BIt Market Services

Informazione Regolamentata n. 20053-46-2016	C	Data/Ora Ricezione 08 Agosto 2016 19:22:57	AIM -Italia/Mercato Alternativo del Capitale	
Societa'	:	[:] Tecnoinvestimenti S.p.A.		
Identificativo Informazione Regolamentata	:	78222		
Nome utilizzatore	:	TECNOINVNSS01 - x		
Tipologia	:	IROS 04		
Data/Ora Ricezione	:	[:] 08 Agosto 2016 19:22:57		
Data/Ora Inizio Diffusione presunta	:	08 Agosto 2016 19:37:59		
Oggetto	:	Comunicato risultati offerta ad esito prelazione		
Testo del comunicato				

Vedi allegato.



This **announcement** is not for distribution in, nor does it constitute an offer of securities for sale in the United States of America, Canada, Australia, Japan or any jurisdiction where such distribution is unlawful, (as such term is defined in Regulation S under the United States Securities Act of 1933, as amended (the "Securities Act")). Securities may not be offered or sold in the United States unless they are registered or are exempt from registration under the U.S. Securities Act of 1933, as amended. The securities of the Company have not been, and will not be, registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction in the United States and may not be offered or sold within the United States, absent registration requirements of the Securities Act and applicable state laws. The Company does not intend to register any security in the United States or conduct a public offering of securities in the United States. Copies of this announcement must not be taken or transmitted into the United States of America, its territories or possessions, or distributed, directly or indirectly, in the United States of America, its territories or possessions or to any US person. Copies of this announcement must not be taken to or transmitted into Australia, Canada or Japan or to any person in any of those jurisdictions. Any failure to comply with this restriction may constitute a violation of United States, Australian, Canadian or Japanese securities laws.

PRESS RELEASE

CAPITAL INCREASE OF TECNOINVESTIMENTI S.P.A.: OVERALL RESULTS OF THE OPTION OFFER, INCLUDING THE EXERCISE OF THE PRE-EMPTION RIGHT

- no. 28,400 newly issued shares assigned under pre-emption right, representing 52.32% of the shares not taken up, totalling € 96,560

- following the exercising of the option right and pre-emption right, a total of 14,556,120 newly issued shares have been subscribed, equal to 99.82% of the share capital increase, for a total amount of \notin 49.490.808

Rome, 8 August 2016 – Further to the press release issued on 3 August 2016, Tecnoinvestimenti S.p.A. (the "**Company**" or the "**Issuer**") announces that today, pursuant to Article 2441, para. 3, of the Italian Civil Code, a total of no. 28,400 newly issued shares (totalling \in 96,560) were assigned under pre-emption right, resulting from the share capital increase with option rights for max. \in 49,578,000.00 (the "**Share Capital Increase**") resolved upon by the Board of Directors of the Company on 16 June 2016 and 14 July 2016, exercising the powers conferred upon it, pursuant to art. 2443 of the Italian Civil Code by the Meeting held on 31 May 2016, regarding a max. no. 14,582,000 ordinary newly issued shares of the Company (the "**Shares**").

Pre-emptive subscription requests were received for a total number of 28,400 Shares, compared with 54,280 Shares not taken up at the end of the option offer period.

The Shares assigned to those who have exercised the pre-emption right shall be credited to the current accounts of the intermediaries belonging to the centralized system managed by Monte Titoli S.p.A within the deadline of today's accounting date, and shall be available starting from the subsequent settlement day.

Following the exercising of the pre-emption right, taking account of the shares already subscribed at the end of the Offer Option period and notified to the market on 3 August 2016, a total of 14,556,120 Shares have been subscribed, equal to 99.82% of the Shares in the Offer, for a total value of \notin 49,490,808.

Following the total of 14,556,120 Shares resulting from the Capital Increase, the share capital of the Company therefore stands at \notin 46,256,120, divided into a total of 46,256,120 ordinary shares with no indication of nominal value.



With reference to the Offer, please remember that, in execution of the commitments respectively undertaken: (i) the majority shareholder Tecno Holding S.p.A. exercised its option rights in full in relation to the Share Capital Increase, subscribing no. 8,291,960 newly issued Shares, equal to 56.86% of the total number of the offered Shares, for a total value of $\in 28,192,664$; (ii) the shareholder Quaestio Capital Management SGR S.p.A. exercised its option rights in full in relation to the Share Capital Increase, subscribing no. 1,458,200 newly issued Shares, equal to 10% of the total number of offered Shares, for a total value of $\in 4,957,880$.

Please remember that Borsa Italiana, with provision no. 8234 of 13 July 2016, accepted the shares of the Company for admission to listing on the Mercato Telematico Azionario ("MTA"). The effective start date of trading of the Company's shares on the MTA - with the possible attribution STAR status - will be determined by Borsa Italiana with a subsequent Notice pursuant to art. 2.4.3, paragraph 6, of the Borsa Italiana Regulations, subject to verification of sufficient distribution of shares, and is expected in the second half of this month.

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, Governance Advisors as consultant 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 <u>www.tecnoinvestimenti.it</u>, 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.

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.

CONTACTS

ISSUER

MEDIA / INVESTOR RELATIONS



Tecnoinvestimenti S.p.A. **Communications** Elisa Ferrio Head of External Relations Tel.: +39 011 02 01 904 Mob. +39 347 85 66 482 E-mail: elisa.ferrio@tecnoinvestimenti.it

Investor relations Marco Sanfilippo Mob. +39 06 42 01 26 31 E-mail: investor@tecnoinvestimenti.it Barabino&Partners S.p.A. Foro Buonaparte, 22 - 20121 Milano Tel.: +39 02 7202 3535

Stefania Bassi: +36 335 6282 667 s.bassi@barabino.it

SPECIALIST

Intermonte SIM S.p.A. Galleria De Cristoforis, 7/8 - 20122 Milano Tel.: +39 02 771151

NOMAD

EnVent Capital Markets Ltd. 25 Savile Row W1S 2ER London Tel.+ 44 (0) 20 35198451 Italian Branch, Via Barberini 95 - 00187 Roma Tel.:+39 06 896841

Important Regulatory Notice

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, JAPAN OR IN OR INTO ANY OTHER JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION MIGHT BE UNLAWFUL

This announcement is for distribution only to persons who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.

This announcement has been prepared on the basis that any offer of securities in any Member State of the European Economic Area ("EEA"), other than Italy, (each, a "Relevant Member State"), will be made pursuant to an exemption under the Prospectus Directive (2003/71/EC, as amended), from the requirement to publish a prospectus for offers of securities. Accordingly any person making or intending to make any offer in that Relevant Member State of securities which are the subject of the rights offering mentioned in this announcement may only do so in circumstances in which no obligation arises for the Company or any of the managers to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Company nor any of the managers have authorized, nor do they authorize, the making of any offer of securities through any financial intermediary, other than offers made by the underwriters which constitute the final placement of the Rights Offering contemplated in these materials. Neither the Company or any of the managers have authorize, the making of any offer of securities of any offer of securities in circumstances in which an obligation arises for the Company or any of the managers have authorized, nor do they authorize, the making of any offer of securities through any financial intermedials. Neither the Company or any of the managers have authorized for the Company or any of the managers have authorized for the Company or any of the managers have authorizes for the Company or any of the managers have authorized, nor do they authorize, the making of any offer of securities in circumstances in which an obligation arises for the Company or any of the managers to publish or supplement a prospectus for such offer.

