



SPAFID CONNECT

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Testo del comunicato

Vedi allegato.

TIMONE FIDUCIARIA

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Milan – Azimut Holding S.p.A. shareholders' agreement (the "Agreement") - Timone Fiduciaria SpA announces the start of the sale of a stake of up to 2.550.000 ordinary shares of Azimut Holding SpA, representing about 1,78% of the share capital.

Today, Timone Fiduciaria spa - in execution of the mandate received by 1206 participants to the Agreement and in accordance with the decision of its Executive Committee – has triggered the sale of a maximum number of 2.550.000 ordinary shares of Azimut Holding spa, corresponding to 1,78% of the share capital of the company.

The sale - which concerns a portion of the total number of 7 million shares acquired in 2018 with the stake building transaction already communicated to the market at the time - will be carried out with qualified institutional investors, and the final conditions will be determined through an accelerated book building procedure.

The book building will start immediately, without prejudice to the right of closing it at any moment.

According to the instructions received, Timone Fiduciaria, through the Global Coordinators and Joint Bookrunners, will sell on the market a number of shares sufficient for the sole repayment of the loan granted in support of the transaction (in addition to tax charges and costs associated with the transaction). The remaining part of the shares will continue to be subject to the voting and blocking constraints provided for in the Agreement, already disclosed to the public. Timone Fiduciaria has also agreed other terms and conditions which are customary for this kind of transactions.

BofA Securities and Intermonte have been appointed by Timone as Global Coordinators and Joint Bookrunners. The results of the sale together with the number and percentage of shares that remain in the Agreement will be communicated after its conclusion.

Signed

TIMONE FIDUCIARIA SPA

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Capitale Sociale: € 100.000,00 interamente versato

Codice Fiscale / Partita IVA / Registro delle Imprese n.05103510151

REA n.1211151

Autorizzata all'esercizio dell'attività fiduciaria con D.M. 11 Luglio 1988

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Milano – Patto di Sindacato Azimut Holding spa (il “Patto”) – Timone Fiduciaria spa annuncia l’avvio della cessione di una quota fino a 2.550.000 azioni ordinarie di Azimut Holding spa, rappresentanti circa il 1,78% del capitale sociale della società.

In data odierna Timone Fiduciaria spa – in esecuzione del mandato ricevuto da 1206 partecipanti al Patto, e secondo quanto deliberato dal Comitato Direttivo dello stesso – ha dato avvio alla cessione di una quota delle azioni sindacate, per un numero massimo di 2.550.000 azioni ordinarie di Azimut Holding spa, rappresentanti circa il 1,78% del capitale sociale della società.

La cessione – che ha ad oggetto una parte delle complessive n. 7 milioni circa di azioni acquisite nel 2018 con l’operazione di rafforzamento del Patto, a suo tempo comunicata al mercato - avverrà mediante un’offerta rivolta a investitori istituzionali qualificati, le cui condizioni definitive saranno determinate attraverso un processo di *bookbuilding* accelerato.

Il *bookbuilding* prenderà avvio immediatamente salvo il diritto di interromperlo in qualsiasi momento.

In conformità alle istruzioni ricevute, Timone Fiduciaria, tramite i Global Coordinator e Joint Bookrunner, venderà sul mercato il solo quantitativo di azioni sufficiente ad assicurare il rimborso del finanziamento erogato a supporto dell’operazione (oltre agli oneri fiscali ed ai costi connessi all’operazione). La restante parte delle azioni continuerà ad essere soggetta ai vincoli di voto e di blocco previsti dal Patto, e già noti al pubblico. Timone Fiduciaria ha altresì convenuto altri termini e condizioni usuali per operazioni della specie.

BofA Securities e Intermonte sono state nominate da Timone come Global Coordinator e Joint Bookrunner. I risultati dell’operazione, nonché il numero e la percentuale di azioni di cui, per effetto della stessa, sarà titolare il Patto, saranno comunicati dopo la sua conclusione.

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