JOINT PRESS RELEASE FROM BANCA SISTEMA S.P.A. AND BANCA CF+ S.P.A.

SIGNING OF THE MERGER DEED FOR THE MERGER BY ABSORPTION OF BANCA CF+ INTO BANCA SISTEMA

THE MERGER WILL BE EFFECTIVE AS OF 7 NOVEMBER 2026

Milan, 30 October 2026 – Banca Sistema S.p.A. ("**Banca Sistema**" or the "**Acquiring Company**"), and Banca CF+ S.p.A. ("**Banca CF+**" or the "**Merging Company**" and, together with Banca Sistema, the "**Companies Participating in the Merger**") announce that, on the date hereof, the merger deed for the merger by absorption of Banca CF+ into Banca Sistema (the "**Merger**") has been signed, in implementation of the resolutions of the Extraordinary Shareholders' Meetings of the Companies Participating in the Merger held on 12 October 2026.

For civil law purposes, the Merger will take effect on 7 November 2026 (the "**Effective Date of the Merger**"). For accounting purposes, the transactions of Banca CF+ will be included in the financial statements of Banca Sistema with effect from 1 November 2026. For tax purposes, the Merger will become effective on the same date.

The Merger provides for the application of the following exchange ratio: no. 1.35 ordinary shares of Banca Sistema, with no nominal value, for each ordinary share of Banca CF+ cancelled as a result of the Merger (the "**Exchange Ratio**"). The exchange of shares in the context of the Merger will be implemented by: (i) the assignment to Banca CF+ shareholders of the no. 68,899,562 ordinary shares of Banca Sistema currently held by Banca CF+; (ii) the assignment to Banca CF+ shareholders of additional no. 50,246,553 newly issued Banca Sistema shares, with regular dividend rights; and (iii) the elimination of the ordinary shares representing the share capital of Banca CF+.

As a result of the foregoing, the Acquiring Company will issue no. 50,246,553 ordinary shares (the "**Newly Issued Shares**"), with no nominal value, by a capital increase of Euro 6,029,586.36.

The Newly Issued Shares assigned in exchange will be admitted to trading on the regulated market of Euronext Milan, possibly the Euronext STAR Milan segment, subject to the issuance of the necessary authorizations, in the same way as the Banca Sistema outstanding ordinary shares, and will be subject to dematerialization and centralized management by Monte Titoli S.p.A., pursuant to Articles 83-*bis* and ff. of the Consolidated Law on Finance.

The Newly Issued Shares assigned in exchange will have regular dividend rights and will grant their holders financial and administrative rights equivalent to those of the holders of Banca Sistema outstanding ordinary shares.

As of the Effective Date of the Merger, the amendments to the by-laws related to the Merger will come into force and the share capital of Banca Sistema will amount to Euro 15,680,112.60, divided into no. 130,667,605 shares, all with no nominal value.

The Merger will result in the extinction of Banca CF+ and, consequently, all the shares representing the Merging Company's share capital will be cancelled. As of the Effective Date of the Merger, Banca Sistema will succeed to all the assets and liabilities of Banca CF+, as well as to all the claims, actions and rights, and all the obligations, commitments and duties of any kind pertaining to it.

The documentation relating to the Merger is available to the public at the registered office of Banca Sistema, on Banca Sistema's website (www.bancasistema.it), as well as through the authorized storage mechanism "1info" (https://www.1info.it/PORTALE1INFO).

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Banca CF+

Banca CF+ was established as a result of the comprehensive corporate reorganization of the *former* Credito Fondiario Group.
It is a business-focused bank specializing in financing solutions for companies in *performing* and *re-performing* situations. Its offering consists of three specialized credit products: Factoring, the purchase of tax receivables, and short-, medium-, and long-term financing for businesses with structural and liquidity needs, including those backed by central guarantee funds. Banca CF+ also offers an online deposit account that is 100% digital, secure, and flexible.

Banca Sistema

Founded in 2011 and listed on Euronext Star Milan since 2015, Banca Sistema specializes in the purchase of commercial and tax receivables, helping to provide liquidity to businesses. It is active in salary- and pension-backed loans and, in partnership with leading operators, in personal loans, mortgages, and leasing. It also operates in banking and funding services, as well as in servicing and debt collection activities. The Bank is part of the Banca CF+ Group and is subject to the management and coordination of Banca CF+ S.p.A.

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Banca CF+ S.p.A.

Registered office: 20122 Milan | Corso Europa 15 – Tel. +39 02 84213579 – Branch office: 00187 Rome | Via Piemonte 38 – Share capital: 85,780,782.83 euros – info@bancacfplus.it – bancacfplus@legalmail.it – Registered with the Milan, Monza, Brianza, and Lodi Chamber of Commerce under No. 00395320583 – REA (Economic and Administrative Index) of the Milan Chamber of Commerce No. 2053326

Tax ID 00395320583 – Representative of the "Banca CF+ VAT Group" – VAT ID 16340351002 – Parent company of the "Banca CF+ Group" banking group – Register of Banks and Banking Groups: COD. ABI 10312.7 – Member of the Interbank fund for deposit protection – www.bancacfplus.it

Banca Sistema S.p.A.

Largo Augusto 1/A, at the corner of Via Verziere, 13 - 20122 Milan Tel +39 02 802801 Fax +39 02 72093979 Share capital € 9,650,526.24 Tax ID and VAT Number 12870770158 Registered in the Register of Banks - ABI code: 3158

A company belonging to the Banca CF+ Group, registered in the Register of Banking Groups, and subject to the management and coordination of Banca CF+ S.p.A.

Subject to supervision by the Bank of Italy Member of the Interbank Fund for Deposit Protection and the National Guarantee Fund. - www.bancasistema.it