



INFORMATIVA EMITTENTI N. 51/12

Data: 22/05/2012

Ora: 17:50

Mittente: UniCredit S.p.A.

Oggetto: UNICREDIT SPA ANNUNCIA L'AVVIO DELL'OFFERTA DI AZIONI ORDINARIE
DETENUTE IN LONDON STOCK EXCHANGE GROUP PLC - UNICREDIT SPA ANNOUNCES
OFFERING OF ORDINARY SHARES IN THE LONDON STOCK EXCHANGE GROUP PLC

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COMUNICATO STAMPA

UNICREDIT SPA ANNUNCIA L'AVVIO DELL'OFFERTA DI AZIONI ORDINARIE DETENUTE IN LONDON STOCK EXCHANGE GROUP PLC

22 Maggio 2012 - UniCredit S.p.A. (di seguito l'“Azionista Venditore”) annuncia in data odierna di avere avviato un'operazione di collocamento (il “Collocamento”) di azioni ordinarie detenute in London Stock Exchange Group (“London Stock Exchange” o la “Società”), dedicato ad investitori istituzionali qualificati, i cui termini finali verranno determinati attraverso una procedura di *bookbuilding*.

Il Collocamento prevede un'offerta pari a circa 16,6 milioni di azioni ordinarie, corrispondente a circa il 6,1% del capitale sociale della Società e rappresentante l'intera partecipazione detenuta in London Stock Exchange.

Per tale operazione, UniCredit S.p.A. si avvale di Morgan Stanley & Co. International plc (“Morgan Stanley”) in qualità di *Bookrunner*. Banca IMI S.p.A. e UniCredit Bank AG, London Branch agiscono in qualità di *Passive Joint-Bookrunners* nel contesto dell'operazione.

Il Collocamento è effettuato contestualmente ad un collocamento avente ad oggetto i medesimi titoli della Società e avviato da Intesa Sanpaolo S.p.A..

Comunicazione Importante

I SOGGETTI APPARTENENTI AL PUBBLICO INDISTINTO NON POSSONO PRENDERE PARTE ALL'OPERAZIONE.

IL PRESENTE COMUNICATO, NONCHÉ L'OFFERTA DI STRUMENTI FINANZIARI CUI LO STESSO FA RIFERIMENTO, SONO DESTINATI ESCLUSIVAMENTE, NONCHÉ DIRETTI UNICAMENTE, A SOGGETTI LA CUI ATTIVITÀ ORDINARIA CONSISTA NELL'ACQUISTO, DETENZIONE, GESTIONE E VENDITA DI INVESTIMENTI FINANZIARI (PER CONTO PROPRIO O DI TERZI) NELL'AMBITO DELLA PROPRIA ATTIVITÀ, E CHE ABBIANO ESPERIENZA PROFESSIONALE IN AMBITO DI INVESTIMENTI FINANZIARI E (A) SIANO INVESTITORI QUALIFICATI AI SENSI DELL'ARTICOLO 86(7) DEL FINANCIAL SERVICES AND MARKETS ACT DEL 2000 ("FSMA") NEGLI STATI MEMBRI DELLO SPAZIO ECONOMICO EUROPEO ("INVESTITORI QUALIFICATI"), RIENTRANTI NELLA DEFINIZIONE DELL'ARTICOLO 2(1)(E) DELLA DIRETTIVA 2003/71/EC ("DIRETTIVA PROSPETTI"), E (B) NEL REGNO UNITO RIENTRANTI NELLA DEFINIZIONE DELL'ARTICOLO 19(5) DEL FINANCIAL SERVICES AND MARKETS ACT DEL 2000 (FINANCIAL PROMOTION) ORDER 2005 ("ORDER") O DELL'ARTICOLO 49(2) LETTERE DALLA (A) ALLA (D) ("HIGH NET WORTH COMPANIES, UNINCORPORATED ASSOCIATIONS, ETC") DEL MEDESIMO ORDER; O (C) SIANO SOGGETTI AI QUALI IL PRESENTE COMUNICATO POSSA ESSERE LEGITTIMAMENTE TRASMESSO (COLLETTIVAMENTE, I "SOGGETTI RILEVANTI"). NON DEVE ESSERE FATTO AFFIDAMENTO SUL PRESENTE COMUNICATO DA PARTE DI SOGGETTI DIVERSI DAI SOGGETTI RILEVANTI. OGNI INVESTIMENTO O ATTIVITÀ DI INVESTIMENTO CUI IL PRESENTE COMUNICATO SI RIFERISCE È A DISPOSIZIONE SOLO DI SOGGETTI RILEVANTI E SARÀ INTRAPRESA ESCLUSIVAMENTE CON SOGGETTI RILEVANTI.

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PRESS RELEASE

UNICREDIT SPA ANNOUNCES OFFERING OF ORDINARY SHARES IN THE LONDON STOCK EXCHANGE GROUP PLC

22nd May 2012 - UniCredit S.p.A. (the "Selling Shareholder") today announces that it has launched a placing (the "Placing") of existing ordinary shares in the London Stock Exchange Group ("London Stock Exchange" or the "Company") to certain eligible institutional investors with final terms determined through a bookbuilding process.

The Placing comprises an offer of ca. 16.6 million existing ordinary shares representing approximately 6.1% of the Company's issued shares and corresponding to the entire stake held in London Stock Exchange.

Morgan Stanley & Co. International plc ("Morgan Stanley") has been appointed by UniCredit S.p.A. to act as Bookrunner for the Placing. Banca IMI S.p.A. and UniCredit Bank AG, London Branch are acting as Passive Joint-Bookrunners for the Placing.

The Placing is occurring at the same time of a placing relating to the same securities of the Company and launched by Intesa Sanpaolo S.p.A..

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