

Informazione Regolamentata n. 0915-83-2024	Data/Ora Inizio Diffusione 20 Novembre 2024 21:03:29	Euronext Star Milan
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Societa' : LANDI RENZO

Identificativo Informazione
Regolamentata : 198512

Utenza - Referente : LANDIN03 - Cilloni

Tipologia : REGEM; 2.2

Data/Ora Ricezione : 20 Novembre 2024 21:03:29

Data/Ora Inizio Diffusione : 20 Novembre 2024 21:03:29

Oggetto : PR - Approval and publication of the prospectus

Testo del comunicato

Vedi allegato

Press Release

20 November 2024



LANDI RENZO: APPROVAL AND PUBLICATION OF THE PROSPECTUS RELATING TO THE RIGHTS ISSUE AND ADMISSION TO TRADING OF THE NEWLY ISSUED SHARES RESULTING FROM THE OPTION CAPITAL INCREASE

Cavriago (RE), November 20, 2024 - Landi Renzo S.p.A. ("**Landi Renzo**" or the "**Company**" and, together with its subsidiaries, the "**Group**") announces that today it has received authorisation from CONSOB (by note no. 0106400/24) to publish the prospectus (the "**Prospectus**") relating to the rights offering and admission to trading on Euronext STAR Milan, organised and managed by Borsa Italiana S.p.A, of the newly issued ordinary shares resulting from the option capital increase approved on November 6, 2024 by the Board of Directors of Landi Renzo pursuant to the delegation of powers granted to the Board of Directors by the Extraordinary Shareholders' Meeting of Landi Renzo on September 24, 2024, the terms and conditions of which were determined by the Board of Directors in the meeting of November 12, 2024 (the "**Option Capital Increase**").

The Prospectus has been filed with CONSOB and is available to the public in accordance with applicable laws and regulations at the Company's registered office (Cavriago (RE), Via Nobel 2/4) as well as on the Company's website (www.landirenzogroup.it, Investors / Capital Increase section).

As already disclosed to the market in a press release issued on November 13, 2024, the Capital Increase will be executed through the issuance of a maximum of 12,600,000 Landi Renzo ordinary shares, with no par value, having the same characteristics as those currently outstanding and with regular dividend entitlement (the "**New Shares**"), to be offered to the shareholders on a pre-emptive basis, pursuant to art. 2441, paragraph 1, of the Italian Civil Code at a ratio of no. 14 New Shares for every no. 25 Landi Renzo shares held, for a subscription price equal to Euro 1.984 for each New Share (of which Euro 0.05 as share capital and Euro 1.934 as share premium), for a maximum total countervalue of the Capital Increase equal to Euro 24,998,400.

The timetable of the offering provides that the option rights valid for the subscription of the New Shares (the "**Option Rights**") may be exercised, under penalty of forfeiture, from November 25, 2024 to December 9, 2024 (included) (the "**Subscription Period**") and may be traded on Euronext STAR Milan from November 25, 2024 to December 3, 2024 (included).

Any Option Rights not exercised within the term of the Subscription Period will be offered on Euronext Milan by the Company within the month following the end of the Subscription Period, for at least two trading days, pursuant to Article 2441 paragraph 3 of the Italian Civil Code, and unless the Option Rights have already been fully sold (the "**Rights Auction**"). The commencement and closing dates of the Rights Auction will be communicated to the public in accordance with the law and regulations by means of a specific notice, which will also contain the number of unexercised Option Rights to be offered on Euronext Milan. The above notice will be published in at least one newspaper with national circulation and on the Issuer's website.

Please note that the timetable of the offering is tentative and may be subject to change, also due to the occurrence of events and circumstances beyond Landi Renzo's control.

Press Release

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Please note that, on 8 November 2024, GBD Green by definition S.p.A (“**GBD**”), majority shareholder of the Company, pursuant to the provisions of the investment agreement signed on August 1, 2024 by, inter alia, GBD and Invitalia S.p.A., has made a commitment to subscribe its pro-rata share of the option capital increase, amounting to approximately Euro 15 million (the “**Minimum Guaranteed Share**”), in addition to any post-auction unexercised rights up to a maximum of Euro 20 million (including the Minimum Guaranteed Share), with the clarification that GBD has already paid into future capital increase account the Minimum Guaranteed Share on August 2, 2024.

The Option Capital Increase is not assisted by guarantee and/or placement consortium.

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This press release is a translation. The Italian version prevails

Landi Renzo is the global leader in the natural gas, biomethane and hydrogen sustainable mobility and infrastructure sector. The Group stands out for its extensive presence at global level in over 50 countries, generating nearly 90% of its revenues abroad. Landi Renzo S.p.A. has been listed on the Euronext STAR Milan segment of Borsa Italiana since June 2007.

LANDI RENZO

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