



SPAFID CONNECT

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Oggetto : Press release - Provisional results

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.

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PRESS RELEASE

MANDATORY PUBLIC TENDER OFFER LAUNCHED BY NEWLAT FOOD S.P.A. ON ALL THE ORDINARY SHARES OF CENTRALE DEL LATTE D'ITALIA S.P.A.

END OF THE ACCEPTANCE PERIOD

PROVISIONAL RESULTS

Reggio Emilia, 24 July 2020 – Newlat Food S.p.A. ("**Newlat**" or the "**Offeror**") announces that, the acceptance period of the mandatory public purchase and exchange offer ended today at 17:30, pursuant to Articles 102 and 106, paragraph 1 and 2-bis, of the Legislative Decree of 24 February 1998, n. 58, as subsequently amended and integrated (the "**TUF**" and the "**Offer**"), launched by Newlat and concerning the ordinary shares of Centrale del Latte d'Italia S.p.A. (the "**Issuer**" or "**CLI**"), a company with shares listed on the Mercato Telematico Azionario organized and managed by Borsa Italiana S.p.A. ("**Borsa Italiana**"), STAR segment.

The terms used with the initial capital letter in this press release, unless otherwise defined, have the meaning attributed to them in the offer document relating to the Offer, approved by the National Commission for Listed Companies and the Stock Exchange with resolution no. 21425 of 2 July 2020 and published on 3 July 2020 (the "**Offer Document**").

PROVISIONAL RESULTS OF THE OFFER

On the basis of the provisional results communicated by Equita SIM S.p.A., as the intermediary in charge of coordinating the collection of acceptances, at the end of the period of acceptance of the Offer agreed with Borsa Italiana (the "**Acceptance Period**") n. 2,803,210 ordinary CLI shares were in acceptance of the Offer, representing 20.02% of the Issuer's share capital and equal to 38.19% of the ordinary shares subject to the Offer.

It should be noted that, as far as the Offeror is aware, in the period between the Date of the Offer Document and today's date, the Offeror and the Persons Acting in Concert have not made, directly or indirectly, purchases having subject to ordinary shares of the Issuer outside the Offer.

Based on the provisional results, if confirmed, and taking into account n. 6,660,242 ordinary shares of the Issuer, constituting the Majority Shareholding owned by the Offeror, Newlat - following the Offer - will hold a total of n. 9,463,452 ordinary CLI shares, representing 67.59% of the relative share capital.





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The provisional results, if confirmed, result in the Offeror's failure to achieve a stake of more than 90% of the Issuer's share capital. Therefore, as of today, the conditions required for the purchase obligation pursuant to art. 108, paragraph 1 of the TUF, of the Purchase Obligation pursuant to art. 108, paragraph 2 of the TUF or the Purchase Right are not met.

Furthermore, as announced in the press release issued by the Offeror on 17 July 2020, the conditions set out in art. 40-bis, paragraph 3, letter a), of the Issuers Regulation, the Reopening of the Terms will not take place.

The final results of the Offer following the Acceptance Period will be announced in a specific press release pursuant to article 41, paragraph 6, of the Issuers Regulation, which will be published and disseminated by 31 July 2020.

CONSIDERATION AND PAYMENT DATE

On the fifth trading day following the end of the Acceptance Period, i.e. **31 July 2020**, the Offeror will pay each accepting shareholder a consideration equal to € 1.00 and n. 0.33 newly issued Newlat ordinary shares, resulting from the share capital increase approved by the Shareholders' Meeting of Newlat on 25 June 2020, against the simultaneous transfer to the Offeror of the ownership right on the ordinary shares CLI brought in acceptance of the Offer.

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The offer document and the prospectus relating to the Offer remain available to the public for consultation at:

- The Newlat registered office in Reggio Emilia, Via Kennedy, 16;
- The CLI registered office in Turin, Via Filadelfia, 120;
- the Equita SIM S.p.A. (intermediary in charge of coordinating the collection of acceptances) registered office in Milan, Via Turati, 9;
- the Newlat website www.newlat.it, Section "*Investor Center - Investor Relations - OPAS*";
- the CLI website www.centralelatteitalia.com, Section "*Investor Relations - OPAS Newlat Food S.p.A.*".

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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:

Investors

Benedetta Mastrolia

Newlat Food Investor Relator





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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.



This announcement is a press release and not a prospectus nor an offer of securities for sale in or into the United States, Canada, Japan or Australia.

Fine Comunicato n.2195-70

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