



SPAFID
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Informazione Regolamentata n. 2170-92-2021	Data/Ora Ricezione 22 Dicembre 2021 19:43:48	Euronext Milan
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Societa' : NEXI

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Informazione
Regolamentata

Nome utilizzatore : NEXIN08 - MANTEGAZZA

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Data/Ora Ricezione : 22 Dicembre 2021 19:43:48

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Diffusione presunta

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

Testo del comunicato

Vedi allegato.

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

SIA Merger effectiveness confirmed for 31 December 2021

Milan, December 22nd, 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 SIA S.p.A. ("SIA") into Nexi (the "SIA 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.nexigroup.com).

Pursuant to the provisions of the merger deed, the SIA Merger will therefore be effective for statutory, accounting and tax purposes from 31 December 2021 (the "Merger Effective Date"), whereas the entire transaction will be effective from 1 January 2022.

The No. 270,054,060 newly-issued Nexi shares allocated in exchange to the SIA's shareholders ("Newly-Issued Shares") as of the Merger Effective Date will be listed on the Euronext Milan 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 SIA Merger will come into force and Nexi's share capital, fully subscribed and paid-in, will amount to Euro 118,451,992.00 represented by No. 1,310,191,588 ordinary shares with no express par value, and (ii) the appointment as directors of Nexi of Fabio Massoli, Francesco Pettenati, Marina Natale and Maurizio Cereda – resolved upon by the Board of Directors of Nexi on 16 December 2021 – will become effective, following the resignations submitted by the directors Giuseppe Capponcelli, Maurizio Mussi, Francesco Casiraghi and Simone Cucchetti which will also become effective on the Merger Effective Date.



About Nexi

Nexi is Europe's leading PayTech - present in high-growth, attractive European markets and technologically advanced countries in Northern Europe.

Listed on the Milan Stock exchange MTA of Borsa Italiana, Nexi has the scale, geographical reach and capabilities to drive digital payments and accelerate the transition to a cashless society. Through its portfolio of innovative products, e-commerce capabilities and sector-specific solutions Nexi is able to provide flexible support for the digital economy and entire payments ecosystem globally across a wide range of different channels and payment methods.

Nexi's technological platform and best-in-class capabilities allow the Company to operate in three market segments: Merchant Services & Solutions, Cards & Digital Payments and Digital Banking & Corporate Solutions. Nexi constantly invests in technology and innovation, focusing on two fundamental principles: satisfying our banking partners' needs, and creating new opportunities for more prosperous businesses.

We are committed to supporting people and enterprises of all sizes and shaping the way they pay and collect money every day. This is how we drive progress for everyone's benefit: simplifying transactions and empowering people and businesses to enjoy closer relationships and prosper together.

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