



# SPAFID CONNECT

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Diffusione presunta  
Oggetto : Launch of an accelerated bookbuild  
offering of OVS shares

*Testo del comunicato*

Vedi allegato.

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## LAUNCH OF AN ACCELERATED BOOKBUILD OFFERING OF OVS SHARES

9.05.2017

Gruppo Coin SpA (“**Gruppo Coin**”) announces an offering of ordinary shares in OVS SpA (“**OVS**”) by way of an accelerated bookbuilding (the “**Accelerated Bookbuilding**”).

The Accelerated Bookbuilding concerns **25mn** ordinary shares of OVS SpA, representing c. **11** per cent of the share capital of OVS SpA (the “**Shares**”). Gruppo Coin retains full flexibility in determining the ultimate size of the Accelerated Bookbuilding subject to market conditions and demand.

The Shares will be placed to international institutional investors.

The current ownership interest of Gruppo Coin in OVS is approximately 95.6 million shares, representing approximately 42.12 per cent of the outstanding shares of OVS.

The final terms of the Accelerated Bookbuilding will be determined upon completion of the bookbuilding. Gruppo Coin will communicate its ownership interest in OVS following the Accelerated Bookbuilding, together with the subsequent ownership interest. Such interest is expected to be not less than approximately **31.12** per cent.

Gruppo Coin is ultimately controlled by funds advised by BC Partners. Gruppo Coin has agreed not to dispose of any further OVS shares for a period of 90 days following the settlement of the Accelerated Bookbuilding, subject to certain customary exceptions and waiver by the Joint Bookrunners.

On the date hereof, Gruppo Coin has also executed with Stefano Beraldo, CEO of OVS S.p.A., and certain other top managers of the company (the “**Managers**”), certain purchase agreements for the transfer to the Managers of an overall number of Shares equal to n. 2,121,401 Shares corresponding to 0.935% of the share capital of OVS S.p.A. (the “**Transfer to the Managers**”). Each Manager undertook to purchase the Shares of OVS S.p.A. for an amount equal to the price of the placement of the Shares in the context of the Accelerated Bookbuilding which, in any case, remains subject to the settlement of the placement. As of the date hereof, the Managers own an overall amount of n. 150,255 Shares and upon completion of the Transfer to the Managers, they will own an overall interest in OVS S.p.A. equal to 1% of the share capital of the company.

UniCredit Corporate & Investment Banking and Goldman Sachs International are acting as Joint Bookrunners.

Rothschild and Latham & Watkins are acting, respectively, as financial advisor and legal advisor of Gruppo Coin.

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UniCredit SpA is the parent company of UniCredit Bank AG and is one of a number of lenders of Gruppo Coin SpA.

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