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CONNECT

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Informazione
Regolamentata
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PURSUANT TO ART. 36 OF THE
REGULATION ADOPTED BY CONSOB -
CLEARANCE FROM THE ITALIAN
ANTITRUST AUTHORITY

Testo del comunicato

Vedi allegato.

Castor Bidco S.p.A. with sole shareholder
Registered office in Milan, via Alessandro Manzoni n. 38
Share Capital Euro 50,000.00
Fiscal code and VAT No. 11676310961
Milan Companies' Register
R.E.A. n. 2618368

Voluntary public tender offer launched by Castor Bidco S.p.A. on all the shares of Cerved Group S.p.A.

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PRESS RELEASE PURSUANT TO ART. 36 OF THE REGULATION ADOPTED BY CONSOB WITH RESOLUTION NO. 11971 OF 14 MAY 1999, AS SUBSEQUENTLY AMENDED (“ISSUERS’ REGULATION”)

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CLEARANCE FROM THE ITALIAN ANTITRUST AUTHORITY (“AGCM”) FOR THE ACQUISITION OF CONTROL OVER CERVED GROUP S.P.A.

Milan, 25 March 2021

With reference to the voluntary tender offer on all the shares of Cerved Group S.p.A. (the “**Issuer**”), announced on March 8, 2021, pursuant to Article 102, paragraph 1, of Legislative Decree No. 58 of February 24, 1998, as subsequently amended, and Article 37 of the Issuers’ Regulation, we hereby inform you that AGCM resolved not to initiate an in-depth review on such transaction, as it does not give rise to the creation or strengthening of a dominant position, such as to eliminate or substantially and permanently reduce competition.

This press release has been published on the *websites* of the Issuer (<https://company.cerved.com/>) and of the offeror (<https://castorgrowth.com/>).

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THIS DOCUMENT SHALL NOT BE DISCLOSED, PUBLISHED OR DISTRIBUTED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN (OR OTHER EXCLUDED COUNTRIES, AS DEFINED BELOW)

The voluntary public tender offer described in this press release will be launched by Castor Bidco S.p.A., with a sole shareholder, on all of Cerved Group S.p.A.’s ordinary shares.

Before the beginning of the Tender Period, as required by applicable law, the Offeror will publish an Offer Document which Cerved Group S.p.A.’s shareholders shall carefully examine.

The Offer will be launched exclusively in Italy and will be addressed, on equal terms, to all holders of Cerved Group S.p.A.’s shares. The Offer will be launched in Italy as Cerved Group S.p.A.’s shares are listed on the Mercato Telematico Azionario organized and managed by Borsa Italiana and is subject to the obligations and procedural requirements of Italian law.

The Offer is not and will not be launched in the United States of America (i.e. it will not be addressed to U.S. Persons, as defined by the U.S. Securities Act of 1933 as amended), Canada, Japan and Australia or any other

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*jurisdiction where launching the Offer would not be allowed without the authorization of the competent authorities or without any other requirements to be complied with by the Offeror (such jurisdictions, including the United States of America, Canada, Japan and Australia, collectively the “**Excluded Countries**”), neither by using national or international communication or trade tools of the Excluded Countries (including, but not limited to, the postal network, fax, telefax, e-mail, telephone and internet), nor through any structure of any Excluded Countries' financial intermediaries nor in any other way.*

No document that the Offeror will issue in relation to the Offer is and shall be, in whole or in part, sent, nor in any way distributed, directly or indirectly, in the Excluded Countries. Anyone receiving the above documents shall not distribute, send or mail them (neither by post nor by any other means or instrument of communication or commerce) in the Excluded Countries.

Any tenders in the Offer resulting from solicitation activities carried out in violation of the above limitations will not be accepted.

Acceptance of the Offer by persons residing in countries other than Italy may be subject to specific obligations or restrictions provided for by law or regulations. It is the sole responsibility of the recipients of the Offer to comply with such rules and, therefore, before accepting the Offer, to verify its existence and applicability by contacting their consultants. The Offeror shall not be held liable for the violation by any person of any of the aforesaid restrictions.

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Fine Comunicato n.1597-13

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