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Societa' : YOOX NET-A-PORTER GROUP

Identificativo : 65482

Informazione
Regolamentata

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Diffusione presunta

Oggetto : Avviato ABB su azioni YNAP a fronte dell'esercizio di opzioni di Marchetti. A seguito dell'operazione, partecipazione del CEO aumenterà

Testo del comunicato

Vedi allegato.

YOOX NET-A-PORTER GROUP

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PRESS RELEASE

YOOXNET-A-PORTERGROUP: Accelerated bookbuild offer on YNAP shares following Federico Marchetti's stock option exercise. CEO's stake in the Company to increase after completion

Milan, 11 November 2015 - Following completion of the merger, Federico Marchetti, Chief Executive Officer of YOOX NET-A-PORTER GROUP, exercised his outstanding stock options to subscribe for 2,391,956 YNAP shares. Details available in the annex below.

In order to fund this option exercise and its related tax liabilities as well as to repay an existing debt previously raised to finance a former option exercise ([see the press release dated 18 November 2014](#)), Marchetti will sell 1,987,986 YNAP shares through an entirely cash-neutral transaction.

As a result, Federico Marchetti's holding in YOOX NET-A-PORTER GROUP will increase to 6.1% of the new ordinary share capital, up from the previous 5.7%.

For the transaction, Marchetti mandated Mediobanca - Banca di Credito Finanziario S.p.A. to place the shares on offer, corresponding to 1.5% of the Company's total share capital, through an accelerated bookbuild offering (the "Offering") to institutional investors, which will commence immediately.

A press release with the actual terms of the Offering will be issued upon completion.

In line with market practice for placements of this nature, Federico Marchetti undertakes not to dispose of any additional shares for a period of up to 180 days, without the prior consent of the Bookrunner.

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With respect to the member states of the European Economic Area which have implemented the Prospectus Directive (each, a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of the shares of YOOX NET-A-PORTER GROUP S.p.A. sold by Federico Marchetti requiring a publication of a prospectus in any Relevant

YOOX NET-A-PORTER GROUP

Member State. As a consequence, the shares of YOOX NET-A-PORTER GROUP S.p.A. may only be sold by Federico Marchetti in any Relevant Member State pursuant to an exemption under the Prospectus Directive.

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Mediobanca - Banca di Credito Finanziario S.p.A. is acting for Federico Marchetti and nobody else in relation to the transaction described above and will not be responsible to anyone for providing advice nor to anyone other than Federico Marchetti for providing the protections offered to their clients in relation to any transaction or any matters referred to in this announcement.

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YOOX NET-A-PORTER GROUP

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YOOX NET-A-PORTER GROUP

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YOOX NET-A-PORTER GROUP is the world's leading online luxury fashion retailer. The Group is the result of a game-changing merger which in October 2015 brought together YOOX GROUP and THE NET-A-PORTER GROUP, two companies that revolutionized the luxury fashion industry since their birth in 2000.

YOOX NET-A-PORTER GROUP is a unique business with an unrivalled offering including multi-brand in-season online stores NET-A-PORTER.COM, MR PORTER.COM, THECORNER.COM, SHOESCRIBE.COM, multi-brand off-season online stores YOOX.COM and THE OUTNET.COM, as well as numerous ONLINE FLAGSHIP STORES, all Powered by YOOX NET-A-PORTER GROUP. Through a joint venture established in 2012, YOOX NET-A-PORTER GROUP has partnered with Kering to manage the ONLINE FLAGSHIP STORES of several of the French Group's luxury brands.

Uniquely positioned in the high growth online luxury sector, YOOX NET-A-PORTER GROUP has an unrivalled client base of more than 2 million high-spending customers, 24 million monthly unique visitors worldwide and combined 2014 net revenues of €1.3 billion. The Group has offices and operations in the United States, Europe, Japan, China and Hong Kong and delivers to more than 180 countries around the world. YOOX NET-A-PORTER GROUP is listed on the Milan Stock Exchange as YNAP. For further information: www.ynap.com.

ANNEX

Stock Option Plans	Exercise Prices for each Stock Option / (for each Share) *		Total number of Stock Options	Total number of Shares *
	€59.17 / (€1.14)	€9.60 / (€9.60)		
2007 - 2012	17,153		17,153	891,956
2012 - 2015		1,500,000	1,500,000	1,500,000
Total	17,153	1,500,000	1,517,153	2,391,956

**As a consequence of the stock split approved by the Company's Extraordinary Shareholder's Meeting on 8 September 2009, each outstanding option related to the 2007 - 2012 Stock Option Plan entitles the holder to subscribe for 52 ordinary shares, at the exercise price both for each option and for each share described in the table above. The 2012 - 2015 Stock Option Plan entitles the holder to subscribe for 1 ordinary share for each option exercised, at the exercise price both for each option and for each share described in the table above.*

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