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Informazione Regolamentata n. 20104-50-2021	Data/Ora Ricezione 08 Marzo 2021 11:32:24	AIM -Italia/Mercato Alternativo del Capitale
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Societa' : CFT S.p.A.
Identificativo : 143214
Informazione
Regolamentata
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Tipologia : REGEM; 3.1
Data/Ora Ricezione : 08 Marzo 2021 11:32:24
Data/Ora Inizio : 08 Marzo 2021 11:32:25
Diffusione presunta
Oggetto : Resolutions of the board of directors'
meeting

Testo del comunicato

Vedi allegato.

PRESS RELEASE
RESOLUTIONS OF THE BOARD OF DIRECTORS' MEETING OF CFT S.P.A.

- ✓ **Approval of the update of the Issuer's Notice pursuant to article 103, paragraph 3, of the CLFI concerning the Voluntary Tender Offer ("VTO") launched by ATS Automation Holdings Italy s.r.l.;**
- ✓ **Approval of the postponement of the date of the Shareholders' extraordinary meeting of CFT on first call.**

Parma, 8 March 2021 – The Board of Directors of CFT S.p.A. ("**CFT**" or the "**Company**") met today and acknowledged the communication by ATS Automation Holding Italy s.r.l. (the "**Offeror**") in relation to the amendments that the Offeror intends to make to the totalitarian voluntary tender offer launched on all the shares of the Company, pursuant to articles 102 *et seq.* of Legislative Decree 58/98 (the "**CLFI**") and articles 35 *et seq.* of the related implementing regulation adopted with CONSOB resolution no. 11971 of 14 May 1999, as subsequently amended and supplemented (the "**Issuers' Regulations**", and, such offer, the "**Offer**" or "**VTO**").

The Board of Directors – after examining the press release which is going to be published today by the Offeror pursuant to articles 36 and 43 of the Issuers' Regulations (the "**Offeror's Communication**") and the envisaged amendments that the Offeror intends to make to the Offer, as detailed in the offer document approved by CONSOB with resolution no. 21707 on 4 February 2021 (the "**Offer Document**"), concerning the deletion of the By-laws Condition (as defined in the Offer Document) and the postponement of the payment date in relation to the multiple-vote shares tendered to the Offer – unanimously resolved: (i) to confirm the favourable assessment, as already expressed in the Board of Directors' meetings held on 19 January 2021 and 4 February 2021, on the Offer and on the fairness of the consideration for the Offer; and (ii) to approve the update of the notice issued pursuant to article 103, paragraph 3, of the CLFI, so as to align its content with the amendments that the Offeror intends to make to the Offer.

Furthermore, the Board of Directors – having acknowledged the Offeror's request to postpone the date of the Shareholders' extraordinary meeting of the Company on first call in consideration of the content of the Offeror's Communication – resolved to postpone the date of the Shareholders' extraordinary meeting of the Company on first call, originally set on 17 March 2021, for 30 March 2021, without any amendments to the date of the meeting on second call, the agenda of the meeting and the relevant documentation, and to give mandate to the President to proceed with all the required fulfilments in accordance with the applicable law and the Company's by-laws.

** *** **

CFT SpA

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C.F e Piva 09935170960

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All documents and press releases relating to the Offer will be available on the website of CFT (www.cft-group.com) in the Investor relations/Communication SDIR section and on the website of ATS (www.atsautomation.com).

** *** **

CFT is the operational holding company of the CFT Group, active in Italy and abroad in the design, development and production of 'turnkey' machines and installations intended mainly for the Food & Beverage sector.

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This press release is available on the website of CFT www.cft-group.com in the Investor relations/Communication SDIR section.

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