



# SPAFID CONNECT

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Regolamentata  
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Oggetto : Post stabilization notice

*Testo del comunicato*

Vedi allegato.

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### Post stabilization notice

Milan, May 17<sup>th</sup>, 2019 – Nexi S.p.A. (“**Nexi**”), on the basis of the information disclosed by Credit Suisse Securities (Europe) Limited or any of its EU affiliates (“**Credit Suisse**”), acting as Stabilisation Manager in the context of the listing of ordinary shares by Nexi S.p.A., hereby gives notice that Credit Suisse has undertaken stabilization activities (as defined under Article 3, paragraph 2, letter d), of the Market Abuse Regulation (EU/596/2014) in relation to the offering of the securities as set out below.

<b>Financial Instruments:</b>	
Issuer	Nexi S.p.A.
Financial Instrument	Ordinary Shares (ISIN: IT0005366767)
Offer Size	256,915,812 Ordinary Shares including the over-allotment option
Total aggregate amount purchased	28,483,968
Stabilisation Manager	Credit Suisse Securities (Europe) Limited

Pursuant to Article 6, paragraph 3, of Commission Delegated Regulation (EU) 2016/1052 supplementing Regulation (EU) No. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures, Nexi S.p.A., on the basis of the information disclosed by Credit Suisse, hereby communicates that the stabilisation purchases began on April 16, 2019 and that the last stabilisation purchase took place on May 13, 2019.

The chart below sets out the data on the stabilisation transactions carried out during the stabilisation period.

<b>Execution Date</b>	<b>Lowest Price</b>	<b>Highest Price</b>	<b>Aggregate Amount</b>	<b>Trading Venue</b>
16 April 2019	€8.35	€8.75	21,382,233	Borsa Italiana – Mercato Telematico Azionario
17 April 2019	€8.44	€8.50	1,215,282	Borsa Italiana – Mercato Telematico Azionario
18 April 2019	€8.30	€8.50	2,451,091	Borsa Italiana – Mercato Telematico Azionario
25 April 2019	€8.40	€8.42	125,000	Borsa Italiana – Mercato Telematico Azionario
26 April 2019	€8.10	€8.34	450,000	Borsa Italiana – Mercato Telematico Azionario
29 April 2019	€8.05	€8.14	431,901	Borsa Italiana – Mercato Telematico Azionario

30 April 2019	€8.05	€8.15	275,000	Borsa Italiana – Mercato Telematico Azionario
2 May 2019	€7.85	€8.035	1,250,000	Borsa Italiana – Mercato Telematico Azionario
3 May 2019	€8.14	€8.14	100,000	Borsa Italiana – Mercato Telematico Azionario
06 May 2019	€8.04	€8.14	300,000	Borsa Italiana – Mercato Telematico Azionario
07 May 2019	€8.133	€8.133	100,000	Borsa Italiana – Mercato Telematico Azionario
08 May 2019	€8.07	€8.10	155,570	Borsa Italiana – Mercato Telematico Azionario
09 May 2019	€8.00	€8.05	72,891	Borsa Italiana – Mercato Telematico Azionario
10 May 2019	€8.435	€8.435	100,000	Borsa Italiana – Mercato Telematico Azionario
13 May 2019	€8.30	€8.30	75,000	Borsa Italiana – Mercato Telematico Azionario

As communicated on May 16, 2019, on May 15, 2019 the joint global coordinators, also in the name and on behalf of the underwriting syndicate, partially exercised the greenshoe option in respect of no. 5,026,790 Nexi ordinary shares.

Including the shares purchased in the exercise of the Greenshoe Option, the Offering comprised n. 228,431,844 Nexi ordinary shares, approximately corresponding to 36.4% of the share capital. Upon completion of the partial exercise of the Greenshoe Option Mercury UK will hold no. 377,639,706 Nexi shares corresponding to approximately the 60.15% of the share capital.

This press release is issued also on behalf of Credit Suisse Securities (Europe) Limited pursuant to Article 6, paragraph 3, of Commission Delegated Regulation (EU) 2016/1052.

### **About Nexi**

Nexi is the leading PayTech company in Italy, listed on MTA of Borsa Italiana. We operate in strong partnership with ~150 partner banks covering 80% of the system in Italy in number of branches. Our integrated end-to-end omni-channel technology connects banks, merchants and consumers enabling digital payments. We help simplify payments for our clients and digitalise the Italian economy. Nexi operates in three market areas: Merchant Services & Solutions, Cards & Digital Payments and Digital Banking Services:

*Merchant Services & Solutions:* Nexi, together with its partner Banks, serves c.890,000 merchants and manages 1.4 million POS terminals;

*Cards & Digital Payments:* Nexi, together with its partner Banks, manages 41 million payment cards for c.30 million cardholders;

*Digital Banking Solutions:* Nexi manages 13,400 ATMs, approximately 420,000 e-banking workstations and over 900 million clearing transactions in 2018. In addition, Nexi is developing the open banking system in collaboration with the CBI consortium which the main Italian banks have already adhered to.

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Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Shares have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II to such target market (the "Target Market Assessment").

Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline, and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the offering.

Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Joint Global Coordinators and Joint Bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties. For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.

Fine Comunicato n.2170-33

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