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**VOLUNTARY TENDER OFFER PROMOTED BY EVERGREEN
S.P.A.
ON ALL THE ORDINARY SHARES OF COIMA RES S.P.A. SIIQ**

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PRESS RELEASE

**CONSOB APPROVAL OF THE OFFERING DOCUMENT AND
EXEMPTION DOCUMENT**

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Milan, June 17th, 2022 - With reference to the voluntary all-inclusive tender and exchange offer promoted by Evergreen S.p.A. ("**Evergreen**" or the "**Offeror**"), concerning a maximum of 36,106,557 no par value ordinary shares ("**Shares**" or "**COIMA RES Shares**") of COIMA RES S.p.A. SIIQ ("**COIMA RES**" or the "**Issuer**"), announced on April 27th, 2022 and the subject of a subsequent press release of the filing of the offer document (the "**Offer Document**") and the exemption document (the "**Exemption Document**"), with CONSOB on May 4th, 2022 (the "**Offer**"), it is hereby announced that CONSOB approved:

- on June 16th, 2022, the Offer Document; and
- on June 15th, 2022, the Exemption Document.

Subscription Period. The Acceptance Period, agreed upon with Borsa Italiana S.p.A., pursuant to Article 40, paragraph 2, of CONSOB Regulation 11971/1999, as subsequently amended and supplemented (the "**Issuers' Regulation**"), will commence at 8:30 a.m. (Italian time) on June 27th, 2022 and will end, unless extended, at 5:30 p.m. (Italian time) on July 22, 2022 (extremes included) (the "**Acceptance Period**"). Therefore, July 22nd, 2022, will represent the last day to accept the Offer, unless the Acceptance Period is extended and subject to any Reopening of the Terms (as *infra* defined).

The consideration offered by the Offeror for each Share tendered to the Offer will be paid - against the simultaneous transfer of ownership of the shares to the Offeror - on July 29th, 2022, unless the Acceptance Period is extended.

If the conditions are met, pursuant to Article 40-bis, paragraph 1(a) of the Issuers' Regulations, the terms for accepting the Offer will be reopened for an additional period of five trading days for the sessions of August 1st, 2nd, 3rd, 4th, and 5th, 2022, unless the Acceptance Period is extended (extremes included) (the "**Reopening of Terms**").

In the event of a Reopening of the Terms, payment of the consideration for each Share tendered to the Offer during the Reopening of the Terms will take place-against the

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simultaneous transfer of ownership of those shares to the Offeror - on August 12th, 2022, unless the Acceptance Period is extended.

Amount. The Offeror will offer a consideration of Euro 10 for each COIMA RES Share tendered to the Offer, or, alternatively, 1 unlisted Evergreen share for 1 Share tendered to the Offer (*i.e.*, 1:1 ratio), subject to the allocation procedure described in the Offer Document.

* * *

The Offer Document and the Exemption Document will be filed with CONSOB and will be made available for public inspection at:

- (i) the registered office of the Offeror at Via Montenapoleone 8, 20121, Milan;
- (ii) the offices of Intesa Sanpaolo S.p.A. - IMI Corporate & Investment Banking Division (Intermediary in Charge of Coordination), in Milan, Largo Mattioli no. 3;
- (iii) the *website* of the Offeror (www.opascoimares.com);
- (iv) the *website* made available by the Global Information Agents (www.morrowsodali-transactions.com).

Evergreen will announce the availability of the Offer Document and the Exemption Document to the public by publishing an appropriate press release.

Please also note that, for any request or information regarding the Offer, holders of COIMA RES Shares may use the dedicated e-mail account (opas.coimares@investor.morrowsodali.com) or contact the toll-free number 800 137 257 (for callers from Italy), the hotline +39 0697632419 (also for callers from abroad) and the WhatsApp number +39 3404029760. These channels will be active for the duration of the Adhesion Period (as well as, where applicable, for the duration of any Reopening of Terms) on weekdays from 9:00 a.m. to 6:00 p.m. (Central European Time).

The Acceptance Period referred to in this press release has not yet commenced and, therefore, this press release is published for informational purposes only and constitutes neither an offer to buy, nor a solicitation to sell, securities.

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The voluntary public tender and exchange Offer described in this notice will be promoted by Evergreen S.p.A. over the totality of the ordinary shares of COIMA RES S.p.A. SIIQ.

This notice does not constitute an offer to buy or sell shares of COIMA RES S.p.A. SIIQ.

Before the beginning of the Tender Period, as required by the applicable regulations, the Offeror will publish the Offer Document which shareholders of COIMA RES S.p.A. SIIQ shall carefully examine.

The Offer will be launched exclusively in Italy and in the United States of America and will be made on a non-discriminatory basis and on equal terms to all Shareholders of the Issuer. The Offer will be promoted in Italy as COIMA RES Shares are listed on the Euronext Milan organised and managed by Borsa Italiana S.p.A. and, except for what is indicated below, is subject to the obligations and procedural requirements provided for by Italian law.

The Offer is not and will not be made in Canada, Japan, Australia and any other jurisdictions where making the Offer would not be allowed without the approval by competent authorities without other requirements to be complied with by the Offeror (such jurisdictions, including Canada, Japan and Australia, jointly, the “**Other Countries**”), neither by using national or international instruments of communication or commerce of the Other Countries (including, for example, postal network, fax, telex, e-mail, telephone and internet), nor through any structure of any of the Other Countries’ financial intermediaries or in any other way.

Copies of any document that the Offeror will issue in relation to the Offer, or portions thereof, are not and shall not be sent, nor in any way transmitted, or otherwise distributed, directly or indirectly, in the Other Countries. Anyone receiving such documents shall not distribute, forward or send them (neither by postal service nor by using national or international instruments of communication or commerce) in the Other Countries.

Any tender in the Offer resulting from solicitation carried out in violation of the above restrictions will not be accepted.

This notice, as well as any other document issued by the Offeror in relation to the Offer, does not constitute and is not part of an offer to buy, nor of a solicitation of an offer to sell, financial instruments in the Other Countries. The Offeror will extend the Offer in the United States of America pursuant to Section 14(e) and Regulation 14E of the United States Securities Exchange Act of 1934 (the “**U.S. Securities Exchange Act**”), subject to exemptions provided by Rule 14d-1(c) under the U.S. Securities Exchange Act for a “*Tier I*” tender offer and Rule 802 under the U.S. Securities Act of 1933. The Offer is therefore subject to communication requirements and other procedural obligations, to an Offer timetable and to a means and timing

PUBBLICAZIONE O DISTRIBUZIONE COSTITUISCA UNA VIOLAZIONE DELLE LEGGI O REGOLAMENTAZIONI APPLICABILI IN TALE GIURISDIZIONE, TRA CUI CANADA, AUSTRALIA E GIAPPONE.

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of payment which differ from those provided for by the laws of the United States of America regarding public tender offers.

The Offer is made for the securities of a non-U.S. company. Holders of Shares residing in the United States of America should note that the Offer is subject to disclosure requirements of a foreign country that are different from those of the United States of America. Financial statements included in the offer document, if any, may have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of U.S. companies. It may be difficult for investors residing in the United States of America to enforce their rights and any claim that such investors may have arising under the federal securities laws of the United States of America, since the Issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. Such investors may not be able to sue a foreign company or its officers or directors in a foreign court for violations of the securities laws of the United States of America. It may be difficult to compel a foreign company and its affiliates to subject themselves to a judgment of a court of the United States of America.

Holders of Shares domiciled in the United States of America are encouraged to consult with their own advisors regarding the Offer. The Offeror and its affiliates reserve the right to purchase Shares outside of the Offer, to the extent permitted by applicable law. No financial instrument can be offered or transferred in the Other Countries without specific approval in compliance with the relevant provisions applicable in such countries or without exemption from such provisions.

Tendering in the Offer by persons residing in countries other than Italy and the United States of America may be subject to specific obligations or restrictions imposed by applicable legal or regulatory provisions of such jurisdictions. Recipients of the Offer are solely responsible for complying with such laws and regulations and, therefore, before tendering in the Offer, they are responsible for determining whether such laws exist and are applicable by relying on their own advisors. The Offeror does not accept any liability for any violation by any person of any of the above restrictions.