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CONNECT

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Regolamentata

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Diffusione presunta

Oggetto : TGH OFFERS A MAXIMUM OF  
12.000.000 ORDINARY SHARES OF  
TECHNOGYM SPA THROUGH AN ABB  
PROCEDURE RESERVED TO  
INSTITUTIONAL INVESTORS

*Testo del comunicato*

Vedi allegato.

# TGH S.r.l.

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## PRESS RELEASE

### **TGH OFFERS A MAXIMUM OF 12.000.000 ORDINARY SHARES OF TECHNOGYM S.P.A. THROUGH AN ACCELERATED BOOKBUILDING PROCEDURE RESERVED TO INSTITUTIONAL INVESTORS**

**Cesena (Italy), 18<sup>th</sup> May 2021** – Wellness Holding S.r.l. (“**TGH**”) – company that holds currently 39,74% of Technogym S.p.A.’s share capital (the “**Company**”) – has announced the offer of a maximum of 12.000.000 ordinary shares, equal to 5.96% of the Company’s share capital, through an accelerated book building procedure reserved to qualified Italian investors and to foreign institutional investors.

Morgan Stanley & Co. International plc acts as *Sole Bookrunner* of the transaction.

The transaction intends to carry out the project that Technogym is considered "heritage of humanity" as a promoter of Wellness as an opportunity for sustainability for the world. The founder's vision, since its origins, has always been to spread Wellness as a lifestyle, for people's health and well-being. The dream is to see Technogym continue to grow as a multinational Public Company that, regardless of its founder, develops a profitable and sustainable long-term growth in line with its social and economic mission, to the benefit of all stakeholders.

The transaction will be started immediately and can be concluded at any time. TGH will communicate the outcome of the placement at the end of the same. As a result of the placement, the stake of TGH in Technogym S.p.A. will decrease to 33.78% of the share capital, equal to 50.50% of the voting rights.

In the context of the placement and in line with the market practice for similar transaction, TGH has undertaken a lock-up commitment for a period of 90 days towards the Sole Bookrunner with reference to the Company shares that will remain in its possession upon completion of the placement, save for some exceptions in line with the market practice for similar transaction.

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*In connection with any offering of the shares of Technogym S.p.A. (the "Shares"), the Sole Bookrunner and any of its affiliates acting as an investor for its own account may take up as a proprietary position any Shares and in that capacity may retain, purchase or sell for their own account such Shares. In addition the Sole Bookrunner or its affiliates may enter into financing arrangements and swaps with investors in connection with which the Sole Bookrunner (or its affiliates) may from time to time acquire, hold or dispose of Shares. The Sole Bookrunner does 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.*

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