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PRESS RELEASE  
Corporate News

Luxembourg, 9 December 2020

**NOT FOR PUBLICATION IN THE UNITED STATES, CANADA, JAPAN OR AUSTRALIA, OR IN ANY OTHER COUNTRY IN WHICH SUCH COMMUNICATION IS NOT PERMITTED IN ABSENCE OF AN AUTHORIZATION BY COMPETENT AUTHORITIES**

**Mandatory tender offer promoted by**  
**CPI Property Group S.A. on all ordinary shares of NOVA RE SIIQ S.p.A.**

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## **PRESS RELEASE**

### **APPROVAL OF THE OFFER DOCUMENT**

- **Consideration: Euro 2.36 in cash for each ordinary share of Nova RE SIIQ S.p.A. tendered to the Offer**
- **Acceptance period: from 8.30 a.m. (Italian time) of December 14, 2020 to 5.30 p.m. (Italian time) of January 8, 2021, both inclusive, unless extended.**
- **Payment Date: January 15, 2021, unless extended.**

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*Luxembourg, 9 December 2020* - With reference to the mandatory public tender offer promoted by CPI Property Group S.A. (the “**Offeror**”), pursuant to articles 102, 106 paragraph 1 and 109 of Legislative Decree no. 58 of 24 February 1998, as subsequently amended (the “**TUF**”), concerning all the ordinary shares of Nova RE SIIQ S.p.A. (the “**Issuer**” or “**NOVA RE**”) listed on the Mercato Telematico Azionario organized and managed by Borsa Italiana S.p.A. excluding: (a) 11,012,555 NOVA RE shares held directly by the Offeror (equal to 50% plus one share of the Issuer’s share capital), not admitted to listing on the MTA and (b) 38,205 treasury shares of the Issuer (equal to approximately 0.17% of the Issuer’s share capital), communicated to the market on November 4, 2020 (the “**Offer**”), the Offeror informs that, today, Consob, by resolution no. 21620 approved the document relating to the Offer (the “**Offer Document**”) pursuant to article 102, paragraph 4, of the TUF.

**Acceptance period.** Pursuant to article 40, paragraph 2, of Consob Regulation 11971/1999, as subsequently amended and supplemented (the “**Issuers’ Regulation**”), the acceptance period to the Offer, agreed with Borsa Italiana S.p.A., will start at 8:30 a.m. (Italian time) of December 14, 2020, and end at 5:30 p.m. (Italian time) of January 8, 2021, both inclusive, unless extended. Therefore, January 8, 2021, will be the last day to accept the Offer, unless extended (the “**Acceptance Period**”).



**Consideration.** As consideration for the Offer, the Offeror will pay to NOVA RE shareholders who tender their NOVA RE shares to the Offer a cash consideration equal to Euro 2.36, which will be paid to those accepting the Offer on the fifth stock exchange trading day following the closing of the Acceptance Period and, therefore, on January 15, 2021 (unless extended), against the simultaneous transfer of ownership rights over the shares tendered to the Offer. In the case of total adherence to the Offer, the maximum total disbursement will therefore be Euro 25,899,463.64.

**Conditions.** The Offer, being mandatory pursuant to article 106, paragraph 1, of TUF, is not subject to any conditions of effectiveness. In particular, the Offer is not subject to the achievement of a minimum threshold of acceptances and is addressed, on equal terms, to all the Issuer's shareholders holding ordinary shares of the Issuer.

**Publication.** The Offer Document, containing the precise description of the terms and conditions of the Offer, as well as, *inter alia*, the modalities of acceptance of the same, will be published in accordance with the applicable legal terms on the Issuer's website ([www.novare.it](http://www.novare.it)) and on the Offeror's website ([www.cpiagg.com](http://www.cpiagg.com)). The aforesaid publication and the manner in which the Offer Document will be distributed will be disclosed to the public by means of a special notice.

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*The Offer is launched exclusively in Italy. The Offer is not launched nor disclosed, directly or indirectly, in the United States, Australia, Canada, Japan or in any other country where the Offer is not permitted in the absence of authorization from the competent local authorities or would not be in compliance with any laws or regulations (the "Other Countries"), nor using instruments of communication or international commerce (including, by way of example, the postal network, fax, telex, e-mail, telephone and Internet) of the United States, Australia, Canada, Japan or of the Other Countries, through any structure of any of the financial intermediaries of the United States, Australia, Canada, Japan or Other Countries or in any other way.*

*Copies of the Offer Document, or any portion thereof, or any copy of any other document relating to the Offer, are not to and must not be sent, or in any way transmitted, or in any case distributed, directly or indirectly, in the United States, Australia, Canada, Japan or in the Other Countries. No party receiving the aforesaid documents may distribute, send or transmit them (by mail or any other means or instrument of communication or international commerce) in the United States, Australia, Canada, Japan or in the Other Countries. This press release, the Offer Document, as well as any other document relating to the Offer, does not constitute and shall not be interpreted as an offer of financial instruments directed to parties domiciled and/or resident in the United States, Australia, Canada, Japan or in the Other Countries. No instrument may be offered or sold in the United States, Australia, Canada, Japan or in the Other Countries in the absence of a specific authorization in compliance with the applicable provisions of the local law of the above mentioned countries or of the Other Countries or as an exemption from said provisions.*

*Tendering in the Offer by parties residing in countries other than Italy may be subject to specific obligations or restrictions provided by law or regulation. Recipients of the Offer are solely responsible for complying with such provisions and, therefore, before tendering in the Offer, they are responsible for determining whether such provisions exist and are applicable by relying on their own advisors. Any acceptance of the Offer will not be accepted as a result of solicitation activities carried out in violation of the above limitations.*

**Press release issued by CPI Property Group S.A. and distributed by NOVA RE SIIQ S.p.A. upon request of CPI Property Group S.A.**



For more on CPI PROPERTY GROUP, visit our website: [www.cpihg.com](http://www.cpihg.com)

For further information please contact:

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