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Oggetto : Publication of extract of shareholders'
agreement

Testo del comunicato

Vedi allegato.



Press release

Bologna, 14 November 2020

Publication of extract of shareholders' agreement

Reference is made to the investment and purchase agreement (the “**Investment and Purchase Agreement**”) executed on July 28, 2020, among 4emme S.r.l., Alva S.p.A., Amca S.r.l., Cofiva S.A., Fariniundici S.p.A., Ipercubo S.r.l., Lefa S.r.l., Mefa S.r.l. and P.M. Investments S.r.l. (the “**Sofima Shareholders**”), SO.FI.M.A. Società Finanziaria Macchine Automatiche S.p.A. (“**Sofima**”) and May Holding S.à r.l., a newly-formed company advised by funds indirectly controlled by BC Partners (the “**Financial Sponsor**”), for the acquisition by the Financial Sponsor of 188,792 shares of Sofima, representing 19.070% of the share capital of Sofima, from the Sofima Shareholders (the “**Acquisition**”). The Investment and Purchase Agreement contemplated the execution, upon closing of the Acquisition, of a shareholders agreement regulating, among other topics, the corporate governance of Sofima and IMA and limitations on share transfers (the “**Shareholders Agreement**”), already disclosed to the market on August 2, 2020.

In relation to the above, it is communicated as follows:

- on November 10, 2020 the closing of the Acquisition was completed;
- as a result, the Shareholders Agreement has been executed among Sofima Shareholders, CO.FI.M.A. Compagnia Finanziaria Macchine Automatiche S.p.A., Sofima, the Financial Sponsor, May S.p.A. (a company controlled by the Financial Sponsor) and SEV Holding S.p.A., and has entered into force starting from November 10, 2020.

Sofima is the legally-controlling indirect parent entity of I.M.A. Industria Macchine Automatiche S.p.A. (“**IMA**”), a publicly-traded company listed on the *Mercato Telematico Azionario* organized and managed by Borsa Italiana S.p.A., with an interest of approximately 51.594% of IMA’s share capital and 66.956% of IMA’s voting rights.

The Shareholders Agreement relates to all shares of Sofima, representing 100% of its share capital and, indirectly, 51.594% of IMA’s share capital and 66.956% of IMA’s voting rights.

The provisions of the Shareholders Agreement are relevant pursuant to article 122 TUF, paragraphs 1 and 5, letters a), b), c), d) and d-bis).

Pursuant to applicable laws and regulations, an extract of the Shareholders Agreement has been published on the website of I.M.A. Industria Macchine Automatiche S.p.A., section *Investors* at the address <https://ima.it/it/investitori/>.

The notice of publication of the extract of the Shareholders Agreement was also published on today’s date on Milano Finanza (year 2020 No. 226).

Founded in 1961, IMA is a world leader in the design and manufacture of automatic machines for the processing and packaging of pharmaceuticals, cosmetics, food, tea and coffee. The Group has approximately 6,200 employees, of which approximately 2,400 abroad, and has 45 production plants in Italy, Germany, Switzerland, the United Kingdom, the United States, India, Malaysia, China and Argentina. IMA has an extensive sales network consisting of 29 branches with sales and service in Italy, France, Switzerland, the United Kingdom, Germany, Austria, Spain, Poland, Israel, Russia, the United States, India, China, Malaysia, Thailand and Brazil, representative offices in Central and Eastern European countries and more than 50 agencies covering a total of approximately 80 countries. **IMA S.p.A. has been listed on the Italian Stock Exchange since 1995 and in the STAR segment since 2001.** The following industrial companies are part of the Group: Atop S.p.A., Benhil GmbH, Ciemme S.r.l., Co.ma.di.s. S.p.A., Corazza S.p.A., Delta Systems & Automation Inc., Eurosicma S.p.A., Eurotekna S.r.l., Ilapak International SA, Ilapak Italia S.p.A., Ilapak (Beijing) Packaging Machinery Co. Ltd., IMA Automation Malaysia Sdn. Bhd., IMA Automation Switzerland SA, IMA Automation USA Inc., IMA Life North America Inc., IMA Life (Beijing) Pharmaceutical Systems Co. Ltd., IMA Life (Shanghai) Pharmaceutical Machinery Co. Ltd., IMA MAI S.A., IMA North America Inc., IMA-PG India Pvt. Ltd., IMA Swiftpack Ltd., Perfect Pack S.r.l., Petroncini Impianti S.p.A., PharmaSiena Service S.r.l., Record S.p.A., Spreafico Automation S.r.l., Tecmar S.A., Teknoweb Converting S.r.l., Telerobot S.p.A., Tissue Machinery Company S.p.A., Valley Tissue Packaging Inc.

For more information:

Andrea Baldani - Investor Relator - tel. 051 783111 - e-mail: andrea.baldani@ima.it

Maria Antonia Mantovani - Press Office - tel. 051 783283 - e-mail: antonia.mantovani@ima.it

www.ima.it (Investor Relations section)

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