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CONNECT

Informazione Regolamentata n. 0217-54-2021	Data/Ora Ricezione 31 Agosto 2021 09:10:39	MTA - Star
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Societa' : RENO DE MEDICI
Identificativo : 151393
Informazione
Regolamentata
Nome utilizzatore : RENON01 - Buonanno
Tipologia : REGEM
Data/Ora Ricezione : 31 Agosto 2021 09:10:39
Data/Ora Inizio : 31 Agosto 2021 09:10:41
Diffusione presunta
Oggetto : Commencement of exercise period of
optional conversion of convertible savings
shares into ordinary shares

Testo del comunicato

Vedi allegato.



Press Release

Public notice pursuant to Consob Regulation No. 11971 of May 14th, 1999 and subsequent amendments.

RENO DE MEDICI S.P.A.

- **COMMENCEMENT OF OPTIONAL CONVERSION OF CONVERTIBLE SAVINGS SHARES INTO ORDINARY SHARES**
- **EXERCISE PERIOD SEPTEMBER 1st - SEPTEMBER 30th, 2021**
- **AS ALREADY DISCLOSED TO THE MARKET BY APOLLO GLOBAL MANAGEMENT INC., IN THE THIRD QUARTER OF 2021 THE ACQUISITION OF A STAKE OF APPROXIMATELY 67% IN RENO DE MEDICI S.P.A. IS EXPECTED TO BE COMPLETED.**
- **THE TRANSACTION WILL BE FOLLOWED BY A TENDER OFFER AIMED AT DELISTING RDM GROUP**

Milan, August 31st, 2021: Notice is hereby given that, pursuant to Article 5 of the Articles of Association, beginning September 1st, 2021 and until September 30th, 2021 Shareholders may exercise the conversion option of convertible saving shares into ordinary Reno De Medici S.p.A. shares, on the basis of 1 newly issued ordinary share, with dividends and other entitlements accruing January 1st 2021 (coupon n. 15), per 1 convertible saving share - with dividends and other entitlements accruing January 1st 2021 (coupon n. 15), which will be cancelled upon conversion. Shareholders may exercise the above defined conversion option throughout their intermediary custodians. Holders of convertible saving shares that have not yet been dematerialized are, hereby, reminded that share conversion transactions may be carried out only after they have surrendered their share certificates to an intermediary participant in the centralized management system operated by Monte Titoli S.p.A.

The ordinary shares resulting from the conversion will be entered in dematerialised form on the centralized management system operated by Monte Titoli S.p.A.

In accordance with the aforesaid Section 5 of the Articles of Association, the conversion option may be exercised yearly in the months of February and September.

In this regard, it should be noted that on 5 July 2021 Apollo Global Management Inc. (hereinafter "Apollo") announced that it had reached definitive agreements for the purchase (through its subsidiary Rimini Bidco S.r.l.) of a stake equal to approximately 67% of the share capital of Reno de Medici S.p.A.

The transaction, which is subject to the fulfilment of certain conditions precedent, is expected to be completed by the third quarter of 2021.

Following completion of the transaction, Apollo will launch a mandatory public tender offer for the residual ordinary shares of Reno de Medici S.p.A., aimed at delisting the Company ("Mandatory Offer"). In the event that the delisting

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Share Capital € 140,000,000.00 fully paid-up / Economic Administrative Index no. MI-153186 / Tax Code, VAT number and number of Registration at the Companies' Register of Milan 00883670150



is not carried out at term and as a result of the above Compulsory Offer, it may be carried out by means of the merger of Reno de Medici S.p.A. into the offeror company Rimini BIDCO S.r.l. or into another company controlled by the Apollo Funds.

According to Apollo's press release, if the Mandatory Offer is made, it will include all ordinary shares resulting from the conversion of the convertible savings shares (provided that such shares have been converted before the end of the Mandatory Offer).

If the transaction were to be completed in accordance with the terms set forth by Apollo in the above-mentioned press release, the conversion period of September 2021 would reasonably represent the last window for holders of convertible savings shares to exercise their conversion rights before the end of the Mandatory Offer.

For further information:

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