

<p>Informazione Regolamentata n. 2083-24-2023</p>	<p>Data/Ora Inizio Diffusione 18 Giugno 2023 21:19:26</p>	<p>Euronext MIV Milan</p>
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Societa' : NB AURORA SA SICAF-RAIF

Identificativo : 178357

Informazione
Regolamentata

Nome utilizzatore : NBAURORAN03 - FRANCESCO MOGLIA

Tipologia : REGEM

Data/Ora Ricezione : 18 Giugno 2023 21:19:20

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Diffusione

Oggetto : PR NB Aurora - Poss. trans. involving sale
up to 49.9% portfolio

Testo del comunicato

Vedi allegato.



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PRESS RELEASE

NB AURORA examined the possible transaction involving the sale of up to 49.9% of the portfolio to a newly established investment fund in order to raise new financial resources to continue investing in SMEs

*Luxembourg, 16 June 2023 – NB Aurora S.A. SICAF-RAIF ("NB Aurora" or "the Company"), listed in Italy on Euronext MIV Milan – Professional segment, organised and managed by Borsa Italiana S.p.A. with the goal to invest in unlisted Italian excellent SMEs – announces, as part of its project to raise new financial resources for future investments, that it has been examined the possible sale of up to 49.9% of the portfolio - held through NB Aurora Holdings S.à.r.l. and MIC Co-Investment Fund (the 'Portfolio') - to a newly established closed-end fund named **NB Aurora Co-Investment Fund II** (the "Fund").*

NB AIFM S.à.r.l., management company of both NB Aurora and the newly established Fund, has already received expressions of interest of about EUR 160 million and is continuing to collect further expressions of interest from institutional investors and HNWI's (high net-worth individuals). The Fund's overall funding target, which is to be subject of binding commitments and which is a necessary condition for the completion of the transaction, is EUR 160 million. This target, on the basis of the above expressions of interest, is believed to be reasonably achievable to date.

The transaction is strategically important for the Company, as it will allow to raise financial resources that will be used to continue supporting high growth potential SME projects and will also allow the achievement of an estimated gross capital gain of between 15% and 25% of the gained price which will be allocated to the distribution of a dividend (based on the Portfolio's NAV as at 31 March 2023).

The sale of a minority stake in its portfolio will take place at a price equal to the last available NAV of the portfolio (the 'Price'), possibly supplemented by the acquisition cost relating to acquisitions subsequent to the NAV reference date and not included in the NAV. The fairness of the Price is supported by the fairness opinion of PricewaterhouseCoopers.

The meeting of the Board of Directors was preceded by the examination and favourable resolution by the Related Parties Committee, to which the transaction was submitted, in accordance with the



Company's Procedure for Transactions with Related Parties, as the Fund is managed by NB AIFM S.à.r.l., which is also the management company of NB Aurora.

NB Aurora's current shareholders, together with the new investors, will have the option of subscribing shares in the newly established Fund.

Definitions

Net Asset Value (net value of an investment fund's assets less its liabilities)

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).

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This document is addressed to professional clients only.

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NB Aurora S.A. SICAF-RAIF is reserved alternative investment fund (RAIF) in the form of an investment company with fixed capital (société d'investissement à capital fixe capital SICAF) as per the Luxembourg law of 26 July 2016 on reserved alternative investment funds.

The information in this document does not constitute investment advice or an investment recommendation and is only a brief summary of certain key aspects of the fund.

An investment in the fund involves risks, with the potential for above average risk, and is only suitable for people who are in a position to take such risks. For more information please read the prospectus and principal fund documents.

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Numero di Pagine: 5