

<p>Informazione Regolamentata n. 20233-6-2023</p>	<p>Data/Ora Ricezione 12 Gennaio 2023 07:35:45</p>	<p>Euronext Growth Milan</p>
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Societa' : RACING FORCE

Identificativo : 171406

Informazione
Regolamentata

Nome utilizzatore : RACINGFORCENSS01 - FERROGGIARO
ROBERTO

Tipologia : 2.2

Data/Ora Ricezione : 12 Gennaio 2023 07:35:45

Data/Ora Inizio : 12 Gennaio 2023 07:35:46

Diffusione presunta

Oggetto : Racing Force: successfully completed
capital increase through Accelerated
BookBuilding procedure

Testo del comunicato

Vedi allegato.

PRESS RELEASE

Racing Force: successfully completed capital increase through Accelerated BookBuilding procedure

FULLY SUBSCRIBED THE CAPITAL INCREASE BY ISSUANCE OF 1,941,748 NEW ORDINARY SHARES, FOR A TOTAL CONSIDERATION OF EUR 10 MILLION

Ronco Scrivia (GE), January 11, 2023 - Racing Force S.p.A., parent company of Racing Force Group, a world leader in motorsport safety systems (**RFG** or the **Company**), following the press release published on January 11, 2023, announces that it has successfully completed the private placement, through an accelerated bookbuilding, of no. 1,941,748 newly issued ordinary shares, without par value, having the same characteristics as those in circulation, resulting from the share capital increase with the exclusion of option rights pursuant to Article 2441, paragraph 4, second sentence, of the Civil Code, according to the terms resolved by the Board of Directors on January 11, 2023. The newly issued shares were subscribed at a price of Euro 5.15, for a total consideration, including share premium, of Euro 10,000,002.

The placement of the RFG shares offered for subscription (the "**Placement**") was reserved for subscription by qualified Italian or foreign investors as defined by Articles 100, paragraph 1(a) of Legislative Decree 58/98 as amended, 34-ter of Regulation no. 11971/1999, paragraph 1, as amended, and 35, paragraph 1, letter d) of the Regulations adopted by Consob by resolution No. 20307 of February 15, 2018, as well as foreign institutional investors within the meaning of

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Regulation S of the United States Securities Act of 1993 or to other entities in the European Economic Area (EEA) and in the United Kingdom, excluding Italy, that are "qualified investors" within the meaning of Art. 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 or Regulation (EU) 2017/1129 as transposed into UK domestic law by virtue of the European Union Withdrawal Act 2018, (excluding investors in Australia, Canada, Japan, and the United States and any other foreign country where placement is not possible in the absence of permission from the competent authorities).

Notwithstanding the foregoing, the Placement was also offered to investors, resident in Australia, who have declared and warranted that they are "Sophisticated Investors" under the applicable regulations and thus persons to whom it is permissible to offer securities, as an exception to the public offering provisions and with a consequent exclusion from the requirement to publish a prospectus, pursuant to one or more of the exemptions in Section 708 of the Australian Corporations Act 2001 (Cth).

Upon completion of the transaction, SAYE S.p.A. will continue to hold majority and control the Company.

Settlement will take place by delivery and payment of shares on January 16, 2023.

Upon full subscription of the newly issued shares, the nominal amount of RFG's post-increase share capital is 2,569,919.80 euros, divided into 25,699,198 ordinary shares with no par value.

The newly issued shares will be traded on Euronext Growth Milan and Paris and will have the same characteristics as those outstanding, in accordance with applicable laws and regulations.

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As part of the transaction, the Company made lock-up commitments of 180 days' duration in line with best market practice.

Equita SIM S.p.A. and TP ICAP (Europe) S.A. acted as Joint Global Coordinator and Joint Bookrunner of the Accelerated Bookbuilding.

Emintad Italy S.r.l. acted as financial advisor to the transaction while for legal aspects RFG was assisted by LCA Studio Legale.

Racing Force Group is one of the world leaders in motorsports safety equipment and has a wide range of products from helmets, suits, gloves and shoes, to seats, seat belts, roll bars, steering wheels, fire extinguishers and communication systems. All of the Group's products are marketed under the brands OMP, Bell Helmets, ZeroNoise, and Racing Spirit. The Group has the best and most comprehensive range of motorsport safety products used by professional drivers and teams around the world, from F1 to World Rally, Karting and Rally-Raid Championships. In the past 5 years, the Group has won 37 FIA world titles with its products. Racing Force Group's 50 years of experience in the market have enabled it to establish long-standing relationships with major players (drivers, teams, FIA) and to develop products considered among the most reliable by both professional and amateur drivers and teams. Racing Force Group is based on 3 continents: Ronco Scrivia and Pisa in Italy, Ghislenghien (Belgium), Sakhir (Kingdom of Bahrain), Miami, Indianapolis and Mooresville (USA) and has 500 employees. Racing Force products are sold in 80 countries worldwide.

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Fine Comunicato n.20233-6

Numero di Pagine: 5