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Oggetto : Avvio di un collocamento di azioni proprie
tramite una procedura di accelerated
bookbuilding riservato a investitori professionali
e istituzionali

Testo del comunicato

Vedi allegato



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MULTIPLY GROUP S.p.A. ANNUNCIA L'AVVIO DI UN COLLOCAMENTO DI AZIONI PROPRIE TRAMITE UNA PROCEDURA DI *ACCELERATED BOOKBUILDING* RISERVATO A INVESTITORI PROFESSIONALI E ISTITUZIONALI

Milano, 24 giugno 2025

Multiply Group S.p.A. (società con azioni ordinarie quotate su Euronext Milan – segmento STAR, “**Moltiply**” o l’“**Emittente**”), annuncia di aver avviato un processo per la cessione di massime n. 1.000.000 azioni proprie detenute in portafoglio, corrispondenti al 2,5% dell’attuale capitale sociale della Società (l’“**Operazione**”).

Le azioni saranno offerte tramite una procedura di *accelerated bookbuilding* riservata a investitori professionali in Italia e istituzionali all'estero, con l'esclusione di qualsiasi paese o giurisdizione nei quali l'offerta o la vendita delle azioni oggetto di offerta sono vietate.

Il *bookbuilding* avrà inizio oggi, 24 giugno 2025, e potrà essere concluso in qualsiasi momento. Gli esiti dell'Operazione, compreso il numero di azioni vendute e il prezzo per azione, saranno comunicati non appena possibile dopo la chiusura della procedura di *bookbuilding*.

L'Operazione è volta alla monetizzazione di parte delle azioni proprie detenute dell'Emittente, mantenendo un'adeguata riserva di azioni proprie al servizio dei piani di *stock option* in essere per dipendenti, amministratori e collaboratori.

I proventi derivanti dall'Operazione saranno utilizzati dall'Emittente per finanziare operazioni di M&A e per finalità aziendali di carattere generale. Si informa che ai sensi del contratto di finanziamento in *pool* sottoscritto nell'ambito dell'acquisizione di Verivox, i proventi dell'Operazione non sono soggetti ad obblighi di rimborso del debito e qualsiasi acquisizione finanziata con gli stessi rappresenterà una “*Permitted Acquisition*”.

L'Operazione ha inoltre l'obiettivo di accrescere il flottante dell'Emittente al fine di incrementare la liquidità del titolo Multiply sul mercato, che attualmente si colloca al di sotto dei *peer* internazionali.

EQUITA SIM S.p.A. agisce in qualità di *Sole Global Coordinator* e *Sole Bookrunner* per l'Operazione (“**Sole Global Coordinator e Bookrunner**”).

Nell'ambito dell'Operazione, l'Emittente, per proprio conto e per conto delle proprie controllate, ha concordato un impegno a non disporre delle ulteriori azioni proprie detenute per un periodo di 180 giorni dalla data di regolamento dell'Operazione ("**lock-up**"). Il lock-up è soggetto ad alcune consuete eccezioni (quali quelle relative all'assegnazione o all'esercizio di *stock option* o alla cessione di azioni nell'ambito di operazioni di M&A) o alla rinuncia da parte del *Sole Global Coordinator* e *Bookrunner*.

MULTIPLY GROUP S.p.A. ANNOUNCES THE LAUNCH OF A PLACEMENT OF TREASURY SHARES THROUGH AN *ACCELERATED BOOKBUILDING PROCEDURE* RESERVED FOR PROFESSIONAL AND INSTITUTIONAL INVESTORS

Milan, 24 June 2025

Multiply Group S.p.A. (a company with ordinary shares listed on Euronext Milan – STAR segment, "**Moltiply**" or the "**Issuer**"), announces that it has started a process for the sale of up to no. 1,000,000 treasury shares held in portfolio, corresponding to 2.5% of the Company's current share capital (the "**Transaction**").

The shares will be offered through an accelerated bookbuilding procedure reserved for professional investors in Italy and institutional investors abroad, with the exclusion of any country or jurisdiction in which the offer or sale of the shares subject to the offer is prohibited.

The bookbuilding will start today, 24 June 2025, and can be concluded at any time. The results of the Transaction, including the number of shares sold and the price per share, will be communicated as soon as practicable after the closing of the bookbuilding procedure.

The Transaction is aimed at monetizing part of the treasury shares held by the Issuer, maintaining an adequate reserve of treasury shares to service the stock option plans in place for employees, directors and collaborators.

The proceeds from the Transaction will be used by the Issuer to finance M&A transactions and for general corporate purposes. Please note that pursuant to the syndicated loan agreement entered into as part of the acquisition of Verivox, the proceeds of the Transaction are not subject to any debt repayment obligations and any acquisition financed thereunder will constitute a "*Permitted Acquisition*".

The Transaction also aims to increase the Issuer's free float in order to boost the liquidity of the Moltiply shares on the market, which is currently below international peers.

EQUITA SIM S.p.A. is acting as *Sole Global Coordinator* and *Sole Bookrunner* for the Transaction ("**Sole Global Coordinator and Bookrunner**").

As part of the Transaction, the Issuer, on its own account and on behalf of its subsidiaries, has agreed to a commitment not to dispose of the additional treasury shares held for a period of 180 days from the settlement date of the Transaction ("**lock-up**"). The lock-up is subject to some customary exceptions (such as those relating to the assignment or exercise of *stock options* or the sale of shares in the context of M&A transactions) or to the waiver by the Sole Global Coordinator and Bookrunner.

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In connection with the offering of the shares of Moltiply Group 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.

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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 Company 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.

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