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## A2A S.p.A. ANNOUNCES INDICATIVE RESULTS OF ITS TENDER OFFERS

Milan, 9 July 2013. A2A S.p.A. (the **Offeror**) hereby announces the indicative results of its invitation to all holders (the **Noteholders**) of its €500,000,000 4.875 per cent. Notes due 2014 (ISIN: XS0193337796) (originally issued by ASM Brescia S.p.A.) (the **Existing 2014 Notes**) and its €1,000,000,000 4.50 per cent. Notes due 2016 (ISIN: XS0463509959) (the **Existing 2016 Notes** and together with the Existing 2014 Notes, the **Existing Notes** and each a **Series**) to tender their Existing Notes for purchase by the Offeror for cash up to a Maximum Acceptance Amount of €400,000,000, subject to the satisfaction of the New Issue Condition and the other conditions described in the tender offer memorandum dated 2 July 2013 (the **Tender Offer Memorandum**) (the **Offers**).

The Offers were announced on 2 July 2013 and were made subject to the offer and distribution restrictions set out in the Tender Offer Memorandum. Capitalised terms used in this announcement and not otherwise defined have the meanings ascribed to them in the Tender Offer Memorandum.

The Offeror hereby announces that (i) the New Issue Condition has been satisfied and (ii) it intends to accept valid tenders of Existing Notes pursuant to the Offers in excess of the Maximum Acceptance Amount. In relation to each Series of Existing Notes, the following table sets out the aggregate nominal amount of Existing Notes validly tendered pursuant to the relevant Offer, the indicative Series Acceptance Amount and the indicative Pro-Ration Factor (if any).

Description of the Notes	ISIN	Aggregate Nominal Amount Tendered	Indicative Series Acceptance Amount	Indicative Pro-Ration Factor (if any)
Existing 2014 Notes	XS0193337796	€294,300,000.00	€200,900,000.00	70.00%
Existing 2016 Notes	XS0463509959	€238,409,000.00	€238,409,000.00	N/A

In relation to the Existing 2016 Notes, the Interpolated Reference Rate, the Purchase Yield and the 2016 Purchase Price will be determined at or around 11.00 a.m. (CET) today in the manner described in the Tender Offer Memorandum.

As soon as practicable after such determinations, the Offeror shall make a final announcement of whether the Offeror will accept valid tenders of Existing Notes of any Series pursuant to the relevant Offer and, if so, (i) in relation to each Series of Existing Notes, the aggregate nominal amount of Existing Notes validly tendered pursuant to the relevant Offer, the Series Acceptance Amount and any Pro-Ration Factor; and (ii) the Interpolated Reference Rate, the Purchase Yield and the 2016 Purchase Price.

Settlement is expected to occur on 11 July 2013.

Questions and requests for assistance in connection with the Offers may be directed to:

**OFFEROR**

**A2A S.p.A.**  
Via Lamarmora, 203  
25124 Brescia  
Italy

**STRUCTURING ADVISORS AND DEALER MANAGERS**

**BNP Paribas**  
10 Harewood Avenue  
London  
NW1 6AA  
United Kingdom

Attention: Liability Management Group  
Telephone: +44 (0)20 7595 8668  
Email: [liability.management@bnpparibas.com](mailto:liability.management@bnpparibas.com)

**Deutsche Bank AG, London Branch**  
Winchester House  
1 Great Winchester Street  
London EC2N 2DB  
United Kingdom

Attention: Liability Management Group  
Telephone: +44 (0) 20 7545 8011  
Email: [liability.management@db.com](mailto:liability.management@db.com)

**TENDER AGENT**

**Lucid Issuer Services Limited**  
Leroy House  
436 Essex Road  
London N1 3QP

Attention: Yves Theis  
Telephone: +44 (0) 20 7704 0880  
Email: [a2a@lucid-is.com](mailto:a2a@lucid-is.com)

None of the Dealer Managers, the Tender Agent or any of their respective directors, officers, employees, agents or affiliates assumes any responsibility for the accuracy or completeness of the information concerning the Offeror, the Existing Notes or the Offers contained in this announcement or in the Tender Offer Memorandum.

**Disclaimer**

This announcement must be read in conjunction with the Tender Offer Memorandum.

Neither this announcement nor the Tender Offer Memorandum constitutes an invitation to participate in the Offers in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession either this announcement or the Tender Offer Memorandum comes are required by each of the Offeror, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.