BIt Market Services

Informazione Regolamentata n. 0958-99-2016

Data/Ora Ricezione 01 Giugno 2016 22:19:17

MTA

Societa' : BANCO POPOLARE

Identificativo : 75224

Informazione

Regolamentata

Nome utilizzatore : BCOPOPOLAREN01 - MARCONI

Tipologia : IROS 04

Data/Ora Ricezione : 01 Giugno 2016 22:19:17

Data/Ora Inizio : 01 Giugno 2016 22:34:18

Diffusione presunta

Oggetto : Share Capital Increase: Rights Offering

Timetable

Testo del comunicato

Vedi allegato.



This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States unless they are registered or are exempt from registration under the U.S. Securities Act of 1933, as amended. The Company does not intend to register any portion of this Rights Offering in the United States or to conduct a public offering in the United States. Any public offering of securities to be made in the United States will be made by means of a prospectus that will contain detailed information about the Company and its management, as well as financial statements. Copies of this announcement are not being, and should not be, distributed in or sent into the United States.

NEWS RELEASE

Verona, 1 June 2016

Share Capital Increase: Rights Offering Timetable

Banco Popolare (the "Company") announces that in relation to the rights issue and the admission to trading on the Mercato Telematico Azionario ("MTA"), organized and managed by Borsa Italiana S.p.A., of the Banco Popolare ordinary shares arising from the €1 billion capital increase, which was approved by the Board of Directors of Banco Popolare on May 10, 2016, under the delegated powers granted by the Extraordinary Shareholders' Meeting held on May 7, 2016, pursuant to art. 2443 of the Italian Civil Code (the "Rights Offering"), the indicative timetable for the Rights Offering is summarized as follows:

- The pre-emptive rights entitling to the subscription of Banco Popolare's newly issued shares (the "Pre-emptive Rights") could be exercised, under penalty of forfeiture, from June 6, 2016 and June 22, 2016 inclusive (the "Subscription Period"); and
- The Pre-emptive Rights will be traded on the MTA from June 6, 2016 to June 16, 2016 inclusive.

Any Pre-emptive Rights left unexercised by June 22, 2016 will be offered by the Company on the MTA within the month following the end of the Subscription Period for at least five trading days of open market pursuant to art. 2441, paragraph 3, of the Italian Civil Code (the "**Rights Auction**"). The starting and ending dates of the Rights Auction period will be communicated to the public with a specific notice.

The Board of Directors of the Company is scheduled to meet tomorrow, June 2, 2016, to approve the final terms of the Rights Offering, including among other matters, the issue price, the offer ratio and the maximum amount of the Rights Offering.

The commencement of the Rights Offering and the above calendar shall be subject to Consob's authorization to publish the Registration Document, the Information Information Note and the Summary Note (jointly constituting the "Italian Prospectus").

The Italian Prospectus will be made available in accordance with the procedures and time limits laid down by law at the registered office of Banco Popolare in Verona, Piazza Nogara n. 2 and on the Company website (www.bancopopolare.it).

Media Relations

T +39 045 8675048 / 183 / 381 / 121 ufficio.stampa@bancopopolare.it @bancopopolare

Investor Relations

T +39 045 8675537 investor.relations@bancopopolare.it www.bancopopolare.it (IR section)

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, AUSTRALIA, JAPAN OR IN OR INTO ANY OTHER JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION MIGHT BE UNLAWFUL



* * * *

Important Regulatory Notice

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, AUSTRALIA, JAPAN OR IN OR INTO ANY OTHER JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION MIGHT BE UNLAWFUL

This announcement is for distribution only to persons who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.

This announcement has been prepared on the basis that any offer of securities in any Member State of the European Economic Area ("EEA"), other than Italy, (each, a "Relevant Member State"), will be made pursuant to an exemption under the Prospectus Directive (2003/71/EC, as amended),, from the requirement to publish a prospectus for offers of securities. Accordingly any person making or intending to make any offer in that Relevant Member State of securities which are the subject of the rights offering mentioned in this announcement may only do so in circumstances in which no obligation arises for the Company or any of the managers to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Company nor any of the managers have authorized, nor do they authorize, the making of any offer of securities through any financial intermediary, other than offers made by the underwriters which constitute the final placement of the Rights Offering contemplated in these materials. Neither the Company or any of the managers have authorized, nor do they authorize, the making of any offer of securities in circumstances in which an obligation arises for the Company or any of the managers to publish or supplement a prospectus for such offer.

Media Relations

T +39 045 8675048 / 183 / 381 / 121 ufficio.stampa@bancopopolare.it

@bancopopolare

Investor Relations T +39 045 8675537 investor.relations@bancopopolare.it www.bancopopolare.it (IR section)

Fine Comunicato n.0

Numero di Pagine: 4