



# SPAFID CONNECT

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Regolamentata

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Diffusione presunta

Oggetto : PR NB Aurora\_Share capital increase

*Testo del comunicato*

Vedi allegato.

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**PRESS RELEASE****NB AURORA ANNOUNCES A SHARE CAPITAL INCREASE TO FUEL ITS GROWTH AND  
CAPTURE FUTURE INVESTMENT OPPORTUNITIES**

Luxembourg - January 29, 2020 – The Board of Directors of NB Aurora S.A. SICAF RAIF (“**NB Aurora**” or the “**Company**”) has resolved to start the process of a share capital increase, within the limits of the authorised capital pursuant to Article 5.4 of the Company’s Articles of Association. The share capital increase consists of (i) an offering with preferential subscription rights (the “**Preferential Subscription Rights**”) to the existing shareholders of new Class A ordinary shares (the “**New Shares**”) of the Company (the “**Rights Offering**”) and (ii) in case the Preferential Subscription Rights are only partially exercised during the Rights Offering, a private placement to qualified investors whereby the Board of Directors will place any New Shares that were not subscribed in the Rights Offering (the “**Private Placement**”, together with the Rights Offering, the “**Offering**”).

The Preferential Subscription Rights will be tradable during the Rights Offering on the regulated Market for Investment Vehicles, Professional Segment, organized and managed by Borsa Italiana S.p.A. (“**MIV**”). The Preferential Subscription Rights that will not be exercised by existing holders of Class A ordinary shares will lapse.

The New Shares, once issued, will rank *pari passu* with the existing NB Aurora Class A ordinary shares.

The Offering, which is expected to take place by the first half of 2020, will have an amount of about 150 million Euro. The terms and conditions of the Offering, including the subscription price and the prospective calendar, will be announced in due course.

The capital increase supports the overall purpose of NB Aurora to strengthen its capital providing the Company with supplemental resources to fuel its growth and capture future investment opportunities.

Since IPO in May 2018, NB Aurora has directly invested c. Euro 158 million (Euro 174 including PHSE whose closing is expected within 1Q2020) across 4 investments: the acquisition of 44.55% of the units of Fondo Italiano di Investimento (“FII”) and minority stakes in Club del Sole, Dierre Group and Rino Mastrotto, collecting also co-investments for Euro 23 million mainly from Italian family offices. From the investment in FII, NB Aurora has already received c. Euro 126 million as distributions (realizing Euro 63 million of capital gain), following the disposal of 9 portfolio companies among which Forgital Group, Mesgo, Rigoni di Asiago, Sanlorenzo and La Patria. In May 2019 the Company also paid an ordinary dividend of Euro 18.9 million corresponding to c. €1,0574 per share based on 2018 year end results.

A draft listing prospectus required for the listing and admission to trading on the MIV of both the Subscription Rights and the New Shares (including those New Shares which will have been placed by way of the Private Placement) has been filed for approval by the Company with the relevant Luxembourg authority, the *Commission de Surveillance du Secteur Financier* (“CSSF”).

This document is addressed to professional clients only.

Neuberger Berman AIFM S.A. is authorised and regulated as an alternative investment fund manager by the Commission de Surveillance du Secteur Financier (CSSF) and is registered in the Grand Duchy of Luxembourg, at 9, rue du Laboratoire, L-1911 Luxembourg.

NB Aurora S.A. SICAF-RAIF is reserved alternative investment fund (RAIF) in the form of an investment company with fixed capital (société d'investissement à capital fixe capital SICAF) as per the Luxembourg law of 26 July 2016 on reserved alternative investment funds.

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