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PRESS RELEASE

COMUNICATO STAMPA



NESSUN DIRITTO DI REVOCA ESERCITATO

AVVISO DI OFFERTA IN BORSA DEI DIRITTI DI OPZIONE NON ESERCITATI

(pubblicato ai sensi dell’art. 89 del Regolamento Emittenti)

Genova, 13 dicembre 2017 – Banca Carige S.p.A. rende noto che, a seguito della conclusione del periodo per l’esercizio del diritto di opzione a norma dell’articolo 2441, comma 2, del Codice Civile (il “**Periodo di Offerta**”) relativo all’offerta in opzione (l’“**Offerta**”) di massime n. 49.797.699.840 azioni ordinarie Banca Carige di nuova emissione (le “**Nuove Azioni**”), in data odierna è scaduto il termine per esercitare il diritto di revoca *ex art. 95-bis* del TUF secondo quanto precisato nel Supplemento al Prospetto Informativo.

Banca Carige rende noto che non è stato esercitato alcun diritto di revoca.

Pertanto a conclusione del Periodo di Offerta sono stati complessivamente esercitati n. 551.559.971 diritti di opzione per la sottoscrizione di n. 33.093.598.260 Nuove Azioni, pari al 66,46% del totale delle Nuove Azioni offerte, per un controvalore complessivo di Euro 330.935.983.

Risultano non esercitati n. 278.401.693 diritti di opzione che danno diritto alla sottoscrizione di complessive n. 16.704.101.580 Nuove Azioni, pari al 33,54% del totale delle Nuove Azioni offerte, per un controvalore di Euro 167.041.016 (i “**Diritti**” e ciascuno di essi il “**Diritto**”).

I Diritti, ai sensi dell’articolo 2441, comma 3, del Codice Civile, saranno offerti in Borsa per conto di Banca Carige tramite Equita SIM S.p.A. nelle sedute del 15, 18, 19, 20 e 21 dicembre 2017, salvo chiusura anticipata (l’“**Offerta in Borsa**”). Nel corso della prima seduta sarà offerto l’intero quantitativo dei Diritti; nelle sedute successive saranno offerti i Diritti eventualmente non collocati nelle sedute precedenti.

I Diritti potranno essere utilizzati per la sottoscrizione delle Nuove Azioni, al prezzo di Euro 0,01 cadauna, nel rapporto di n. 60 Nuove Azioni per ogni Diritto.

L’esercizio dei Diritti acquistati nell’ambito dell’Offerta in Borsa e conseguentemente la sottoscrizione delle Nuove Azioni dovrà essere effettuato tramite gli intermediari autorizzati aderenti al sistema di gestione accentrata di Monte Titoli S.p.A., a pena di decadenza, entro e non oltre il 22 dicembre 2017, con pari valuta, salvo il caso in cui l’Offerta in Borsa si chiuda anticipatamente, a seguito della vendita di tutti i Diritti offerti nelle sedute del 15 o del 18 dicembre 2017.

Data di pagamento in caso di chiusura anticipata dell’Offerta in Borsa

Nel caso di chiusura anticipata dell’Offerta in Borsa, l’esercizio dei Diritti acquistati nell’ambito della predetta offerta dovrà essere effettuato anticipatamente, 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 20 dicembre 2017, con pari valuta, in caso di chiusura anticipata il 15 dicembre 2017;
- entro e non oltre il 21 dicembre 2017, con pari valuta, in caso di chiusura anticipata il 18 dicembre 2017.

Resta comunque inteso che qualora i Diritti offerti non siano integralmente venduti nelle prime due sedute di borsa sopra indicate (ossia nelle sedute del 15 o del 18 dicembre 2017), il termine ultimo per la sottoscrizione delle Nuove Azioni rimarrà il giorno 22 dicembre 2017.

Le Nuove Azioni rivenienti dall'esercizio dei Diritti saranno accreditate sui conti degli intermediari autorizzati aderenti al sistema di gestione accentrata di Monte Titoli S.p.A. al termine della giornata contabile dell'ultimo giorno di esercizio dei Diritti e saranno pertanto disponibili dal giorno di liquidazione successivo.

Si ricorda che l'Offerta è assistita da un consorzio di garanzia composto da Credit Suisse Securities (Europe) Limited e Deutsche Bank AG, London Branch, in qualità di *Joint Global Coordinators* e *Joint Bookrunners*, e Barclays Bank PLC, in qualità di *Co-Global Coordinator* e *Joint Bookrunner*. L'Offerta è inoltre assistita da Equita SIM S.p.A. in qualità di co-garante tramite appositi accordi di garanzia e di sub-garanzia con alcune controparti.

Il Documento di Registrazione, la Nota Informativa e la Nota di Sintesi (insieme il "**Prospetto**") unitamente al Supplemento al Prospetto sono pubblicati ai sensi di legge e quindi a disposizione del pubblico presso la sede legale di Banca Carige (Genova, via Cassa di Risparmio n. 15) e sul sito internet di Banca Carige (www.gruppocarige.it).

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