

Informazione Regolamentata n. 0474-23-2024	Data/Ora Inizio Diffusione 17 Luglio 2024 12:48:15	Euronext Star Milan
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Societa' : CENTRALE DEL LATTE D'ITALIA

Identificativo Informazione
Regolamentata : 193513

Utenza - Referente : CENTRALEN01 - Pisoni

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Oggetto : CLI - Results of the option offer

Testo del comunicato

Vedi allegato



Centrale del Latte d'Italia S.p.A.

NOTICE TO SHAREHOLDERS - Results of the option offer and pre-emption of the shares subject to withdrawal

Centrale del Latte d'Italia S.p.A. – Via Filadelfia 220 - 10137 Torino – Tax code and VAT no. 01934250018 – Share capital of Euro 28,840,041.20 fully paid-up – C.C.I.A.A. - Turin no. 520409 – Court of Turin no. 631/77

This notice has been made available at the issuer's registered office in the authorized centralized storage mechanism called eMarket Storage, managed by Teleborsa S.r.l., accessible at www.emarketstorage.com, as well as on the Company's website www.centralelatteitalia.com on 17 July 2024.



RESULTS OF THE OPTION OFFER AND PRE-EMPTION OF THE SHARES SUBJECT TO WITHDRAWAL

Dear Shareholders, Centrale del Latte d'Italia S.p.A. ("**CLI**" or the "**Company**") announces that on 16 July 2024, the period for adhering to the option and pre-emption offer pursuant to Article 2437-quater, paragraph 2 of the Italian Civil Code (the "**Offer**") addressed to the Company's shareholders for the purchase of a total of 772,744 CLI shares, representing 5.52% of the Company's share capital (the "**Shares Subject to Withdrawal**"), for which the right of withdrawal was exercised by shareholders who did not approve the resolutions relating to the introduction of the enhanced voting rights pursuant to Article 127-quinquies, paragraph 2 of Legislative Decree 24 February 1998, no. 58 (the "**TUF**"), as amended by Law no. 21/2024 (the "**Introduction of Enhanced Voting Rights**"), resolved by the extraordinary shareholders' meeting of CLI on 29 April 2024.

As part of the Offer, 1,540 Shares Subject to Withdrawal were purchased under option and pre-emption at a unit price of Euro 2.966 (equal to the liquidation value determined pursuant to Article 2437-ter, paragraph 3 of the Italian Civil Code), representing 0.011% of the share capital of CLI.

Following the Offer, the Shares Subject to Withdrawal that were not allocated to the Company's shareholders amount to 771,204 (the "**Residual Shares**"), representing 5.509% of CLI's share capital, with a total liquidation value of Euro 2,287,391.064.

The Board of Directors of the Company reserves the right to evaluate the opportunity to place the Residual Shares on the market to third parties pursuant to Article 2437-quater, paragraph 4 of the Italian Civil Code, respecting the deadline for the liquidation of the Shares Subject to Withdrawal provided for in Article 2437-quater, paragraph 5 of the Italian Civil Code (i.e., 180 days from the notification of withdrawal).

The subsequent steps of the liquidation procedure for the Residual Shares will be announced by the Company in accordance with the terms and methods provided for by the applicable regulations.

DISCLAIMER FOR U.S. INVESTORS

THIS TRANSACTION IS PROPOSED WITH RESPECT TO THE SECURITIES OF A FOREIGN COMPANY. THE TRANSACTION IS SUBJECT TO DISCLOSURE REQUIREMENTS OF A FOREIGN COUNTRY THAT ARE DIFFERENT FROM THOSE OF THE UNITED STATES. FINANCIAL STATEMENTS INCLUDED IN THE DOCUMENTS RELATING TO THE TRANSACTION, IF ANY, HAVE BEEN PREPARED IN ACCORDANCE WITH FOREIGN ACCOUNTING STANDARDS THAT MAY NOT BE COMPARABLE TO THE FINANCIAL STATEMENTS OF UNITED STATES COMPANIES. IT MAY BE DIFFICULT FOR YOU TO ENFORCE YOUR RIGHTS AND ANY CLAIM YOU MAY HAVE ARISING UNDER THE FEDERAL SECURITIES LAWS SINCE THE ISSUER IS LOCATED IN A FOREIGN COUNTRY AND SOME OR ALL OF ITS OFFICERS AND DIRECTORS MAY BE RESIDENTS OF A FOREIGN COUNTRY. YOU MAY NOT BE ABLE TO SUE A FOREIGN COMPANY OR ITS OFFICERS OR DIRECTORS IN A FOREIGN COURT FOR VIOLATIONS OF THE U.S. SECURITIES LAWS. IT MAY BE DIFFICULT TO COMPEL A FOREIGN COMPANY AND ITS AFFILIATES TO SUBJECT THEMSELVES TO A U.S. COURT'S JUDGMENT. YOU SHOULD BE AWARE THAT THE ISSUER MAY PURCHASE SECURITIES OTHERWISE THAN IN THE CONTEXT OF THE TRANSACTION SUCH AS IN OPEN MARKET OR PRIVATELY NEGOTIATED PURCHASES.

