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## **PRESS RELEASE**

UNICREDIT SPA ANNOUNCES PRICING OF THE OFFERING OF ORDINARY SHARES IN THE LONDON STOCK EXCHANGE GROUP PLC

The sales proceeds amount to approximately GBP 159.5 (EUR 197.6\*) million corresponding to GBp 960 per London Stock Exchange Group plc ordinary share

23<sup>rd</sup> May 2012 - UniCredit S.p.A. (the "Selling Shareholder") today announces that it has sold ca. 16.6 million existing ordinary shares in the London Stock Exchange Group plc ("London Stock Exchange" or the "Company"), corresponding to approximately 6.1% of the Company's issued shares, at a price of GBp 960 per ordinary share in an accelerated bookbuilt offering (the "Placing").

Gross sales proceeds of the offering amount to approximately GBP 159.5 (EUR 197.6\*) million, representing a positive contribution to consolidated net income for UniCredit S.p.A. of approximately EUR 120\* million. As a consequence of the sale, the Selling Shareholder has disposed of its entire holding in London Stock Exchange.

Morgan Stanley & Co. International plc acted as Bookrunner in connection with the Placing. Banca IMI S.p.A. and UniCredit Bank AG, London Branch acted as Passive Joint-Bookrunners for the Placing.

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MEMBERS OF THE GENERAL PUBLIC ARE NOT ELIGIBLE TO TAKE PART IN THE TRANSACTION.

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<sup>\*</sup> Assuming EUR/GBP WM/Reuters Fixing spot rate equal to 0.8073 (at 17:00 BST of May 22, 2012).

QUALIFIED INVESTORS AS DEFINED IN SECTION 86(7) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 ("FSMA"), BEING PERSONS FALLING WITHIN THE MEANING OF ARTICLE 2(1)(E) OF EU DIRECTIVE 2003/71/EC (THE "PROSPECTUS DIRECTIVE") ("QUALIFIED INVESTORS"); AND (B) IN THE UNITED KINGDOM FALL WITHIN ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (THE "ORDER") OR ARE PERSONS WHO FALL WITHIN ARTICLE 49(2)(A) TO (D) ("HIGH NET WORTH COMPANIES, UNINCORPORATED ASSOCIATIONS, ETC") OF THE ORDER; OR (C) PERSONS TO WHOM IT MAY OTHERWISE BE LAWFULLY COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS "RELEVANT PERSONS"). THE INFORMATION REGARDING THE TRANSACTION SET OUT IN THIS ANNOUNCEMENT MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS ANNOUNCEMENT RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS.

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Each of Morgan Stanley & Co. International plc, Banca IMI S.p.A. and UniCredit Bank AG, London Branch are acting only for UniCredit S.p.A. and no-one else in connection with the subject matter of this announcement and will not regard any other person as its client or be responsible to any person other than UniCredit S.p.A. for providing the protections afforded to clients of Morgan Stanley & Co. International plc, Banca IMI S.p.A. and UniCredit Bank AG, London Branch or for providing advice in connection with this announcement or any other matter referred to herein. Morgan Stanley may participate in the placing on a proprietary basis.

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