BIt Market Services

Informazione Data/Ora Ricezione
Regolamentata n. 22 Dicembre 2016 MTA
0263-243-2016 20:44:12

Societa' : UNICREDIT

Identificativo : 83291

Informazione

Regolamentata

Nome utilizzatore : UNICREDITN03 - Berneri

Tipologia : IROS 04

Data/Ora Ricezione : 22 Dicembre 2016 20:44:12

Data/Ora Inizio : 22 Dicembre 2016 20:59:13

Diffusione presunta

Oggetto : Press Release

Testo del comunicato

UNICREDIT SELECTS THE FINANCIAL INSTITUTIONS WHICH WILL ACT AS JOINT BOOKRUNNERS IN THE CONTEXT OF THE UNDERWRITING SYNDICATE FOR THE UP TO EURO 13 BILLION RIGHTS ISSUE

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION WHERE SUCH AN OFFER OR SOLICITATION WOULD REQUIRE THE APPROVAL OF LOCAL AUTHORITIES OR OTHERWISE BE UNLAWFUL



This communication and the information contained herein does not contain or constitute an offer of securities for sale, or solicitation of an offer to purchase securities, in the United States, Australia, Canada or Japan or any other jurisdiction where such an offer or solicitation would require the approval of local authorities or otherwise be unlawful (the "Other Countries"). Any public offering will be conducted in Italy pursuant to a prospectus, duly authorized by the Commissione Nazionale per le Società e la Borsa ("Consob") in accordance with applicable regulations. Neither this document nor any part of it nor the fact of its distribution may form the basis of, or be relied on in connection with, any contract or investment decision in relation thereto. The securities referred to herein have not been registered and will not be registered in the United States under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or pursuant to the corresponding regulations in force in the Other Countries. The securities may not be offered or sold in the United States unless such securities are registered under the Securities Act, or an exemption from the registration requirements of the Securities Act is available. UniCredit S.p.A. does not intend to register any portion of any offering in the United States.

PRESS RELEASE

UNICREDIT SELECTS THE FINANCIAL INSTITUTIONS WHICH WILL ACT AS JOINT BOOKRUNNERS IN THE CONTEXT OF THE UNDERWRITING SYNDICATE FOR THE UP TO EURO 13 BILLION RIGHTS ISSUE

Milan, 22nd December 2016

Following the press release issued on December 13th 2016, UniCredit S.p.A. ("UniCredit") informs that, in the context of a rights issue for up to a maximum amount of Euro 13 billion (the "Right Issue"), Banca IMI, Banco Santander, Barclays, BBVA, BNP PARIBAS, COMMERZBANK, Crédit Agricole CIB, Natixis and Société Générale will act as joint bookrunners (the "Joint Bookrunners"), along with UniCredit Corporate & Investment Banking, Morgan Stanley and UBS which will act as structuring advisors and, alongside BofA Merrill Lynch, J.P. Morgan, and Mediobanca, as joint global coordinators and joint bookrunners (the "Joint Global Coordinators"), as well as Citigroup, Credit Suisse, Deutsche Bank, Goldman Sachs International and HSBC which will act as co-global coordinators and joint bookrunners (the "Co-Global Coordinators").

The Joint Bookrunners have entered into a pre-underwriting agreement, in line with that already entered into by the Joint Global Coordinators (other than UniCredit Corporate & Investment Banking) and the Co-Global Coordinators, pursuant to which they have undertaken - subject to conditions in line with market practice for similar transactions - to enter, together with the Joint Global Coordinators and Co-Global Coordinators, into an underwriting agreement for the subscription of any newly issued shares that remain

1

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION WHERE SUCH AN OFFER OR SOLICITATION WOULD REQUIRE THE APPROVAL OF LOCAL AUTHORITIES OR OTHERWISE BE UNLAWFUL



unsubscribed at the end of the auction to be carried out following the subscription period of the offering, up to a maximum amount equal to the amount of the Rights Issue.

Contacts:

Media Relations: Tel. +39 02 88623569; e-mail: MediaRelations@unicredit.eu

Investor Relations: Tel: +39 02 88621872; e-mail: InvestorRelations@unicredit.eu

This communication and the information contained herein does not contain or constitute an offer of securities for sale, or solicitation of an offer to purchase securities, in the United States, Australia, Canada or Japan or any other jurisdiction where such an offer or solicitation would require the approval of local authorities or otherwise be unlawful (the "Other Countries"). Any public offering will be conducted in Italy pursuant to a prospectus, duly authorized by Consob in accordance with applicable regulations.

Neither this document nor any part of it nor the fact of its distribution may form the basis of, or be relied on in connection with, any contract or investment decision in relation thereto. The securities referred to herein have not been registered and will not be registered in the United States under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or pursuant to the corresponding regulations in force in the Other Countries. The securities may not be offered or sold in the United States unless such securities are registered under the Securities Act, or an exemption from the registration requirements of the Securities Act is available. UniCredit does not intend to register any portion of any offering in the United States.

This communication is directed only at (i) persons who are outside the United Kingdom or (ii) persons who have professional experience in matters relating to investments falling within Article 19(2) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended from time to time (the "Order") or (iii) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2) of the Order or (iv) certified high net worth individuals and certified and self-certified sophisticated investors as described in Articles 48, 50, and 50A respectively of the Order or (v) persons to whom this communication may otherwise be lawfully communicated (all such persons together being referred to as "relevant persons"). Any investment activity to which this communication relates will only be available to and will only be engaged with, relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

This publication constitutes neither an offer to sell nor a solicitation to buy or subscribe for securities. This communication has been prepared on the basis that any offer of securities in any Member State of the European Economic Area ("EEA") which has implemented the Prospectus Directive (each, a "Relevant Member State"), will be made on the basis of a prospectus approved by the competent authority and published and notified to the relevant competent authority in accordance with the Prospectus Directive (the "Permitted Public Offer") and/or pursuant to an exemption under the Prospectus Directive from the requirement to publish a prospectus for offers of securities.

Accordingly, any person making or intending to make any offer of securities in a Relevant Member State other than the Permitted Public Offer, may only do so in circumstances in which no obligation arises for UniCredit or any of its consolidated subsidiaries or any of the Joint Global Coordinators, the Co-Global Coordinators or the Joint Bookrunners 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.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION WHERE SUCH AN OFFER OR SOLICITATION WOULD REQUIRE THE APPROVAL OF LOCAL AUTHORITIES OR OTHERWISE BE UNLAWFUL



The expression "Prospectus Directive" means Directive 2003/71/EC (this Directive and amendments thereto, including Directive 2010/73/EC, to the extent implemented in the Relevant Member State, together with any implementing measures in any member state). This document is an advertisement and is not a prospectus for the purposes of the Prospectus Directive. A prospectus prepared pursuant to the Prospectus Directive will be published in the future. Investors should not subscribe for any securities referred to in this document except on the basis of information contained in any prospectus.

None of the Joint Global Coordinators, the Co-Global Coordinators, the Joint Bookrunners or any of their affiliates or any of its or their respective directors, officers, employees, advisers or agents accepts any responsibility or liability for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement or any other information relating to UniCredit, its subsidiaries or associated companies, or for any loss arising from any use of this announcement or its contents or in connection therewith. They will not regard any other person as their respective clients in relation to the rights issue and will not be responsible to anyone other than UniCredit for providing the protections afforded to their respective clients, nor for providing advice in relation to the rights issue, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

Fine Comunicato n.02	<u> 1</u> 63-243
----------------------	------------------

Numero di Pagine: 5