

June 13, 2025

# BPCE DEVELOPMENT PROJECT IN PORTUGAL WITH THE ACQUISITION OF **novobanco**



GROUPE BPCE

BANQUE  
POPULAIRE **+X**

 **CAISSE  
D'ÉPARGNE**

**casden**  
BANQUE POPULAIRE

 **CREDIT  
COOPÉRATIF**

**oney**

BANQUE  
PALATINE 

 **NATIXIS**  
CORPORATE AND  
INVESTMENT BANKING

 **NATIXIS**  
INVESTMENT MANAGERS

# AGENDA



- 01 Development prospects in Portugal
- 02 Presentation of novobanco
- 03 A growth project fostering value creation and diversification
- 04 A transaction confirming Groupe BPCE's solidity
- 05 A strategic development fully in line with Vision 2030
- 06 Timing and next steps

# DEVELOPMENT PROSPECTS IN PORTUGAL

## A country that BPCE knows well

BPCE currently **employs ~3,000 people**, and has been **present in Portugal for over 30 years**, through its center of expertise in Porto and its local consumer finance subsidiaries (Banco Primus, Oney)

## A fast-growing economy within the euro zone

With **GDP growth expected to exceed the European average** and public finances back on a sound footing, Portugal presents an attractive economic picture that is **conducive to innovation** and offers a **framework of confidence for investors**

## A solid and profitable banking market

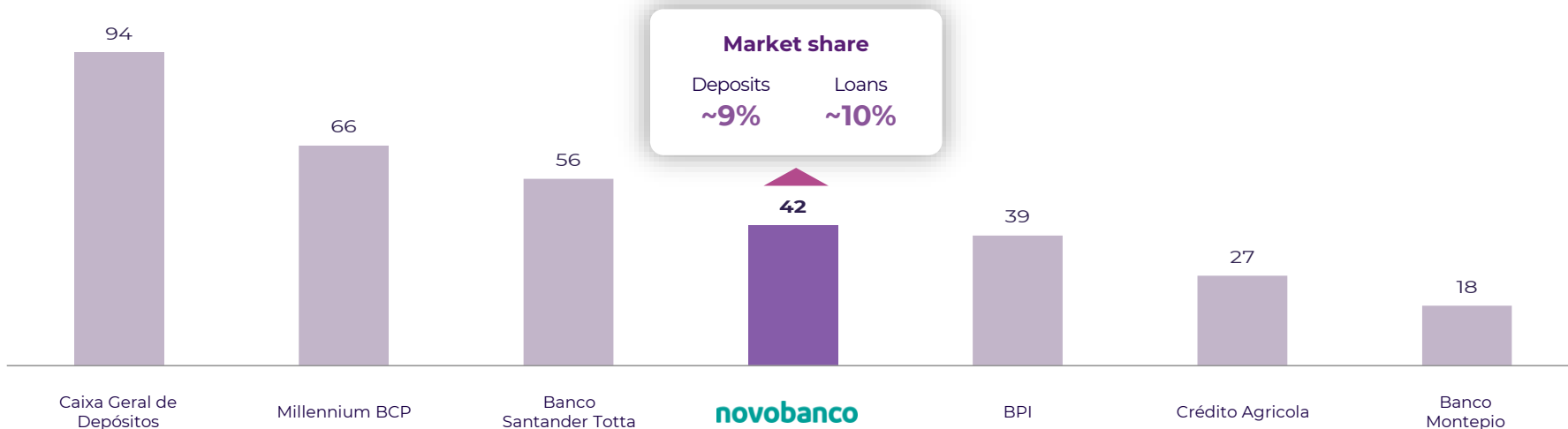
The Portuguese banking market is **solid, diversified and well-capitalised**; with one of the **highest profitability** and **attractive growth prospects** in Europe

The acquisition of novobanco would enable BPCE to reinforce its role as a **trusted partner, engaged for the long term, for the solid and resilient Portuguese economy**

## NOVOBANCO POSITIONING IN THE PORTUGUESE BANKING SECTOR

- novobanco is Portugal's **4<sup>th</sup>-largest bank in terms of total assets** with market shares of 9% with individual clients and 14% with corporates clients

Portuguese banks by total assets (2024 data – €bn)

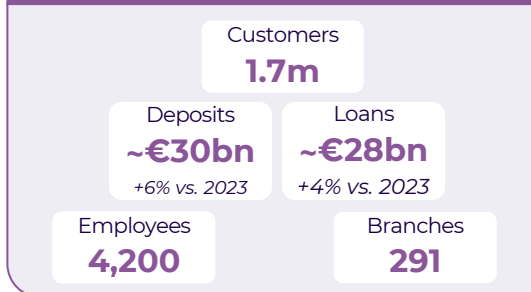


Source: Novobanco

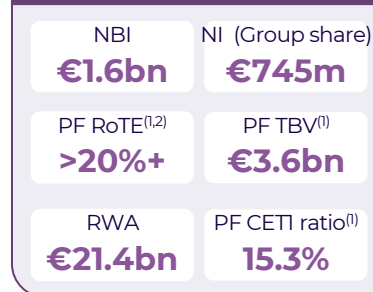
## A PROFITABLE INSITUATION WITH A DIVERSIFIED PROFILE

- **Commercial franchise** with a network of ~290 branches, a network of partners and best in class digital channels **employing ~4,200 employees** and serving **over 1.7m customers**
  - **For corporates (~57% of loans):** well recognized franchise with ~14% of the corporate loan market
  - **For individuals and professionals (~43% of loans):** market share of ~9% for home loans and ~6% for consumer loans
- Total of **~€30bn** of deposits and **~€28bn** of outstanding loans with **NBI of €1.6bn** and **net income (group share) of €745m in 2024**
- **Solid capital position** (proforma CET1 ratio of >15% in 2024<sup>(1)</sup>) and **investment grade ratings**
- **High profitability (RoTE >20%)**

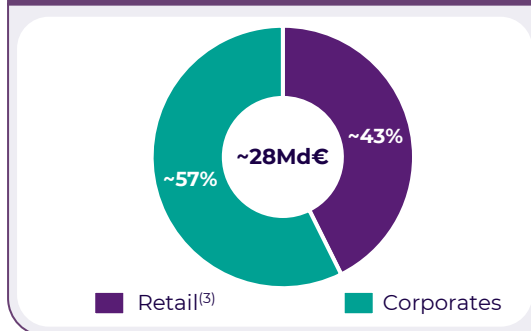
### Business indicators (2024)



### Key figures (2024)



### Breakdown of loan book (2024)



### Ratings



(1) Proforma of capital reduction and dividend distribution of €1.3bn (TBV of €4.9bn and pre-proforma CET1 ratio of 20.8%)  
 (2) Net income (group share) relative to proforma average tangible equity  
 (3) Home loans and consumer loans

## Established franchise in a fast-growing economy

- **Established franchise** in Portugal , holding solid positions with individuals (incl. professionals/micro-enterprises) and corporates clients
- **GDP expected to grow** faster than the average of the the euro zone

## A driver of diversification for the Group

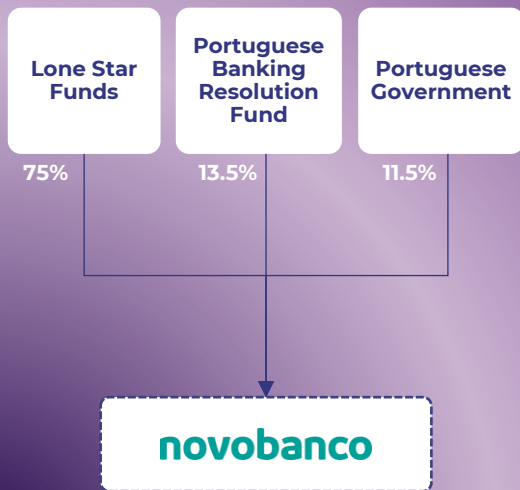
- **Geographic diversification on the Group's main business** via the acquisition of critical mass in a country that would become the Group's 2<sup>nd</sup> -largest domestic market, and **balance-sheet diversification**, with mortgages primarily issued at variable rates vs. fixed rates in France
- **Increase in the net income base** on the retail banking business thanks to the generation of stable earnings, and which would account for **~17%** of the Group's earnings (based on 2024)

## Growth and value creation

- The transaction would provide a new **growth driver** to the Group, thanks to the fast-growing Portuguese economy and novobanco's profitability
- **Possible acceleration in nobovanco's growth**, through the **sharing of BPCE's recognized expertise in retail banking** and other Group business lines (asset management, leasing, payments, insurance, etc.)
- **Net income generation of >€700m p.a.** reflected by a high RoTE of >20%

# A TRANSACTION CONFIRMING GROUPE BPCE'S SOLIDITY

## NOVOBANCO'S CURRENT CAPITAL OWNERSHIP

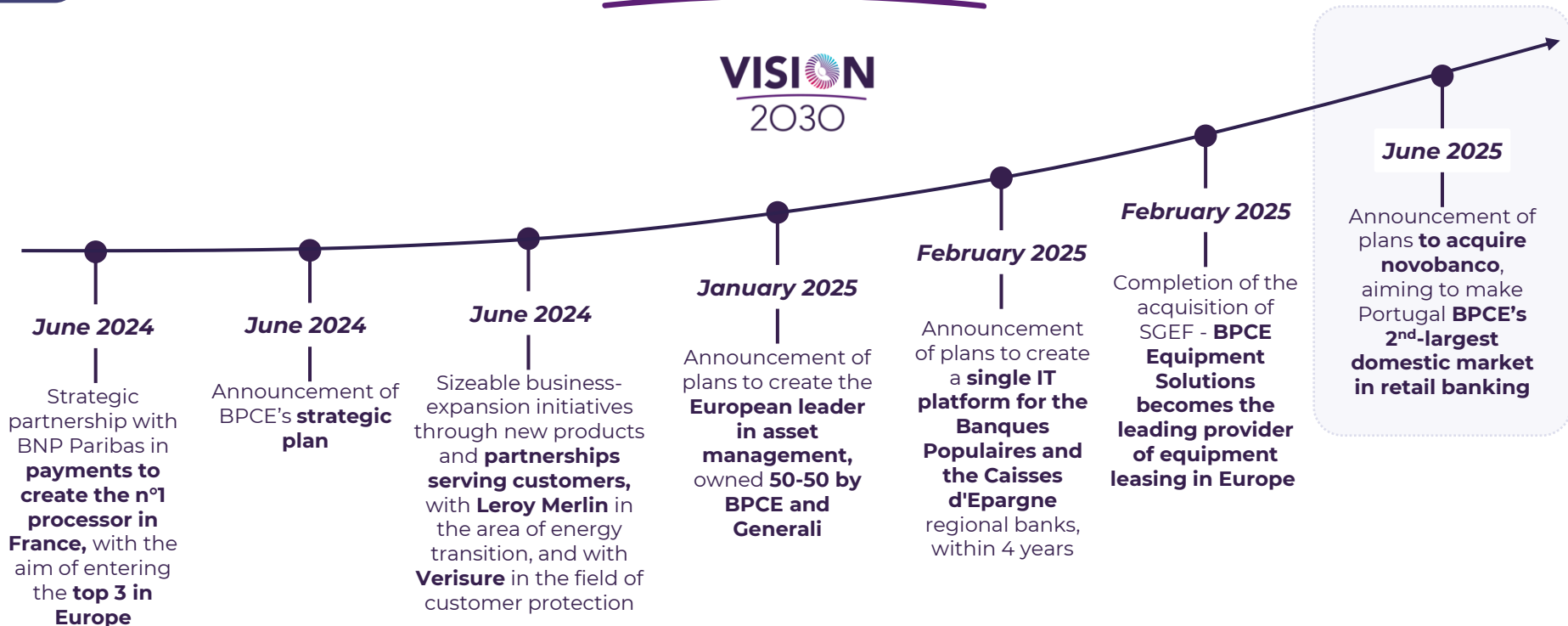


## Key points and impacts of the proposed transaction

- BPCE has signed a **memorandum of understanding** with a view to acquire Lone Star's **75% equity interest in novobanco**
  - Discussions will begin with the Portuguese government and the Portuguese Banking Resolution Fund regarding their equity interests of 11.5% and 13.5%
- The transaction would value novobanco **~€6.4bn** (for 100% of the shares at end-2025) and would represent **the euro zone's largest cross-border acquisition** over the last 10 years in the banking sector
  - This valuation reflects a **coherent price earnings multiple regarding the current average for listed Iberian banks**, testifying to BPCE's disciplined approach and its confidence in novobanco's ability to generate value over time
- The transaction would be **financed in cash** out of the Group's own resources and would entail a moderate use of capital for the Group, with the **CET1 ratio remaining above 15%**

*The euro zone's largest cross-border acquisition over the last 10 years  
and a robust capital position for BPCE after the transaction*

# A STRATEGIC DEVELOPMENT FULLY IN LINE WITH VISION 2030



*The project is consistent with the rapid pace of execution of VISION 2030*



## TIMING AND NEXT STEPS



**June 12, 2025**

**Signing of a memorandum of understanding and announcement of the transaction**

- *Consultation of employee representative bodies*

**3Q 2025**

**Signing of the legal documentation**

- *Receipt of the customary regulatory authorisations*

**1H 2026**

**Expected completion of the transaction**

A conceptual image with a purple and blue color scheme. In the center, a person's hand in a dark suit holds a small white rocket model with a black base. A bright orange and yellow flame effect emanates from the base of the rocket, pointing downwards towards a desk. On the desk, there are several documents with colorful bar charts and line graphs. To the right, a laptop is partially visible, displaying a line graph. The background is blurred, showing more of the person and the desk environment. The overall mood is professional and innovative.

# Q&A



[groupeBPCE.com](https://groupeBPCE.com)

