BANCO POPOLARE

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COMUNICATO STAMPA

Verona, 1º luglio 2016

Banco Popolare: contratto di garanzia

Facendo seguito al comunicato diffuso in data 30 giugno 2016, Banco Popolare Società Cooperativa ("**Banco Popolare**" ovvero la "**Società**") comunica che ai sensi del contratto di garanzia sottoscritto in data 2 giugno 2016, in data odierna Mediobanca – Banca di Credito Finanziario S.p.A. e BofA Merrill Lynch, in qualità di *Joint Global Coordinators* e *Joint Bookrunners,* hanno sottoscritto le rimanenti n. 1.997.334 Azioni, pari allo 0,429% delle azioni ordinarie di nuova emissione, per un controvalore complessivo pari a Euro 4.274.294,76.

L'aumento di capitale si è pertanto concluso con la sottoscrizione integrale delle n. 465.581.304 azioni ordinarie Banco Popolare di nuova emissione per un controvalore complessivo pari a Euro 996.343.990,56, da imputare interamente a capitale sociale.

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which are the subject of the rights offering mentioned in this announcement may only do so in circumstances in which no obligation arises for the Company 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. Neither the Company nor any of the managers have authorized, nor do they authorize, the making of any offer of securities through any financial intermediary, other than offers made by the underwriters which constitute the final placement of the Rights Offering contemplated in these materials. Neither the Company or any of the managers have authorized, nor do they authorize, the making of any offer of securities in circumstances in which an obligation arises for the Company or any of the managers to publish or supplement a prospectus for such offer.

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