



**Mandatory tender offer on the ordinary shares of Pirelli & C S.p.A.
launched by Marco Polo Industrial Holding S.p.A.**

Notice pursuant to Article 41 of the Consob Regulation no. 11971/1999

With reference to the mandatory tender offer concerning up to maximum no. 364,328,141 ordinary shares of Pirelli & C. S.p.A. (“**Pirelli**”) launched by Marco Polo Industrial Holding S.p.A. (the “**Bidder**”), UniCredit S.p.A., as person acting in concert with the Bidder, pursuant to Article 41, paragraph 2, letter c), no. 2), of Consob Regulation no. 11971/1999, announces that on August 26, 2015 its subsidiary UniCredit Bank AG, owner - for a total nominal value of Euro 2,700,000 – of bonds arising from the convertible bond (exchangeable) into ordinary shares of Pirelli, issued by Cam 2012 S.p.A. on October 26, 2012 and named “€ 150,000,000 5.625 per cent. Guaranteed Exchangeable Bonds due 2017 guaranteed by Camfin S.p.A.” (the “**Cam Exchangeable Bonds**”), executed the following transaction:

TRANSACTION	QUANTITY (EURO NOMINAL VALUE)	UNIT (EUR)	PRICE	TOTAL AMOUNT (EUR)
Sale	2,700,000	129,9		3,531,782.58

The sale transaction of the Cam Exchangeable Bonds owned by UniCredit Bank AG took place outside the market, with a third party and with settlement date on August 28, 2015. Following this transaction, neither UniCredit Bank AG, nor any other UniCredit Group companies, owns any Cam Exchangeable Bonds.

Milan, August 27, 2015

Enquiries

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