

**PRESS RELEASE**

**Notice of change in share capital**

Milan, June 28<sup>th</sup>, 2019 – Banca Farmafactoring S.p.A. communicates the new composition of its share capital (fully subscribed and paid-in), following the partial execution for an amount equal to Euro 19,131.42, over the period between June 5<sup>th</sup> and June 20<sup>th</sup> 2019, of the share capital increase without payment, resolved by the Board of Directors held on April 8<sup>th</sup> 2019, under the mandate granted, pursuant to art. 2443 of the Italian Civil Code, by the Extraordinary Shareholders' Meeting on March 28<sup>th</sup>, 2019.

The certificate of the share capital increase was filed with the Milano Monza Brianza Lodi Companies Registration List on June 27<sup>th</sup>, 2019.

**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>
<b>Total</b> of which:	131,216,500.80	170,411,040	Without nom. value	131,197,369.38	170,386,194	Without nom. value
<b>Ordinary shares</b> (regular entitlement: 01/01/2019) Current coupon number: 3	131,216,500.80	170,411,040	Without nom. value	131,197,369.38	170,386,194	Without nom. value

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Additionally, over the same period stated above (between June 5<sup>th</sup> and June 20<sup>th</sup>, 2019), due to the execution of the above-mentioned share capital increase without payment, the share capital increased by a total amount of Euro 19,131.42, through the issue of 24,846 total new BFF ordinary shares, assigned to BFF Group's employees in relation to (i) the one-off free allocation of BFF ordinary shares to all employees of the Bank and its subsidiaries (so-called Stock Grant 2019), in execution of the resolution adopted by the Shareholders' Meeting of March 28<sup>th</sup>, 2019 and (ii) the "Stock Option Plan of Banca Farmafactoring Banking Group", originally approved by the Shareholders' Meeting on December 5<sup>th</sup>, 2016 and modified by the Shareholders' Meeting on March 28<sup>th</sup>, 2019 ("**Stock Option Plan**").

More specifically, with reference to the Stock Option Plan, from the beginning of the exercise period (April 8<sup>th</sup>, 2019) until June 27<sup>th</sup> 2019, 124,998 shares were assigned, against 523,722 options exercised on a cash-less basis and 80,640 options exercised with the ordinary method over the same period. As a result of the exercises, the number of options assigned and not yet exercised as of today amounts to 8,224,280.

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### **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, Poland, Czech Republic, Slovakia, Spain, Portugal, Greece and Croatia. In 2018 it reported a consolidated Adjusted Net Profit of € 91.8 million, with a 11.1% Group CET1 ratio at the end of March 2019. [www.bffgroup.com](http://www.bffgroup.com)

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