

Luxembourg, April 2020

QUALITY OF EXECUTION

DEFINITIONS

The capitalised Terms defined herein and in the Transaction Reporting listing the 5 top venues of execution used by the Bank shall have the following meaning:

“Aggressive Order” means an Order that takes liquidity from the market; by definition Market Orders without any price a limit are Aggressive Orders.

“Approved Counterparty” means a financial legal entity approved by the management of the Bank to become a trading counterparty for dealing in Financial Instruments.

“Best Execution” means achieving the best possible result for Clients when executing their orders via Execution Venues or OTC.

“BPER S.A.” or the **“Bank”** means BPER Bank Luxembourg S.A. a Luxembourg Bank with registered office at 30 Boulevard Royal. L-2449 Luxembourg and part of BPER Banca Spa banking Group.

“Client” or **“Customer”** means any natural or legal person to whom the Bank offers investment services.

“Dealer” is a Treasury employee authorized to accept and execute Orders.

“Deal Folder” means a storage for Orders and related transaction materials organized by the Banking Operations department.

“Execution Venue” or **“Venue”** means a Regulated Market, a MTF, an OTF, a Systematic Internalizer, or a market maker or other liquidity provider or an entity that performs a similar function either in the European Union or in a third country.

“Financial Instruments” means products to which as per MiFID the Best Execution rules apply, including stocks, bonds mutual funds, exchange traded funds (“ETFs”), exchange traded notes (“ETNs”) futures, options, certificates, warrants and.

“MiFID Directive” refers to the Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/EU

“Multilateral Trading Facility” or **“MTF”** means a multilateral system, operated by an investment firm or a market operator, which brings together multiple third-party buying and selling interests in Financial Instruments - in the system and in accordance with non-discretionary rules - in a way that results in a contract in accordance with Title II of Directive 2014/65/EU. ‘Non-discretionary rules’ means that the investment firm operating an MTF has no discretion as to how interests may interact.

“Organized Trading Facility” or **“OTF”** means a multilateral system which is not a Regulated Market or an MTF and in which multiple third-party buying and selling interests in bonds, structured finance products, 5 emission allowances or derivatives are able to interact in the system in a way that results in a contract in accordance with Title II of Directive 2014/65/EU.

“Order” means an instruction given by a Client to the Bank to execute a transaction in Financial Instruments.

“Over the Counter” or **“OTC”** means the execution of Financial Instruments outside a Trading Venue.

“Passive Order” means an Order that provides liquidity to the market; by definition Limit Orders are Passive Orders.

"Primary Market" is the part of the capital market that deals with issuing new securities. In particular but not limited to the new issue of bonds, shares and structured products as well as the subscription and redemption of funds.

"Regulated Market" means a multilateral system operated and/or managed by a market operator, which brings together or facilitates the bringing together of multiple third-party buying and selling interests in Financial Instruments.

"Systematic Internalizer" means an investment firm which, on an organized, frequent, systematic and substantial basis, deals on own account when executing Orders outside a Regulated Market, an MTF or an OTF without operating a multilateral system.

PREMISE

One of the objectives of the MiFID Directive is to favor the growth of the European financial system, allowing the competition between regulated markets, multilateral trading systems (MTF) and authorized intermediaries within harmonized rules that guarantee efficiency and integrity of financial markets and transparency and investor protection.

In this context, in order to meet the needs of the Customers, BPER S.A. has adopted an operating system that allows - either directly or through negotiating intermediaries - access to the main execution Venues of the Financial Instruments most frequently traded by its Customers, providing value services added, which guarantee high quality standards by looking for the Best Execution of orders based on market conditions.

The compliance function of BPER S.A. has monitored the activity and confirm that BPER S.A. promptly executed Client orders that are otherwise comparable, in the same sequence that they were received.

During the year 2019, BPER S.A. continued to apply its well-tested trading processes and there were no instances of unpermitted practices that occurred during the period.

It is worth noting that BPER S.A.

- may not direct orders to brokers in return for any gifts or entertainment;
- may not direct orders to brokers if any conflict of interests exists and which can't be mitigated;
- may not receive any remuneration, discount or non-monetary benefit for routing Clients orders to broker or Execution Venue which would infringe the requirements on conflict of interest or inducements.

BEST EXECUTION REQUIREMENTS

In accordance with the MiFID Directive, the Bank who execute orders on Financial Instruments on behalf of their Clients must take the necessary actions to obtain the best possible result (c.d. Best Execution).

The Best Execution applies without distinction to all Financial Instruments, whether they are listed on regulated markets or not, regardless of the place of trading (regulated markets, multilateral trading systems, Systematic Internalisers or Over the Counter), with reference to the services of execution of orders, but also, with different gradations, to those for receiving and transmitting orders and managing portfolios.

The Bank in determining the strategy of transmission and execution of orders, must take into consideration the following factors:

- price of the Financial Instrument and execution costs;

- speed of execution;
- likelihood of execution and settlement;
- order size;
- nature of the order;
- any other circumstance which, in the Bank's opinion, is relevant to the execution of a particular order.

The Bank attributes a specific order of importance to each of the aforementioned factor categories of Financial Instrument and for each type of Customer and, on the basis of this, select Execution Venues, and / or negotiating intermediaries to be used to guarantee the long-term achievement of the best possible result for the execution of orders.

Where a Financial Instrument is traded on multiple Execution Venues and/or may be executed via multiple Approved Counterparties, the Bank will consider having the trade executed on the market where liquidity is highest, considering that this is the most appropriate option for the Client regarding the most advantageous execution in terms of price, execution speed and probability of settlement.

RECEIVING AND ORDERS TRANSMISSION ACTIVITIES

BPER S.A. has carried out an analysis between the services and the costs offered by various intermediaries. This analysis was carried out with the aim of defining the reference traders to be used for an order transmission and execution strategy aimed at ensuring the best possible execution of the orders of its Customers, taking into account the nature of the orders themselves, the Execution Venues, the negotiating intermediaries the Bank has access to and the types of Financial Instruments, of which this document constitutes an informative summary.

In particular BPER S.A., has taken into consideration the following factors:

1. the characteristics of its Customers (mainly those of "professional" Customers which constitute the vast majority of the Bank's Customers and have a broad interest in financial markets and type instruments).
2. the costs applied by intermediaries;
3. access to the various Execution Venues or intermediaries;

TOP 5 VENUES

BPER S.A. select the counterparties exclusively based on the best price and availability of the financial assets related to the orders and does not apply any fees that would unduly discriminate between the various Execution Venues.

No specific arrangements are in place with any of the Venues and counterparties listed in the transaction reporting listing the 5 top Venues/Counterparties used by the bank regarding payments made or received, discounts, rebates or non-monetary benefits received. As a consequence NO payments, discounts, rebates or non-monetary benefits are made to or received from those entities.