

<p>Informazione Regolamentata n. 20250-94-2024</p>	<p>Data/Ora Inizio Diffusione 24 Dicembre 2024 12:30:05</p>	<p>Euronext Milan</p>
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Societa' : TECHNOPROBE

Identificativo Informazione Regolamentata : 199870

Utenza - Referente : TECHNOPROBEN04 - Di Terlizzi

Tipologia : 3.1

Data/Ora Ricezione : 24 Dicembre 2024 12:30:05

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Oggetto : Merger by incorporation of DIS Tech Italia S.r.l. concluded – December 24, 2024

Testo del comunicato

Vedi allegato



Technoprobe S.p.A.
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23870, Cernusco Lombardone (LC) - Italy
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PRESS RELEASE

THE MERGER BY INCORPORATION OF DIS TECH ITALIA S.R.L. INTO TECHNOPROBE S.P.A., WITH THE AIM OF SIMPLIFYING THE CORPORATE STRUCTURE OF THE GROUP, WAS CONCLUDED.

Cernusco Lombardone (LC), December 24, 2024 – Technoprobe S.p.A., a leading company in the design and production of probe cards (the “**Company**” or “**Technoprobe**”) listed on Euronext Milan, following the communication of October 10 and 11, 2024, announces that, today, in Milan, with public deed of the Notary Mario Notari, the merger by incorporation of the wholly owned subsidiary DIS Tech Italia S.r.l. (“**Dis Tech Italia**”) into Technoprobe has been concluded.

The merger by incorporation in question, it is recalled, stems from the need to concentrate on the incorporating company the activities carried out by the incorporated company and shorten the chain of control of the group. Through this corporate reorganisation, the aim is therefore to optimise the management of resources and financial flows arising from the same activities currently divided into two companies, in addition to achieving some not negligible synergies resulting from the elimination of duplication and overlapping corporate and administrative, resulting in savings of overhead costs due to the operation of business through a single company instead of the current two.

The transactions carried out by DIS Tech Italia will be booked in the balance sheet of Technoprobe as from 1st of January of the fiscal year in which the merger by incorporation takes effect, pursuant to art. 2504-bis of the Civil Code and from the same date, pursuant to art. 172 D.P.R. n. 917/1986, tax consequences will take effect.

The civil effects of merger by incorporation will be determined, according to art. 2504-bis of the Civil Code, from the last of the registrations of the merger deed in the competent Companies Register.

The merger took place in the so-called simplified form and, therefore, (i) without any exchange; (ii) without an increase in the share capital of Technoprobe; (iii) without any amendment in the company’s by-laws; (iv) without the need for the preparation of reports by the administrative bodies of the companies merging by incorporation pursuant to Article 2501-quinquies of the Civil Code and the report of experts on the appropriateness of the share exchange ratio referred to in Article 2501-sexies of the Civil Code

The merger deed will be filed for registration at the competent Companies Register, within 30 days from today’s date, in accordance with current legislation.



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For any further information about the merger, please refer to the documentation already published on the Technoprobe website (www.technoprobe.com) Governance/Other documents section and previous press releases on October 10, 11 and 30, 2024.

This press release is available on Technoprobe's website <https://www.technoprobe.com> in the Investor Relations section and on the authorized storage system named eMarket Storage" (www.emarketstorage.it).

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Technoprobe Group

Technoprobe is a leading company in the field of semiconductors and microelectronics. Established in 1996. Technoprobe is focused in the design and manufacture of Probe Cards. i.e. electro-mechanical interfaces used for the functional testing of chips. Probe cards are hitech devices that are custom-made for each chip and allow the function of chips to be tested during the manufacturing process. These technologically-advanced designs and solutions are essential for ensuring the proper functioning and reliability of devices that play a crucial role in industries such as Information Technology, 5G, Internet of Things, home automation, automotive, aerospace, etc. Technoprobe headquarters are in Cernusco Lombardone (LC). Since May 2nd, 2023 shares have been transferred to Euronext Milano segment. For more information, visit the website: www.technoprobe.com

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