

PRESS RELEASE

Notice of change in share capital

Milan, 25th June 2020 – Banca Farmafactoring S.p.A. (“**BFF**” or the “**Banca**”), pursuant to Article 85-bis of the CONSOB Issuers’ Regulation n° 11971/1999 as subsequently amended, communicates the new composition of its share capital (fully subscribed and paid-in), following the partial execution of the share capital increase free of charge, resolved by the Shareholders’ Meeting on 2nd April 2020 (“**Share Capital Increase Free of Charge**”).

Due to the execution of the Share Capital Increase Free of Charge, over the period between 27th May 2020 and 22nd June 2020, the share capital increased by an amount equal to Euro 35,134.33, through the issue of 45,629 new BFF ordinary shares, assigned to BFF Group’s employees for remuneration and incentive policies’ requirements, in the context of:

- (i) the *Management by Objective* incentive system;
- (ii) the “*Stock Option Plan of Banca Farmafactoring Banking Group*”, originally approved by the Shareholders’ Meeting on 5th December 2016 and modified by the Shareholders’ Meeting on 28th March 2019 (“**Stock Option Plan 2016**”).

The certificate of the change in share capital was filed with the Companies’ Registration List of Milan, Monza Brianza and Lodi on 24th June 2020.

TABLE 1

	Current share capital			Previous share capital		
	<i>Euro</i>	<i>N° of shares</i>	<i>Unitary nom. value</i>	<i>Euro</i>	<i>N° of shares</i>	<i>Unitary nom. value</i>
Total of which:	131,399,226.42	170,648,346	Without nom. value	131,364,092.09	170,602,717	Without nom. value
Ordinary shares (regular entitlement: 01/01/2020) Current coupon number: 3	131,399,226.42	170,648,346	Without nom. value	131,364,092.09	170,602,717	Without nom. value

With reference to the Stock Option Plan 2016, it should be further noted that, from the beginning of the exercise period (8th April 2019) until 22nd June 2020, 342,492 shares (of which 323,492 newly issued) were assigned, against 1,375,102 options exercised on a cash-less basis and 201,960 options exercised with the ordinary method in the same period. The number of options assigned and not yet exercised to date amounts to 6,974,718, of which 3,559,128 are vested and exercisable options.

This press release is available on-line on BFF Group’s website www.bffgroup.com within the section *Investors > Press Releases*.



BFF Banking Group

BFF Banking Group, listed on the Milan Stock Exchange since 2017, is the leading player specialised in the management and non-recourse factoring of trade receivables due from the Public Administrations in Europe. The Group operates in Italy, Croatia, Czech Republic, France, Greece, Poland, Portugal, Slovakia and Spain. It is also active in Germany, The Netherlands and Ireland with on-line term deposits, by serving a total of 12 Countries across Europe. In 2019 it reported a consolidated Adjusted Net Profit of € 98.8 million, with a 11.2% Group CET1 ratio at the end of March 2020. www.bffgroup.com

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