

Informazione Regolamentata n. 20146-39-2024	Data/Ora Inizio Diffusione 4 Giugno 2024 20:42:51	Euronext Milan
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Societa' : DIGITALVALUE

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Regolamentata : 191772

Utenza - Referente : DIGITALVALUEN03 - Benedini Riccardo

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Oggetto : DIGITAL VALUE ANNOUNCES THE SIGNING
OF THE DEFINITIVE PURCHASE AND SALE
AGREEMENT FOR THE ACQUISITION OF
INFORDATA GROUP S.P.A.

Testo del comunicato

Vedi allegato



PRESS RELEASE

DIGITAL VALUE ANNOUNCES THE SIGNING OF THE DEFINITIVE PURCHASE AND SALE AGREEMENT FOR THE ACQUISITION OF INFORDATA GROUP S.P.A.

Infodata is an Italian group specialized in projects and services for enterprise applications characterized by high customization and complexity. Digital Value thus aims to strengthen its positioning on services with distinctive technological skills required by the Enterprise segment.

Rome, June 4, 2024 - Digital Value S.p.A. (Ticker DGV), Italy's leading operator in the ICT sector for the public and private segments, listed on Euronext Milan, today signed with In Holding S.p.A, a company headquartered in Latina (LT), Piazza Paolo VI No. 1, VAT number, tax code and registration number with the Companies' Register of Frosinone-Latina No. 03076810591 a definitive sale and purchase agreement governing the main terms of the acquisition of a stake representing 100% of the share capital of Infodata S.p.A. ("**Infodata**"), a company headquartered in Latina (LT), Piazza Paolo VI No. 1, VAT number, tax code and registration number with the Companies' Register of Frosinone-Latina No. 00929440592, share capital i.v. Euro 2,000,000.00. This contract follows the signing of a previous binding offer, with reference to which please refer to the press release published on April 19, 2024 for more details.

Infodata, together with its subsidiaries, including Eurolink S.r.l. (100 percent) and Technis Blu S.p.A. (78.8 percent), represents a major national group active in the design and development of programs for the automation of business procedures, the provision of support, consulting and training services for the implementation of IT systems, the acquisition of which represents a strategic add-on for Digital Value.

The agreed consideration for the acquisition of 100% of Infodata's share capital is €22 million, to be paid in three tranches: (i) €10,000,000.00, on the date of the closing of the transaction; (ii) €6,000,000.00, within the 12th month from the date of the closing; and (iii) €6,000,000.00, by January 31, 2027.

It is also provided that, on the date of the closing, the seller, In Holding S.p.A, will subscribe, for a total value of Euro 6,600. 000.00, newly issued Digital Value ordinary shares (the "**DV Shares**"), having a unit value (including share premium) to be determined according to the weighted average price at which Digital Value's shares were traded on the Euronext market in the 30 trading days prior to the day of the approval of the relevant capital increase by Digital Value's extraordinary shareholders' meeting (the "**Subscription Price**" which will be the subject of a

Digital Value S.p.A.

Headquarter ROMA:
Via della Maglianella 65/E
00166 Roma, Italia
Tel. +39 06 66411156

MILANO:
Via Galileo Galilei 7
20124 – Milano (MI) Italia
Tel. +39 02 62610400

Altre sedi:
Ancona, Bologna, Modena,
Napoli, Prato
info@digitalvalue.it

C.F. - P. IVA e Numero
Registro Imprese di Roma:
10400090964
Rea: RM 1554887
Cap. Soc. i.v. 1.554.957,60€



separate press release), convened for this purpose on June 5, 2024 on first call and, if necessary, on second call on June 6, 2024. In Holding S.p.A. will benefit from an option to sell to DV Holding S.p.A. the DV Shares still owned by it as of the last trading day of 2026, for a consideration equal to the relevant Subscription Price, net of dividends and other proceeds paid or due to In Holding S.p.A. as holder of the DV Shares.

Completion of the transaction will be subject to, among other things:

- (i) to the fact that the transaction is approved, not prohibited or otherwise permitted under exemption by the relevant antitrust, golden power and regulated market authorities, without any change in the structure of the transaction and/or condition, restriction and/or change in behavior being required of any party or parties;
- (ii) upon the non-occurrence of acts or facts constituting a material adverse change with respect to the business conducted by the target group;
- (iii) upon the completion of the sale of the interests held by the target group in Eyeris S.r.l., Green Digital Tech S.r.l. and Bestime S.r.l., as well as the sale or termination of certain contracts currently held by the target group.

Cooperation agreements are to be signed with some of the sellers who held operational functions within the target group in order to facilitate its integration within Digital Value.

Finally, the transaction will include a non-compete and non-solicitation obligation of In Holding and its shareholders for a term of 3 years from the date of closing.

Through this integration Digital Value intends to increase its role as a partner in service offerings, accrediting itself with leading national operators as a reference for end-to-end technology offerings. With the Infordata group, in fact, Digital Value strengthens its competencies in application solutions and related services, and consolidates its infrastructure oversight by taking advantage of new resources and even stronger synergies with the ecosystem of multinational vendors.

Infordata, with nine offices in central Italy, recorded revenues of more than 120 million euros, EBITDA 7.9 million euros during 2023, with more than 400 highly qualified people. Regarding the subsidiaries, **Technis Blu** is among the leading Italian companies in terms of expertise on SAP solutions, while **Eurolink** has an important presence in the Public Administration market with application and system services.

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Added to the wealth of expertise and know-how brought in, is a sustainable vision and approach to business, thanks to the path over the years taken to improve its ESG performance, measured through company certifications and reported in the sustainability report.

For more information about Digital Value please visit www.digitalvalue.it

Digital Value SpA

Digital Value S.p.A., headquartered in Rome and operating throughout the country, heads a Group that is one of Italy's leading players in the IT solutions and services sector with consolidated revenues of €846.5 million and more than 400 employees (source: consolidated financial statements as of December 31, 2023). The Group carries out research, design, development and marketing of ICT solutions and services for the digitalization of large account customers operating in the strategic sectors of the country's economy - Telecommunications, Transportation, Utilities, Finance, Industry and Public Administration - which represents the leading segment of the ICT market). Digital Value consolidates unique and specialized skills, capable of offering comprehensive coverage of the technological innovation needs of key market segments, the result of a steady and significant growth path. The Group's success is based on the unique skills, know-how and specialization of its human resources as well as its recognized ability to plan, implement and manage innovative and functional project solutions for the digitization of customers. Digital Value has been listed on the Euronext Milan market.

For information

Digital Value S.p.A.

Via Della Maglianello 65/E,

00166 Roma

Tel. +39 0262610403

E-mail investors@digitalvalue.it

Riccardo Benedini, IR Manager

Digital Value S.p.A.

Headquarter ROMA:
Via della Maglianello 65/E
00166 Roma, Italia
Tel. +39 06 66411156

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