



SPAFID CONNECT

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Oggetto : Press release issued in the name and on behalf of Quarantacinque S.p.A.

Testo del comunicato

Provisional results of the voluntary public tender offer on the ordinary shares of the company CAD IT S.p.A., launched by Quarantacinque S.p.A. following the Reopening of the Terms

PRESS RELEASE

Provisional results of the voluntary public tender offer on the ordinary shares of the company CAD IT S.p.A., launched by Quarantacinque S.p.A. following the Reopening of the Terms

Verona, April 20, 2018 – With reference to the voluntary public tender offer launched by Quarantacinque S.p.A., previously Quarantacinque S.r.l. (the “**Offeror**”), in accordance with Articles 102, first paragraph and 106, fourth paragraph, of the Legislative Decree dated February 24, 1998, no. 58, as amended (the “**CFA**”), on all the ordinary shares of CAD IT S.p.A. (“**CAD IT**” or the “**Issuer**”) which are not already owned by the Offeror and, therefore, no. 7,701,804 shares of the Issuer, corresponding to approx. 85.766% of the corporate capital of the Issuer (the “**Offer**”), the Offeror announces what follows.

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Unless differently defined in this press release, words that are capitalized shall have the meaning attributed to them in the offer document approved by the Italian National Commission for Companies and the Stock Exchange (“*Commissione Nazionale per le Società e la Borsa – CONSOB*”) with Resolution no. 20325 of March 7, 2018, published on March 9, 2018 on the global information agent’s website (www.sodali-transactions.com), on Banca Akros website (www.bancaakros.it) and on the Issuer’s website (www.cadit.it).

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The Offeror announces that the Reopening of the Terms (which began on April 16, 2018) ended today.

On the basis of the provisional results communicated by Banca Akros S.p.A. – also on behalf of Società per Amministrazioni Fiduciarie “SPAFID” S.p.A., intermediaries responsible for the coordination of the collection of the shares tendered to the Offer – no. 3,620 Shares have been tendered to the Offer during the Reopening of the Terms, corresponding to 0.047% of the Shares Subject of the Offer and to 0.040% of the corporate capital of the Issuer, for an overall amount equal to Euro 19,186.

The Offeror and the Persons Acting in Concert did not purchase any Share during the Reopening of the Terms.

The overall results of the Offer (including the Reopening of the Terms) will be announced by means of a press release in accordance with Article 41, sixth paragraph of the CONSOB Resolution dated May 14, 1999, no. 11971, as amended, which will be released by the Offeror by the Date of the Payment following the Reopening of the Terms, *i.e.* by April 26, 2018.

The Consideration for each Share of the Issuer tendered to the Offer during the Reopening of the Terms will be paid – against the simultaneous transfer of the property of these shares to the Offeror – on April 27, 2018.

Therefore, taking into account the no. 3,620 Shares which have been tendered to the Offer during the Reopening of the Terms, the no. 4,671,230 Shares which have been tendered to the Offer during the Acceptance Period and the no. 1,278,196 Shares already owned by the Offeror at the beginning of the Acceptance Period, the Offeror will own – if the above-mentioned provisional results are confirmed – a total of no. 5,953,046 Shares, corresponding to 66.292% of the corporate capital of the Issuer.

In light of the above, the Offeror announces that, as at today, the necessary conditions required for: (i) the fulfilment of the Purchase Obligation pursuant to Article 108, paragraph 2, of the CFA and the fulfilment of the Purchase Obligation pursuant to Article 108, paragraph 1, of the CFA; (ii) the exercise of the Squeeze-out Right pursuant to Article 111 of the CFA have not been satisfied.

Fine Comunicato n.0473-50

Numero di Pagine: 3