



# SPAFID CONNECT

Informazione Regolamentata n. 2195-80-2020	Data/Ora Ricezione 07 Agosto 2020 18:01:25	MTA - Star
--	--	------------

Societa' : NEWLAT FOOD S.P.A.  
Identificativo : 136115  
Informazione  
Regolamentata  
Nome utilizzatore : NEWLATN01 - Pisoni  
Tipologia : 2.5  
Data/Ora Ricezione : 07 Agosto 2020 18:01:25  
Data/Ora Inizio : 07 Agosto 2020 18:01:26  
Diffusione presunta  
Oggetto : Press Release - Information on the total  
number of voting rights

*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 € 43,935,050.00 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

- **INFORMATION ON THE TOTAL NUMBER OF VOTING RIGHTS**
- **PUBLICATION OF THE AMENDED ARTICLES OF ASSOCIATION**

Reggio Emilia, 7 August 2020 – Newlat Food S.p.A. (the "**Company**" or "**Newlat Food**") communicates, pursuant to art. 85-bis, paragraph 4-bis of Consob Regulation no. 11971 of 14 May 1999, as subsequently amended and integrated (the "**Issuers' Regulation**"), the total amount of the Company's voting rights, with indication of the number of shares that make up the share capital, after the following operations:

- 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 Italian Civil Code, approved by the Extraordinary Shareholders' Meeting of the Company on 25 June 2020 (the "**Capital Increase**"), to be released through the contribution in kind of the 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 agreement signed by Newlat Group and the Company on 1 April 2020 and completed on the same date (the "**Sale and Purchase Agreement**"). In order to pay Newlat Group the share component of the consideration referred to in the Purchase Agreement (consisting, for each CLI share, of 0.33̄ newly issued Newlat Food shares, in addition to € 1.00 per share already paid by the Company to Newlat Group under the terms of the Sale and Purchase Agreement), on 6 July 2020 the Company issued no. 2,220,081 Newlat Food shares without indication of par value, according to what was communicated to the public on 9 July 2020 pursuant to art. 85-bis, paragraph 1, of the Issuers' Regulation; and
- the execution of the second tranche of the Capital Increase, to be released by contribution in kind of no. 2,803,460 CLI ordinary shares tendered by CLI shareholders to the mandatory public purchase and exchange offer, announced by the Company on 1 April 2020 and ended on 24 July 2020, concerning all CLI shares, after deducting the CLI shares already held by the Company, under the terms and conditions set forth by the Company (the "**OPAS**"). In order to pay the accepting CLI shareholders the share component of the consideration of the OPAS (consisting, for each CLI share, of 0.33̄ newly issued Newlat Food shares, in addition to € 1.00 for each CLI share as a cash component), on 31 July 2020 Newlat Food issued no. 934,487 Newlat Food shares without indication of the nominal value, according to what was communicated to the public on 31 July 2020 pursuant to art. 85-bis, paragraph 1, of the Issuers' Regulation.

Therefore, following these issues, the subscribed and paid-up share capital of Newlat Food is equal to € 43,935,050.00, divided into no. 43,935,050 ordinary shares with no indication of par value, and the total number of voting rights increased to 68,665,050.





A multibrand company

Head office: Via J. F. Kennedy, 16 – 42124 Reggio Emilia – Telephone: 0522.7901 Fax: 0522.790266  
Share Capital € 43,935,050.00 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.

	Updated share capital and voting rights	
	Number of shares representing the share capital	Number of voting rights
Total amount of ordinary shares	43,935,050	68,665,050
Ordinary shares without increased voting rights (ISIN IT0005385213)	19,205,050	19,205,050
Ordinary shares with increased voting rights (ISIN IT0005387300)	24,730,000	49,460,000

The Special List, updated pursuant to art. 6, paragraph 20) of the Articles of Association of Newlat, is available on the Company’s website at [www.newlat.it](http://www.newlat.it), in the “Corporate Governance” – “Increased voting rights” section.

\* \* \*

**Publication of the amended Articles of Association**

The Company also announces that the body of the Articles of Association, updated following the execution of the second tranche of the Capital Increase described above, filed on 31 July 2020 and registered on 6 August 2020 at the Reggio Emilia Companies' Register, is made available to the public today, in a clean version and a redline version highlighting the changes made, at the Company's registered office in Via J.F. Kennedy, 16 - 42124 Reggio Emilia, on the website [www.newlat.it](http://www.newlat.it), Section "Investor Center - Corporate Governance – Articles of Association" and at the storage mechanism eMarket Storage at [www.emarketstorage.com](http://www.emarketstorage.com).

\* \* \*

This press release is available on the Company’s website [www.newlat.it](http://www.newlat.it) and on the authorized storage mechanism eMarket Storage at the following address [www.emarketstorage.com](http://www.emarketstorage.com).

\* \* \*

**FOR MORE INFORMATION:**

**Investors**

**Benedetta Mastrolia**

*Newlat Food Investor Relator*

Mob. +393319559164





A multibrand company

Head office: Via J. F. Kennedy, 16 – 42124 Reggio Emilia – Telephone: 0522.7901 Fax: 0522.790266  
Share Capital € 43,935,050.00 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.

[investors@newlat.com](mailto:investors@newlat.com)

**Press Office**

**Stefania Forte**

Tel. +39089685207

[press@newlat.com](mailto:press@newlat.com)

\* \* \*

## 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](http://www.newlat.it).



Fine Comunicato n.2195-80

Numero di Pagine: 5