

Remuneration components to be granted to Mr. Belingheri in connection with the termination of his mandate as BFF Bank Chief Executive Officer

Milan, 10th February 2026 – With regard to the resignation of Mr. Massimiliano Belingheri from his role as Chief Executive Officer, BFF Bank S.p.A. (“BFF” or the “Bank”) confirms that the severance-related entitlements and/or benefits due to him are those set out in the Bank’s 2025 Remuneration and Incentive Policy (as reflected in the contractual arrangements in place between the Bank and Mr. Belingheri) and in the applicable regulatory framework.

At present, the Board of Directors has not paid any severance or benefits to Mr. Belingheri in connection with the termination of his mandate as Chief Executive Officer.

At today’s meeting, following the consultation with its legal advisors (and in the absence of Mr. Belingheri), the Board of Directors concluded that: (i) the conditions required to award the so called “golden parachute” were not met; and (ii) the consideration envisaged under the Non-Compete Agreement (“NCA”) is instead due providing for prompt execution of the payment linked to the termination of the Chief Executive Officer mandate.

Once the amounts due to Mr. Belingheri in respect of MBO, LTI, etc., have been determined, the Board of Directors will provide timely disclosure in the relevant Remuneration Report.

Regarding the structure of the NCA, it provides for a consideration equal to 300% of Fixed Compensation ($\text{€}1,360\text{m} * 300\% = \text{€}4,080\text{m}$), payable as follows:

- a) €1,360,000 paid in cash and upfront (classified as non variable remuneration, in line with the approved remuneration policy and Bank of Italy Circular 285/2013);
- b) €1,088,000 (of which 51% in financial instruments), paid upfront (classified as variable remuneration in line with the approved remuneration policy and Bank of Italy Circular 285/2013);
- c) €1,632,000 (of which 51% in financial instruments), deferred on a linear pro rata basis over the subsequent five years (classified as variable remuneration in line with the approved remuneration policy and Bank of Italy Circular 285/2013).

As required under the approved remuneration policy and in accordance with Bank of Italy Circular 285/2013, the consideration under the NCA will not be included for the purpose of calculating the

variable-to-fixed remuneration ratio. The portions of the NCA referred to points sub b) and c) qualify as variable remuneration and are therefore liable to be subject to malus and claw-back mechanisms.

This press release is available on-line on BFF Group's website www.bff.com within the [*Investors > PR & Presentations > Press Releases*](#) section.

BFF Banking Group

BFF Banking Group is the largest independent specialty finance in Italy and a leading player in Europe, specialized in the management and non-recourse factoring of trade receivables due from the Public Administrations, securities services, banking and corporate payments. The Group operates in Italy, Croatia, the Czech Republic, France, Greece, Poland, Portugal, Slovakia and Spain. BFF is listed on the Italian Stock Exchange. In 2025 it reported a consolidated Adjusted Net Profit of €151.7 million, with a 14.1% Group CET1 ratio at the end of December 2025.

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