

PRESS RELEASE

FinecoBank: assessment of the requirements of the Statutory Auditors appointed by the Shareholders' Meeting

Milan, May 8, 2018

FinecoBank informs that the Board of Directors – in its today meeting and further to the investigation of the Appointments and Sustainability Committee – has verified that the Statutory Auditors Mrs. Elena Spagnol (Chairman of the Board of Statutory Auditors) and Mr. Gianfranco Consorti (Alternate Statutory Auditor), appointed by the Ordinary Shareholders' Meeting held on April 11, 2018, are in possession of the integrity, experience and independence requirements (including the *suitability*) provided for by law, according to the statutory and regulatory provisions in being.

Please note that – pursuant to Article 26 of the Legislative Decree no. 385 of September 1, 1993 – also the Board of Statutory Auditors has verified the existence of the abovementioned requirements on its members. The results of such analysis were communicated to the Board of Directors.

The Board of Directors established the possession of said requirements on the basis of the declarations made by the persons concerned and of the information available to the Company regarding any eventual relationships (credit-wise, commercial/professional and employee/employer, as well as regarding relevant posts held) entertained with the Company and UniCredit S.p.A. by said persons and by other persons referable to them.

With reference to the independence requirements, based on the analysis carried out by the Directors, please note that the Statutory Auditors appointed by the Ordinary Shareholders' Meeting held on April 11, 2018 are independent pursuant to the Consolidated Law on Finance and to the Corporate Governance Code for listed companies.

The Board of Directors also verified, *inter alia*: (i) that none of the new members of the Board of Statutory Auditors exceed the limits set forth in Article 144-*terdecies* of Consob Regulation no. 11971 of 14 May 1999; (ii) the inexistence of any situations falling within the scope of Article 36 of the Law Decree no. 201/2011 ("no-interlocking").

FinecoBank

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*Source: Assoreti

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