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CONNECT

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Oggetto : NON-BINDING OFFER FROM
SYNGENTA GROUP

Testo del comunicato

Vedi allegato.



NON-BINDING OFFER FROM SYNGENTA GROUP

Chiampo (VI), May 5th, 2021 – The Board of Directors of **SICIT Group S.p.A.** (“**Company**”) informs that it received from **Syngenta Crop Protection AG** and from **Valagro S.p.A.** (“**Syngenta Group**”) an expression of interest and non-binding offer regarding the intention to promote a public tender offer for all the shares of the Company for a target price per share equal to **Euro 17.30**, which would not be reduced due to the coupon detachment for the dividend of **Euro 0.55** per share (“**Non-Binding Offer**”).

The Non-Binding Offer is subject to the approval of the Board of Directors of Syngenta Crop Protection AG, to the performance of a confirmatory due diligence on a selected set of information, to the access to the senior management of the Company and to the visit to the facilities of the Company. Any tender offer possibly launched could in any event be subject to additional conditions, particularly the obtainment of regulatory approvals.

The Non-Binding Offer includes an industrial partnership proposal, addressed to the stakeholders of the Company and, in particular, to **Intesa Holding S.p.A.** (“**Intesa Holding**”), currently the controlling shareholder of the Company pursuant to Article 93 of the Consolidated Law on Finance (TUF) and also the person acting in concert with **NB Renaissance** in the context of the public tender offer promoted on April 16 by **Circular BidCo S.p.A.**

In particular, the Syngenta Group would be ready to offer Intesa Holding – in the event the latter decides to remain an investor in the Company – a shareholders' agreement to share the governance. In this regard, the Syngenta Group expressed the desire for Intesa Holding to remain a long-term shareholder of the Company and indicated the relationship with Intesa Holding as an “essential element for the success of the transaction”. In the Non-Binding Offer the Syngenta Group also expressed its willingness to discuss long-term commercial agreements with the Company for the provision of services and of waste collection and processing in favor of the stakeholders of Intesa Holding as well as appropriate agreements aimed at ensuring that the local districts where the production activity of the Company is located continue to benefit from the presence of the latter.

The Board of Directors of the Company hence resolved to allow that the Syngenta Group may perform limited due diligence and will assess any potential offer in compliance with the principles of fairness and of equal treatment (including of equal information), in order to protect the market and all shareholders.

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This press release is available on the Company's website www.sicigroup.com/en, in the "*Investor Relations / Price-Sensitive Press Releases*" section.



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SICIT Group

Founded in 1960 in Chiampo (VI), **SICIT** was one of the first companies in the world to introduce protein hydrolysates of animal origin into the world market of biostimulants. The company, one of the pioneers of the circular economy, through a process of hydrolysis of residues from the tanning industry, creates high-added-value products for agriculture (biostimulants) and plaster industry (retardants). Thanks to a qualified team, highly automated and technological production plants, state-of-the-art laboratories and constant investments in R&D, SICIT has become a reference operator at international level, supplying the main players in the agrochemical and industrial sectors.

Since June 2020, the company has been listed on the MTA (Italian Equities Market), Star Segment, of Borsa Italiana.

Web: www.sicitgroup.com

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