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Informazione Regolamentata n. 2170-59-2021	Data/Ora Ricezione 30 Giugno 2021 17:27:27	MTA
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Societa' : NEXI

Identificativo : 149396

Informazione
Regolamentata

Nome utilizzatore : NEXIN08 - MANTEGAZZA

Tipologia : 3.1

Data/Ora Ricezione : 30 Giugno 2021 17:27:27

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Diffusione presunta

Oggetto : Approval and publication of the prospectus
for the listing of Nexi shares issued to
service the Nets Merger

Testo del comunicato

Vedi allegato.

Approval and publication of the prospectus for the listing of Nexi shares issued to service the Nets Merger

Nets Merger effectiveness confirmed for 1 July 2021

Milan, 30 June 2021. Nexi S.p.A. ("Nexi") announces that today CONSOB has issued the authorization to publish the registration document, the information note and the summary note, which together constitute the prospectus for the admission to trading ("Prospectus") relating to the Nexi shares that will be issued to service the merger by incorporation of Nets Topco 2 S.à r.l. ("Nets") into Nexi (the "Nets Merger").

The Prospectus was filed today with CONSOB and published in accordance with the terms and modalities provided by the law. The Prospectus is available to the public at Nexi's registered office in Corso Sempione 55, Milan, and on Nexi's website (www.nexi.it).

Pursuant to the provisions of the merger deed, the Nets Merger will therefore be effective for statutory, accounting and tax purposes from 1 July 2021 (the "Merger Effective Date").

The No. 406,628,176 newly-issued Nexi shares allocated in exchange to the Nets' shareholders ("Newly-Issued Shares") as of the Merger Effective Date will be listed on the Mercato Telematico Azionario (MTA) organized and managed by Borsa Italiana S.p.A. and will be subject to the dematerialization and centralized management system at Monte Titoli S.p.A. The Newly-Issued Shares will have regular dividend entitlement and the same characteristics as the ordinary Nexi shares outstanding on the date of their issuance and will be interchangeable with the same.

As of the Merger Effective Date (i) the amendments to the By-Laws in connection with the Nets Merger will come into force and Nexi's share capital, fully subscribed and paid-in, will amount to Euro 94,036,905.00 represented by No. 1,034,405.953 ordinary shares with no express par value, and (ii) the appointment as directors of Nexi of Bo Nilsson and Stefan Goetz will become effective, resulting in an increase of the number of directors of Nexi from 13 to 15, in accordance with the resolution passed by Nexi's ordinary shareholders' meeting on 3 March 2021.

About Nexi

Nexi is the leading PayTech company in Italy, the reference point for the digital payments in the Country. The company, listed on MTA of Borsa Italiana, operates in strong partnership with ~150 partner banks: thanks to its end-to-end omni-channel technology connects banks, merchants and consumers with the aim of changing the way people and companies pay and collect money every day, thus accelerating the spread of digital payments and the transition to a cashless society, which is essential for the modernization of the Country. Nexi operates in three market areas: Merchant Services & Solutions, Cards & Digital Payments and Digital Banking Solutions. Merchant Services & Solutions: Nexi, together with its partner Banks, serves c. 900,000 merchants; Cards & Digital Payments: Nexi, together with its partner Banks, manages c. 43 million payment cards; Digital Banking Solutions: Nexi manages c. 12.800 ATMs, c. 480,000 e-banking workstations and c. 900 million clearing transactions. In addition, Nexi, as a technological partner, developed the CBI S.c.p.a. open banking system, to which the main Italian banks have already adhered.

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