

PRESS RELEASE

Merger plan for the incorporation of the bancApulia group into the Veneto Banca group: Veneto Banca Holding controls bancApulia.

According to the framework agreement stipulated on 30 March 2009 with its amendments and additions, Finanziaria Capitanata srl and Veneto Banca Holding s.c.p.a. have taken the necessary preliminary steps to enter into the merger agreement between Banca Meridiana and bancApulia.

Particularly, Finanziaria Capitanata has transferred 42.39% of bancApulia's share capital to Veneto Banca Holding, reducing its shareholding in the bank of Foggia to 10.14%, and underwritten the total increase in the share capital of Banca Meridiana, established by the extraordinary Assembly of Meridiana itself last December 10, paying the equivalent value of about € 93 million. As a result of such an increase in share capital, Finanziaria Capitanata now holds 41.13% of Banca Meridiana's share capital, controlled by Veneto Banca Holding with 58.73% of shares.

Yesterday Finanziaria Capitanata and Veneto Banca Holding also signed corporate agreements regarding the governance and management of bancApulia, which will take effect from 13 January 2010 until the effective date of the merger between bancApulia and Banca Meridiana or, if different, until the date when the Board of Directors is renewed, as provided for by the agreements themselves. As per section 122 of the Consolidated Law on Finance and section 129, para 1, of the Listing Rules and relevant amendments, the agreements will be filed at the Companies Register at Foggia and an abstract will be published in the newspaper Finanza & Mercati, within the time limit set by the law.

As a consequence of the transfer of shares and of the corporate agreements mentioned above, Veneto Banca Holding has effectively gained control of bancApulia, having the right to exercise a dominant influence in terms of section 2359, para 1, of the Civil Code, 23 of the Consolidated Banking Act and 93 of the Consolidated Law on Finance.

The merger agreement will be concluded this January and will come into effect from the day set for the migration of bancApulia data to the computer system used by Gruppo Veneto Banca, which is envisaged for next May 2010.

Once the merger is concluded, Veneto Banca Holding will hold 50.67% of bancApulia's share capital; Finanziaria Capitanata will maintain its investment in the bank's capital with an unchanged share of 25.85%.

Thanks to the incorporation of Banca Meridiana, bancApulia will have a network of 105 branches, 16 points of sale "Apulia punto finanziario" network of financial advisors, 18 points of sale "Apulia pronomutuo" – network of credit brokers, more than 400 ATM's, over 11 billion euros in assets in administration and approximately 1,000 employees. This new size and increased equity will ensure that the bank confirms its position as important point of reference in the geographical area where it operates.

*The **bancApulia Banking Group**, headed by Vincenzo Chirò and managed by Giulio Simonelli, with 550 employees, operates in Italy through a network of 91 points of sale, comprising 53 bank branches, 16 points of sale Apulia Puntofinanziario – network of financial advisors, 18 points of sale Apulia Pronomutuo – network of credit brokers, 2 points of sale Apulia Prontoprestito, 1 point of sale Apulia Previdenza, 1 Representative Office as well as 340 ATMs.*

***Veneto Banca Holding**, headed by Flavio Trinca and governed by Vincenzo Consoli, is the head of the Veneto Banca Group, which operates in Italy through Veneto Banca spa, Banca Popolare di Intra and Banca Meridiana, and in Eastern Europe through Banca Italo Romena (Romania), Veneto Banka (Croatia), Eximbank (Republic of Moldova), and Veneto Banka former BIS - Banca Italiana di Sviluppo (Albania).
With 336 branches in Italy and 56 abroad, the Group has more than 4,500 employees.*

Banca Meridiana was established in 2002 following Veneto Banca's acquisition of Banca Popolare del Levante and 29 branches of Nuova Banca Mediterranea.
The bank has 52 branches and 402 employees, and operates in the Puglia and Basilicata regions.

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