

Bit Market Services

Informazione Regolamentata n. 1597-61-2015	Data/Ora Ricezione 15 Dicembre 2015 13:18:45	MTA
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Societa' : CERVED INFORMATION SOLUTIONS

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Informazione
Regolamentata

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Diffusione presunta

Oggetto : Cerved Group S.p.A. - Notice of
redemption of the notes €300m 6 3/8%
2020 ISIN: XS0876813600 and the €230m
8% 2021 ISIN: XS0876835595

Testo del comunicato

Vedi allegato.



PRESS RELEASE

**CERVED GROUP S.P.A. (FORMERLY CERVED TECHNOLOGIES S.P.A.) (“ISSUER”)
NOTICE OF EARLY REDEMPTION TO THE HOLDERS OF THE €300,000,000 6^{3/8}%
SENIOR SECURED FIXED RATE NOTES DUE 2020 (ISIN: XS0876816454 AND
XS0876813600; COMMON CODES: 087681645 AND 087681360) AND THE €230,000,000
8% SENIOR SUBORDINATED NOTES DUE 2021 (ISIN: XS0876836569 AND
XS0876835595; COMMON CODES: 087683656 AND 087683559)**

Milan, 15 December 2015 – The Issuer gives notice to the holders of its €300,000,000 6^{3/8}% Senior Secured Fixed Rate Notes due 2020 (ISIN: XS0876816454 (Rule 144A) and XS0876813600 (Regulation S – listed on the Extra MOT PRO segment of Borsa Italiana); Common Codes: 087681645 (Rule 144A) and 087681360 (Regulation S)) (the “Senior Secured Fixed Rate Notes”) of the early redemption of €300,000,000 of the aggregate principal amount of outstanding Senior Secured Fixed Rate Notes (the “Senior Secured Fixed Rate Redeemed Notes”) and to the holders of its €230,000,000 8% Senior Subordinated Notes due 2021 (ISIN: XS0876836569 (Rule 144A) and XS0876835595 (Regulation S – listed on the Extra MOT PRO segment of Borsa Italiana); Common Codes: 087683656 (Rule 144A) and 087683559 (Regulation S)) (the “Senior Subordinated Notes”, and together with the Senior Secured Fixed Rate Notes, the “Notes”) of the early redemption of €230,000,000 of the aggregate principal amount of outstanding Senior Subordinated Notes (the “Senior Subordinated Redeemed Notes”, and together with the Senior Secured Fixed Rate Redeemed Notes, the “Redeemed Notes”), in each case in accordance with paragraph 5(b) thereof and Section 3.03 of the respective indenture.

The redemption date for the Redeemed Notes will be January 15, 2016 (the “Redemption Date”) and the record date will be January 1, 2016, unless postponed by the Issuer as set forth in this notice.

The redemption price for the Senior Secured Fixed Rate Redeemed Notes is 103.188% of the principal amount of the Senior Secured Fixed Rate Redeemed Notes, plus accrued and unpaid interest and Additional Amounts, if any, to, but not including, the Redemption Date. The aggregate redemption price for the Senior Secured Fixed Rate Redeemed Notes is €309,564,000.00, which equals 103.188% of the principal amount of €300,000,000 (the “Senior Secured Fixed Rate Notes Redemption Price”). As of the Redemption Date, no additional amounts will be due or payable on the Senior Secured Fixed Rate Redeemed Notes, nor will any accrued and unpaid interest be due or payable on the Senior Secured Fixed Rate Redeemed Notes since interest on the Senior Secured Fixed Rate Redeemed Notes for the interest period to, but not including, January 15, 2016 will be paid separately on January 15, 2016.

The redemption price for the Senior Subordinated Redeemed Notes is 106.00% of the principal amount of the Senior Subordinated Redeemed Notes, plus accrued and unpaid interest and Additional Amounts, if any, to, but not including, the Redemption Date. The aggregate redemption price for the Senior Subordinated Redeemed Notes is €243,800,000.00, which equals 106.00% of the principal amount of €230,000,000 (the “Senior Subordinated Notes Redemption Price”, and together with the Senior Secured Fixed Rate Notes Redemption Price, the “Redemption Price”). As of the Redemption Date, no additional amounts will be due or payable on the Senior Subordinated Redeemed Notes, nor will any accrued and unpaid interest be due or payable on the Senior Subordinated Redeemed Notes since interest on the Senior Subordinated Redeemed Notes for the interest period to, but not including, January 15, 2016 will be paid separately on January 15, 2016.

The redemption of the Redeemed Notes is conditional upon (i) the satisfaction of the conditions precedent under a forward start credit facilities agreement dated July 30, 2015 and of the drawing of sufficient funds under such agreement to pay the Redemption Price payable to the holders on or before the Redemption Date and (ii) receipt by the principal paying agent of sufficient funds to pay the Redemption Price payable to the holders on or before the Redemption Date (together, the “Transactions”). Accordingly, none of the Redeemed Notes shall be deemed due and payable on the Redemption Date unless and until the conditions set forth herein are satisfied or waived by the Issuer. In the event that, in the Issuer’s reasonable belief, the closing of the Transactions will occur at least 30 days, but not more than 60 days, after the date



of this notice, the Issuer may postpone the Redemption Date to a date which is not less than 30 days, but not more than 60 days, after the date of this notice, provided that the Redemption Date shall not be later than 30 days after the closing of the Transactions. The Issuer will notify holders at least five days prior to the Redemption Date if the Issuer has elected to postpone the Redemption Date.

This announcement has also been issued through the Companies Announcement Service of The Irish Stock Exchange.

Enquiries about the above notice should be directed to the Issuer as set out below:

Cerved Group S.p.A.
Via San Vigilio, 1
20142 Milan, Italy
Attention: Giovanni Sartor
Fax: +39 02 76020458

Cerved Group is the largest information provider in Italy and one of the major credit rating agencies in Europe. It offers the most comprehensive range of products and services used by more than 34 thousand companies and financial institutions to assess the solvency and creditworthiness of its stakeholders, manage credit risk in all its phases, and accurately define marketing strategies. Furthermore, through Cerved Credit Management, Finservice and Recus it offers solutions for the evaluation and management of NPLs.

Fine Comunicato n.1597-61

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