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CONNECT

Informazione Regolamentata n. 0554-28-2022	Data/Ora Ricezione 09 Marzo 2022 20:39:24	Euronext Star Milan
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Informazione
Regolamentata
Nome utilizzatore : FALCKN01 - Nanni
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Oggetto : Notice pursuant to Art. 41, paragraph 2,
letter c of the Issuers Regulation

Testo del comunicato

Vedi allegato.

Press release issued by Falck Renewables S.p.A. upon request of Green BidCo S.p.A.

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Mandatory public tender offer launched by Green BidCo S.p.A. on the ordinary shares of Falck Renewables S.p.A.

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Press release pursuant to article 41, paragraph 2, letter c) of the regulation adopted by CONSOB with resolution no. 11971 of 14 may 1999, as subsequently amended and supplemented (the "Issuers' Regulation")

Milan, 9 March 2022 – With reference to the mandatory public tender offer promoted by Green BidCo S.p.A. (the "**Offeror**") on the entirety of the ordinary shares of Falck Renewables S.p.A. (the "**Issuer**"), less the ordinary shares already owned by the Offeror and the treasury shares owned by the Issuer, and communicated to the market on 24 February 2022 (the "**Offer**"), it is hereby announced that on the date hereof, as a result of the tender offer launched by the Offeror on 25 February 2022 on the convertible bond issued by the Issuer and denominated "Euro 200,000,000, 0.00 per cent. Equity Linked Green Bonds due 2025" (ISIN: XS2234849649) (the "**Convertible Bonds**") for a consideration equal to EUR 152,593.75 for each EUR 100,000.00 in aggregate principal amount and addressed exclusively at qualified investors pursuant to Article 35-bis, paragraph 3, of the Issuers' Regulation (the "**Convertible Bonds Offer**"), the Offeror has purchased Convertible Bonds for an aggregate principal amount equal to EUR 165,200,000.

It should be noted that the above purchase transaction, subject to notification pursuant to article 41, paragraph 2, letter c) of the Issuers' Regulation, was carried out at a consideration equal to the amount of cash that would have been received by the bondholders had the bondholders exercised their conversion rights and validly converted their Convertible Bonds into ordinary shares of the Issuer and tendered such shares to the Offer (at the Offer's consideration equal to EUR 8.81 per share).

It should also be noted that, as a result of the conversion of the Convertible Bonds purchased pursuant to the Convertible Bonds Offer into newly issued ordinary shares of the Issuer, the Offeror will receive no. 28,613,492 newly issued ordinary shares of the Issuer.

The Offeror hereby also announces that on the date hereof the following share purchase transactions on the ordinary shares of Falck Renewables (ISIN Code IT0003198790), subject to notification pursuant to article 41, paragraph 2, lit. c) of the Issuers' Regulation, have been carried out.

Date	Modalities of the transaction	Type of transaction	Number of ordinary shares	Currency	Unit price per share
9/03/2022	Euronext STAR Milan	Purchase	3,162	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	930	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,983	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	246	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	15,000	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	56	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	27	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	935	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,602	EUR	8.79
9/03/2022	Euronext STAR Milan	Purchase	24	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	23	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	11	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	34	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	87	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	411	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	37	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	31	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	591	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	357	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	8,142	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	2,500	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,250	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	600	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	2,508	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	148	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	123	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	82	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	5,578	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	25,000	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	553	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	148	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	394	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	815	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	324	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	339	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	492	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	25	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	394	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	492	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	28	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	659	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	33	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	659	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	34	EUR	8.795

9/03/2022	Euronext STAR Milan	Purchase	380	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	167	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	70	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	333	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	356	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	827	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	628	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,250	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	2,784	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	516	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,230	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	20	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	1,250	EUR	8.795
9/03/2022	Euronext STAR Milan	Purchase	574	EUR	8.795
			Total: 87,252		

The above transactions have been carried out through Intesa Sanpaolo S.p.A. IMI – Corporate & Investment Banking Division.

It should be noted that the above purchase transactions were carried out at a consideration per share not exceeding EUR 8.81 (i.e., the consideration offered for each ordinary share in the context of the Offer).

As a result of the purchases carried out on the date hereof, the Offeror owns a total of no. 175,131,678 ordinary shares of the Issuer (for the sake of clarity, it should be noted that the no. 28,613,492 newly issued ordinary shares that will be subscribed by the Offeror following the conversion of the Convertible Bonds held by it are not counted for the purpose of the above shareholding).

Fine Comunicato n.0554-28

Numero di Pagine: 5