



SPAFID
CONNECT

Informazione Regolamentata n. 0217-202-2021	Data/Ora Ricezione 17 Dicembre 2021 22:27:15	Euronext Star Milan
---	--	---------------------

Societa' : RENO DE MEDICI
Identificativo : 155470
Informazione
Regolamentata
Nome utilizzatore : RENON01 - Buonanno
Tipologia : REGEM
Data/Ora Ricezione : 17 Dicembre 2021 22:27:15
Data/Ora Inizio : 17 Dicembre 2021 22:27:16
Diffusione presunta
Oggetto : Comunicatoin on behalf of Rimini BidCo
S.p.A. - Bid provisional results

Testo del comunicato

Vedi allegato.

PRESS RELEASE**17 DECEMBER 2021****Rimini Bidco S.p.A. announces the provisional results of the full mandatory takeover bid on the ordinary shares of Reno De Medici S.p.A.**

With respect to the full mandatory takeover bid promoted by Rimini BidCo S.p.A. (the **Bidder**), pursuant to articles 102 and 106 of Legislative Decree of 24 February 1998, No. 58, as subsequently amended (the **Italian Consolidated Finance Law**) concerning the maximum number of 99,886,043 ordinary shares of Reno de Medici S.p.A. (**Reno** or the **Issuer**), equal, at the Bid Document Date, to 26.439% approximately of the share capital of the Issuer and to 26.455% of the voting rights (including the Converted Savings Shares) (the **Bid**), the Bidder announces that the subscription period (the **Subscription Period**) has ended today.

All terms with initial capitals used herein without definition have the meanings given to them in the bid document approved by CONSOB with resolution No. 22085 of 16 November 2021 published on 18 November 2021 (the **Bid Document**).

On the basis of the provisional results of the Bid communicated by BNP Paribas Securities Services – Milan Branch Office and Intesa Sanpaolo S.p.A., in their capacity of Intermediaries in Charge of Coordinating the Collection of Subscriptions, at the end of the Subscription Period 53,811,275 Ordinary Shares have been tendered to the Bid, equal to approximately 14.243% of the share capital of the Issuer as of today and approximately 53.873% of the Shares Subject to the Bid, for a total value of Euro 78,026,348.75 (calculated with reference to the Consideration for the Mandatory Takeover Bid).

The payment of the Consideration for the Mandatory Takeover Bid in relation with the Ordinary Shares tendered to the Bid during the Subscription Period (equal to Euro 1.45 for each Ordinary Share), against simultaneous transfer of ownership right on such Ordinary Shares for the benefit of the Bidder, shall occur on 22 December 2021.

On the basis of the provisional results of the Bid, if confirmed, taking into account the n. 27,570,034 Ordinary Shares purchased by the Bidder on the market starting from the Bid Document Date and the n. 275,612,781 Ordinary Shares (representing, as at the Bid Document Date, approximately 72.952% of the Reno share capital and 72.997% of the voting rights) already held by the Bidder as at the Bid Document Date and the no. 2,070,000 Issuer's Treasury Shares, as of today, the Bidder owns n. 359,064,090 overall Ordinary Shares, equal to 95.041% of the share capital of Reno and 95.099% of the voting rights.

As a result of the above, in consideration of the achievement by the Bidder at the end of the Subscription Period, on the basis of the abovementioned provisional results (if confirmed), of a participation of at least 95% of the share capital of the Issuer consisting of Ordinary Shares, it is announced, also in accordance with Warning A.10 and Section G, Paragraph G.3, of the Bid Document, that: (i) pursuant to and in accordance with article 40-*bis*, paragraph 3, letter b) of the Issuers' Regulation, the Reopening of the Terms of the Subscription Period shall not take place; (ii) the legal requirements have occurred for the exercise of the Right to Squeeze-Out under article 111 of the Italian Consolidated Finance Law and of the Commitment to Squeeze-Out under article 108, paragraph 1 of the Italian Consolidated Finance Law.

As stated by the Bidder in the Bid Document, the Bidder will exercise the Right to Squeeze-Out under article 111 of the Italian Consolidated Finance Law, and, simultaneously, fulfil the Commitment to Squeeze-Out under article 108, paragraph 1 of the Italian Consolidated Finance Law by implementing a single procedure agreed upon with CONSOB and Borsa Italiana S.p.A. (the **Joint Procedure**).

The final results of the Bid shall be made known with a specific press release pursuant to article 41, paragraph 6, of the Issuers' Regulation, that will be released by the Bidder within the term set by the relevant laws in

force. With such release, will be provided: (i) indications on the modalities and terms under which the Joint Procedure will be carried out; and (ii) timing of the Delisting.

The Bid Document containing a detailed description of the terms and conditions of the Bid as well as the procedures for subscribing the Bid is available on the Issuer's website (www.rdmgroup.com/it), as well as on the Global Information Agent's website (www.morrowsodali-transactions.com).

Morrow Sodali S.p.A. – Global Information Agent

Toll-free 800 141 319 (for calls from Italy) and +39 06 9762 0599 (for calls from abroad) from Monday to Friday from 9:00 to 18:00 (Central European Time).

Rimini BidCo S.p.A.

Fine Comunicato n.0217-202

Numero di Pagine: 4