



CPI PROPERTY GROUP
(société anonyme)
40, rue de la Vallée
L-2661 Luxembourg
R.C.S. Luxembourg: B 102 254

PRESS RELEASE
Corporate News

Luxembourg, 11 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NOT FOR PUBLICATION IN THE UNITED STATES, CANADA, JAPAN OR AUSTRALIA, OR IN ANY OTHER COUNTRY IN WHICH SUCH COMMUNICATION IS NOT PERMITTED IN ABSENCE OF AN AUTHORIZATION BY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

pursuant to art. 38, paragraph 2, of the Regulation adopted by CONSOB by resolution no. 11971 of May 14, 1999, as subsequently amended and supplemented (the “Issuers’ Regulation”).

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PUBLICATION OF THE OFFER DOCUMENT

Luxembourg, December 11, 2020 - CPI Property Group S.A. (the “Offeror”) announces, pursuant to and for the purposes of article 38, paragraph 2, of the Issuers’ Regulation, that it has today published the offer document (the “Offer Document”) drawn up in accordance with articles 102, 106 paragraph 1 and 109 of Legislative Decree no. 58 of 24 February 1998, as subsequently amended, approved by CONSOB by resolution no. 21620 of December 9, 2020, relating to the offer communicated to the market on November 4, 2020 (the “Offer”), concerning all the ordinary shares of Nova RE SIIQ S.p.A. (the “Issuer” or “NOVA RE”) listed on 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 listed on the MTA and (b) 38,205 treasury shares of the Issuer (equal to approximately 0.17% of the relevant share capital).

The Offer Document, containing a detailed description of the terms of the Offer, including, in particular, the modalities of acceptance of the Offer, is made available to the public for consultation: (i) at the offices of the intermediary appointed for coordinating the collection of acceptances, Società per Amministrazioni Fiduciarie “SPAFID” S.p.A., with administrative offices in Milan (MI), Foro Bonaparte, 10 - 20121; (ii) at the Issuer’s registered office in Via Zara, no. 28, Rome; (iii) at the Offeror’s registered office in Luxembourg, 40, rue de la Vallée L-2661; (iv) on the Issuer’s website at the address of the Issuer (www.novare.it) and (v) on the website of the Offeror (www.cpipg.com).

Attached to the Offer Document is the “issuer’s notice”, drawn up in accordance with article 103, paragraph 3, of TUF, and article 39 of the Issuers’ Regulation, approved by the board of directors of the Issuer during the board meeting of December 10, 2020, also including, in particular, the opinion of the



Issuer's independent directors, drawn up on the same date, pursuant to and for the purposes of article 39-bis of the Issuers' Regulation.

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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.cpijpg.com

For further information please contact:

INVESTORS

CPI PROPERTY GROUP
David Greenbaum
Chief Financial Officer
d.greenbaum@cpijpg.com

CPI PROPERTY GROUP
Joe Weaver
Director of Capital Markets
j.weaver@cpijpg.com