

PRESS RELEASE

ANIMA HOLDING PURCHASES 3% OF THE SHARE CAPITAL OF BANCA MONTE DEI PASCHI DI SIENA

Milan, 13th November 2024 - Anima Holding S.p.A. (“**Anima**”) announces to have purchased ordinary shares of Banca Monte dei Paschi di Siena S.p.A. (“**BMPS**” or the “**Bank**”) corresponding to 3.0% of the share capital of BMPS, through an accelerated bookbuilding procedure reserved to qualified investors and foreign institutional investors (the “**Transaction**”), which was initiated by the Ministry of Economy and Finance (“**MEF**”) and is aimed at disposing of a portion of the latter’s stake in the share capital of the Bank.

The overall consideration for the acquisition of the shares in BMPS is equal to ca. Euro 219 million. The settlement of the ABB will take place on November 18, 2024. Following the acquisition of such further shares of the Bank, the overall stake held by Anima, which prior to such acquisition was already equal to ca. 1% of BMPS’s share capital, will be equal to ca. 4% of BMPS’s share capital.

“Anima has always been focused on enhancing the strategic relations which are at the core of its multi-partnership model. The relation with Banca Monte dei Paschi, in particular, is a source of great satisfaction for the goals that we have achieved over the last 15 years with the colleagues of the MPS network, and of great enthusiasm for the future growth perspectives”, remarks Alessandro Melzi d’Eril, chief executive officer of the Anima Group. *“We already demonstrated our support by contributing to the 2022 share capital increase; there could not be a better chance than this share placement to express our appreciation for the Bank and broaden the horizon of our productive collaboration”.*

Anima’s board of directors resolved to approve the Transaction with the prior favorable opinion of the Related Party Committee*. Anima, within the terms and in accordance with the means prescribed by applicable laws and regulations, will disclose to the market the documentation pursuant to Article 5 of the Consob Regulation no. 17221/2010.

With respect to the voluntary tender offer regarding the entire share capital of Anima (the “**Offer**”), which was launched, on November 6, 2024, by Banco BPM Vita S.p.A. (the “**Bidder**”), please note that the Transaction has been duly disclosed to the Bidder and to Banco BPM S.p.A. (the latter, as entity acting jointly with the Bidder in accordance with Article 101-bis, paragraph 4-bis, TUF; *infra* “**BBPM**”), and the Bidder and BBPM have conveyed to Anima that the Transaction does not conflict and is not incompatible

* *The MEF, seller in connection with the Transaction, is a related party of Anima as it controls—directly and indirectly (through Cassa Depositi e Prestiti S.p.A.) – Poste Italiane S.p.A., which holds a stake equal to 11.95% of Anima’s share capital.*

The Transaction consists in a “Transaction of Major Significance”, since the value of the Transaction is higher than the threshold provided for under the Related-Party Transaction Procedure adopted by Anima, and provided for by the Consob Regulation no. 17221/2010 (i.e. 5% of the net assets resulting from the latest published balance sheet or, if higher, of the market capitalization of the company reported as of the end of the last market trading day included in the reporting period of the most recent published periodic financial report. Such threshold, as of June 30, 2024, is equal to ca. Euro 74.4 million).



with, nor prevents, the purposes of the Offer and, therefore, the Transaction does not fall within the scope of the passivity rule pursuant to Article 104 TUF, nor in the scope of the Conditions Precedent to the Offer (as defined in paragraph 3.4 of the press release published by the Bidder in accordance with Article 102 TUF, *infra* the “**102 Press Release**”). As a result of the foregoing, the Bidder and BBPM have also conveyed that they do not deem exercisable, as a consequence of the Transaction itself, the right to claim the non-satisfaction of the Conditions Precedent to the Offer (as defined in paragraph 3.4 of the 102 Press Release), and that the completion of the Transaction will not affect the terms and conditions of the Offer identified by the Bidder in the 102 Press Release. For any further information relating to the Offer, please refer to the press release published by the Bidder in accordance with Article 102 TUF.

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