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CONNECT

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Diffusione presunta

Oggetto : SOFIMA HOLDING ANNUNCIA IL
SUCCESSO DEL PRICING DI UN
PRESTITO OBBLIGAZIONARIO PER
EURO 1.280.000.000

Testo del comunicato

Il presente comunicato annulla e sostituisce il precedente, che, avente lo stesso oggetto, é stato diffuso alle ore 19.27.

L'annullamento e la sostituzione si rendono necessari per errata allegazione.

Si prega di prendere nota di quanto sopra.

Grazie.

SOFIMA HOLDING ANNUNCIA IL SUCCESSO DEL PRICING DI UN PRESTITO OBBLIGAZIONARIO COMPOSTO DA OBBLIGAZIONI A TASSO VARIABILE E OBBLIGAZIONI A TASSO FISSO CON SCADENZA NEL 2028 PER UN IMPORTO COMPLESSIVO IN LINEA CAPITALE PARI A EURO 1.280.000.000

Sofima Holding S.p.A.
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Italia

SOFIMA HOLDING ANNUNCIA IL SUCCESSO DEL PRICING DI UN PRESTITO OBBLIGAZIONARIO COMPOSTO DA OBBLIGAZIONI A TASSO VARIABILE E OBBLIGAZIONI A TASSO FISSO CON SCADENZA NEL 2028 PER UN IMPORTO COMPLESSIVO IN LINEA CAPITALE PARI A EURO 1.280.000.000

Bologna, 10 Dicembre 2020– Sofima Holding S.p.A. (la “**Società**”) annuncia oggi il successo del *pricing* di un prestito obbligazionario composto da obbligazioni *senior* garantite a tasso variabile per un importo complessivo in linea capitale pari a €450,0 milioni con scadenza nel 2028 (le “**Obbligazioni Senior Secured Floating Rate**”) e da obbligazioni *senior* garantite a tasso fisso per un importo complessivo in linea capitale pari a €830,0 milioni con scadenza nel 2028 (le “**Obbligazioni Senior Secured Fixed Rate**”) e, insieme alle Obbligazioni Secured Floating Rate, le “**Obbligazioni**”).

La Società pagherà interessi sulle Obbligazioni Senior Secured Floating Rate ad un tasso pari alla somma tra (i) il tasso di interesse EURIBOR a tre mesi (con un *floor* pari a 0%), e (ii) 4,00% all’anno, riadeguato trimestralmente.

La Società pagherà interessi con un tasso fisso sulle Obbligazioni Senior Secured Fixed Rate pari al 3,75% annuo.

I proventi derivanti dall’emissione delle Obbligazioni saranno utilizzati dalla Società per (i) il rimborso del cd finanziamento *bridge* stipulato il 17 Novembre 2020, in aggiunta al pagamento di determinati interessi commissioni e spese, (ii) il pagamento di determinate commissioni relative all’emissione delle Obbligazioni, e (iii) il deposito di un certo ammontare presso i cd. *escrow accounts*, che potrà essere in seguito svincolato per: (a) fare acquisti *over-the-counter* di azioni di IMA Industria Macchine Automatiche S.p.A. (“**IMA**”) da parte di IMA Bidco S.p.A. (“**IMA Bidco**”) (se possibile); (b) acquisire azioni nell’ambito dell’offerta pubblica di acquisto obbligatoria lanciata da IMA Bidco verso i restanti azionisti di minoranza di IMA per tutte le loro azioni residue, ivi compreso l’acquisto di azioni nell’ambito di un obbligo di acquisto (*sell-out*) o di un diritto di acquisto (*squeeze out*) (o per finanziare il pagamento di eventuali acquisti a seguito dell’esercizio del diritto di recesso dei soci coinvolti); (c) rimborsare l’indebitamento finanziario esistente, insieme al finanziamento del capitale circolante netto e delle disponibilità liquide e mezzi equivalenti a bilancio, di IMA; e (d) pagare eventuali costi, commissioni e/o spese relativi alle operazioni.

Alla data di emissione, le Obbligazioni, offerte esclusivamente ad investitori qualificati, saranno regolate dalla legge dallo stato di New York e saranno destinate alla quotazione sul Listino Ufficiale della Borsa del Lussemburgo e ammesse al sistema multilaterale di negoziazione Euro MTF Market. Il regolamento delle Obbligazioni è disciplinato dalle normali condizioni di mercato e di *closing* ed è previsto per il 29 Dicembre 2020.

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This press release does not constitute an offer to sell or the solicitation of an offer to buy the Notes or any other security and shall not constitute an offer, solicitation or sale in the United States or in any jurisdiction in which, or to any persons to whom, such offering, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any jurisdiction.

In member states of the EEA, this announcement and any offer of the Notes referred to herein in any Member State of the European Economic Area (“EEA”) will be made pursuant to an exemption under the Prospectus Regulation from the requirement to publish a prospectus for offers of the securities referred to herein. Accordingly, any person making or intending to make an offer in a Member State of Notes which are the subject of the offering contemplated may only do so in circumstances in which no obligation arises for the Company or any of the initial purchasers to publish a prospectus pursuant to Article 3 of the Prospectus Regulation, in each case, in relation to such offer. Neither the Company nor the initial purchasers have authorized, nor do they authorize, the making of any offer of Notes in circumstances in which an obligation arises for the Company or the initial purchasers to publish a prospectus for such offer. The expression “Prospectus Regulation” means Regulation (EU) 2017/1129.

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This communication is being distributed only to, and is directed at persons who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “Financial Promotion Order”) (ii) are persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Promotion Order, (iii) are outside the UK or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000 in connection with the issue and sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “relevant persons”). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.

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The forward-looking statements and information contained in this announcement are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

The Notes will not be listed on an Italian regulated market, therefore no documents or materials relating to the Notes have been or will be submitted to the clearance procedure of the competent authority.

Fine Comunicato n.0151-97

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