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Testo del comunicato			

Vedi allegato.

in BANCO POPOLARE

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Verona, 30 June 2016

Banco Popolare: final outcome of the rights offering

Further to the press release published on 27 June 2016, Banco Popolare – Società Cooperativa ("**Banco Popolare**" or the "**Company**") announces that the rights offering concerning a maximum of 465,581,304 newly issued ordinary shares (the "**Shares**") of Banco Popolare was completed.

During the subscription period, which started on 6 June 2016 and ended on 22 June 2016, inclusive (the "**Subscription Period**"), 359,863,966 rights were exercised in respect of 462,682,242 Shares, or 99.377% of the aggregate number of the Shares offered in the rights offering, for an overall amount of Euro 990,139,997.88.

Pursuant to Article 2441, third paragraph, of the Italian civil code, Banco Popolare offered on the Italian Stock Exchange (the "**Rights Auction**") 2,254,826 rights that were not exercised during the Subscription Period (the "**Unexercised Rights**"); all the Unexercised Rights were sold during the first two trading sessions of the Rights Auction.

Upon conclusion of the Rights Auction, taking into account the Shares that were already subscribed upon conclusion of the Subscription Period, 463,583,970 Shares were subscribed, or 99.571% of the aggregate number of the Shares offered, for an overall amount of Euro 992,069,695.80.

Pursuant to the guarantee agreement entered into on 2 June 2016, Mediobanca – Banca di Credito Finanziario S.p.A. and BofA Merrill Lynch, as Joint Global Coordinators and Joint Bookrunners (the "**Guarantors**"), will subscribe for the remaining 1,997,334 Shares, for an overall amount of Euro 4,274,294.76.

Following Guarantors' subscriptions, the rights offering will be fully subscribed for an overall amount of Euro 996,343,990.56, which be fully recorded as share capital.

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in BANCO POPOLARE

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