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Testo del comunicato

Vedi allegato.



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PRESS RELEASE

NB AURORA: BINDING AGREEMENTS HAVE BEEN SIGNED FOR THE SALE OF 49.9% OF ITS INVESTMENT PORTFOLIO TO NB AURORA CO-INVESTMENT FUND II

- **The transaction is part of the project to raise new financial resources to continue investing in leading SMEs in their markets**
- **NB Aurora Co-investment Fund II will be fully subscribed by third party professional investors**

Luxembourg, 25 July 2023 – NB Aurora S.A. SICAF-RAIF (hereinafter “NB Aurora” or the “Company”), listed in Italy on Euronext MIV Milan - Segmento Professionale, organised and managed by Borsa Italiana S.p.A, and with a strategy of investing in unlisted Italian SMEs of excellence, following the press release of 16 June 2023, announces that binding agreements have been signed for the sale of 49.9% of its equity investment portfolio (the “Portfolio”), to be realised through the transfer of its direct 49.9% stake in NB Aurora Holdings S. à.r.l. and the direct shareholding of 4.9% of the units issued by the MIC Co-investment Fund, to the newly formed closed-end investment fund called NB Aurora Co-Investment Fund II SICAV RAIF (the “Fund”), which is also managed by NB AIFM S.à.r.l, the management company of NB Aurora.

The completion of the sale transaction is subject to the usual conditions, and in particular to: (i) the confirmation of the soft commitments collected from third-party investors as hard binding commitments for a total of €167 million; and (ii) the obtainment of the authorisations regarding golden power.



Subject to the fulfilment of the above conditions, the sale of the minority interest in the Portfolio will be at a fixed price totalling approximately Euro 144.2 million determined on the basis of the latest available NAV of the Portfolio as of 31 March 2023 supplemented by the purchase cost relating to any investments realised after that date and not included in the aforesaid reference NAV (the “Price”). Please note that the fairness of the Price was supported by the fairness opinion of PricewaterhouseCoopers.

It should also be noted that the sale transaction is of strategic importance for the Company, since on the one hand it will allow NB Aurora to realise part of the value generated by the portfolio to date and, on the other hand, to raise financial resources that will be used to continue to support the expansion projects of SMEs that are leaders in their market niches and have high growth potential, supporting the solid pipeline of opportunities present in this market phase for operators that operate without (or with reduced recourse to) debt such as NB Aurora.

Thanks to the sale to the Fund, which will be fully subscribed by third-party professional investors, NB Aurora will obtain an estimated gross capital gain of between 15% and 25% of the price received, which will be allocated to the distribution of a dividend in accordance with NB Aurora’s rules. For more information, also with reference to the involvement of the Related Parties Committee, please refer to the Company’s press release of 16 June 2023.

Definitions

Net Asset Value (value of assets less 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 \$436 billion AUM (as of 31 March 2023). 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 Amut Group and Zeis Excelsa), the fund invested in 12 companies: Club del Sole (leader in the camping-village sector in Italy), Dierre Group (production of tech components for industrial automation), PHSE (temperature-controlled transport of drugs and biological samples), BluVet (network of veterinary clinics), Rino Mastrotto Group (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 (manufacturer of fitted kitchens) Comet (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), PromoPharma (specialized in the production and commercialization of food supplements, dietary food and innovative medical devices) and Finlogic (Group specialized in labelling, coding, automatic tracking and identification solutions).

For further information NB Aurora:

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