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Testo del comunicato

Vedi allegato

Press Release published by Openjobmetis S.p.A. on behalf of Plavisgas S.r.l.

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PRESS RELEASE

Passed the 90% threshold of the share capital of Openjobmetis S.p.A. – Agenzia per il Lavoro

Reopening of the Terms will not occur

June 28, 2024 will be the closing day of the Offer

Milan, June 21, 2024 – CRIT S.A.S. (“**CRIT**”) and Plavisgas S.r.l. (the “**Offeror**”), with reference to the mandatory totalitarian public tender offer, promoted by CRIT S.A.S. through the Offeror (the “**Offer**”), pursuant to and for the purposes of Articles 102 and 106, Paragraph 1, of Legislative Decree no. 58 of February 24, 1998, as subsequently amended and supplemented (the “**TUF**”), concerning all the shares of Openjobmetis S.p.A. – Agenzia per il Lavoro (“**OJM**” or the “**Issuer**”), other than those already held by CRIT, directly and – through the Offeror – indirectly, and the Treasury Shares held by the Issuer, announce that, during the Acceptance Period that began last June 10, 2024 and up to today, a total of no. 612,891 Shares, representing approximately 17.32% of the Shares Subject to the Offer, were tendered to the Offer.

Terms used with a capital letter in this press release, unless otherwise defined, have the meaning given to them in the offer document relating to the Offer, approved by the National Commission for Listed Companies and the Stock Exchange by resolution no. 23130 of May 30, 2024 and published on June 3, 2024 (the “**Offer Document**”).

As of today’s date, the share of capital owned by CRIT and Plavisgas, considering (i) no. 612,891 Shares tendered to the Offer during the Acceptance Period (equal to 4.58% of the Issuer’s share capital); (ii) no. 1,062,771 Treasury Shares (equal to 7.95% of the Issuer’s share capital), (iii) no. 2,030,698 Shares purchased by the Offeror outside the Offer from the publication of the Offer Document until the date hereof (included) (equal to 15.19% of the Issuer’s share capital), and (iv) no. 8,767,183 Shares already owned by CRIT and Plavisgas (equal to 65.58% of the Issuer’s share capital), amounts to 93.30% of the Issuer’s share capital, and, therefore, the Offeror will be allowed to delist pursuant to Article 108, paragraph 2, of the TUF.

In fact, it should be noted that the Offeror, including on behalf of the Persons Acting in Concert, has already stated in the Offer Document its intention not to restore a sufficient free float to ensure the regular trading of the Issuer’s Shares.

CRIT and the Offeror announce that **the Reopening of the Terms of the Offer will not occur** and, therefore, the Offer Acceptance Period will end at 5:30 p.m. (Italian time) on June 28, 2024, which is the closing day for holders of Shares to tender their Shares to the Offer.

The Payment Date of the Consideration of the Offer will be July 5, 2024.

Please refer to the Offer Document for a complete description of the Offer.

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This communication does not constitute, nor is it intended to constitute, an offer, invitation or solicitation to buy or otherwise acquire, subscribe for, sell or otherwise dispose of financial instruments, and no sale, issuance or transfer of financial instruments of Openjobmetis S.p.A. will be made in any country in violation of the regulations applicable therein. The Offer is carried out by means of the publication of the offer document approved by CONSOB. The offer document contains the full description of the terms and conditions of the Offer, including the terms and conditions for the acceptance.

The publication or distribution of this communication in countries other than Italy may be subject to restrictions under applicable law, and therefore any person subject to the laws of any Country other than Italy is required to independently take information about any restrictions under applicable laws and regulations and ensure that he or she complies with them. Any failure to comply with such restrictions could constitute a violation of the applicable law of the relevant Country. To the fullest extent permitted by the applicable regulations, the persons involved in the Offer are to be held harmless from any liability or detrimental consequence that may arise from the breach of the above restrictions by such relevant persons. This communication has been prepared in accordance with Italian law and the information disclosed herein may be different from that which would have been disclosed had the Communication been prepared in accordance with the laws of countries other than Italy.

No copy of this Communication nor any other documents relating to the Offer will be, nor may be, sent by mail or otherwise transmitted or distributed in any or from any Country where the provisions of local law may give rise to civil, criminal or regulatory risks whenever information concerning the Offer is transmitted or made available to shareholders of Openjobmetis S.p.A. in such Country or other Countries where such conduct would constitute a violation of the laws of such Country and any person receiving such documents (including as custodians, fiduciaries or trustees) is required not to mail or otherwise transmit or distribute the same to or from any such Country.

