

Informazione Regolamentata n. 20106-11-2024	Data/Ora Inizio Diffusione 15 Aprile 2024 11:49:51	Euronext Star Milan
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Societa' : PHARMANUTRA

Identificativo Informazione
Regolamentata : 189024

Utenza - Referente : PHARMANUTRAN04 - Sarti

Tipologia : REGEM; 3.1

Data/Ora Ricezione : 15 Aprile 2024 11:49:51

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Oggetto : PR_Pharmanutra approved the merger by
incorporation

Testo del comunicato

Vedi allegato

THE MERGER BY INCORPORATION INTO PHARMANUTRA S.P.A. OF JUNIA PHARMA S.R.L. AND ALESCO S.R.L. HAS BEEN APPROVED

Pisa, April 15, 2024 - Following the communication made on February 26, 2024, Pharmanutra S.p.A. ("PHN" or the "Company") announces that today the Board of Directors of the Company has approved - pursuant to Article 2505 of the Italian Civil Code and Article 17.2 of PHN's Articles of Association - the merger by incorporation into PHN of the wholly-owned companies Junia Pharma S.r.l. and Alesco S.r.l. (the "Merger").

The Merger has also been approved today by the general meetings of the merging companies; after the legal terms have elapsed, the deed of Merger will be executed.

As previously announced in the press release of February 26, 2024, and as a further clarification, it is stated that, pursuant to Article 9.4 of the "Procedure for Related Party Transactions" adopted by PHN (the "RPT Procedure"), the Merger is exempt from the application of the related safeguards as it is an operation carried out by PHN with its controlled companies in which there are no significant interests of other related parties of PHN, as verified by the Board of Directors of the Company in compliance with the provisions of the RPT Procedure. It is also specified that the consideration for the Merger does not exceed any of the relevance thresholds for the qualification of "major transactions" pursuant to Article 10.2 of the RPT Procedure.

The minutes of the resolution adopted today by the Board of Directors of PHN will be made available to the public in accordance with the law.

For further information regarding the Merger, please refer to the merger plan and additional documentation available, among other places, on the Company's website, Investor Section/Merger Project.

PharmaNutra S.p.A.

Founded and led by Chairman Andrea Lacorte and Vice Chairman Roberto Lacorte, PharmaNutra is a company established in 2003 that develops unique nutritional supplements and innovative medical devices, taking care of the entire production process, from proprietary raw materials to the finished product. PharmaNutra is a leader in the production of iron-based nutritional supplements under the SiderAL® brand, where it holds important patents on Sucrosomial® Technology, and is considered one of the emerging top players in the medical device sector dedicated to restoring joint capacity thanks to the Cetilar® brand. The effectiveness of the products is demonstrated by a number of scientific evidences, including more than 120 publications. In Italy, the sales activity is carried out through a network of over 160 Pharmaceutical Sales Representatives serving the medical class and dedicated to the exclusive marketing of products to pharmacies and parapharmacies throughout the national territory. Sales abroad are guaranteed in over 50 countries through 37 partners selected among the leading pharmaceutical companies. Over the years, the Group has developed a precise strategy in the



management and production of intellectual property, based on the integrated management of all components: proprietary raw materials, patents, trademarks and clinical evidence.

Pharmanutra.it

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Fine Comunicato n.20106-11-2024

Numero di Pagine: 4