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Risultati definitivi del Collocamento Istituzionale

Flottante pari al 35,6%

Inizio delle negoziazioni: martedì 16 aprile 2019

Milano, 15 aprile 2019 – Facendo seguito al comunicato stampa diffuso in data 12 aprile 2019, Nexi S.p.A. (“**Nexi**”, l’“**Emittente**” o la “**Società**”) comunica i risultati definitivi del collocamento privato riservato ad investitori istituzionali delle azioni ordinarie (le “**Azioni**”) della Società (il “**Collocamento Istituzionale**”), finalizzato alla quotazione (la “**Quotazione**”) sul Mercato Telematico Azionario (“**MTA**”), organizzato e gestito da Borsa Italiana S.p.A. (“**Borsa Italiana**”).

Nell’ambito del Collocamento Istituzionale, il cui periodo d’offerta si è concluso con successo lo scorso 11 aprile 2019, sono state collocate, a un prezzo pari a Euro 9,00 per Azione, n. 256.915.812 Azioni, di cui: (i) n. 158.510.758 Azioni poste in vendita da Mercury UK Holdco Ltd (“**Mercury UK**”), inclusive delle n. 33.510.758 Azioni oggetto dell’opzione di *over-allotment* (esercitata in data 12 aprile 2019); (ii) complessive n. 20.627.277 Azioni poste in vendita da Banco BPM S.p.A., Banca Popolare di Sondrio S.C.p.A., Banca di Cividale S.C.p.A., Credito Valtellinese S.p.A. e Iccrea Banca S.p.A.; e (iii) n. 77.777.777 Azioni rivenienti da un aumento di capitale di Nexi, con esclusione del diritto di opzione¹.

Ad esito del Collocamento Istituzionale Mercury UK deterrà n. 393.062.389 Azioni corrispondenti a circa il 62,6% del capitale sociale totale (ovvero n. 359.551.631 Azioni corrispondenti al 57,3% del capitale sociale in caso di integrale esercizio dell’opzione c.d. *greenshoe*).

Il flottante delle azioni Nexi sarà pari al 35,6% del capitale sociale, incrementabile fino a 40,9% a seguito dell’eventuale esercizio della suddetta opzione *greenshoe* concessa da Mercury UK.

In data 12 aprile 2019 Borsa Italiana con proprio avviso ha confermato la sussistenza della sufficiente diffusione delle Azioni e disposto l’inizio delle negoziazioni delle Azioni sul MTA per il giorno **16 aprile 2019**.

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Il presente comunicato costituisce anche comunicazione ai sensi dell’art. 6 del Regolamento Delegato (UE) 2016/1052. Credit Suisse Securities (Europe) Limited (o una delle sue collegate o società appartenenti al medesimo gruppo), quale agente per la stabilizzazione, si riserva la facoltà di effettuare attività di stabilizzazione sulle Azioni in ottemperanza alla normativa vigente. Tale attività potrà essere svolta dalla data di avvio delle negoziazioni sul MTA (attesa per il 16 aprile 2019) fino ai 30 giorni successivi a tale data. Non vi è comunque certezza che l’attività di stabilizzazione venga effettivamente esercitata. Tale attività, peraltro, potrà essere interrotta in qualsiasi momento. Le operazioni di stabilizzazione, se intraprese, potrebbero determinare un prezzo di mercato superiore al prezzo che verrebbe altrimenti a prevalere. Le operazioni di

¹ Per maggiori informazioni in merito si rinvia al comunicato stampa del 12 aprile 2019 pubblicato sul sito *internet* di Nexi all’indirizzo www.nexi.it.



stabilizzazione mirano a sostenere il prezzo di mercato delle Azioni durante il periodo di stabilizzazione e si svolgeranno sul MTA.

Nexi

Nexi è la PayTech *leader* in Italia, operante in partnership consolidate con circa 150 istituti Bancari che rappresentano l'80% del numero di sportelli del sistema bancario in Italia. Attraverso la sua tecnologia connette banche, punti vendita e cittadini, rendendo possibili i pagamenti digitali. La missione di Nexi è di rendere digitale ogni pagamento e agevolare lo sviluppo della digitalizzazione del nostro Paese. Nexi opera in tre segmenti di mercato: Merchant Services & Solutions, Cards & Digital Payments e Digital Banking Services:

Merchant Services & Solutions: Nexi, insieme alle Banche *partner*, serve circa 890.000 commercianti e gestisce 1,4 milioni di terminali POS;

Cards & Digital Payments: Nexi e le Banche *partner* gestiscono 41 milioni di carte di pagamento;

Digital Banking Solutions: Nexi gestisce 13.400 ATM, circa 420 mila postazioni di *e-banking* e oltre 900 milioni di transazioni (dato 2018) nei servizi di *clearing*. Inoltre, sta sviluppando il sistema *open banking* in collaborazione con il consorzio CBI al quale hanno già aderito le principali Banche Italiane.

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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.