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Oggetto : PR NB Aurora - Final results of the offer  
Finlogic.

*Testo del comunicato*

Vedi allegato.



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## **PRESS RELEASE**

### **VOLUNTARY TENDER OFFER ON FINLOGIC S.P.A.**

### **FINAL RESULTS OF THE OFFER LAUNCHED BY ARGO S.P.A.**

### **AT 97.246% OF FINLOGIC'S SHARE CAPITAL**

### **DELISTING FROM THE TRADING SESSION OF 20 JUNE 2023**

*Luxembourg, 12 June 2023 - NB Aurora S.A. SICAF-RAIF ("NB Aurora"), a company listed in Italy on the MIV market - Segmento Professionale organised and managed by Borsa Italiana S.p.A, following the press releases issued on 15 December 2022, 13 February 2023 and 4 March 2023 and the press releases issued by Argo S.p.A. (the "Offeror") - in whose share capital NB Aurora has indirectly co-invested - announces that the Offeror, by means of a press release issued today (the "Offer Final Results PR"), has announced the final results of the voluntary tender offer (the "Offer") launched by the Offeror, pursuant to Articles. 102, paragraph 1, and 106, paragraph 4, of Legislative Decree No. 58/1998, as subsequently amended and integrated (the "TUF"), referred to in article 12 of the by-laws*

of Finlogic S.p.A. ("**Finlogic**" or the "**Issuer**"), on a maximum number of 7,343,634 ordinary shares of Finlogic, corresponding to all the outstanding shares of the Issuer.

Terms used with a capital letter in this press release, unless otherwise defined, have the meaning ascribed to them in the offer document approved by Consob by resolution No. 22687 of 3 May 2023 (the "**Offer Document**") published on 10 May 2023, available on the website of the Issuer [www.finlogicgroup.it](http://www.finlogicgroup.it), as well as on the website of the Global Information Agent of Morrow Sodali S.p.A. [www.morrowsodali-transactions.com](http://www.morrowsodali-transactions.com).

Based on the final results communicated by BPER Banca S.p.A., in its capacity as the Intermediary In Charge of Coordinating the Collection of Acceptances, the Offer Final Results PR announces that from 11 May 2023 to 9 June 2023 (inclusive) a total of 7,141,385 ordinary shares of the Issuer, equal to 97.246% of the ordinary shares of the Issuer subject to the Offer and of the relevant share capital, for a total countervalue of Euro 85,696,620, were tendered to the Offer. The provisional results of the Offer subject to the press release issued by the Offeror on 9 June 2023 are therefore confirmed.

Therefore, the Offer Final Results PR announces that, on the basis of the final results of the Offer, taking into account the 7,141,385 ordinary shares of the Issuer tendered to the Offer during the Acceptance Period, upon completion of the Offer, **the Offeror will hold a total of 7,141,385 ordinary shares of the Issuer, equal to 97.246% of its share capital.**

The final results of the Offer confirm that the Offeror has reached a participation of at least 95% of the Issuer's share capital; since the Offeror has already declared in the Offer Document its intention to exercise its right to purchase the outstanding ordinary shares of the Issuer pursuant to Art. 111 of the TUF, the legal requirements for the occurrence of the Sell Out Procedure under Art. 108, paragraph 1, of the TUF and the Squeeze Out Right under Art. 111 of the TUF, as referred to in Art. 12-bis of the By-Laws, have therefore been met.

For further information on the Offer, please refer to (i) the press release issued by the Offeror today, available at [www.finlogicgroup.it](http://www.finlogicgroup.it); and (ii) the Offer Document available, inter alia, on the website of the Issuer [www.finlogicgroup.it](http://www.finlogicgroup.it) and on the website of Morrow Sodali S.p.A., the Global Information Agent [www.morrowsodali-transactions.com](http://www.morrowsodali-transactions.com).



## **NB Aurora**

*NB Aurora, the first permanent capital vehicle listed in Italy on the MIV professional segment of the Italian Stock Exchange, has been created with the purpose to invest in unlisted SMEs, conveying financial resources to support their growth and international expansion, thus helping to support the real economy. NB Aurora is promoted by Neuberger Berman, a private, independent, employee-owned investment manager, with \$427 billion AUM (as of 31 December 2022). The investment target includes top-class SMEs with a leading position in specialized niches and a strong export attitude with a turnover between €30 and €300 million. NB Aurora team operates with an active minority approach, partnering with entrepreneurs with a medium-long term horizon. After the first deal that led NB Aurora to acquire 44.55% of the shares of Fondo Italiano di Investimento (17 initial shareholdings of which it currently still holds the investments in Ligabue, DBA Group, Amut Group and Zeis Excelsa), the fund invested in 11 companies: Club del Sole (leader in the camping-village sector in Italy), Dierre Group (leader in Italy in the production of tech components for industrial automation), PHSE (Italian leader in the temperature-controlled transport of drugs and biological samples), BluVet (network of veterinary clinics), Rino Mastrotto Group (world leader in the production and marketing of leathers for fashion, automotive and furniture industries), Engineering (leader in Italy in the digital transformation of companies, public and private organizations), Veneta Cucine (Europe's leading manufacturer of fitted kitchens) Comet (leader in Italy in the development and production of tailor-made organic rubber and silicone compounds), Farmo (leader in the production of 'better for you' gluten-free products), Exacer (active in the specialty chemicals business through the development and production of catalyst supports) and PromoPharma (specialized in the production and commercialization of food supplements, dietary food and innovative medical devices).*

### **For Further Information NB Aurora:**

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