

# Bit Market Services

Informazione Regolamentata n. 0958-258-2016	Data/Ora Ricezione 23 Dicembre 2016 20:43:56	MTA
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Societa' : BANCO POPOLARE

Identificativo : 83369

Informazione  
Regolamentata

Nome utilizzatore : BCOPOPOLAREN01 - MARCONI

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Diffusione presunta

Oggetto : NOTICE OF PUBLICATION OF THE  
PROSPECTUS FOR THE ADMISSION TO  
TRADING ON MTA OF THE ORDINARY  
SHARES OF BANCO BPM S.P.A.

*Testo del comunicato*

Vedi allegato.

**NOTICE OF PUBLICATION OF THE PROSPECTUS FOR THE  
ADMISSION TO TRADING ON THE ITALIAN EQUITY MARKET (MTA)  
ORGANIZED AND MANAGED BY BORSA ITALIANA S.P.A.  
OF THE ORDINARY SHARES OF BANCO BPM SOCIETÀ PER AZIONI**

*pursuant to the combined provisions of art. 9, paragraph 5 and art. 56, paragraph 5 of the Regulation approved with CONSOB resolution no. 11971 of 14 May 1999 (as amended) and art. 9 of the Delegated Regulation (EU) 2016/301*

With regard to the merger between Banco Popolare – Società Cooperativa (“**Banco Popolare**”) and Banca Popolare di Milano S.c. a r.l. (“**BPM**”) through the incorporation of a new banking joint-stock company (the “**Merger**”), to be named Banco BPM Società per Azioni (“**Banco BPM**” or the “**Issuer**”), Banco Popolare and BPM announce that the Registration Document, the Information Note and the Summary Note (jointly, the “**Prospectus**”) for the admission to trading on the Italian Equity Market (Mercato Telematico Azionario - **MTA**) organized and managed by Borsa Italiana S.p.A. (“**Borsa Italiana**”) of the Banco BPM ordinary shares (the “**Shares**”), have been deposited with Consob on 23 December 2016, having been notified that the publication authorization has been issued with notices dated 23 December 2016, with file reference no. 0113422/16 for the Registration Document and no. 0113428/16 for the Information Note and the Summary Note, respectively.

The publication of the Prospectus does not constitute and should not be construed as a valuation of CONSOB regarding the opportunity of the proposed investment and the merit of the related facts and figures.

In order to correctly evaluate the investment, investors are advised to carefully examine the warnings and the specific risk factors illustrated: (i) in Chapter IV of the Registration Document, relating to the Merger, the *post*-Merger business activities of the Issuer and the Group and the sector they operate in; (ii) in Chapter II of the Information Note, relating to the financial instruments being admitted to trading. The risk factors must be analyzed in conjunction with all the other information contained in the Prospectus.

All capitalized terms in this press release have the same meaning assigned to them in the Prospectus, unless otherwise specified.

#### **NAME OF THE ISSUER**

Banco BPM Società per Azioni, with registered office in Milan, Piazza F. Meda no. 4 and administrative headquarters in Verona, Piazza Nogara no. 2, joint-stock company formed under the Merger.

#### **FINANCIAL INSTRUMENTS TYPE, CLASS AND AMOUNT**

The financial instruments covered by the Prospectus and admitted to trading on the MTA are the Issuer’s ordinary shares, issued with no par value, originating from the Merger (ISIN Code IT0005218380).

#### **TRADING CALENDAR**

Borsa Italiana, with measure no. 8299 of 21 December 2016, approved the admission to trading of the Shares on the MTA and the consequent revocation from trading on the MTA of the shares of Banco Popolare and BPM.

The effective date on which the Shares will start trading on the MTA is declared by Borsa Italiana, in accordance with art. 2.4.2, paragraph 4, of Borsa Italiana’s Regulation, after having verified that the Prospectus has been made available to the public.

#### **WHERE TO GET A PROSPECTUS**

The Prospectus is made available, in office hours and working days, at the registered offices of Banco Popolare, in Verona, Piazza Nogara no. 2, and of BPM, in Milan, Piazza F. Meda no. 4, as well as on the websites of Banco Popolare ([www.bancopopolare.it](http://www.bancopopolare.it)) and BPM ([www.gruppobpm.it](http://www.gruppobpm.it)). As of the Merger’s effective date, the Prospectus will be available, in office hours and working days, at the Issuer’s registered office in Milan, Piazza F. Meda no. 4, as well as on the Issuer’s website ([www.bancobpmspa.it](http://www.bancobpmspa.it)).

Fine Comunicato n.0958-258

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