



SPAFID CONNECT

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Oggetto : Press release - Share capital increase 25
06 2020

Testo del comunicato

Vedi allegato.



A multibrand company

Head office: Via J. F. Kennedy, 16 – 42124 Reggio Emilia – Telephone: 0522.7901 Fax: 0522.790266
Share Capital € 40,780,482.00 fully paid-up – Economic and Administrative Index of Reggio Emilia (REA) no. 277595 – VAT and Tax ID 00183410653
Company subject to management and coordination by Newlat Group S.A. pursuant to articles 2497 et seq. of the Italian Civil Code.

PRESS RELEASE

NEWLAT FOOD S.P.A. SHAREHOLDERS' MEETING APPROVES THE SHARE CAPITAL INCREASE, WITH THE EXCLUDING THE OPTION RIGHT, PURSUANT TO ART. 2441, PARAGRAPH 4, FIRST SENTENCE OF THE ITALIAN CIVIL CODE, TO BE PAID THROUGH THE CONTRIBUTION OF ORDINARY SHARES OF CENTRALE DEL LATTE D'ITALIA S.P.A.

Reggio Emilia, 25 June 2020 - Newlat Food S.p.A. (the "**Company**") announces that the Extraordinary Shareholders' Meeting of the Company, which met today, resolved to increase the paid share capital, in one or more rounds and also in several tranches, on a divisible basis, excluding the option right pursuant to art. 2441, paragraph four, first sentence of the Italian Civil Code, for a maximum amount of € 24,080,032, (including any premium), and more precisely for a maximum nominal amount of € 4,666,673, in addition to a maximum premium of € 19,413,359 (the "**Capital Increase**").

The Capital Increase will be carried out by issuing maximum n. 4,666,673 ordinary shares of the Company without an indication of the nominal value, with regular entitlement and the same characteristics as the ordinary shares already issued, at an issue price per share equal to € 5.16 (€ 1 to be allocated to share capital and € 4.16 to the share premium reserve), to be released by 31 December 2020, in one or more rounds and also in several tranches by contribution in kind

- (i) of n. 6,660,242 ordinary shares of Centrale del Latte d'Italia S.p.A. ("**CLI**") by Newlat Group S.A. ("**Newlat Group**"), sold by Newlat Group S.A. to the Company by virtue of the purchase contract signed by Newlat Group and the Company on 1 April 2020 and completed on the same date; and
- (ii) of the ordinary CLI shares which will be tendered in acceptance of the mandatory public purchase and exchange offer, announced by the Company on 1 April 2020 and launched on 3 June 2020, concerning all the CLI shares, after deducting the CLI shares already held by the Company, under the terms and conditions set by the Company.

As a result of these resolutions, the following amendments to the Articles of Association were also approved.

In the Shareholders Meeting no. 27,877,385 shares representing 68.36% of the share capital corresponding to n. 52,607,385 votes equal to 80.304% of the no. 65,510,482 overall voting rights were present and the proposal was approved with the favorable vote of 100% of the votes.

The minutes of the Company's Shareholders' Meeting will be made available within the times and in the manner provided for by the applicable legislation.





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This press release is available on the Company's website www.newlat.it and on the authorized storage mechanism eMarketstorage at the following address www.emarketstorage.com.

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FOR MORE INFORMATION:

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The Newlat Group

The Newlat Group is a relevant multinational, multi-brand and multi-channel player in the Italian and European agri-food sector, having a large portfolio of products and brands well known in Italy and internationally. The Newlat Group holds a consolidated positioning in the Italian and German markets and sale products in more than 60 countries. The Newlat Group is mainly active in the pasta, dairy, bakery and special products sectors, and in particular in the health & wellness, gluten free and baby food sectors.

For more information, visit our website www.newlat.it.



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