



SPAFID CONNECT

Informazione Regolamentata n. 2195-66-2020	Data/Ora Ricezione 09 Luglio 2020 17:41:15	MTA - Star
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Societa' : NEWLAT FOOD S.P.A.
Identificativo : 134814
Informazione
Regolamentata
Nome utilizzatore : NEWLATN01 - Pisoni
Tipologia : REGEM; 2.5; 3.1
Data/Ora Ricezione : 09 Luglio 2020 17:41:15
Data/Ora Inizio : 09 Luglio 2020 17:41:16
Diffusione presunta
Oggetto : Press release - Changes share capital

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 € 43,000,563.00 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

- **COMMUNICATION REGARDING CHANGES TO THE SHARE CAPITAL**
- **PUBLICATION OF THE NEW ARTICLES OF ASSOCIATION**
- **PUBLICATION OF MINUTES OF THE SHAREHOLDERS' MEETING MINUTES OF 25 JUNE 2020**

Reggio Emilia, 9 July 2020 - Newlat Food S.p.A. ("**Newlat**" or the "**Company**") announces the new share capital following the execution of the first tranche of the share capital increase with the exclusion of the option right pursuant to art. 2441, paragraph 4, first sentence, of the Civil Code, resolved by the Extraordinary Shareholders' Meeting of Newlat on 25 June 2020, to be settled by contribution in kind of no. 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 to the Company by virtue of the purchase and sale agreement signed by Newlat Group and the Company on 1 April 2020 and completed on the same date (the "**Purchase and Sale Agreement**") – and 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 provided by the Company.

In order to pay Newlat Group the share component of the consideration referred to in the Purchase and Sale Agreement (consisting, for each CLI share, of 0.33 newly issued Newlat shares, in addition to € 1.00 for the shares already paid by the Company to Newlat Group under the terms of the Sale and Purchase Agreement), on 6 July 2020 Newlat issued no. 2,220,081 Newlat shares without indication of the nominal value, following the registration on 30 June 2020 of the declaration of the Board of Directors of Newlat pursuant to art. 2343-quater, paragraph 3, of the Civil Code, issued with reference to the first tranche of the capital increase.

Therefore, following the issue, the subscribed and paid-up share capital of Newlat is equal to € 43,000,563, divided into no. 43,000,563 ordinary shares without indication of the nominal value.

The certification pursuant to art. 2444 of the Civil Code of the execution of the first tranche of the share capital increase resolved by the Extraordinary Shareholders' Meeting of the Company on 25 June 2020, was filed yesterday with the Reggio Emilia Business Register.

The current composition of the share capital (fully subscribed and paid up) of the Company following the execution of the first tranche of the share capital increase, with evidence of the previous share capital, is shown below.





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	Current Share Capital			Previous Share Capital		
	Euro	Number of shares	Nominal value per Share	Euro	Number of Shares	Nominal value per Share
Total of which:	43,000,563	43,000,563	-	40,780,482	40,780,482	-
Ordinary shares (with regular dividends; number of valid coupons: 1)	43,000,563	43,000,563	-	40,780,482	40,780,482	-

The Company also informs that the new Articles of Association document is available to the public at the authorized eMarket Storage mechanism at www.emarketstorage.com, as well as on the Company's website at www.newlat.it "Corporate Governance" section - with evidence also of the changes made - as amended following the registration in the Reggio Emilia business register of the resolution to increase the share capital to be released by means of contribution in kind, pursuant to art. 2441, paragraph 4, first sentence of the cod. of the CLI shares, approved by the Extraordinary Shareholders' Meeting of the Company on 25 June 2020.

Finally, the Company announces that the minutes of the Extraordinary Shareholders' Meeting of 25 June 2020 are available to the public at the registered office, on the Company's website (www.newlat.it in the section "Corporate Governance - Shareholders' Meeting") and at the authorized eMarket Storage mechanism (www.emarketstorage.com).

This press release is available on the Company's website www.newlat.it and on the authorized storage mechanism eMarket Storage 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.



Fine Comunicato n.2195-66

Numero di Pagine: 5