

Per conto e su richiesta di Rossini S.à r.l.: proposta di collocamento secondario di azioni ordinarie in Recordati detenute da Rossini S.à r.l.

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PROPOSTA DI COLLOCAMENTO DI AZIONI ORDINARIE DI RECORDATI

18 febbraio 2025

Rossini S.à r.l. (**“Rossini”**) annuncia la sua intenzione di vendere approssimativamente 10.5 milioni di azioni ordinarie di Recordati – Industria Chimica e Farmaceutica S.p.A. (**“Recordati”** o la **“Società”**) (pari a circa il 5% del capitale sociale della Società) (le **“Azioni Oggetto di Collocamento”**) mediante un collocamento rivolto ad investitori istituzionali ed altri investitori qualificati (il **“Collocamento”**).

Il Collocamento viene effettuato mediante una procedura di *accelerated bookbuilding*, che sarà avviata immediatamente dopo il presente comunicato. Nel contesto dell’operazione, Goldman Sachs Bank Europe SE e J.P. Morgan SE agiscono in qualità di *Joint Global Coordinators* e *Joint Bookrunners* e Deutsche Bank AG agisce in qualità di *Joint Bookrunner*.

Le Azioni Oggetto di Collocamento sono, a tutti gli effetti, equiparate alle azioni ordinarie della Società.

I risultati del Collocamento saranno annunciati non appena possibile dopo la chiusura del processo di *bookbuilding*. La tempistica per la chiusura del processo di *bookbuilding*, *del pricing* e dell’allocazione rientrano nell’assoluta discrezionalità dei *Joint Bookrunners* e di Rossini.

Rossini ha concordato un periodo di *lock-up* dalla durata di 90 giorni in relazione alla vendita di ulteriori azioni della Società, fatte salve le consuete eccezioni previste dalla prassi.

Rossini intende utilizzare i proventi netti derivanti dal Collocamento in conformità con i requisiti previsti dai suoi documenti finanziari, ivi compresi il pagamento o l’offerta di rimborso di alcune obbligazioni e la distribuzione agli azionisti. La Società non riceverà alcun provento dal Collocamento.

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