

Informazione Regolamentata n. 1845-17-2017

Data/Ora Ricezione 31 Maggio 2017 19:00:13

MTA

Societa' : TECHNOGYM

Identificativo : 90303

Informazione

Regolamentata

Nome utilizzatore : TECHNOGYMN02 - Zanelli

Tipologia : REGEM

Data/Ora Ricezione : 31 Maggio 2017 19:00:13

Data/Ora Inizio : 31 Maggio 2017 19:00:14

Diffusione presunta

Oggetto : Wellness Holding S.r.l.; Avvio accelerated

book building su azioni Technogym

Testo del comunicato

Si rimanda al testo allegato



NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, INTO THE U.S., CANADA, SOUTH AFRICA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES WOULD BE PROHIBITED BY APPLICABLE LAW

This announcement is not an offer of securities for sale in any jurisdiction, including the U.S., Canada, South Africa, Australia or Japan. Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction.

COMUNICATO STAMPA

AVVIATA LA CESSIONE DI MASSIME N. 16.000.000 AZIONI ORDINARIE TECHNOGYM S.P.A. TRAMITE UNA PROCEDURA DI *ACCELERATED BOOKBUILDING* RISERVATA A INVESTITORI ISTITUZIONALI

Cesena (Italia), 31 maggio 2017 – Wellness Holding S.r.l. ("Wellness Holding"), società che attualmente detiene una partecipazione del 60% del capitale sociale di Technogym S.p.A. (la "Società"), annuncia di avere avviato la cessione di massime n. 16.000.000 azioni ordinarie Technogym S.p.A., pari all'8% del capitale sociale della Società, attraverso una procedura di accelerated bookbuilding riservata a investitori qualificati in Italia e istituzionali all'estero.

Mediobanca – Banca di Credito Finanziario S.p.A. agisce in qualità di *Sole Bookrunner* dell'operazione.

L'operazione, che intende anche soddisfare l'auspicio manifestato dagli investitori per un aumento del flottante e della liquidità del titolo, viene avviata immediatamente e potrà essere conclusa in qualsiasi momento. Wellness Holding darà comunicazione dell'esito del collocamento al termine dello stesso.

Nell'ambito dell'operazione e coerentemente con la prassi di mercato per operazioni similari, Wellness Holding ha assunto nei confronti del *Sole Bookrunner* un impegno di *lock-up* relativamente alle azioni della Società che resteranno di sua proprietà al termine dell'operazione, per un periodo di 180 giorni, fatte salve le eccezioni previste dalla prassi per operazioni analoghe.

This announcement is not for publication, distribution or release, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States and the District of Columbia), Canada, South Africa, Australia or Japan or any other jurisdiction where such an announcement would be unlawful. The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement is not for publication, distribution or release, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia). The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States without registration thereunder or pursuant to an available exemption therefrom. Neither this document nor the information contained



herein constitutes or forms part of an offer to sell, or the solicitation of an offer to buy, securities in the United States. There will be no public offer of any securities in the United States or in any other jurisdiction.

In member states of the European Economic Area ("EEA") which have implemented the Prospectus Directive (each, a "Relevant Member State"), this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of the Prospectus Directive ("Qualified Investors"). For these purposes, the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in a Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EU. In the United Kingdom this announcement is directed exclusively at Qualified Investors (i) who 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 "Order") or (ii) who fall within Article 49(2)(A) to (D) of the Order, and (iii) to whom it may otherwise lawfully be communicated; any other persons in the United Kingdom should not take any action on the basis of this announcement and should not act on or rely on it. This announcement is not an offer of securities or investments for sale nor a solicitation of an offer to buy securities or investments in any jurisdiction where such offer or solicitation would be unlawful. No action has been taken that would permit an offering of the securities or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

In connection with any offering of the shares of Technogym S.p.A. (the "Shares"), the Sole Bookrunner and any of its affiliates acting as an investor for its own account may take up as a proprietary position any Shares and in that capacity may retain, purchase or sell for their own account such Shares. In addition the Sole Bookrunner or its affiliates may enter into financing arrangements and swaps with investors in connection with which the Sole Bookrunner (or its affiliates) may from time to time acquire, hold or dispose of Shares. The Sole Bookrunner does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

Per ulteriori informazioni:

Carlo Capelli – Amministratore e CFO di Wellness Holding S.r.l.

Tel. +390547653865

Email: ccapelli@wellnessholding.com;

Fine Con	iunicato n	.1845-17
----------	------------	----------

Numero di Pagine: 4