



SPAFID  
CONNECT

Informazione Regolamentata n. 20107-95-2021	Data/Ora Ricezione 04 Giugno 2021 20:18:27	MTA - Star
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Societa' : SICIT Group S.p.A.  
Identificativo : 148341  
Informazione  
Regolamentata  
Nome utilizzatore : SICITGROUPNSS01 - Simionati  
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Data/Ora Ricezione : 04 Giugno 2021 20:18:27  
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Diffusione presunta  
Oggetto : Voluntary tender offer launched by Circular  
BidCo S.p.A. on all of the ordinary shares  
of Sicit Group S.p.A.

*Testo del comunicato*

Vedi allegato.

**PRESS RELEASE****Voluntary tender offer launched by Circular BidCo S.p.A.  
on all of the ordinary shares of Sicit Group S.p.A.****Approval of the offer document by the National Commission for Companies and the Stock Exchange (CONSOB) and related publication. Fulfilment of the Authorizations' Condition.**

**Milan, 4 June 2021** – Circular BidCo S.p.A. (the “**Offeror**”) announces that, on the date hereof, CONSOB – with resolution no. 21881 of 4 June 2021 – approved, pursuant to article 102, paragraph 4, of Legislative Decree 58/1998 (“**TUF**”), the offer document (the “**Offer Document**”) relating to the voluntary tender offer (the “**Offer**”) – launched by the Offeror pursuant to articles 102, paragraph 1 and 106, paragraph 4, of the TUF – concerning all the ordinary shares of SICIT Group S.p.A. (the “**Issuer**”).

Moreover, please note that the Offer Document has been published on the date hereof and made available to the public for consultation: (i) at the registered office of the Offeror (Milan, Viale Bianca Maria n. 25) and on its website ([www.opasicit.it](http://www.opasicit.it)); (ii) at the registered office of the intermediary in charge of coordinating the collection of acceptances to the Offer Intesa Sanpaolo S.p.A. (Milan, Largo Mattioli n. 3); (iii) at the intermediaries in charge of collecting acceptances to the Offer; (iv) on the website of the global information agent Morrow Sodali S.p.A. ([www.morrowsodali-transactions.com](http://www.morrowsodali-transactions.com)); and (v) on the website of the Issuer ([www.sicitgroup.com](http://www.sicitgroup.com)).

Pursuant to article 40 of the Regulation adopted by CONSOB with resolution no. 11971 of May 14, 1999 (the “**Issuers' Regulation**”), the period of acceptance of the Offer, agreed with Borsa Italiana S.p.A., will start at 8.30 a.m. on 14 June 2021 and will end, unless extended, at 5.30 p.m. on 7 July 2021, inclusive (the “**Acceptance Period**”). Therefore, 7 July 2021 will be the last day to accept the Offer, unless the Acceptance Period is extended and subject to any Reopening of the Terms (as defined below).

Pursuant to article 103, paragraph 3 of the TUF and article 39 of the Issuers' Regulation, the Board of Directors of the Issuer shall disclose to the market, by the day before the first day of the Acceptance Period, a notice containing all useful information for the evaluation of the Offer and its own assessment of the Offer. The price offered by the Offeror for each Issuer's share tendered to the Offer is equal to Euro 15.45 and – against the simultaneous transfer of ownership of the shares to the Offeror – will be entirely paid in cash on 14 July 2021 (unless the Acceptance Period is extended).

If the conditions are met, pursuant to article 40-*bis*, paragraph 1, letter a) of the Issuers' Regulations, the terms for accepting the Offer will be reopened for a further period of five trading days for the sessions of 15, 16, 19, 20 and 21 July 2021 (included extremes), from 8.30 a.m. to 5.30 p.m. (the “**Reopening of the Terms**”).

In case of Reopening of the Terms, the payment of the consideration for each share of the Issuer tendered to the Offer during the Reopening of the Terms will take place – against the simultaneous transfer of ownership of such shares to the Offeror – on 28 July 2021, unless the Acceptance Period is extended.

Finally, it is announced that the Authorizations' Condition (as defined in the Offer Document) shall be deemed as fulfilled, as a consequence of the notice sent to the Offeror by the Presidency of the Council of Ministries on 3 June 2021.

For any further information concerning the Offer, please refer to the Offer Document, which has been published as indicated above.

Fine Comunicato n.20107-95

Numero di Pagine: 3