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Diffusione presunta

Oggetto : Gruppo MutuiOnline acquires, through Agenzia Italia, 100% of Trebi, leading company in software solutions for the leasing, rental and financing sector

Testo del comunicato

Vedi allegato.

Milan, 28 October 2022

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PRESS RELEASE

GRUPPO MUTUIONLINE ACQUIRES, THROUGH AGENZIA ITALIA, 100% OF TREBI, LEADING COMPANY IN SOFTWARE SOLUTIONS FOR THE LEASING, RENTAL AND FINANCING SECTOR

Today, Agenzia Italia S.p.A. (“**Agenzia Italia**”), a subsidiary of Gruppo MutuiOnline S.p.A. (“**Gruppo MutuiOnline**”), acquired from Nicola Bruno and Alberto Boerci 100% of the share capital of Trebi Generalconsult S.r.l. (“**Trebi**”), a leading company in the development and provision of software solutions for the financing sector, including in particular leasing, rental and the management of non-performing loans (the “**Acquisition**”).

The agreed consideration for the purchase of 100% of the share capital of Trebi is equal to Euro 89.5 million, of which Euro 77.5 million paid at closing and Euro 12 million retained as escrow to guarantee any indemnity obligations arising from the sale and purchase agreement, with progressive release over a four-year period. The payment of the price has been financed with available cash and the use of already available credit lines.

Until the first months of 2022, Trebi carried out its activities also with the support of two associated companies, Trebi ADR S.r.l. and Trebi Orgware S.r.l., by virtue of outsourcing contracts. Before the Acquisition, the overall perimeter of operations was rationalized, bringing all the activities into Trebi, and Trebi ADR S.r.l. and Trebi Orgware S.r.l. were discontinued.

Considering the entire perimeter of operations (Trebi together with the two afore mentioned associated companies), Trebi achieved in financial year 2021 pro-forma consolidated revenues of Euro 18.7 million and a consolidated pro-forma Ebitda of Euro 7.6 million. The forecast for financial year 2022 predicts revenues of Euro 18.9 million and Ebitda of Euro 8.0 million. As of June 30, 2022, the net financial position was equal to Euro 4.5 million net cash.

In the context of the Acquisition, Francesco De Lisi, general manager of Trebi, has become its CEO, and at the same time he has joined the organization of Agenzia Italia.

The acquisition of Trebi allows Agenzia Italia to strengthen its central role in the Italian leasing and rental market, complementing its business process outsourcing services with the software offering of the main player in the sector.

Gruppo MutuiOnline S.p.A. (in breve Gruppo MOL S.p.A. o MOL Holding S.p.A.)

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Capitale Sociale Euro 1.012.354,01 Interamente Versato

Alessandro Fracassi, CEO of Gruppo MutuiOnline says: *“The mission of our BPO Division is to provide long term support to financial institutions in innovating and managing their high value-added processes with operational, regulatory and technological platforms of excellence, and we want to do this by building and developing an ecosystem of leading companies in their own sector, managed with an entrepreneurial approach. Today’s acquisition fits perfectly into this project: to the strong position and competence of Agenzia Italia in the market of services for leasing and rental companies, we now add the technological solutions of Trebi, IT leader in the same sector, constituting a hub of excellence that will be able to offer to its customers increasingly integrated, innovative and flexible solutions. At the same time, the entry of Trebi raises the level of skills and capabilities to implement IT projects, already a characteristic feature of the Division, and allows us to welcome another successful Italian entrepreneurial story into our Group.”*

Daniele Da Lozzo, Chairman of di Agenzia Italia, adds: *“We welcome Trebi colleagues, whose professionalism we have known and appreciated for long time. We are happy to start a new path together, aware that the combination of our skills will allow us to better serve customers in the leasing and rental sector, with an approach that is constantly oriented towards the centrality of the customers and their needs.”*

Nicola Bruno, founder and selling shareholder of Trebi, comments: *“We thank Agenzia Italia and Gruppo MutuiOnline for recognizing Trebi as the ideal partner for their expansion in financial services. With this transaction we have guaranteed the continuation of our success story in leasing and other financial products and, at the same time, guaranteed a safe future for all our people who have given so much to our history.”*

Francesco De Lisi, formerly general manager and now CEO of Trebi, adds: *“I am convinced that the acquisition of Trebi by Agenzia Italia and Gruppo MutuiOnline constitutes the best possible set-up for Trebi’s future. The merger of the skills of two market leaders, those of IT for Trebi and of BPO for Agenzia Italia, have led to the birth of a company that will play a game changing role in the leasing, rental and other financial products market. In summary, we will be able to support the needs of market operators at 360°.”*

Advisors for the transaction

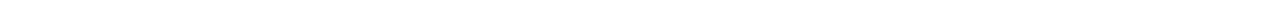
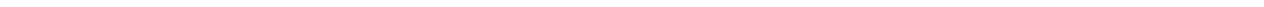
Gruppo MutuiOnline and Agenzia Italia have been assisted by BE Partner as financial advisor, and by Studio Gattai, Minoli, Agostinelli & Partners and Studio Morpurgo as legal advisors.

The shareholders of Trebi have been assisted by Klecha & Co as financial advisor, by EY S.p.A. as advisor for the accounting due diligence, and by Osborne Clarke as legal advisor.

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Gruppo MutuiOnline S.p.A., a company listed on the STAR segment of the Italian Stock Exchange, is the holding company of a group of firms operating in online broking of financial products with an aggregator model (main web sites: MutuiOnline.it and Segugio.it) and in the outsourcing of complex processes for the financial services industry in the Italian market.

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