

Bit Market Services

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Diffusione presunta

Oggetto : The Board of Directors approves the final terms and conditions for the share capital increase with option right

Testo del comunicato

Vedi allegato.



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PRESS RELEASE

The Board of Directors approves the final terms and conditions for the share capital increase with option right

Offer calendar confirmed: option offer period and pre-emption from 18 July to 3 August 2016, with option rights negotiation period from 18 July to 28 July 2016

Rome, 14 July 2016 – Further to the press releases issued on 13 July 2016 and today, Tecnoinvestimenti S.p.A. (the "**Company**" or the "**Issuer**") gives notice that the Board of Directors, which met today, has set the final terms and conditions for the Share Capital Increase, exercising the powers conferred upon it, pursuant to art. 2443 of the Italian Civil Code, by the Extraordinary Shareholders' Meeting held on 31 May 2016.

Specifically, the Board of Directors resolved to issue a maximum of 14,582,000 new ordinary shares (the "**Shares**"), without an indication of face value, with the same characteristics as the ordinary shares of the Issuer in circulation, including regular dividend rights, to be offered to the right-holders at a subscription price of € 3.40 per new share, with 23 newly issued shares offered for each 50 shares held.

The maximum countervalue of the Option Offer will thus be € 49,578,800.

In addition, the Company confirms the calendar for the Offer already indicated in the release issued on 13 July 2016, summarised below:

- (i) the option rights for the subscription of the Shares (the "**Option Rights**") must be exercised, upon penalty of expiry, from 18 July to 3 August inclusive (the "**Offer Period**");
- (ii) the Option Rights, code ISIN IT0005203002, will also be negotiable from 18 July 2016 to 28 July 2016 inclusive.

Pursuant to art. 2441 of the Italian Civil Code, those who exercise the option right shall, provided they present the pertinent request at the same time, be entitled to the right of pre-emption on any Shares not subscribed to at the end of the Offer Period.



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The definitive conditions of the Offer, as determined by the Company's Board Meeting held today, will be indicated in a supplement to the Prospectus, which, subject to Consob authorisation, will be published before the beginning of the Offer Period (the "**Supplement**").

With reference to the Share Capital Increase, please remember that, as per the press release issued on 27 June: (i) the majority shareholder, Tecno Holding S.p.A., which currently holds an equity investment of 56.86% of the share capital, has irrevocably undertaken to subscribe to the portion of shares to which it is entitled in the Share Capital Increase, by exercising the corresponding number of option rights to which it is entitled by virtue of the equity investment held in the capital of the Issuer. In this regard, on 27 June 2016, Tecno Holding made an advance payment of approx. € 28.4 million for the share capital increase; (ii) the shareholder Quaestio Capital Management SGR S.p.A., which currently holds an equity investment of 10% of the share capital, has irrevocably undertaken to subscribe to the portion of shares to which it is entitled in the Share Capital Increase, by exercising the corresponding number of option rights to which it is entitled by virtue of the equity investment held in the capital of the Issuer.

The Prospectus, approved today by Consob with protocol no. 0065535/16, will be available, together with the Supplement, by the means and under the terms legally provided for, at the registered office of the Issuer, situated in Rome, in Piazza Sallustio n. 9, and on the website of the Issuer, www.tecnoinvestimenti.it.

Tecnoinvestimenti is assisted by Intermonte in the capacity of Sponsor and Global Coordinator (assisted by the legal firm DLA Piper), Gatti Pavesi Bianchi as the issuer's legal advisor, Lazard as financial advisor, KPMG as auditing firm and Barabino & Partners as PR advisor. EnVent Capital Markets Ltd. is the Issuer's Nomad.

** This press release is a translation, the Italian version will prevail **

This release is available on the Company website www.tecnoinvestimenti.it, in the Press Releases and Investor Relations section.

BRIEF DESCRIPTION OF THE GROUP

Tecnoinvestimenti Group ranks among the leading operators in Italy in Digital trust services, *Credit Information & Management and Sales & Marketing Solutions*.

It is made up of three business units. The **Digital Trust** business unit, through the company InfoCert, provides products and services for documentation digitalisation, electronic billing, certified mail and digital signatures. It is a Certification Authority and one of three Identity providers recognised in Italy.

The **Credit Information & Management** business unit, in which the companies Ribes, Assicom and their subsidiaries operate, offers services in support of decision-making processes such as chamber of commerce and real estate information, aggregate reports, summary ratings, decision-making models, real estate reports and evaluations, with particular reference to the areas of issuing, evaluating and recovering credit.



TECNOINVESTIMENTI

The **Sales and Marketing Solutions** business unit, through the company Co.Mark, offers solutions and tools for accompanying small and medium-sized companies towards geographical expansion beyond the border.

Ticker: TECN, ISIN Code IT0005037210.

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Fine Comunicato n.20053-39

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