



Stezzano, 30 July 2019

## **BREMBO LAUNCHES THE PLAN FOR THE BUY-BACK OF OWN SHARES**

Brembo S.p.A. announces the launch of the plan for the buy-back of own shares that was authorised by the General Shareholders' Meeting on 18 April 2019, pursuant to Articles 2357 and 2357-ter of the Italian Civil Code, Article 5 of Regulation (EU) No. 596/2014 (the "Regulation"), Commission Delegated Regulation (EU) No. 2016/1052 (the "Delegated Regulation"), Consob Regulation No. 11971/1999 (as amended; the "Rules for Issuers"), and the terms and conditions approved by the aforementioned General Shareholders' Meeting on 18 April 2019.

### **• Purpose of the Plan**

The purpose of the plan authorised by the General Shareholders' Meeting is to buy back ordinary shares of Brembo S.p.A. for the following aims:

- a) undertaking any investments, directly or through intermediaries, including aimed at containing abnormal movements in stock prices, stabilising stock trading and prices, supporting the liquidity of Company's stock on the market, so as to foster the regular conduct of trading beyond normal fluctuations related to market performance, without prejudice in any case to compliance with applicable statutory provisions;
- b) carrying out, in accordance with the Company's strategic guidelines, share capital transactions or other transactions which make it necessary or appropriate to swap or transfer share packages through exchange, contribution, or any other available methods;
- c) buying back own shares as a medium-/long-term investment.

### **• Maximum purchasing amount**

Shares may be purchased, up to maximum amount of €144,000,000, for a minimum price not lower than the closing price of the shares during the trading session on the day before each transaction is undertaken, reduced by 10%, and for a maximum price not higher than the closing price of the shares during the trading session on the day before each transaction is undertaken, increased by 10%.

In addition, the buy-back process must be undertaken on the market in accordance with Article 132 of Legislative Decree No. 58/1998 (as amended) and applicable laws and regulations in effect at the time of each transaction.

### **• Maximum number of shares that may be purchased**

The plan envisages the buy-back of a maximum of 8,000,000 ordinary shares.

It should be noted that, as of today, Brembo S.p.A. holds 8,735,000 ordinary shares, which represent 2.616% of share capital and, together with the maximum number of ordinary shares that may be purchased pursuant to the said plan, are equal to 5.012% of Brembo S.p.A.'s share capital. Subsidiaries do not hold any ordinary shares of Brembo S.p.A.

The authorisation includes the power to dispose of own shares in portfolio in one or more tranches.

### **• Term of the Plan**

This plan will be launched today and will end by the date of expiry of the authorisation passed by the General Shareholders' Meeting on 18 April 2019 and effective for 18 months (i.e., until 18 October 2020).

- **Methods to buy back own shares**

Brembo S.p.A. has engaged Banca IMI S.p.A. to execute the plan for the buy-back of own shares on the Company's behalf in accordance with the guidelines that the latter shall provide from time to time.

The purchases will be undertaken in accordance with (i) Article 132 of Legislative Decree No. 58/1998 (as amended) and Article 5 of Regulation (EU) No. 596/2014, (ii) Article 144-bis of the Rules for Issuers, and (iii) EU and Italian national legislation on market abuse (including Commission Delegated Regulation (EU) No. 2016/1052), in compliance with the resolution passed by the aforementioned General Shareholders' Meeting of 18 April 2019, according to the terms already disclosed to the market and in line with applicable legislation.

Daily purchases may not exceed 25% of the average daily trading volume of Brembo shares during the 20 trading days prior to each purchase date.

Purchases may be undertaken in one or more tranches, within the limits of the distributable profits and available reserves reported in the most recent approved financial statements.

The Company is not obligated to execute the Plan, which, if launched, may be suspended, interrupted or amended at any time, for any reason whatsoever and without advance notice, in accordance with applicable laws and regulations. Any subsequent amendment to the said buy-back plan shall therefore be promptly disclosed by the Company to the public, according to the terms and conditions established by applicable legislation.

The transactions undertaken, if any, shall be disclosed to the market, together with the relevant details, according to the terms and conditions set out in applicable legislation.

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