

## PRESS RELEASE

### **BANCA CF+: ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON 22 APRIL 2026**

- **SEPARATE FINANCIAL STATEMENTS OF BANCA CF+ AS AT 31 DECEMBER 2025 APPROVED**
- **CONSOLIDATED FINANCIAL STATEMENTS OF THE BANCA CF+ GROUP AS AT 31 DECEMBER 2025 PRESENTED**
- **REMUNERATION AND INCENTIVE POLICIES AND PRACTICES OF THE BANCA CF+ GROUP FOR 2026 APPROVED**
- **A MEMBER APPOINTED TO THE BOARD OF DIRECTORS**
- **THE CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS APPOINTED**
- **CAPITAL INCREASE APPROVED**

**Milan, 8 May 2026** - It is hereby announced that the Ordinary and Extraordinary Shareholders' Meeting of Banca CF+ S.p.A. (the "Bank" or "CF+") was held on second call on 22 April 2026 under the chairmanship of Panfilo Tarantelli and resolved as follows:

#### in ordinary session

- to approve the Bank's separate financial statements as at 31 December 2025. The consolidated financial statements of the Banca CF+ Group as at 31 December 2025 were also presented at this point. The main consolidated economic, balance sheet and prudential figures are summarised below:
  - net profit of Euro 24.2 million (Euro -11 million as at 31 December 2024);
  - shareholders' equity of Euro 176.9 million (Euro 101.3 million as at 31 December 2024);
  - total assets of Euro 2,263 million (Euro 1,959.3 million as at 31 December 2024);
  - consolidated TCR of 23.9% (17.9% as at 31 December 2024);
- to approve the remuneration and incentive policies and practices of the Banca CF+ Group for 2026;
- to appoint Carlo Compagnoni (General Counsel of CF+ and of the subsidiary Banca Sistema S.p.A.) as a member of the Bank's Board of Directors;
- to appoint Angelo Rocco Bonissoni as Chairman of the Board of Statutory Auditors of CF+;

#### in extraordinary session

#### **Banca CF+ S.p.A.**

Registered office: 20122 Milan | Corso Europa 15 - Tel. +39 02 84213579 -  
Secondary office: 00187 Rome | Via Piemonte 38 - Share Capital €55,780,782.83  
fully paid-up - info@bancacplus.it - bancacplus@legalmail.it - Milan, Monza-  
Brianza and Lodi Business Register No. 00395320583 - Milan Chamber of  
Commerce REA No. 2053326

Tax Code 00395320583 - Representative of the "Banca CF+ VAT Group" -  
VAT No. 16340351002 - Parent company of the "Banca CF+ Group" - Banks  
and Banking Groups Register: ABI CODE 10312.7 - Member of the Fondo  
Interbancario di Tutela dei Depositi (FITD - Italian Deposit Insurance) -  
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- to approve a paid-in capital increase to be carried out on a divisible basis, for a maximum total amount of Euro 82,837,525.46, with the consequent amendment to Article 4 of the Bank's Articles of Association.

The capital increase transaction in support of the implementation of the voluntary total public tender and exchange offer launched by CF+ regarding the ordinary shares of Banca Sistema S.p.A. is expected to be completed by the end of June 2026. In this regard, it should be noted that the Bank's controlling shareholder, European Investments Holding Company S.à r.l. ("EIHC"), a company linked to funds managed by Elliott Management, made a payment in advance of the future capital increase in the amount of Euro 75 million on 4 March 2026, thereby committing EIHC to subscribing its entire portion of the aforesaid capital increase.

The separate financial statements of CF+ and the consolidated financial statements of the Banca CF+ Group as at 31 December 2025, as well as the remuneration and incentive policies and practices of the Banca CF+ Group for 2026, are available on the Bank's website at the address [www.bancacplus.it](http://www.bancacplus.it).

## **Banca CF+**

Banca CF+ was established after a complex corporate reorganisation of the former Credito Fondiario Group.

It focuses on businesses and specialises in funding solutions for companies in performing or re-performing situations. Its services develop along three specialised credit products: factoring, tax credit purchase and short-, medium- and long-term financing for companies with structural and liquidity needs, and can also call on central guarantee funds. Moreover, Banca CF+ offers a completely digital, secure and flexible online fixed-term Deposit Account.

## **For further information:**

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