

Dieses Dokument darf weder als Ganzes noch in Teilen in oder aus den Vereinigten Staaten oder einer anderen Rechtsordnung, in der dies einen Verstoß gegen die geltenden Gesetze dieser Rechtsordnung darstellen würde, veröffentlicht, bekannt gemacht oder verbreitet werden.

Gemeinsame Bekanntmachung der London Stock Exchange Group plc („LSEG“) und der Deutsche Börse AG („Deutsche Börse“)

Aktuelle Informationen zum Zeitplan

Die LSEG und die Deutsche Börse machen weiterhin gute Fortschritte bei der Vorbereitung der relevanten Unterlagen für ihre Aktionäre („Aktionärsunterlagen“) bezüglich des am 16. März 2016 angekündigten empfohlenen Zusammenschlusses unter Gleichen durch einen Aktientausch. Die Veröffentlichung der Aktionärsunterlagen unterliegt der Genehmigung der Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) in Deutschland, der United Kingdom Listing Authority (UKLA), des Boards der LSEG und des Vorstands der Deutschen Börse.

Derzeit wird davon ausgegangen, dass

- die Aktionärsunterlagen im Juni veröffentlicht werden;
- die in Verbindung mit dem Zusammenschluss erforderlichen Aktionärstreffen der LSEG im Juli stattfinden; und
- die Frist für die Annahme des Aktientauschgebots für Aktionäre der Deutschen Börse im Juli enden wird.

Weitere Informationen zum zeitlichen Ablauf der Transaktion werden den Aktionärsunterlagen zu entnehmen sein.

Ansprechpartner:

London Stock Exchange Group plc

Gavin Sullivan / Lucie Holloway / Ramesh Chhabra
London Stock Exchange Group plc Press Office +44 20 7797 1222

Paul Froud
London Stock Exchange Group plc Investor Relations +44 20 7797 3322

Anthony Cardew
Cardew Group +44 20 7930 0777

Lucas van Praag
Fitzroy Communications

+1 212 498 9772

Deutsche Börse AG

Rüdiger Assion / Heiner Seidel
Deutsche Börse AG Press Office

+49 69 211 15004

Jan Strecker
Deutsche Börse AG Investor Relations

+49 69 211 12433

Notes to Editors

For further information visit: www.lseg.com or www.deutsche-boerse.com or www.mergerdocuments-db-lseg.com.

Important notices

This communication is not intended to and does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy or an invitation to purchase or subscribe for any securities or the solicitation of any vote in any jurisdiction.

Robey Warshaw LLP (“Robey Warshaw”), which is authorised and regulated by the Financial Conduct Authority, is acting as lead financial adviser to LSEG and no one else in connection with the contents of this announcement and will not be responsible to anyone other than LSEG for providing the protections afforded to its clients or for providing advice in connection with the contents of this announcement or any matter referred to in this announcement.

Barclays Bank PLC, acting through its Investment Bank (“Barclays”), which is authorised by the Prudential Regulation Authority and regulated in the United Kingdom by the FCA and the Prudential Regulation Authority, is acting exclusively for LSEG and no one else in connection with the Merger and will not be responsible to anyone other than LSEG for providing the protections afforded to clients of Barclays nor for providing advice in relation to the Merger or any matter referred to in this announcement.

Goldman Sachs International (“Goldman Sachs”), which is authorised by the Prudential Regulation Authority and regulated by the FCA and the Prudential Regulation Authority in the UK, is acting for LSEG and no one else in connection with the matters referred to in this announcement and will not be responsible to anyone other than LSEG for providing the protections afforded to its clients, or for giving advice in connection with any matter referred to in this announcement.

J.P. Morgan Limited, which conducts its UK investment banking business as J.P. Morgan Cazenove (“J.P. Morgan Cazenove”), is authorised and regulated in the United Kingdom by the FCA. J.P. Morgan Cazenove is acting as joint lead financial adviser exclusively for LSEG and no one else in connection with the Merger and the matters set out in this announcement and will not regard any other person as its client in relation to the matters set out in this announcement and will not be responsible to anyone other than LSEG for providing the protections afforded to clients of J.P. Morgan

Cazenove or its affiliates, or for providing advice in relation to the Merger, the contents of this announcement or any other matter referred to herein.

RBC Europe Limited (trading as “RBC Capital Markets”), which is authorised by the Prudential Regulation Authority and regulated by the FCA and the Prudential Regulation Authority in the United Kingdom, is acting for LSEG and no one else in connection with the Merger and will not be responsible to anyone other than LSEG plc for providing the protections afforded to clients of RBC Capital Markets, or for providing advice in connection with the Merger.

Societe Generale (“SG”) which is a French credit institution (bank) authorised and supervised by the ECB, the Autorité de Contrôle Prudentiel et de Résolution and the Prudential Regulation Authority (PRA), and regulated by the Autorité des marchés financiers and subject to limited regulation by the FCA and the PRA. SG is acting solely for LSEG in connection with the Merger and will not be responsible to anyone other than LSEG for providing the protections afforded to the clients of SG or for providing advice in relation to the Merger or any matter referred to in this announcement.

UBS Limited (“UBS”), which is authorised by the Prudential Regulation Authority and regulated by the FCA and the Prudential Regulation Authority in the United Kingdom, is acting exclusively for LSEG and no-one else in connection with the Merger. In connection with such matters, UBS, its affiliates and their respective directors, officers, employees and agents will not regard any other person as their client, nor will they be responsible to any other person for providing the protections afforded to their clients or for providing advice in relation to this Merger, the contents of this announcement or any other matter referred to herein.

Perella Weinberg Partners UK LLP (“Perella Weinberg Partners”), which is authorised and regulated by the FCA, is acting as lead financial adviser to Deutsche Börse and no one else in connection with the Merger and will not be responsible to anyone other than Deutsche Börse for providing the protections afforded to its clients or for providing advice in relation to the Merger or any matter referred to in this announcement.

Merrill Lynch International (“BofA Merrill Lynch”) is authorised by the Prudential Regulation Authority and regulated by the FCA and the Prudential Regulation Authority in the United Kingdom. BofA Merrill Lynch is acting exclusively for Deutsche Börse as joint financial adviser and joint corporate broker and no-one else in connection with the Merger referred to in this announcement. In connection with such matters, BofA Merrill Lynch, its affiliates and their respective directors, officers, employees and agents will not regard any other person as their client, nor will they be responsible to any other person for providing the protections afforded to their clients or for providing advice in relation to this Merger, the contents of this announcement or any other matter referred to herein.

Deutsche Bank AG (“Deutsche Bank”) is authorised under German Banking Law (competent authority: ECB) and, in the United Kingdom, by the Prudential Regulation Authority. It is subject to supervision by the ECB and by BaFin, Germany’s Federal Financial Supervisory Authority, and is subject to limited regulation in the United Kingdom by the Prudential Regulation Authority and FCA. Details about the extent of its authorisation and regulation by the Prudential Regulation Authority, and regulation by the FCA are available on request or from www.db.com/en/content/eu_disclosures.htm. Deutsche Bank is acting as joint financial adviser and joint corporate broker to Deutsche Börse and no one else in connection with the Merger or the contents of this announcement and will not be responsible to anyone other than Deutsche Börse for providing the protections afforded to clients of Deutsche Bank or for providing advice in relation to the Merger or any other matters referred to herein.

HSBC Bank plc (“HSBC”) is authorised by the Prudential Regulation Authority and regulated by the FCA and the Prudential Regulation Authority in the United Kingdom. HSBC is acting exclusively as financial adviser to Deutsche Börse and no one else in connection with the Merger and shall not be responsible to anyone other than Deutsche Börse for providing the protections afforded to clients of HSBC nor for providing advice in connection with the Merger or any matter referred to herein.

Lazard & Co., Limited (“Lazard”), which is authorised and regulated by the Financial Conduct Authority in the United Kingdom, is acting exclusively for Deutsche Börse and for no one else in connection with the Transaction and will not be responsible to anyone other than Deutsche Börse for providing the protections afforded to its clients or for providing advice in connection with the Transaction. Neither Lazard & Co., Limited nor any of its affiliates owes or accepts any duty, liability or responsibility whatsoever (whether direct or indirect, whether in contract, in tort, under statute or otherwise) to any person who is not a client of Lazard & Co., Limited in connection with this announcement, any statement contained herein, the Transaction or otherwise.

Overseas jurisdictions

The release, publication or distribution of this announcement in jurisdictions other than the United Kingdom may be restricted by law and therefore any persons who are subject to the laws of any jurisdiction other than the United Kingdom should inform themselves about, and observe, any applicable requirements. The information disclosed in this announcement may not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws of jurisdictions outside the United Kingdom.

Publication of this announcement

In accordance with Rule 26.1 of the Code, a copy of this announcement will be available on the website of the London Stock Exchange at www.londonstockexchange.com and the website of UK TopCo at www.mergerdocuments-db-lseg.com by no later than 12 noon (London time) on the business day following this announcement. The content of the websites referred to in this announcement are not incorporated into and do not form part of this announcement.

Terms not otherwise defined in this announcement have the meaning given to them in the Rule 2.7 announcement made on 16 March 2016.