

Informazione Regolamentata n. 3030-24-2025	Data/Ora Inizio Diffusione 29 Maggio 2025 06:45:04	Euronext Star Milan
--	---	---------------------

Societa' : SYS-DAT

Identificativo Informazione : 206342
Regolamentata

Utenza - referente : SYS-DATN01 - BALDINI ANDREA MATTEO

Tipologia : 2.2

Data/Ora Ricezione : 29 Maggio 2025 06:45:04

Data/Ora Inizio Diffusione : 29 Maggio 2025 06:45:04

Oggetto : Vittorio Neuronì, Matteo Luigi Neuronì,
Emanuele Edoardo Angelidis and Marta
Neuronì have successfully completed the
placement of a total of no. 3,128,488 ordinary
shares of SYS-DAT S.p.A. at a price of Euro
6,00 per share

Testo del comunicato

Vedi allegato

The press release is issued by SYS-DAT S.p.A. on behalf of the relevant Shareholders

PRESS RELEASE

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, INTO THE U.S., CANADA, SOUTH AFRICA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES WOULD BE PROHIBITED BY APPLICABLE LAW

Vittorio Neuronì, Matteo Luigi Neuronì, Emanuele Edoardo Angelidis and Marta Neuronì have successfully completed the placement of a total of no. 3,128,488 ordinary shares of SYS-DAT S.p.A. at a price of Euro 6,00 per share

Milan, 29 May 2025

Following the press release published on 28 May 2025, Vittorio Neuronì, Matteo Luigi Neuronì, Emanuele Edoardo Angelidis and Marta Neuronì (the “**Shareholders**”) announce the successful sale of a total of no. 3,128,488 ordinary shares of SYS-DAT S.p.A. (“**SYS-DAT**” or the “**Issuer**”), of which no. 928,488 are ordinary shares relating to the exercise of the discretionary upside option, corresponding to approximately 10,0% of the share capital of the Issuer, at a price of Euro 6.0 per share, for an aggregate consideration of Euro 18,770,928 (the “**Offering**”). Vittorio Neuronì, Matteo Luigi Neuronì, Emanuele Edoardo Angelidis and Marta Neuronì respectively sold no. 1,070,894, no. 652,382, no. 1,159,030 and no. 246,182 ordinary shares of SYS-DAT.

As a result of the Offering, the Shareholders will hold in aggregate n. 17,171,512 ordinary shares of SYS-DAT, corresponding to approximately 54.9% of the share capital of the Issuer. Vittorio Neuronì, Matteo Luigi Neuronì, Emanuele Edoardo Angelidis and Marta Neuronì will hold, respectively, no. 7,759,606 (corresponding to approximately 24.8% of the share capital of the Issuer), no. 4,727,118 (corresponding to approximately 15.1% of the share capital of the Issuer), no. 2,900,970 (corresponding to approximately 9.3% of the share capital of the Issuer) and no. 1,783,818 (corresponding to approximately 5.7% of the share capital of the Issuer) ordinary shares of SYS-DAT.

The placement has taken place through an accelerated bookbuilding procedure reserved to Italian qualified investors and international institutional investors. The settlement of the Offering (*i.e.* delivery of the shares and payment of the price) will take place on 2 June 2025.

Intermonte acted as *Sole Bookrunner* for the placement.

Gianni & Origoni acted as Italian legal counsel for the Shareholders.

In the context of the placement and in line with the market practice for similar transactions, the Shareholders agreed with the Sole Bookrunner to a 120 days lock-up period with respect to their residual interest in the Company after completion of the transaction, unless express consent is given by Intermonte.

For more information, visit the press release which announced the commencement of the Offering.

Disclaimer

This announcement is not for publication, distribution or release, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia), Canada, South Africa, Australia or Japan or any other jurisdiction where such an announcement would be unlawful. The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States without registration thereunder or pursuant to an available exemption therefrom. Neither this document nor the information contained herein constitutes or forms part of an offer to sell, or the solicitation of an offer to buy, securities in the United States. There will be no public offer of any securities in the United States or in any other jurisdiction. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the issuer or the selling security holder and that will contain detailed information about the company and management, as well as financial statements.

Pursuant to the Prospectus Regulation, in member states (each, a “Relevant Member State”) of the European Economic Area (“EEA”), this announcement and any offer if made subsequently is directed exclusively at persons who are “qualified investors” within the meaning of the Prospectus Regulation (“Qualified Investors”). For these purposes, the expression “Prospectus Regulation” means Regulation (EU) 2017/1129 and includes any relevant implementing measure in the Relevant Member State. In the United Kingdom this announcement is directed exclusively at persons who are “qualified investors” (as defined in the Prospectus Regulation as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018) who are (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “Order”), (ii) persons referred to in Article 49(2) (a) to (d) of the Order (high net worth entities, non-registered associations, etc.) and (iii) other persons to whom this document may be lawfully communicated or caused to be communicated; any other persons in the United Kingdom should not take any action on the basis of this announcement and should not act on or rely on it.

This announcement is not an offer of securities or investments for sale nor a solicitation of an offer to buy securities or investments in any jurisdiction where such offer or solicitation would be unlawful. No action has been taken that would permit an offering of the securities or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by Intermonte SIM S.p.A. (the “Sole Bookrunner”) or by any of its affiliates or agents as to, or in relation to, the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

In connection with the offering of the shares of SYS-DAT S.p.A. (the “Shares”), the Sole Bookrunner and any of its affiliates acting as an investor for their own account may take up as a proprietary position any Shares and in that capacity may retain, purchase or sell for their own account such Shares. In addition the Sole Bookrunner or its affiliates may enter into financing arrangements and swaps with investors in connection with which the Sole Bookrunner (or its affiliates) may from time to time acquire, hold or dispose of Shares. The Sole Bookrunner does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness. This announcement does not purport to identify or suggest the risks (direct or indirect) which may be associated with an investment in the Shares.

Any investment decision in connection with the Shares must be made solely on the basis of all publicly available information relating to the Shares (which has not been independently verified by the Sole Bookrunner).

The Sole Bookrunner is acting on behalf of the Sellers and no one else in connection with any offering of the Shares and will not be responsible to any other person for providing the protections afforded to clients of the Sole Bookrunner nor for providing advice in relation to any offering of the Shares.

This communication and any subsequent offer of securities may be restricted by law in certain jurisdictions and persons receiving this communication or any subsequent offer should inform themselves about and observe any such restriction and must not under any circumstances forward this communication to any other person. Failure to comply with such restrictions may violate securities laws of any such jurisdiction.

