

Informazione Regolamentata n. 0097-161-2024	Data/Ora Inizio Diffusione 29 Ottobre 2024 17:43:58	Euronext Milan
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Societa' : CIR

Identificativo Informazione
Regolamentata : 197315

Utenza - Referente : CIRNSS02 - Michele Cavigioli

Tipologia : 2.2

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Oggetto : Press release pursuant to article 37, paragraph
3, of the Issuers' Regulation – Filing of the offer
document

Testo del comunicato

Vedi allegato



press release

Press release pursuant to article 37-ter, paragraph 3, of the Issuers' Regulation – Filing of the offer document

Milan, 29 October 2024 – With reference to the public partial cash tender offer (the “Offer”), promoted by CIR S.p.A. (the “Offeror”) pursuant to articles 102 et seq. of the Legislative Decree no. 58 of February 24, 1998, as subsequently amended and integrated (“TUF”), and to article 37 of the Consob Regulation no. 11971 of 1999, as subsequently amended and integrated (the “Issuers' Regulation”) on maximum amount of 131,147,541 shares of the Offeror, without nominal value and fully paid up, it is announced that, pursuant to article 102 paragraph 3 of the TUF and to article 37-bis of the Issuers' Regulation, on the date hereof, the Offeror filed with the CONSOB the Offer document (the “Offer Document”).

The Offer Document shall be published upon completion of the preliminary investigation carried out by CONSOB pursuant to article 102, paragraph 4, of the TUF.

Pending the publication of the Offer Document, please refer to the notice pursuant to Article 102, paragraph 1, of the TUF, published on October 11, 2024, on CIR's corporate website (www.cirgroup.com), which contains a detailed description of the essential elements of the Offer.

The dissemination, publication or distribution of this notice is prohibited in any jurisdiction where it would constitute a violation of the relevant applicable law.

The Offer is being launched exclusively in Italy and will be promoted on a non-discriminatory basis and on equal terms to all holders of CIR shares, as indicated in the communication published pursuant to article 102 of Italian Legislative Decree No. 58 of February 24, 1998, and better described in the Offer Document to be published pursuant to applicable regulations.

The Offer has not been and will not be promoted in the United States of America, Canada, Japan, Australia, as well as any other country where the promotion of such Offer and the tendering therein would not be in compliance with financial market or other local laws and regulations or would otherwise not be permitted in the absence of prior registration, approval or filing with the respective regulatory authorities (such countries including the United States, Canada, Japan and Australia, the “Excluded Countries”), nor by using domestic or international means of communication or commerce of the Excluded Countries (including, but not limited to, the postal network, fax, telex, electronic mail, telephone and the internet), nor through any facility of any financial intermediary of the Excluded Countries, nor in any other manner. No action has been taken nor will be taken to make the Offer possible in any of the Excluded Countries.

A copy, in whole or in part, of any document relating to the Offer, including this press release, is not and shall not be sent, or in any way transmitted, or otherwise distributed, directly or indirectly, in the Excluded Countries. Any person who receives the above documents shall not distribute, send or dispatch them (either by mail or by any other means or instrument of communication or international commerce) in the Excluded Countries. Any document relating to the Offer, including this press release, does not constitute and shall not be construed as an offer of financial securities addressed to persons

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domiciled and/or resident in the Excluded Countries. No participation may be offered or sold in the Excluded Countries in the absence of specific authorization under applicable local law provisions of the Excluded Countries or a waiver thereof.

This press release does not constitute an offer to sell or a solicitation of offers to buy or subscribe the shares.

Fine Comunicato n.0097-161-2024

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