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CONNECT

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Oggetto : Press release of Ruffini Partecipazioni S.r.l.
released by Moncler

Testo del comunicato

Vedi allegato.

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PRESS RELEASE

Ruffini Partecipazioni S.r.l. launches the placement of 8,200,000 ordinary shares in Moncler S.p.A. representing approximately 3.2% of the Company's existing share capital

Milan, 9 March 2021. Ruffini Partecipazioni S.r.l. (“**RP**”) announces today the launch of a placement of 8,200,000 ordinary shares (the “**Sale Shares**”) in Moncler S.p.A. (“**Moncler**” or the “**Company**”), representing approximately 3.2% of the Company's existing share capital as of the date of this press release (the “**Placement**”).

The Placement follows the press release published by Ruffini Partecipazioni Holding S.r.l. (“**RPH**”) on 23rd February 2021 in the context of the combination of Moncler with Sportswear Company S.p.A., the company that owns the Stone Island brand (the “**Transaction**”).

The Placement will be made to certain institutional investors by way of an accelerated bookbuilding process.

Bookbuilding will commence immediately. RP reserves the right to change the terms or timing of the Placement at any time. RP will announce the outcome of the transaction upon its completion.

Bank of America and Morgan Stanley been appointed by RP to act as Joint Bookrunners in connection with the Placement (the “**Joint Bookrunners**”).

Gatti Pavesi Bianchi Ludovici is acting as Italian legal counsel to RP.

White & Case LLP is acting as UK and US legal counsel to RP.

In connection with the Placement RP has agreed to a customary 90-day lock-up period with respect to any remaining Moncler shares it will hold following the Placement. Subject to customary exceptions, including any issuance or transfer contemplated in relation to the Transaction, no additional sale of shares of Moncler will be made by RP during the lock-up period without the consent of the Joint Bookrunners.

The Company will not receive any proceeds from the Placement.

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In connection with any offering of the securities of Moncler S.p.A., the Joint Bookrunners and any of their affiliates acting as an investor for its own account may take up as a proprietary position any securities and in that capacity, may retain, purchase or sell for their own account such securities. In addition, the Joint Bookrunners or their affiliates may enter into financing arrangements and swaps with investors in connection with which the Joint Bookrunners (or their affiliates) may from time to time acquire, hold or dispose of shares. The Joint Bookrunners do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

Any offer and sale of the securities in Canada will be made on a private placement basis only and is exempt from the requirement that the Company prepares and files a prospectus under applicable Canadian securities laws. Any resale of the securities into Canada must be made in accordance with applicable Canadian securities laws, which may vary depending on the relevant jurisdiction, and which may require resales to be made in accordance with Canadian prospectus requirements, a statutory exemption from the prospectus requirements, in a transaction exempt from the prospectus requirements or otherwise under a discretionary exemption from the prospectus requirements granted by the applicable local Canadian securities regulatory authority. These resale restrictions may under certain circumstances apply to resales of the securities outside of Canada. There will be no public offering of the securities in Canada. This Announcement does not contain all of the information that would normally appear in a prospectus under applicable Canadian securities laws. No securities commission or similar authority in Canada has reviewed or in any way passed upon this announcement or the merits of the securities. Any representation to the contrary is an offense. This announcement is not, and under no circumstances is to be construed as, a prospectus, an advertisement or a public offering of the securities in Canada.

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