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launches placement of ordinary shares in
Unieuro S.p.A.

Testo del comunicato

Vedi allegato.

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PRESS RELEASE

Italian Electronics Holdings S.à r.l. launches placement of ordinary shares in Unieuro S.p.A. representing up to approx. 17.5% of the Company's existing share capital

Milan – 13 November 2019. Italian Electronics Holdings S.à r.l. ("**IEH**") announces the launch of a placement of ordinary shares in Unieuro S.p.A. ("**Unieuro**" or the "**Company**"), representing up to 17.5% of the Company's existing share capital (the "**Placement**"). The Placement will be made to certain institutional investors by way of an accelerated bookbuilding process.

Bookbuilding will commence immediately. IEH reserves the right to change the terms or timing of the Placement at any time. IEH will announce the outcome of the transaction upon its completion.

The transaction will enable to increase the free float and to foster the liquidity of the stock.

Mediobanca – Banca di Credito Finanziario S.p.A. ("**Mediobanca**") has been appointed by IEH to act as Sole Bookrunner of the Placement.

In connection with the Placement, IEH, as customary, has agreed to a 60 days' lockup period with respect to any remaining Unieuro shares it will hold following the Placement. Subject to customary exceptions, no additional sales of shares of Unieuro will be made by IEH during the lock up period without the consent of Mediobanca.

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In member states of the European Economic Area ("**EEA**") which have implemented the Prospectus Regulation (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 Regulation ("**Qualified Investors**"). For these purposes, the expression "Prospectus Regulation" means Regulation (EU) 2017/1129 and includes any relevant implementing measure in the Relevant Member State. 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

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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 Unieuro S.p.A. (the "**Shares**"), Mediobanca 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, Mediobanca or its affiliates may enter into financing arrangements and swaps with investors in connection with which Mediobanca (or its affiliates) may from time to time acquire, hold or dispose of Shares. Mediobanca 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.

Mediobanca is acting exclusively for IEH in the transaction referred to in this announcement and for no-one else in connection with any transaction mentioned in this announcement and will not regard any other person (whether or not a recipient of this announcement) as a client in relation to any such transaction and will not be responsible to any other person for providing the protections afforded to its clients, or for advising any such person on the contents of this announcement or in connection with any transaction referred to in this announcement.

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