYSTEMIC CHARGES (net of taxes) | -41.6 | -4.5 | -57.5 | n.m. | 38.2% |
| NET INCOME BEFORE PPA | 157.9 | 99.4 | 158.2 | 59.1% | 0.2% |
| PPA AFTER TAX | -2.5 | -3.7 | -6.6 | 79.9% | n.m. |
| NET INCOME | 155.4 | 95.8 | 151.6 | 58.3% | -2.4% |

Q1 2020 COMMENTS

Q1 2020 NFR includes valuation effect:

- on own liabilities of € 206m, or €171m (~€115m post tax) after having reabsorbed the level at YE 2019
- on assets of -€31m

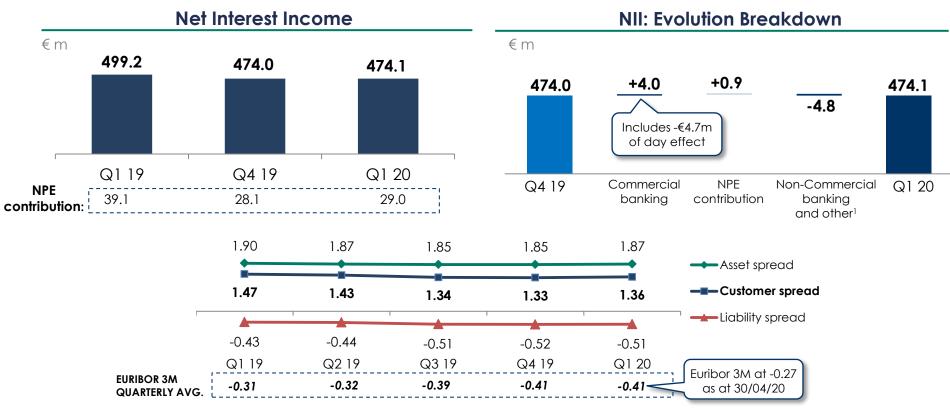
Physiological CoR at 53bps and up at 79bps when including the decision to increase the generic provisions on performing loans of +€70m (~€47m post tax), anticipating the impact of the macroeconomic crisis (Covid-19)

Higher **Systemic Charges** for €16m (post tax) y/y



P&L restated with PPA reclassified at bottom line. Notes: 1.Other includes: Profit (loss) on FV measurement of tang. assets, Net adj. on other financial assets, Net provisions for risks & charges, Profit (loss) on the disposal of equity and other investments.

NET INTEREST INCOME: HIGHLIGHTS



Notes: 1. Non-commercial banking includes: financial activities, Hedging, interest on Bonds (Retail and Institutional), other elements and one-offs.



VOLUMES AT A GLANCE

Solid commercial performance. Indirect Funding negatively impacted by market turmoil

| €bn | 31/03/2019 | 31/12/2019 | 31/03/2020 | % chg.Y/Y | % chg. Q/Q | |
|--|------------|------------|------------|-----------|------------|---|
| Net Performing Customer Loans | 99.9 | 100.3 | 102.6 | 2.7% | 2.3% | Resilient trend confirmed also in |
| o/w: Core Performing Customer Loans ¹ | 90.2 | 91.1 | 94.0 | 4.2% | 3.1% | April with performing loans of |
| - Medium/Long - Term Loans | 60.6 | 62.5 | 64.4 | 6.2% | 3.0% | the Commercial Network: |
| - Current Accounts | 10.7 | 10.5 | 10.4 | -2.1% | -0.6% | +1.1% vs. March ³ |
| - Other Loans | 18.9 | 18.1 | 19.2 | 1.4% | 5.9% | |
| Direct Funding ² | 103.1 | 108.9 | 111.5 | 8.2% | 2.4% | Strong support from core |
| C/A & Deposits (Sight + Time) | 83.4 | 87.8 | 90.2 | 8.2% | 2.7% | funding base confirmed also in April, with Core Direct Funding |
| Bonds | 14.0 | 16.1 | 16.6 | 18.8% | 3.2% | of the Commercial Network: |
| Certificates | 3.7 | 3.2 | 3.0 | -17.6% | -6.8% | +2.0% vs. March ³ |
| Other | 2.1 | 1.8 | 1.7 | -17.9% | -5.6% | +2.0% vs. Maich |
| Indirect Funding ³ | 89.8 | 89.7 | 82.2 | -8.4% | -8.4% | Indirect Funding decrease in |
| o/w: AUM | 57.0 | 58.3 | 54.1 | -5.1% | -7.3% | Q1 purely due to market effect |
| - Funds & Sicav | 37.4 | 39.0 | 35.0 | -6.5% | -10.5% | -€8.1bn for the total, |
| - Bancassurance | 14.9 | 15.4 | 15.3 | 2.8% | -0.5% | o/w -€4.0bn for AUM |
| - Managed Accounts & Funds of Funds | 4.7 | 3.9 | 3.8 | -19.1% | -1.9% | AUM +2.2% end-April vs. March |

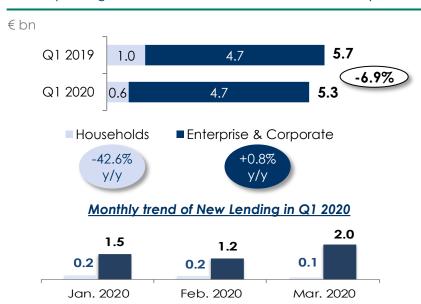
Notes: 1. Exclude GACS senior notes, REPOs and Leasing. 2. Restated excluding REPOs and including Capital-Protected Certificates. 3. Restated excluding Capital-Protected Certificates from AUC. 3. Internal Management Data of the Commercial Network. Refer to gross performing customer loans and to Core Direct Funding excluding bonds and REPOs.



SOUND LENDING PERFORMANCE OF THE NETWORK

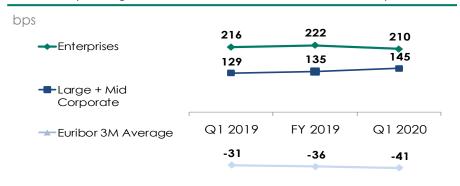
€5.3bn New Loans in Q1 2020

(Management data of the commercial network¹)



All-In Rates of the New M/L-Term Lending to Main Corporate Segments²

(Management data of the commercial network)



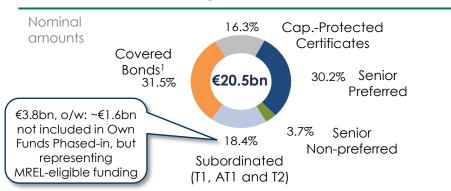
 Satisfactory performance in new M/L-Term lending to Enterprises and Corporate contributes to customer loan growth in Q1

Notes: 1. Include M/L-term Mortgages (Secured and Unsecured), Personal Loans, Pool, ST/MLT Structured Finance. Exclude Agos and Profamily volumes sold by the network, but not consolidated by the Group. 2. All-in rates include commission income related to insurance policies, interest rate hedges and loan granting fees. Does not include volumes related to Structured Finance.



STRONG AND WELL DIVERSIFIED BOND FUNDING

Bond funding as at 31/03/2020



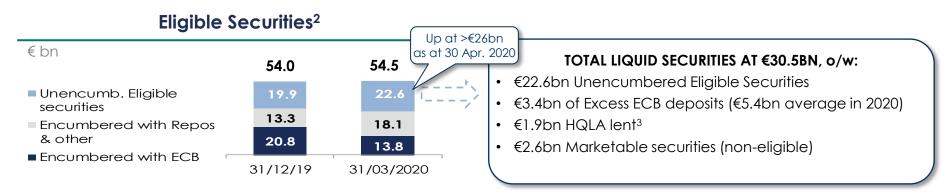
- Total bonds outstanding at €20.5bn
- Very manageable amount of wholesale bond maturities in 2020 (€2.4bn), considering €1.15bn already issued in Q1 2020 and the strong liquidity position (with unencumbered eligible assets at €22.6bn, highly exceeding total bonds outstanding)
- New Senior Non Preferred successfully issued in Q1 2020, for a total of €750m, with a spread of 193bps

Q1 2020: €1.15bn already issued, 47% of wholesale bond maturities of the year

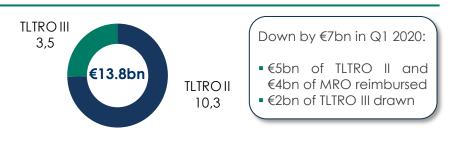




STRONG LIQUIDITY POSITION: LCR 148% & NSFR > 100%¹



ECB exposure breakdown as at 31/03/2020



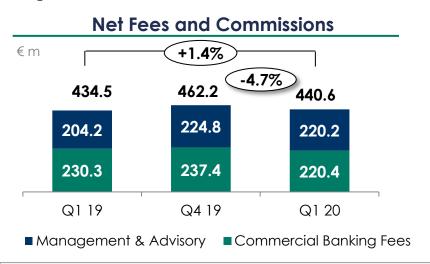
- Sizeable funding contribute also from long-term bilateral refinancing operations at €3.4bn euro (net of haircuts), with an average maturity of 2 years
- Still large potential room for TLTRO III, with maximum take-up of €35.7bn (+€21.9bn vs. current combined TLTRO exposure)

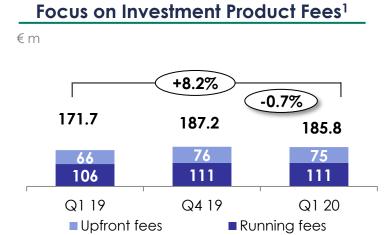
Internal management data, net of haircuts. ECB exposure net of the accrued interest

Notes: 1. LCR and NSFR of Q1 2020. 2. Includes assets received as collateral. 3. Refers to securities lending (uncollateralized high quality liquid assets).



Q1 2020: NET FEES AND COMMISSIONS





- Net fees and commission at €440.6m dropped by 4.7% Q/Q, due to:
 - the decrease in commercial banking fees (-7.2% Q/Q), mainly due to a particularly strong commission contribution from pools and structured financing registered in Q4 19 (ca. -€11m q/q) and to lower volumes and pricing of other loans (ca. -€3m q/q).
 - lower investment product placement (advisory and management fees: -2.0% Q/Q)
 - lockdown measures on Covid-19 adopted in March 2020
- Net fees and commission increased by 1.4% Y/Y, mainly thanks to the stronger activity on investment product placements (advisory and management fees)

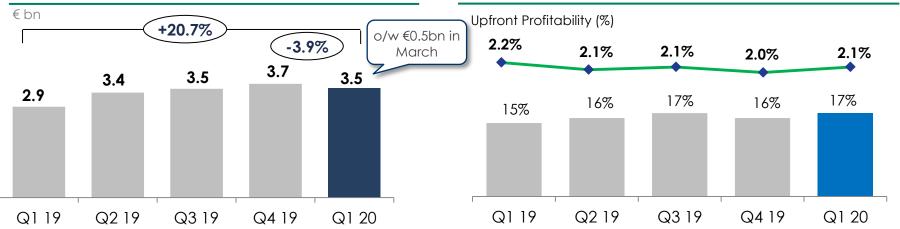
Notes: 1. Internal management data of the Commercial Network regarding the breakdown of running and upfront fees on investment products.



GROWTH IN INVESTMENT PRODUCT PLACEMENTS

Investment product placements volumes¹

Share of investment product Upfront fees on Total Net Fees & Commissions



- In Q1 2020, investment product placements stand at €3.5bn (vs. €3.7bn in Q4 2019 and €2.9bn in Q1 2019), notwithstanding a slowdown in March volumes ,following the Covid-19 lockdown measures
- Q1 2020 sees a confirmed resilience in the contribution from the upfront component of investment products, which represents about 17% of total Net fees and commissions.

Notes: 1. Management data of the Commercial Network related only to the placements of investment products which generate upfront fees.

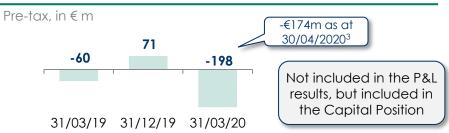


FINANCIAL PORTFOLIO: NET FINANCIAL RESULT AND RESERVES/UNREALISED GAINS

Net Financial Result

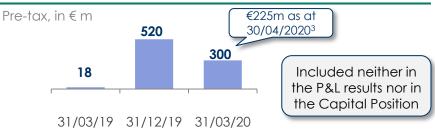


Reserves of Debt Securities at FVOCI



- NFR at €206.8m in Q1 (against €207.4m in Q4 19, which included material gains of asset disposals)¹ includes valuation effects on:
 - own liabilities of € 206m, or €171m (~€115m post tax) after having reabsorbed the level at YE 2019
 - assets of -€31m

Unrealised gains on Debt Securities at AC²

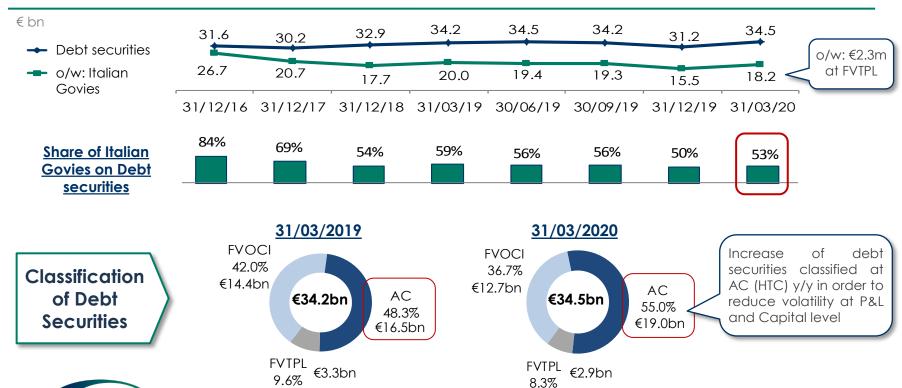


Notes: 1. NFR in Q4 19 included gains from the disposal of debt securities (€124.4m), together with those from debt and equity instruments coming from the disposal of Sorgenia (€44.6m) 2. Debt Securities accounted at Amortised Costs are subject to a specific policy which sets dedicated limits to the amount of disposals allowed throughout the year. 3. Internal management estimates.



WELL DIVERSIFIED DEBT SECURITIES PORTFOLIO

Evolution & Composition of Debt Securities





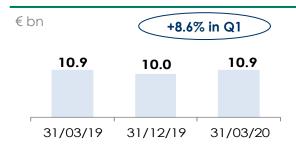
FOCUS ON GOVIES PORTFOLIO

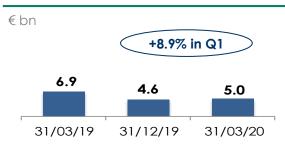
67% maturing by next year

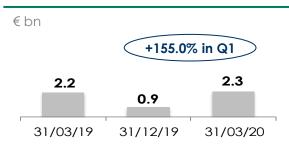
Italian Govies at AC



Italian Govies at FVTPL



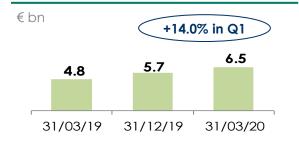




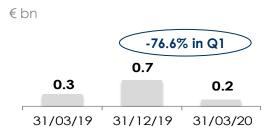
Non-IT Govies at AC

Non-IT Govies at FVOCI





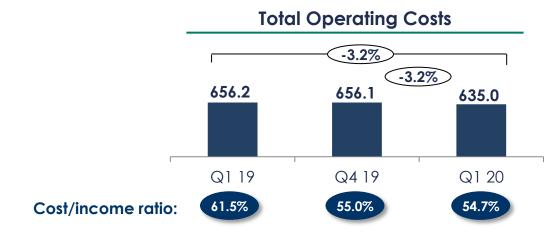


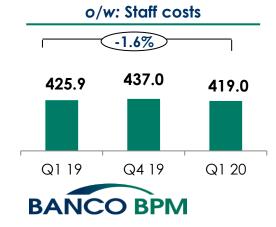


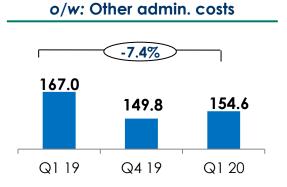
Duration of total Govies at AC: 3.4 years, with 3.9 years for IT¹

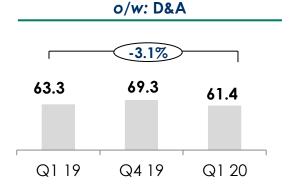
Duration of total Govies at FVOCI: 3.3 years, with 2.3 years for IT¹

OPERATING COSTS: QUARTERLY COMPARISON



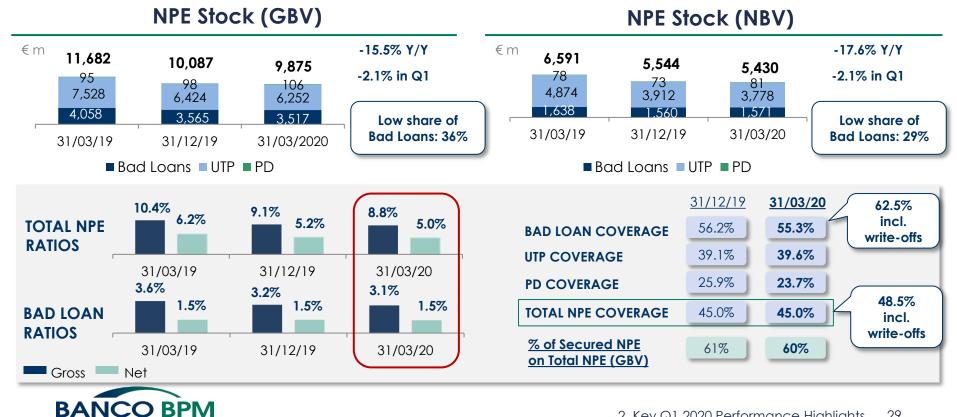




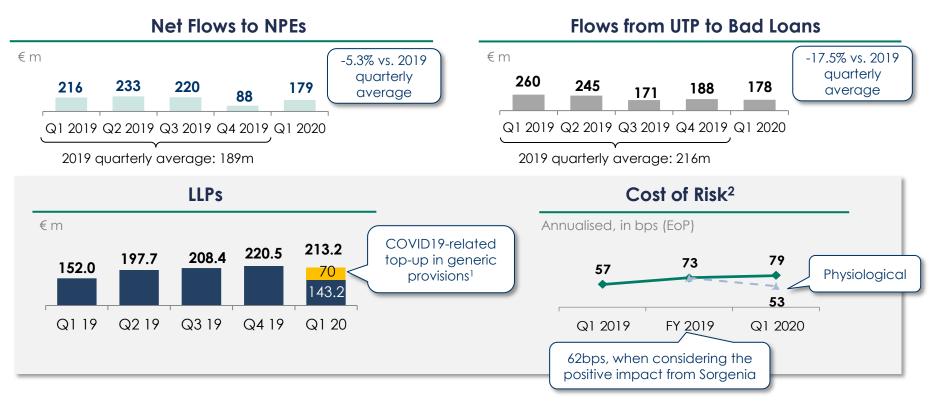


STRONG IMPROVEMENT ACROSS ASSET QUALITY METRICS

Reduction in NPE stock and ratios, with strong coverage confirmed



NPE FLOWS AND COST OF RISK: HEALTHY PATH CONFIRMED

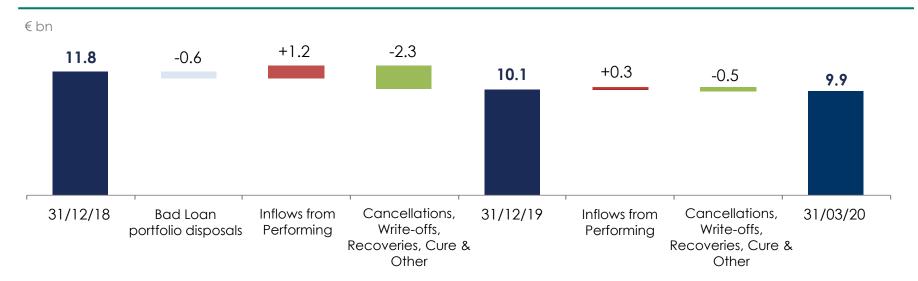


Note: 1. Anticipation of the impact of the macroeconomic crisis (Covid-19). 2. CoR calculated including also loans classified at IFRS 5, for coherence with related LLPs.



IMPROVING TREND IN ASSET QUALITY DRIVEN BY WORKOUT

NPE, gross book value: -€1.7bn in 2019 and further -€0.2bn in Q1 2020

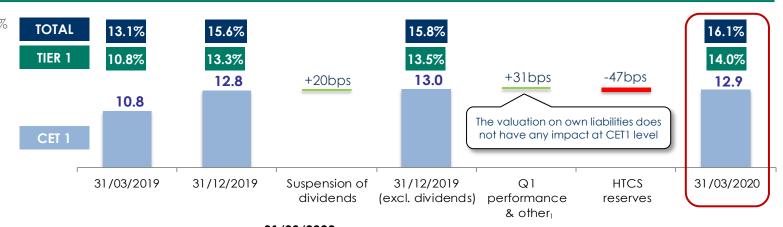


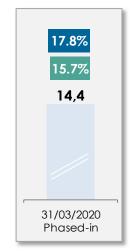


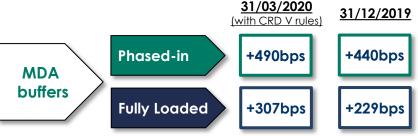
STRONG CAPITAL RATIOS & BUFFERS

Well positioned to face the tough scenario

Fully Loaded Capital Ratios: evolution







- CET 1 ratios: FL up at 12.9%, with Phase-In at 14.4%
- Optimised capital structure with strong MDA buffers, calculated with the application of the CRD V rules and without considering any benefit from temporary Covid-related relief measures (waiver of the 250bps CCB)
- <u>Expected one-year shift forward of a material part of the regulatory headwinds estimated in the Strategic Plan</u>



FINAL REMARKS

Covid-19 emergency: Banco BPM's reaction and outlook:

- A flexible, project-based set-up was adopted, aimed at governing revenue, cost and balance sheet implications of the crisis (Reaction Project)
- The emergency has accelerated the use of digital and omnichannel-based banking: an advantage for the 'New Normal' environment
- Starting from May 2020, a gradual relaunch of targeted CRM and Customer Engagement initiatives is in the pipeline, with a view to respond effectively in the evolving situation and to return to full commercial capacity (physical presence from 40% to 70%)
- Banco BPM will review its Strategic Plan in the light of the new environment, once there is better visibility and clarity on the future outlook

Q1 2020 performance:

- Net income at €152m, with revenues up y/y (+8.8%) and with costs down (-3.2% both y/y and q/q), generated in spite of a top-up of €70m in generic loan loss provisions, aimed at anticipating the impact of the worsening scenario
- Further improvement in asset quality, with net NPE ratio down at 5.0%
- Robust position in terms of capital (CET 1 ratio: 14.4% Phased-in and 12.9% Fully Loaded), as well as funding and liquidity
- Optimized capital structure, with strong MDA Buffers: 490bps Phased-In and 307bps Fully Loaded



Agenda

| 1. | Banco BPM's reaction to Covid-19 emergency | 4 |
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| | - Capital Position | 45 |



RECLASSIFIED P&L: QUARTERLY EVOLUTION

| Reclassified income statement | Q1 2019 | Q2 2019 | Q3 2019 | Q4 2019 | Q1 2020 | Chg. | Chg. | Chg. Q/Q | Chg. Q/Q |
|---|----------|----------|----------|----------|---------|-------|---------|-------------|-------------|
| (in euro million) | Restated | Restated | Restated | Restated | | | % | | % |
| Net interest income | 499.2 | 512.1 | 495.8 | 474.0 | 474.1 | -25.1 | -5.0% | 0.2 | 0.0% |
| Income (loss) from investments in associates | 36.8 | 32.6 | 28.0 | 33.9 | 22.3 | -14.5 | -39.4% | -11.7 | -34.4% |
| carried at equity | | | | | | | | | |
| Net interest, dividend and similar income | 535.9 | 544.7 | 523.8 | 507.9 | 496.4 | -39.6 | -7.4% | -11.5 | -2.3% |
| Net fee and commission income | 434.5 | 453.7 | 444.1 | 462.2 | 440.6 | 6.0 | 1.4% | -21.6 | -4.7% |
| Other net operating income | 24.2 | 17.9 | 17.8 | 16.1 | 16.7 | -7.4 | -30.8% | 0.6 | 3.8% |
| Net financial result | 72.3 | 10.7 | 41.7 | 207.4 | 206.8 | 134.5 | 185.8% | -0.6 | -0.3% |
| Other operating income | 531.0 | 482.3 | 503.5 | 685.7 | 664.1 | 133.1 | 25.1% | -21.6 | -3.1% |
| Total income | 1,067.0 | 1,027.0 | 1,027.3 | 1,193.5 | 1,160.5 | 93.5 | 8.8% | -33.1 | -2.8% |
| Personnel expenses | -425.9 | -418.0 | -415.6 | -437.1 | -419.0 | 6.8 | -1.6% | 18.0 | -4.1% |
| Other administrative expenses | -167.0 | -163.1 | -158.6 | -149.8 | -154.6 | 12.4 | -7.4% | -4.8 | 3.2% |
| Amortization and depreciation | -63.3 | -67.7 | -68.6 | -69.3 | -61.4 | 2.0 | -3.1% | 7.9 | -11.4% |
| Operating costs | -656.2 | -648.9 | -642.8 | -656.1 | -635.0 | 21.2 | -3.2% | 21.1 | -3.2% |
| Profit (loss) from operations | 410.8 | 378.2 | 384.4 | 537.4 | 525.5 | 114.7 | 27.9% | -11.9 | -2.2% |
| Net adjustments on loans to customers | -152.0 | -197.7 | -208.4 | -220.5 | -213.2 | -61.3 | 40.3% | 7.3 | -3.3% |
| Profit (loss) on FV measurement of tangible assets | -7.5 | -19.3 | -0.7 | -131.0 | -0.3 | 7.2 | -95.7% | 130.7 | -99.8% |
| Net adjustments on other financial assets | -4.0 | 4.0 | 4.1 | 1.6 | -4.7 | -0.7 | 17.2% | -6.3 | n.m. |
| Net provisions for risks and charges | 4.4 | -10.1 | -2.7 | -62.6 | 2.2 | -2.2 | -50.4% | 64.8 | n.m. |
| Profit (loss) on the disposal of equity and other | 0.2 | 336.6 | 0.0 | -3.6 | 0.1 | -0.1 | -45.5% | 3.7 | n.m. |
| investments | | | | | | | 101070 | | |
| Income (loss) before tax from continuing operations | 252.0 | 491.7 | 176.7 | 121.2 | 309.6 | 57.6 | 22.9% | 188.3 | 155.3% |
| Tax on income from continuing operations | -53.7 | -27.4 | -44.9 | -26.6 | -93.8 | -40.1 | 74.7% | -67.3 | 253.2% |
| Systemic charges after tax | -41.6 | -15.2 | -31.5 | -4.5 | -57.5 | -15.9 | 38.2% | -53.0 | 1179.5% |
| Income (loss) attributable to minority interests | 1.2 | 3.2 | 1.8 | 9.2 | 0.0 | -1.3 | -102.3% | -9.3 | -100.3% |
| Net income (loss) gross of PPA | 157.9 | 452.3 | 102.1 | 99.4 | 158.2 | 0.3 | 0.2% | 58.8 | 59.1% |
| Purchase Price Allocation after tax | -2.5 | -4.7 | -3.8 | -3.7 | -6.6 | -4.1 | 166.7% | -2.9 | 79.9% |
| Net income (loss) for the period | 155.4 | 447.6 | 98.2 | 95.8 | 151.6 | -3.8 | -2.4% | 55.9 | 58.3% |



The first three quarters of 2019 are restated due to the change in the accounting standard for the valuation of the Group's property and works of art. All the 2019 quarters have also been restated for the reclassification of the aggregated impact net of tax of the PPA in one new single Item: "PPA after tax"

COMPREHENSIVE PROFITABILITY IMPACTED BY MARKET TURMOIL

| ξm | | Q1 2019 | Q4 2019 | Q1 2020 | |
|-------|---|---------|---------|---------|--|
| A. | P&L NET INCOME | 155.4 | 95.8 | 151.6 | |
| 3. | OTHER NET INCOME DIRECTLY ACCOUNTED TO EQUITY | 110.5 | 243.5 | -289.7 | |
| | o/w Tangible assets at Fair Value | 0.0 | 249.7 | 0.0 | |
| | o/w Reserves of Debt Securities at FVOCI (net of tax) | 91.5 | -103.0 | -180.1 | |
| | o/w Reserves of Equity Securities at FVOCI (net of tax) | 19.5 | 105.8 | -114.9 | Mainly due to Anima, offset a |
| | | | | | Regulatory Capital level by the |
| A.+B. | COMPREHENSIVE NET INCOME OF THE GROUP | 265.9 | 339.3 | -138.1 | reduction in the value of the participation to be deducted |



RECLASSIFIED BALANCE SHEET AS AT 31/03/2020

| Reclassified assets (€ m) | | | | Chg. y/y | | Chg. in Q1 | |
|--|------------|------------|------------|----------|--------|------------|--------|
| reclassified assets (e iii) | 31/03/2019 | 31/12/2019 | 31/03/2020 | Value | % | Value | % |
| Cash and cash equivalents | 804 | 913 | 755 | -48 | -6.0% | -157 | -17.2% |
| Loans and advances measured at AC | 111,592 | 115,890 | 116,021 | 4,429 | 4.0% | 131 | 0.1% |
| - Loans and advances to banks | 5,123 | 10,044 | 8,004 | 2,881 | 56.2% | -2,041 | -20.3% |
| - Loans and advances to customers (*) | 106,470 | 105,845 | 108,018 | 1,548 | 1.5% | 2,172 | 2.1% |
| Other financial assets | 38,957 | 37,069 | 39,485 | 528 | 1.4% | 2,416 | 6.5% |
| - Assets measured at FV through PL | 7,551 | 7,285 | 7,301 | -250 | -3.3% | 16 | 0.2% |
| - Assets measured at FV through OCI | 14,882 | 12,527 | 13,206 | -1,676 | -11.3% | 679 | 5.4% |
| - Assets measured at AC | 16,524 | 17,257 | 18,978 | 2,454 | 14.9% | 1,721 | 10.0% |
| Equity investments | 1,358 | 1,386 | 1,329 | -28 | -2.1% | -57 | -4.1% |
| Property and equipment | 3,598 | 3,624 | 3,585 | -13 | -0.4% | -40 | -1.1% |
| Intangible assets | 1,275 | 1,269 | 1,270 | -6 | -0.4% | 0 | 0.0% |
| Tax assets | 4,944 | 4,620 | 4,698 | -247 | -5.0% | 78 | 1.7% |
| Non-current assets held for sale and discont. operations | 281 | 131 | 139 | -142 | -50.6% | 8 | 5.8% |
| Other assets | 3,031 | 2,136 | 2,057 | -973 | -32.1% | -79 | -3.7% |
| Total | 165,839 | 167,038 | 169,339 | 3,499 | 2.1% | 2,300 | 1.4% |
| Reclassified liabilities (€ m) | 31/03/2019 | 31/12/2019 | 31/03/2020 | Value | % | Value | % |
| Due to banks | 31,400 | 28,516 | 21,873 | -9,526 | -30.3% | -6,642 | -23.3% |
| Direct Funding | 109,320 | 109,506 | 111,660 | 2,340 | 2.1% | 2,153 | 2.0% |
| - Due from customers | 95,232 | 93,375 | 95,018 | -214 | -0.2% | 1,643 | 1.8% |
| - Debt securities and financial liabilities desig. at FV | 14,087 | 16,131 | 16,641 | 2,554 | 18.1% | 510 | 3.2% |
| Debts for Leasing | 810 | 733 | 707 | -103 | -12.7% | -25 | -3.5% |
| Other financial liabilities designated at FV | 7,806 | 10,919 | 16,900 | 9,094 | 116.5% | 5,981 | 54.8% |
| Liability provisions | 1,600 | 1,487 | 1,417 | -182 | -11.4% | -69 | -4.7% |
| Tax liabilities | 512 | 619 | 669 | 157 | 30.8% | 50 | 8.0% |
| Liabilities associated with assets held for sale | 4 | 5 | 5 | 0 | 11.3% | 0 | -4.1% |
| Other liabilities | 3,825 | 3,366 | 3,965 | 140 | 3.7% | 599 | 17.8% |
| Minority interests | 44 | 26 | 26 | -18 | -41.1% | 0 | 0.1% |
| Shareholders' equity | 10,519 | 11,861 | 12,116 | 1,597 | 15.2% | 255 | 2.1% |
| Total | 165,839 | 167,038 | 169,339 | 3,499 | 2.1% | 2,300 | 1.4% |
| | | | | | | | |

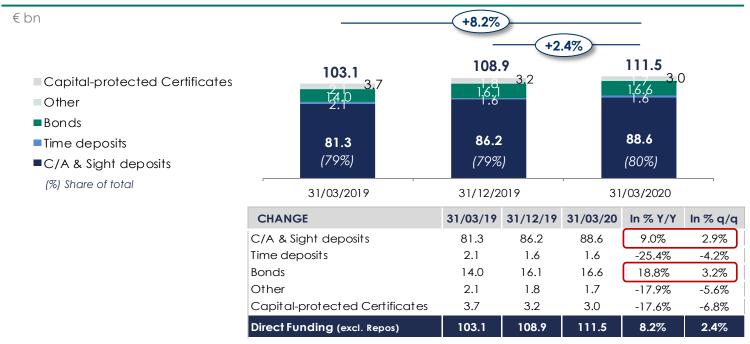


Note: * "Customer loans" include the Senior Notes of the two GACS transactions (Exodus and ACE).

DIRECT FUNDING

Solid funding position confirmed, with healthy growth in deposits and bonds

Direct customer funding¹ (without Repos)

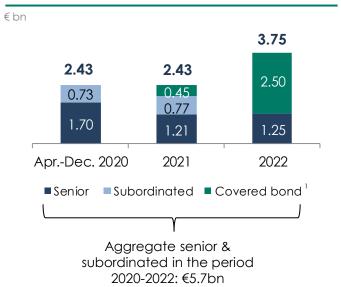


Note: 1. Direct funding restated according to a management logic: it includes capital-protected certificates, recognized under 'Held-for-trading liabilities', while it does not include Repos (€3.2bn at March 2020, €3.9bn at December 2019 and €9.9bn at March 2019), mainly transactions with Cassa di Compensazione e Garanzia.

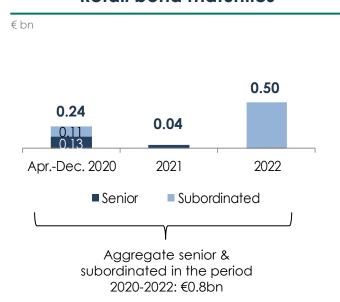


BOND MATURITIES: LIMITED AND MANAGEABLE AMOUNTS





Retail bond maturities

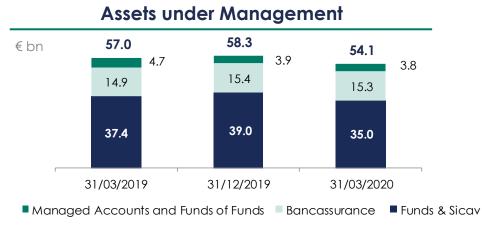


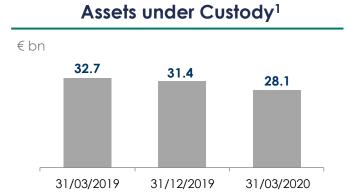
Managerial data based on nominal amounts.

Note: 1. Include also the maturities of Repos with underlying retained Covered Bonds: €0.45bn in 2021 and €0.50bn in 2022



INDIRECT CUSTOMER FUNDING AT €82.2BN





Total Indirect Customer Funding at €82.2bn: -8.4% both YTD and Y/Y. The YTD drop is substantially due to price effect

Management data of the commercial network. AUC historic data restated for managerial adjustments. Note: 1. AuC data are net of capital-protected certificates, as they have been regrouped under Direct Funding (see slide 38).



SECURITIES PORTFOLIO

€bn

| | 31/03/19 | 31/12/19 | 31/03/20 | Chg. y/y | Chg. in Q1 |
|--|----------|----------|----------|----------|------------|
| Debt securities | 34.2 | 31.2 | 34.5 | 1.0% | 10.5% |
| - o/w Total Govies | 29.3 | 26.4 | 29.6 | 1.0% | 12.1% |
| - o/w: Italian Govies | 20.0 | 15.5 | 18.2 | -9.2% | 17.0% |
| IT Govies in % on Debt Securities | 58.5% | 49.7% | 52.6% | | |
| Equity securities, Open-end funds & Private equity | 2.5 | 2.5 | 1.7 | -33.0% | -33.3% |
| TOTAL SECURITIES | 36.7 | 33.8 | 36.2 | -1.3% | 7.2% |
| | | | | | |

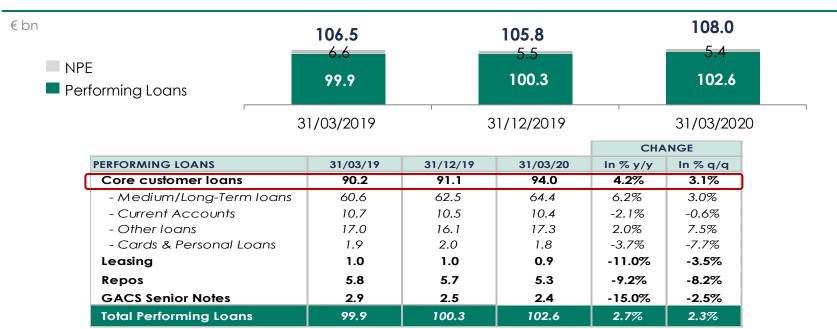
| €bn | 31/03/19 | 31/12/19 | 31/03/20 | Chg. y/y | Chg. in Q1 |
|-----------------|----------|----------|----------|----------|------------|
| Govies at FVOCI | 11.1 | 9.1 | 9.8 | -11.3% | 8.0% |
| - Italian | 6.9 | 4.6 | 5.0 | -27.0% | 8.9% |
| - Non Italian | 4.2 | 4.4 | 4.8 | 14.6% | 7.2% |
| Govies at AC | 15.7 | 15.7 | 17.4 | 10.4% | 10.5% |
| - Italian | 10.9 | 10.0 | 10.9 | -0.4% | 8.6% |
| - Non Italian | 4.8 | 5.7 | 6.5 | 34.8% | 14.0% |
| Govies at FVTPL | 2.5 | 1.6 | 2.4 | -4.2% | 49.5% |
| - Italian | 2.2 | 0.9 | 2.3 | 2.8% | 155.0% |
| - Non Italian | 0.3 | 0.7 | 0.2 | -49.5% | -76.6% |



NET CUSTOMER LOANS

Satisfactory increase in Performing Loans, with new loans granted at €5.3bn in Q1 2020¹

Net Customer Loans²



Notes: 1. Management data. See slide 20 for details. 2. Loans and advances to customers at Amortized Cost, including also the GACS senior notes (Exodus since June 2018 and, moreover, ACE since March 2019).



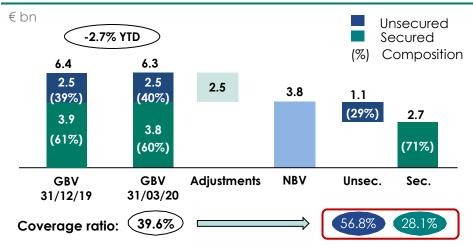
ASSET QUALITY DETAILS

| GROSS EXPOSURES | 31/03/2019 31/12/2019 31/03/20 | | 31/03/2020 | Chg. y/y | | Chg. in Q1 | |
|----------------------|--------------------------------|------------|------------|------------------------------------|------------|---------------------|--------|
| €/m and % | | | | Value | % | Value | % |
| Bad Loans | 4,058 | 3,565 | 3,517 | -541 | -13.3% | -47 | -1.3% |
| UTP | 7,528 | 6,424 | 6,252 | -1,277 | -17.0% | -172 | -2.7% |
| Past Due | 95 | 98 | 106 | 11 | 11.4% | 8 | 7.8% |
| NPE | 11,682 | 10,087 | 9,875 | -1,807 | -15.5% | -212 | -2.1% |
| Performing Loans | 100,254 | 100,631 | 102,962 | 2,708 | 2.7% | 2,331 | 2.3% |
| TOTAL CUSTOMER LOANS | 111,936 | 110,718 | 112,837 | 901 | 0.8% | 2,119 | 1.9% |
| NET EXPOSURES | 31/03/2019 | 31/12/2019 | 31/03/2020 | Chg. | у/у | Chg. | in Q1 |
| €/m and % | | | | Value | % | Value | % |
| Bad Loans | 1,638 | 1,560 | 1,571 | -68 | -4.1% | 11 | 0.7% |
| UTP | 4,874 | 3,912 | 3,778 | -1,096 | -22.5% | -134 | -3.4% |
| Past Due | 78 | 73 | 81 | 3 | 3.8% | 8 | 11.0% |
| NPE | 6,591 | 5,544 | 5,430 | -1,161 | -17.6% | -115 | -2.1% |
| Performing Loans | 99,879 | 100,301 | 102,588 | 2,709 | 2.7% | 2,287 | 2.3% |
| TOTAL CUSTOMER LOANS | 106,470 | 105,845 | 108,018 | 1,548 | 1.5% | 2,172 | 2.1% |
| COVERAGE % | 31/03/2019 | 31/12/2019 | 31/03/2020 | | | ns and advasured at | /ances |
| Bad Loans | 59.6% | 56.2% | 55.3% | Amortized Cost, including also the | | | |
| UTP | 35.3% | 39.1% | 39.6% | GACS Se | enior Note | es. | |
| Past Due | 18.1% | 25.9% | 23.7% | | | | |
| NPE | 43.6% | 45.0% | 45.0% | | | | |
| Performing Loans | 0.37% | 0.33% | 0.36% | | | | |
| TOTAL CUSTOMER LOANS | 4.9% | 4.4% | 4.3% | J | | | |



UTP LOANS: HIGH SHARE OF RESTRUCTURED AND SECURED POSITIONS

UTP analysis



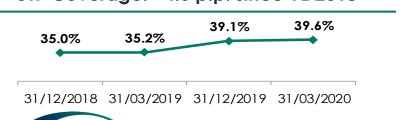
Breakdown of Net UTPs

| €bn | 31/12/19 | 31/3/20 | % Chg. |
|--------------|----------|---------|--------|
| Restructured | 1.7 | 1.7 | 0.0% |
| - Secured | 0.9 | 0.9 | 0.0% |
| - Unsecured | 0.8 | 0.8 | 0.0% |
| Other UTP | 2.2 | 2.1 | -4.5% |
| - Secured | 1.9 | 1.8 | -5.3% |
| - Unsecured | 0.3 | 0.3 | 0.0% |
| | 3.9 | 3.8 | -2.6% |
| o/w: | | | |
| - North | 72.6% | 73.0% | |

| U/W. | | |
|------------------------------------|-------|-------|
| - North | 72.6% | 73.0% |
| - Centre | 20.9% | 20.6% |
| - South, Islands & not resident | 6.5% | 6.5% |

UTP Coverage: +4.6 p.p. since YE 2018

BANCO BPM



- Solid level of coverage for unsecured UTP: 56.8%
- Net unsecured UTP other than Restructured loans are limited to €0.3bn
- >90% of Net UTPs are located in the northern & central parts of Italy

CAPITAL POSITION IN DETAIL

| PHASED IN CAPITAL POSITION (€/m and %) | 31/03/19 | 31/12/19 | 31/12/19 post suspension of dividends | 31/03/20 |
|--|----------|----------|---|----------|
| CET 1 Capital | 8,144 | 9,586 | 9,723 | 9,449 |
| T1 Capital | 8,278 | 10,017 | 10,155 | 10,253 |
| Total Capital | 9,729 | 11,542 | 11,681 | 11,636 |
| RWA | 64,218 | 65,841 | 65,872 | 65,435 |
| CET 1 Ratio | 12.68% | 14.56% | 14.76% | 14.44% |
| ATI | 0.21% | 0.66% | 0.65% | 1.23% |
| T1 Ratio | 12.89% | 15.21% | 15.42% | 15.67% |
| Tier 2 | 2.26% | 2.32% | 2.32% | 2.11% |
| Total Capital Ratio | 15.15% | 17.53% | 17.73% | 17.78% |

| RWA COMPOSITION (€/bn) | 31/03/19 | 31/12/19 | 31/12/19 post suspension of dividends | 31/03/20 |
|----------------------------|----------|----------|---|----------|
| CREDIT & COUNTERPARTY RISK | 55.4 | 57.7 | 57.8 | 56.9 |
| of which: Standard | 29.6 | 29.9 | 30.0 | 29.1 |
| MARKETRISK | 2.6 | 1.9 | 1.9 | 2.3 |
| OPERATIONAL RISK | 6.0 | 6.0 | 6.0 | 6.0 |
| CVA | 0.2 | 0.2 | 0.2 | 0.2 |
| TOTAL | 64.2 | 65.8 | 65.9 | 65.4 |

| FULLY PHASED CAPITAL POSITION (€/m and %) | 31/03/19 | 31/12/19 | 31/12/19 post suspension of dividends | 31/03/20 |
|--|-------------------------|--------------------------|---|--------------------------|
| CET 1 Capital T1 Capital Total Capital | 6,892 6,896 8,347 | 8,453 8,754 10,280 | 8,600 8,902 10,427 | 8,423 9,122 10,506 |
| RWA | 63,942 | 65,856 | 65,912 | 65,353 |
| CET 1 Ratio | 10.78% | 12.84% | 13.05% | 12.89% |
| AT1 | 0.01% | 0.46% | 0.46% | 1.07% |
| T1 Ratio | 10.78% | 13.29% | 13.51% | 13.96% |
| Tier 2 | 2.27% | 2.32% | 2.31% | 2.12% |
| Total Capital Ratio | 13.05% | 15.61% | 15.82% | 16.08% |

| RWA COMPOSITION (€/bn) | 31/03/19 | 31/12/19 | 31/12/19 post suspension of dividends | 31/03/20 |
|-------------------------------|----------|----------|---|----------|
| CREDIT & COUNTERPARTY RISK | 55.1 | 57.7 | 57.8 | 56.9 |
| of which: Standard | 29.3 | 30.0 | 30.0 | 29.0 |
| MARKETRISK | 2.6 | 1.9 | 1.9 | 2.3 |
| OPERATIONAL RISK | 6.0 | 6.0 | 6.0 | 6.0 |
| CVA | 0.2 | 0.2 | 0.2 | 0.2 |
| TOTAL | 63.9 | 65.8 | 65.9 | 65.4 |



Ratios as at 31/03/2019 and 31/03/2020 include also the Net Income of the pertinent quarter.

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