



INFORMATIVA EMITTENTI N. 49/2016

Data: 13/07/2016

Ora: 08:30

Mittente: UniCredit S.p.A.

Oggetto: CONCLUSA CON SUCCESSO L'OPERAZIONE DI ACCELERATED BOOKBUILDING PROMOSSA DA UNICREDIT IN BANK PEKAO S.A. - SUCCESSFUL COMPLETION OF THE ACCELERATED BOOKBUILDING OFFERING LAUNCHED BY UNICREDIT IN BANK PEKAO S.A.

Testo: da pagina seguente

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COMUNICATO STAMPA

CONCLUSA CON SUCCESSO L'OPERAZIONE DI ACCELERATED BOOKBUILDING PROMOSSA DA UNICREDIT IN BANK PEKAO S.A.

*Il corrispettivo dell'operazione ammonta a circa PLN 3,3 miliardi (€ 749 milioni *) risultanti dalla vendita di circa no. 26,2 milioni di azioni ordinarie di Bank Pekao S.A. ad un prezzo di 126 PLN per azione.*

Facendo seguito al comunicato stampa emesso in data odierna, UniCredit S.p.A. ("**UniCredit**") annuncia di aver perfezionato la cessione a investitori istituzionali di 26,2 milioni di azioni ordinarie detenute in Bank Pekao S.A. ("**Pekao**", o la "**Società**"), corrispondenti a circa il 10,0% del capitale azionario esistente della Società, ad un prezzo di PLN 126 per azione, attraverso un'*accelerated bookbuilding offering* (l'"**Offerta**").

Il corrispettivo complessivo è stato pari a circa PLN 3,3 miliardi (equivalenti a circa € 749 milioni*). Il prezzo incorpora uno sconto del 6% circa rispetto all'ultimo prezzo di chiusura di Pekao pre-annuncio e ha consentito un aumento pari a circa 12 punti base del CET1 ratio del Gruppo UniCredit.

In seguito all'Offerta, UniCredit continuerà a detenere una partecipazione di controllo in Pekao, corrispondente al 40,1% del capitale azionario della Società. Nel contesto dell'Offerta, UniCredit ha sottoscritto un impegno di lock-up della durata di 90 giorni con riferimento alla rimanente partecipazione di controllo in Pekao, soggetto ad eccezioni usuali per questo tipo di operazione.

L'Offerta, che fa seguito al collocamento del 10% delle azioni ordinarie di FinecoBank conclusasi con successo questa mattina, è un'ulteriore precisa indicazione che UniCredit agirà in maniera decisa e rapida per cogliere ogni opportunità incrementale per la creazione di valore in linea con il rinnovato impulso ad una gestione attiva del portafoglio in cui tutti gli attivi saranno soggetti alla stessa disciplinata gestione del capitale. UniCredit conferma il suo obiettivo chiave di offrire alla propria ampia base di clientela l'accesso ad un *network* senza eguali in Europa occidentale, centrale ed orientale.

UniCredit si è avvalsa di Morgan Stanley & Co. International plc., Citigroup, UBS Limited e UniCredit Corporate & Investment Banking in qualità di *Joint Bookrunners* per l'Offerta.

* Assumendo un tasso di cambio EUR/PLN equivalente a 4,4171 (ECB foreign exchange reference rate del 12 luglio 2016).

UniCredit S.p.A.

Milano, 12 luglio 2016

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PRESS RELEASE

SUCCESSFUL COMPLETION OF THE ACCELERATED BOOKBUILDING OFFERING LAUNCHED BY UNICREDIT IN BANK PEKAO S.A.

The proceeds amount to approximately PLN 3.3 billion (€ 749 million) deriving from the sale of approximately 26.2 million ordinary shares of Bank Pekao S.A. at a price of PLN 126 per share*

Further to the press release published today, UniCredit S.p.A. ("**UniCredit**") announces that it has sold 26.2 million existing ordinary shares in Bank Pekao S.A. ("**Pekao**" or the "**Company**") to institutional investors, corresponding to approximately 10.0% of the Company's issued share capital, at a price of 126 PLN per ordinary share in an accelerated placement (the "**Placement**").

Gross proceeds raised by UniCredit from the Placement amounted to approximately PLN 3.3 billion (equal to c. € 749 million*). The price represents a discount of approximately 6% to the last pre-announcement closing price of Pekao and is estimated to translate to an increase of approximately 12 basis points in the UniCredit Group CET1 ratio.

After the completion of the Placement, UniCredit continues to hold a controlling shareholding in Pekao, corresponding to 40.1% of the Company's share capital. In the context of the Placement, UniCredit has agreed to a 90 days lock-up period with respect to its remaining controlling shareholding in Pekao, subject to customary carve-outs.

This transaction, following closely after the successful placing of 10% of FincoBank's ordinary share capital concluded this morning, is another firm indication that UniCredit will act decisively and swiftly to seize value creative opportunities in line with its renewed focus on strictly disciplined capital management and pro-active capital optimisation actions. In the meantime, UniCredit confirms its key focus on delivering its unique Western, Eastern and Central European network to its extensive client base.

Morgan Stanley & Co. International plc, Citigroup, UBS Limited and UniCredit Corporate & Investment Banking acted as Joint Bookrunners for the Placement.

* Assuming EUR/PLN exchange rate equal to 4.4171 (ECB foreign exchange reference rate as of 12 July 2016).

UniCredit S.p.A.

Milan, 12 July 2016

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