

Informazione Regolamentata n. 30056-1	Data/Ora Inizio Diffusione 20 Dicembre 2023 17:26:21	MTF
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Societa' : DIETARY BIDCO

Identificativo Informazione  
Regolamentata : 184664

Nome utilizzatore : EMANUELE ANGELLOTTO

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Data/Ora Ricezione : 20 Dicembre 2023 17:26:21

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Oggetto : APPROVAL OF THE MERGER PLAN BY  
DIETARY BIDCO S.P.A.

*Testo del comunicato*

Vedi allegato

**Dietary BidCo S.p.A.**  
Via Ansperto no. 5, Milan (MI)

**PRESS RELEASE – APPROVAL OF THE MERGER PLAN BY DIETARY BIDCO S.P.A.**

Wednesday, 20 December 2023, 4:00 p.m. (CET) – Dietary BidCo S.p.A. (the **Issuer**) informs the holders of the “€72,000,000 Senior Secured Floating Rate PIK Notes due 2030” (ISIN code: IT0005531444) (the **Notes**) that on Tuesday, 12 December 2023 its sole director adopted the determination required to implement the merger by incorporation of the Issuer into the company BioDue S.p.A. (**BioDue**), including the approval of the merger plan and the report of the management body of the Issuer in respect of the merger. The approved merger plan has been filed with the Companies’ Register of Milano-Monza-Brianza-Lodi and with the Companies’ Register of Firenze.

The Issuer also informs the holders of the Notes that today, Wednesday, 20 December 2023, the Issuer’s shareholders meeting has been held and has also approved the merger plan and, thus, the merger.

The merger will be effective in accordance with the timings, and on the terms and conditions, set out under applicable laws and the merger plan and a specific notice once the merger will be effective shall be published.

**For further information please contact:**

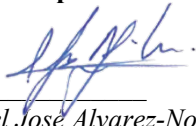
**Dietary BidCo S.p.A.**

Tel: +39 0558071140

Email: <mailto:emanuele.angellotto@biodue.com>

Website: <https://www.biodue.com/>

**Dietary BidCo S.p.A.**



*Name: Rafael José Alvarez-Novoa Barrio*

*Title: Sole Director*

**This announcement is published by Dietary BidCo S.p.A and relates to the disclosure of information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014, as amended (MAR) encompassing information relating to the Issuer. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made on behalf of Dietary BidCo S.p.A. by Rafael José Alvarez-Novoa Barrio, as Sole Director.**

**This announcement is for distribution only outside the United States to persons other than "U.S. Persons" (as defined in Regulation S under the United States Securities Act of 1933, as amended (the Securities Act)). It is not for release, publication or distribution in or into, or to any person located or resident in, any other jurisdiction where it is unlawful to release, publish or distribute this document.**

**This announcement is important and requires your immediate attention. This announcement contains important information which should be read carefully before any decision is made with respect to the**

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**Dietary BidCo S.p.A.**  
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proposals set out herein. If you are in doubt as to the action you should take, you are recommended to seek your own legal, tax, financial, business, regulatory and accounting advice and consult your own professional investment advisor. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to vote in respect of the proposal.

This announcement is not intended to be, and should not be relied upon as, legal, tax, financial, business, regulatory accounting, investment or other advice. The Issuer is not providing investors with any such advice and investors should consult their own advisors for advice on risks relating to the reform of interest rate benchmarks. The information contained in this announcement is not intended to be comprehensive. Material developments may have occurred since the date of this announcement.

This announcement is not and is not intended to and shall not be deemed to constitute or contain or form part of an offer of financial instruments or invitation to promote and/or engage in any investment activity or an offer or invitation to buy or sell any securities or financial instruments or products in any jurisdiction and is being sent to holders of the Notes solely in their capacity as such. In particular, this announcement does not constitute an offer to the public in the Republic of Italy and none of this announcement or any other documents or materials relating thereto have been nor will be submitted to the clearance procedure of the *Commissione Nazionale per le Società e la Borsa* (CONSOB).

If you have sold or otherwise transferred your entire holding(s) of any of the Notes, please forward this announcement immediately to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

The distribution of this announcement may be restricted by applicable laws, rules, regulations and guidelines including but not limited to any trade, economic or financial sanctions laws, regulations, embargoes or restrictive measures administered, enacted or enforced by a sanctions authority (Applicable Law) in certain jurisdictions and persons into whose possession this announcement comes are requested to inform themselves about, and to observe, any such Applicable Law.

Nothing in this announcement or the electronic transmission hereof constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell securities in the United States or any other jurisdiction. This announcement has not been, and will not be, registered under the Securities Act, or the securities laws of any state or other jurisdiction of the United States.

Fine Comunicato n.30056-1

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