



PRESS RELEASE

**PRELIOS POSITIVELY CONCLUDES ITS CAPITAL INCREASE:  
8.45% OF THE RESIDUAL UNEXERCISED RIGHTS SUBSCRIBED UNDER GUARANTEE  
AGREEMENT**

- **THE EURO 66.5 MILLION RIGHTS OFFERING HAS BEEN FULLY SUBSCRIBED**
- **INTESA SANPAOLO HAS SUBSCRIBED TO RESIDUAL SHARES WITH AN OVERALL VALUE OF AROUND EURO 5.6 MILLION IN ACCORDANCE WITH THE GUARANTEE AGREEMENT**
- **INTESA SANPAOLO TRANSFERS ITS 10% STAKE IN PRELIOS SGR TO PRELIOS SPA, WHICH NOW HOLDS 100% OF THE SHARE CAPITAL OF PRELIOS SGR**

*Milan, 9 March 2016* – Prelios S.p.A. (“**Prelios**” or the “**Company**”) communicates that today, following the market’s subscription of nearly all of the option rights offered (91.55%) as part of Prelios capital increase and in reference to information already made public, Intesa Sanpaolo S.p.A. (“**Intesa**”) has subscribed 54,623,025 of the remaining newly issued Prelios ordinary shares (the “**Shares**”), equal to around 8.45% of the total newly issued ordinary shares, with an overall value of around Euro 5.6 million, by executing the commitments undertaken in accordance with the Guarantee Agreement entered into on 3 February 2016 by the Lending Banks<sup>1</sup>. The subscription was performed by converting, for an equal amount, a portion of the financial receivable towards Prelios upon acquisition, on today’s date, by the latter of all the Prelios SGR Shares owned by Intesa Sanpaolo, equal to 10% of the share capital.

Therefore, the Rights Offering, which, upon completion of the Stock Exchange offer resulted in the subscription of around 591,522,606 Shares in total, equal to around 91.55% of newly issued ordinary shares with an overall value of around Euro 60.9 million, has concluded successfully with the subscription of all of the 646,145,631 newly issued ordinary shares, with an overall value of around Euro 66,488,385.43 of which Euro 6,461,456.31 in nominal share value and Euro 60,026,929.12 in share premium.

The Company’s new share capital is now equal to Euro 55,686,524.26 (fully subscribed and paid-in) and consists of a total 1,364,087,011 Shares of which 1,153,098,810 (equal to about 84.533% of the share capital) ordinary voting shares which are listed on the MTA market (Mercato Telematico Azionario) managed by Borsa Italiana S.p.A., and 210,988,201 unlisted, non-voting B shares (equal to about 15.467% of the share capital).

The relevant certification required pursuant to Article 2444 of the Italian Civil Code will be filed with Milan Companies’ Register within the term provided by law.

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<sup>1</sup> Intesa Sanpaolo S.p.A., UniCredit S.p.A., Banca Monte dei Paschi di Siena S.p.A., Banca Popolare di Milano Soc.Coop.a r.l., Banca Popolare di Sondrio Soc.Coop.p.A., Banca Carige S.p.A. – Cassa di Risparmio di Genova e Imperia, Banca Popolare dell’Emilia Romagna Soc.Coop., with Banca IMI S.p.A. as Agent Bank

During the Rights Offering, Prelios was assisted by Chiomenti Studio Legale acting as legal advisor and Lazard S.r.l. as financial advisor, with Intermonte SIM S.p.A. acting as placement agent.

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**For further information:**

Prelios Press Office

Tel. +39.02.62.81.69747 - Mobile +39.335.73.57.146

[pressoffice@prelios.com](mailto:pressoffice@prelios.com)

Investor Relations Prelios Tel. +39.02.62.81.4104

[ir@prelios.com](mailto:ir@prelios.com)

[www.prelios.com](http://www.prelios.com)