

**Press release**  
**Gruppo Banca Leonardo**

Milan, 31 January 2012

The review of the preliminary consolidated figures for financial year 2011 by the Board of Directors of Gruppo Banca Leonardo has shown a sharp improvement in results compared to 2010.

- Net revenues of approximately €157 million
- Net profit of approximately € 73 million
- Distribution to shareholders of a total of € 275 million, of which € 124 million in dividends
- Rise in consolidated tangible equity, adjusted to account for the above distributions, from € 173 million to €222 million and in Core Tier 1 from 18% to 24%
- Good performance of the Private Banking with stable AUM of approximately € 5 billion
- Strong growth of the Investment Banking reorganized under a sub-holding company based in Belgium

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The Board of Directors of Gruppo Banca Leonardo has met under the chairmanship of Giuseppe Vita and has reviewed the preliminary figures for 2011.

During 2011, the Group reported net revenues of € 157 million (+ 22% based on a like-for-like consolidation area). Approximately 77% of revenues were generated by commissions.

Consolidated net profit amounts, including extraordinary operations net result, to € 73 million (individual net profit of € 121 million) and consolidated operating profit to € 27 million.

After the distribution of an interim dividend of € 93 million (€ 0.30 per A share) during the year 2011, it is the intention of the Board of Directors to propose to the Shareholders' Meeting, to be called to approve the financial statements, a total dividend of € 0.40 per A share (€0.12 cents distributed against 2010 profits) thus adding € 31 million (€ 0.10 per A share) to the above interim dividend.

The Extraordinary Shareholders' Meeting of 24 January 2012 also resolved to reduce the share capital from € 305 million to € 100 million, with the distribution of € 151 million to shareholders and the booking of € 54 million to share premium reserve. Accordingly, the total distribution to shareholders equals € 275 million.

At 31 December 2011, the Group's consolidated net equity, adjusted to account for the above distributions, was equal to € 338 million (€539 million in 2010 net of dividends), while the consolidated tangible equity was € 222 million (€173 million in 2010). The Core tier 1 ratio was 24%, compared to 18% in 2010.

The proprietary securities portfolio, entirely measured at market value, amounted to € 277 million (€ 493 million in 2010), with an average duration of 1.4 year. Loans, almost all of which are callable and collateralized (by pledges and/or mortgages) amounted to € 362 million, almost fully matched by inflows from clients.

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In 2011 the Group continued its process of strategic refocusing on its Private Banking and Investment Banking core businesses and reinforcing its positioning at the pan-European level. In this context, it disposed of its controlling interest in DNCA and 100% of Leonardo SGR while the Research & Brokerage business was transferred to Kepler Capital Markets. Banca Leonardo acquired full ownership of Leonardo Midcap in France and Sal Oppenheim Corporate Finance in Switzerland. The balance of the extraordinary transactions, inclusive of write offs and provisions and before taxes, is € 61 million at the consolidated level and € 94 million at the individual level.

The professionalism of the team and the quality of the asset management services and products allowed the Private Banking business to achieve positive results and maintain assets under management in line with the previous year at approximately € 5 billion despite the challenging market scenario. The sale of DNCA and Leonardo SGR allowed a further improved service to clients through the adoption of an "open platform" model that removes any potential conflict of interest. The Italian team has 69 Private Bankers, 11 of which joined in 2011 and it raised more than € 200 million net. Strong growth is expected in 2012 also owing to a further reinforcement of the Private Bankers' team.

With the aim of best coordinating advisory activities at the pan-European level and seizing the increasing opportunities for cross-border transactions, Investment Banking has been reorganized under a sub-holding subsidiary based in Brussels.

The Board of Directors of the new holding company, Leonardo&Co N.V., which will manage all advisory operations in an integrated manner, is composed of: Gerardo Braggiotti (Chairman), Mark Pensaert (CEO), Matteo Manfredi, Jean Peyrelevade and Berent Wallendahl.

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In 2011, despite the difficult situation of the markets, Investment Banking generated revenues of € 87 million (about + 70% like-for-like), over 75% of which was earned outside of Italy.

The Group's total employees are 362, 143 of which based outside of Italy.

**Giuseppe Vita, Chairman of Gruppo Banca Leonardo**, stated: “Banca Leonardo confirms the strength of its business model and the strategic and managerial decisions that allowed a quick adjustment to changing market conditions. In fact, in an extremely challenging market scenario, the high degree of professionalism and the pan-European presence allowed us to achieve highly satisfactory results for our shareholders.”

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### **Gruppo Banca Leonardo**

Gruppo Banca Leonardo is a private independent investment bank led by an experienced management team that has significant equity participation.

The Group offers a complete range of services in Investment Banking in Europe and in Private Banking in Italy and in France.

### **Board of Directors**

Giuseppe Vita – Chairman  
Gerardo Braggiotti – CEO

Cristian Abellò Gamazo  
Cesare Castelbarco Albani  
Michel David-Weill  
Carlo d'Urso  
John Elkann  
Luca Ferrero de Gubernatis Ventimiglia  
Ian Gallienne  
Carlo Micheli  
Gilles Samyn  
Patrick Sayer

### **Board of Statutory Auditors**

Pietro Manzonetto, Chairman  
Pietro Mazzola  
Lucio Pasquini

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## Media relations contacts

Gruppo Banca Leonardo S.p.A.  
Via Broletto, 46 Milan – Italy  
Roberto Notarbartolo di Villarosa  
Ph. + 39 (0)2 72 206.647 – 360  
Mobile + 39 348 7100 570  
[roberto.notarbartolo@bancaleonardo.com](mailto:roberto.notarbartolo@bancaleonardo.com)

Twister Communications Group  
Via B.Panizza, 5 Milan – Italy  
Andrea Monzani  
Ph. + 39 (0)2 438114.208  
Mobile + 39 335 1309845  
[amonzani@twistergroup.it](mailto:amonzani@twistergroup.it)

Melissa Lovisetto  
Ph. + 39 (0)2 438114.606  
Mobile + 39 334 6853242  
[mlovisetto@twistergroup.it](mailto:mlovisetto@twistergroup.it)

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## Attachments

1. Preliminary consolidated figures
2. Shareholders at 31 December 2011
3. Main Investment Banking public transactions closed by Leonardo&Co. in 2011

## Attachment 1

### PRELIMINARY CONSOLIDATED FIGURES

#### INCOME STATEMENT

<i>(€ millions)</i>	2011 (°°)	2010	2009
Net commissions	121	152	136
Other revenues	36	43	40
<b>Total revenues</b>	157	195	176
Total costs	(130)	(123)	(128)
<b>Gross Profit</b>	27	72	48
Capital gains and non recurring items	61	(4)	(5)
Taxes	(15)	(23)	(17)
<b>Group net profit</b>	73	45	26 *

\* Pre impairment of € 84 millions

#### OTHER INFORMATION

	2011	2010	2009
<b>Group's Shareholders Equity (°)</b>	338	539	531
<b>Core Tier 1 (°)</b>	24%	18%	15%
<b>Total clients financial assets</b>	4.951	9.786	8.933
<b>Employees (number)</b>	362	402	398

(°) After the (scheduled) distribution of dividends, capital and reserves

(°°) 2011 has a different consolidated area mainly due to the sale of DNCA last July 2011

**Note:** Preliminary data prepared in according with IFRS/IAS accounting principles and represented in summary form with operating criteria

## Attachment 2

### SHAREHOLDERS AT 31 DECEMBER 2011

<b>A SHARES</b>	<b>% of total shares</b>
Compagnie Nationale a Portefeuille S.A. (CNP)	19.34
Eurazeo S.A.	19.34
Exor S.A.	17.40
Torreal S.A.	4.83
Allianz SE	2.90
Italmobiliare S.p.A.	2.90
Micheli Associati S.r.l.	2.90
Gruppo Seràgnoli	2.71
Edizione S.r.l.	1.93
Management	4.64
Other 32 shareholders below 2%	16.11
<b>TOTAL A SHARES</b>	<b>95.00</b>
<b>B SHARES</b>	
G.B.H. S.p.A	5.00
<b>TOTAL A + B SHARES</b>	<b>100.00</b>

### Attachment 3

#### **MAIN INVESTMENT BANKING PUBLIC TRANSACTIONS CLOSED BY LEONARDO&CO IN 2011.**

In Europe the Investment Banking division continued to reinforce its market positioning. working on 70 M&A and debt restructuring's deals (46 deals in 2010) with a total value of over € 16 billion. Among the main deals: Dexia, Belgian banking group's restructuring on behalf of the majority shareholders (€ 4 bln), Foncia's (€1 bln) and Infront Sport&Media's acquisition by Bridgepoint, merger between VastNed Offices/Industrial and Nieuwe Steen Investments (€882m), the acquisition by Fluxys of the Eni's stakes in TENP and Transitgas (€ 860m);, he sale by IK Investments Partners of Magotteaux to Sigdo Koppers (€550m).

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In Italy the team of Leonardo & Co., composed of 32 resources, including 27 bankers, has worked on 18 transactions among which: the disposal of the real estate portfolio of the Enasarco Foundation by IDeA Fimit to RhoFund (€ 562m); Seves debt restructuring (€ 500m); the sale of G6 Rete Gas by GDF Suez to F2i (€ 772m); the sale of the remaining 25% stake in Findomestic by Intesa Sanpaolo to BNP Paribas (€ 629m); the sale of the French asset management company DNCA Finance to U.S private equity firm TA Associates by Banca Leonardo; the merger between Fare SGR and Fimit SGR which led to the creation of IDeA Fimit RE, the acquisitions by Prismian of Draka (€ 1300m).

The Italian team followed 10 cross-border transactions, confirming the strong pan-European focus of the Group that will be further strengthened by the new business structure.