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| Informazione Regolamentata n. 20101-45-2024 | Data/Ora Inizio Diffusione 28 Maggio 2024 09:04:45 | Euronext Star Milan |
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Societa' : WIIT

Identificativo Informazione
Regolamentata : 191369

Utenza - Referente : WIITNSS01 - PASOTTO

Tipologia : REGEM

Data/Ora Ricezione : 28 Maggio 2024 09:04:45

Data/Ora Inizio Diffusione : 28 Maggio 2024 09:04:45

Oggetto : WIIT_Comunicazione relativa a Redcentric

Testo del comunicato

Vedi allegato

WIIT

THE PREMIUM CLOUD

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THIS IS AN ANNOUNCEMENT FALLING UNDER RULE 2.4 OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE") AND DOES NOT CONSTITUTE AN ANNOUNCEMENT OF A FIRM INTENTION TO MAKE AN OFFER UNDER RULE 2.7 OF THE CODE. THERE CAN BE NO CERTAINTY THAT ANY FIRM OFFER WILL BE MADE.

Comunicazione relativa a Redcentric plc ("Redcentric")

Milano, 28 maggio 2024 – WIIT S.p.A. ("WIIT"), uno dei principali player europei nel mercato dei servizi Cloud Computing per le imprese focalizzato sull'erogazione di servizi continuativi di Hybrid Cloud e Hosted Private Cloud per le applicazioni critiche, prende atto dell'annuncio di Redcentric del 24 maggio 2024.

WIIT valuta regolarmente nel corso della propria ordinaria attività opportunità strategiche di crescita per linee esterne e a tal fine intrattiene interlocuzioni con diversi operatori del settore con l'obiettivo prioritario dello sviluppo del Gruppo WIIT. In tale contesto, WIIT conferma di aver intrattenuto discussioni preliminari e non vincolanti con Redcentric volte a vagliare l'eventuale interesse di WIIT a presentare un'offerta per l'acquisto dell'intero capitale sociale, emesso e da emettere, di Redcentric. Le suddette interlocuzioni sono in una fase preliminare e iniziale e non vi è alcuna certezza che sia formulata alcuna offerta irrevocabile per l'acquisizione di Redcentric; qualora venisse formulata un'offerta irrevocabile, la stessa verosimilmente prevederebbe un corrispettivo in contanti.

In conformità alla Regola 2.6(a) del City Code On Takeovers And Mergers (il "Takeover Code" o il "Code"), WIIT è tenuta, entro e non oltre le ore 17.00 (ora di Londra) del 21 giugno 2024, a comunicare l'intenzione irrevocabile di formulare un'offerta per l'acquisizione di Redcentric in conformità alla Regola 2.7 del Takeover Code o a comunicare che non intende formulare tale offerta, nel qual caso la comunicazione sarà considerata come una dichiarazione a cui si applica la Regola 2.8 del Takeover Code.

Tale termine può essere prorogato con il consenso del Panel sulle Offerte Pubbliche di Acquisto e sulle Fusioni in conformità alla Regola 2.6(c) del Takeover Code.

Un ulteriore annuncio verrà fatto se ritenuto necessario od opportuno.

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WIIT S.p.A.

WIIT S.p.A., società quotata sul segmento Euronext Star Milan ("STAR"), è leader nel mercato del cloud computing. L'azienda ha un'impronta paneuropea ed è presente in mercati chiave come l'Italia e la Germania, posizionandosi tra i principali operatori nella fornitura di soluzioni tecnologiche innovative di Hosted Private e Hybrid Cloud. WIIT opera attraverso i propri centri dati distribuiti in 6 regioni - 4 in Germania e 2 in Italia - di cui 2 abilitati alla Premium Zone, ovvero con data center Tier IV certificati dall'Uptime Institute e con i più alti livelli di sicurezza in fase di progettazione. WIIT dispone di 6 certificazioni SAP al massimo livello di specializzazione. L'approccio end-to-end consente all'azienda di fornire alle imprese partner servizi personalizzati, ad alto valore aggiunto e con i più elevati standard di sicurezza e qualità per la gestione delle applicazioni critiche e della continuità operativa, garantendo la massima affidabilità nell'implementazione delle principali piattaforme applicative internazionali (SAP, Oracle e Microsoft). Dal 2022 il Gruppo WIIT ha aderito al Global Compact delle Nazioni Unite. (www.wiit.cloud).

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Important information

This announcement is not intended to, and does not, constitute or form part of any offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of, any securities whether pursuant to this announcement or otherwise.

The distribution of this announcement in jurisdictions outside the United Kingdom may be restricted by law and therefore persons into whose possession this announcement comes should inform themselves about, and observe, such restrictions. Any failure to comply with the restrictions may constitute a violation of the securities law of any such jurisdictions.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

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Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror, save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at www.thetakeoverpanel.org.uk, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified.

You should contact the Panel's Market Surveillance Unit on +44 (0) 20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.

Rule 2.4 information

In accordance with Rule 2.4(c)(iii) of the Code, WIIT confirms that it is not aware of any dealings in Redcentric shares that would require it to offer a minimum level, or a particular form, of consideration under Rule 6 or Rule 11 of the Code. However, it has not been practicable for WIIT to make enquiries of all persons acting in concert with it prior to the date of this announcement in order to confirm whether any details are required to be disclosed under Rule 2.4(c)(iii) of the Code. To the extent that any such details are identified following such enquiries, WIIT will make an announcement disclosing such details as soon as practicable, and in any event by no later than the time it is required to make its Opening Position Disclosure under Rule 8.1 of the Code.

Website

In accordance with Rule 26.1 of the Code, a copy of this announcement will be available (subject to certain restrictions relating to persons resident in restricted jurisdictions) on WIIT's website at <https://www.wiit.cloud/> by no later than 12 noon (London time) on the business day following the date of this announcement. The content of that website is not incorporated into, and does not form part of, this announcement.

Fine Comunicato n.20101-45-2024

Numero di Pagine: 5