

Informazione Regolamentata n. 1944-44-2024	Data/Ora Inizio Diffusione 30 Agosto 2024 11:29:54	Euronext Star Milan
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Oggetto : Unieuro Issuer statement release and opening
of the tender offer period

Testo del comunicato

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à r.l.

FNAC DARTY

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PRESS RELEASE

UNIEURO ISSUER STATEMENT RELEASE AND OPENING OF THE TENDER OFFER PERIOD

Fnac Darty SA and RUBY Equity Investment S.à.r.l. take note of the Issuer Statement released today including the fairness opinions released by the financial advisors Equita SIM SpA and Mediobanca Banca di Credito Finanziario SpA.

As a reminder, the Offer consideration of €9 in cash + 0.1 Fnac Darty share per Unieuro share represents an attractive 42% premium over the unaffected VWAP of Unieuro as of 15 July 2024 and provides exposure to the value creation potential of the combined Group. This Offer is a unique strategic opportunity to create a European leader in specialized retail, which would benefit to all Unieuro stakeholders.

The tender period of the Offer, agreed with Borsa Italiana S.p.A., corresponding to 40 trading days, will start at 8:30 a.m. (Italian time) on 2 September 2024 and end at 5:30 p.m. (Italian time) on 25 October 2024 (first and last day included), subject to possible extensions in accordance with the applicable regulatory provisions.

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FNAC DARTY

Legal Disclaimer

The Offer is being launched exclusively in Italy and will be made on a non-discriminatory basis and on equal terms to all holders of Unieuro shares, as set out in the notice published pursuant to Article 102 of Italian Legislative Decree No. 58 of February 24, 1998 and as further described in the Offer Document that will be published in accordance with the applicable regulations.

The Offer has not been and will not be made in the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia) (the "United States"), Canada, Japan, Australia and any other jurisdictions where making the Offer or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such jurisdictions, including the United States, Canada, Japan and Australia, the "Excluded Countries"), by using national or international instruments of communication or commerce of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and internet), through any structure of any of the Excluded Countries' financial intermediaries or in any other way. No actions have been taken or will be taken to make the Offer possible in any of the Excluded Countries.

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This press release is not an offer to sell or a solicitation of offers to purchase or subscribe for shares.

This press release and the information contained herein are not for distribution in or into the United States. This press release does not constitute, or form part of, an offer to sell, or a solicitation of an offer to purchase, any securities in the United States. The securities of Fnac Darty have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States.

About Fnac Darty

Operating in 13 countries, Fnac Darty is a European leader in the retail of entertainment and leisure products, consumer electronics and domestic appliances. The Group, which has almost 25,000 employees, has a multi-format network of more than 1,000 stores at the end of December 2023, and is ranked as a major e-commerce player in France (more than 27 million unique visitors per month on average) with its three merchant sites, fnac.com, darty.com and natureetdecouvertes.com. A leading omnichannel player, Fnac Darty's revenue was around €8 billion in 2023, 22% of which was realized online. For more information: www.fnacdarty.com

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