



SPAFID  
CONNECT

Informazione Regolamentata n. 0525-7-2021	Data/Ora Ricezione 03 Marzo 2021 13:45:40	MTA - Star
---	---	------------

Societa' : AMPLIFON

Identificativo : 143045

Informazione  
Regolamentata

Nome utilizzatore : AMPLIFONN01 - Galli

Tipologia : 3.1

Data/Ora Ricezione : 03 Marzo 2021 13:45:40

Data/Ora Inizio : 03 Marzo 2021 13:45:41

Diffusione presunta

Oggetto : Final approval of the project for the redefinition of the corporate structure of Amplifon S.p.A.

*Testo del comunicato*

Vedi allegato.

## FINAL APPROVAL OF THE PROJECT FOR THE REDEFINITION OF THE CORPORATE STRUCTURE OF AMPLIFON S.p.A.

Milan, March 3<sup>rd</sup>, 2021 – Amplifon S.p.A. (MTA; Bloomberg ticker: AMP:IM, “Amplifon”), global leader in hearing solutions and services, announces that the Board of Directors, during a meeting held today, definitively approved the project to redefine Amplifon S.p.A.’s corporate structure.

The main objective of the project, which was already approved by the Board of Directors on December 16<sup>th</sup>, 2020 and announced on the same date, is to redefine the corporate structure of Amplifon S.p.A. in line with the evolution of the group’s organizational structure and multinational nature.

The redefinition of the corporate structure will be implemented through the contribution in kind of the business branch related to the operating activities of the country Italy as consideration for the capital increase reserved to Amplifon, which will be resolved upon by Amplifon Italia S.r.l. (“Amplifon Italia”), a fully owned subsidiary of Amplifon (the “Transaction”). Once the Transaction is finalized, Amplifon will be responsible for the definition and development of the strategic direction and strategic coordination activities for the entire group, while the operating activities related to the country Italy will be managed by Amplifon Italia.

In order to implement the Transaction, (i) the shareholders meeting of Amplifon Italia will resolve on a share capital increase to be carried out in one or more tranches for cash, with share premium, for a maximum amount of up to 25 million euros, and (ii) at the same time, Amplifon and Amplifon Italia will enter into a deed of contribution which will lay out the exact definition of the relevant perimeter, as well as a list of all the assets and liabilities pertaining to the transferred business branch. The same shareholders’ meeting of Amplifon Italia will also resolve on the conversion of Amplifon Italia into a joint stock company which will be effective as of the day of the contribution, as well as on the appointment of the Board of Directors, the Board of Statutory Auditors and the external auditors, which will also be effective as of the same date.

Lastly, Amplifon’s Board of Directors has decided not to proceed at the moment with the contribution in kind of the business branch pertaining to the support, operational coordination and service activities currently carried out by Amplifon in favor of the group.

Currently, all the afore mentioned activities are expected to be finalized in the first half of 2021.

In order to provide comprehensive information about the Transaction, even though Amplifon exercised the right to waive the mandatory publication of an information document for acquisitions and disposals pursuant to Art. 71 of CONSOB Regulation no. 11971 of May 14<sup>th</sup>, 1991, as subsequently amended, (the “Issuers’ Regulation”), an information document relating to the Transaction, drafted on a voluntary basis, will be made available to the public within the timeframe indicated in Art. 71 of the Issuers’ Regulation.

Furthermore, pursuant to Art. 6 of CONSOB Regulation n. 17221 of March 12<sup>th</sup>, 2010, as subsequently amended (“Regulation 17221/2010”), Amplifon Italia is a related party of Amplifon as Amplifon Italia is a fully owned subsidiary of Amplifon. However, the Transaction is not subject to the procedures for related parties’ transactions as per the exemption provided by Art. 14, paragraph 2, of Regulation 17221/2010 and Art. 4.2(d) of Amplifon’s Procedure for Related Parties’ Transactions approved by Amplifon’s Board of Directors on July 26<sup>th</sup>, 2018 and published on Amplifon’s corporate website (<https://corporate.amplifon.com>). Therefore, Amplifon did not and will not publish an information document relating to the Transaction pursuant to Art. 5 of Regulation 17221/2010.

### About Amplifon

Amplifon, global leader in the hearing care retail market, empowers people to rediscover all the emotions of sound. Amplifon’s over 17,000 people worldwide strive every day to understand the unique needs of every customer, delivering exclusive, innovative and highly personalized products and services, to ensure everyone the very best solution and an outstanding experience. The Group operates through a network of over 11,000 points of sale in 27 Countries and 5 continents. More information about the Group is available at: <https://corporate.amplifon.com>.

#### Investor Relations

##### Amplifon S.p.A.

Francesca Rambaudi

Tel +39 02 5747 2261

[francesca.rambaudi@amplifon.com](mailto:francesca.rambaudi@amplifon.com)

#### Corporate Communication

##### Amplifon S.p.A.

Luca Marini

Tel +39 02 5747 2005

[luca.marini@amplifon.com](mailto:luca.marini@amplifon.com)

#### Media Relations

##### Brunswick

Lidia Fornasiero/ Barbara Scalchi

Tel +39 02 9288 6200

[amplifon@brunswickgroup.com](mailto:amplifon@brunswickgroup.com)

Fine Comunicato n.0525-7

Numero di Pagine: 3