COMUNICATO STAMPA

AUMENTO DI CAPITALE: CONCLUSA IN ANTICIPO L'OFFERTA IN BORSA DEI DIRITTI DI OPZIONE NON ESERCITATI

Torino/Milano, 30 luglio 2020

Facendo seguito al comunicato stampa diffuso in data 28 luglio 2020 ed al relativo avviso pubblicato sul quotidiano Il Corriere della Sera ai sensi dell'art. 89 del regolamento approvato con delibera Consob n. 11971 del 14 maggio 1999, come successivamente modificato ed integrato, Banca Intermobiliare di Investimenti e Gestioni S.p.A. ("**BANCA INTERMOBILIARE**" o la "**BANCA**") rende noto che nel corso della prima seduta dell'offerta in Borsa tenutasi in data odierna risultano venduti tutti i n. 11.267.889 diritti di opzione non esercitati nel periodo di offerta (i "**DIRITTI INOPTATI**" o "**DIRITTI**"), che attribuiscono il diritto alla sottoscrizione di n. 15.244.791 azioni ordinarie di nuova emissione Banca Intermobiliare (le "**AZIONI**").

L'esercizio dei Diritti Inoptati acquistati nell'ambito dell'offerta in Borsa e, conseguentemente, la sottoscrizione delle Azioni dovranno essere effettuati, a pena di decadenza, entro e non oltre il terzo giorno di Borsa aperta successivo a quello di comunicazione della chiusura anticipata e, quindi, entro e non oltre il 4 agosto 2020.

I Diritti Inoptati saranno messi a disposizione degli acquirenti tramite gli intermediari autorizzati aderenti al sistema di gestione accentrata di Monte Titoli S.p.A. e potranno essere utilizzati per la sottoscrizione delle Azioni – aventi le stesse caratteristiche di quelle in circolazione e godimento regolare – al prezzo di Euro 0,039 per azione, nel rapporto di n. 23 Azioni ogni n. 17 Diritti.

Si ricorda che: (i) nel corso del periodo di offerta in opzione, iniziato il 13 luglio 2020 e conclusosi il 28 luglio 2020, sono stati esercitati n. 686.017.694 diritti di opzione e, quindi, risultano già sottoscritte n. 928.141.586 Azioni di nuova emissione, pari al 98,38% del totale delle Azioni offerte, per un controvalore complessivo pari a Euro 36.197.521,854; e (ii) il socio di maggioranza, Trinity Investments Designated Activity Company, in data 31 dicembre 2019 ha effettuato a sostegno della Banca versamenti in conto futuro aumento di capitale, in parte utilizzati per la sottoscrizione dei Diritti di Opzione allo stesso spettanti e, per la restante parte, da utilizzarsi per la sottoscrizione di tutto l'eventuale inoptato che dovesse risultare non sottoscritto dal mercato.

Il Documento di Registrazione, la Nota Informativa e la Nota di Sintesi (che congiuntamente costituiscono il Prospetto) sono a disposizione del pubblico presso la sede legale della Banca, in Torino, Via San Dalmazzo n. 15 e sul sito internet della Banca (www.bancaintermobiliare.com).

* * *

<u>**Contatti per la Stampa**</u>

Banca Intermobiliare

Ufficio Comunicazioni e Relazioni Esterne
Tel. +39 011 0828464
Tel. +39 02 99968166
comunicazione@bancaintermobiliare.com

Community

Marco Rubino
Tel. +39 335 6509552

marco.rubino@communitygroup.it

* * *

IMPORTANT REGULATORY NOTICE

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO OR FROM THE UNITED STATES, AUSTRALIA, CANADA, JAPAN OR ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION

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**").

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. Banca Intermobiliare does not intend to register any portion of any offering in the United States.

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 Regulation (each, a "**Relevant Member State**"), will be made on the basis of a prospectus approved by the competent authority and published in accordance with the Prospectus Regulation (the "**Permitted Public Offer**") and/or pursuant to an exemption under the Prospectus Regulation from the requirement to publish a prospectus for offers of securities. Any public offering will be conducted in Italy pursuant to a prospectus, duly authorized by Consob in accordance with applicable regulations.

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 the Company to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

The expression "Prospectus Regulation" means Regulation (EU) 2017/1129 (this Regulation and amendments together with any delegated act and implementing measures). This document is not a prospectus for the purposes of the Prospectus Regulation. A prospectus prepared pursuant to the Prospectus Regulation will be published in the future. Investors should not subscribe for any securities referred to in this document except on the basis of the information contained in any prospectus.

Information to Distributors

Solely for the purposes of the product governance requirements contained within: (a) EU Directive2014/65/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 transferable pre-emptive subscription rights (the "**Rights**") and the new ordinary shares (the "**New Shares**") have been subject to a product approval process, which has determined that they each 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 (the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, Distributors should note that: the price of the Rights and/or the New Shares may decline and investors could lose all or part of their investment; the Rights and the New Shares offer no guaranteed income and no capital protection; and an investment in the Rights and/or the New 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 offer.

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