NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF SUCH JURISDICTION (INCLUDING UNITED STATES OF AMERICA, CANADA, AUSTRALIA AND JAPAN).

### VOLUNTARY PUBLIC PURCHASE AND EXCHANGE OFFER PROMOTED BY EVERGREEN S.P.A. ON ALL THE ORDINARY SHARES OF COIMA RES S.P.A. SIIQ

\* \* \*

#### PRESS RELEASE

pursuant to Article 37-ter, paragraph 3, of the Regulations adopted by Consob with resolution No. 11971 of May 14<sup>th</sup>, 1999, as subsequently amended (the "Issuers' Regulations")

# FILING OF THE OFFER DOCUMENT AND EXEMPTION DOCUMENT WITH CONSOB

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Milan, May 4<sup>th</sup>, 2022 – Evergreen S.p.A. (the "**Offeror**") announces that on 3 May 2022 it filed with Consob, pursuant to Article 102, paragraph 3, of Legislative Decree No. 58 of 24 February 1998, as subsequently amended (the "**TUF**"), as well as Article 37-ter of the Issuers' Regulations, the offer document (the "**Offer Document**"), intended for publication, relating to the voluntary public tender offer (the "**Offer**") launched by the Offeror, pursuant to Articles 102 and 106, paragraph 4, of the TUF, on all the ordinary shares (the "**COIMA RES Shares**" or the "**Shares**") of COIMA RES S.p.A. SIIQ ("**COIMA RES**"), listed on Euronext Milan, organized and managed by Borsa Italiana S.p.A..

In addition, on May 3<sup>rd</sup>, 2022, the Offeror also filed with Consob, pursuant to and for the purposes of Article 34-ter, paragraph 02, of the Issuers' Regulations, the exemption document for the purposes of the exemption from the obligation to publish a prospectus provided for in Article 1, paragraph 4, letter (f) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14<sup>th</sup>, 2017 (the "**Exemption Document**").

The Offer Document will be published upon completion of the investigation carried out by Consob, pursuant to Article 102, paragraph 4, of the TUF, together with the Exemption Document.

Pending publication of the Offer Document, please refer to the communication pursuant to article 102, paragraph 1, of the TUF, and article 37, paragraph 1, of the Issuers' Regulations published on the websites of the Offeror (www.opascoimares.com) and of the Issuer (www.coimares.com), as well as on the website of the Global Information Agent Morrow Sodali S.p.A. (www.coimares.com), in which the legal assumptions and the terms and essential elements of the Offer are indicated. (www.morrowsodali-transactions.com), in which the legal assumptions and the terms and essential elements of the Offer are indicated.

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## For further information:

#### **Brunswick**

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# NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY IN THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN (OR IN OTHER COUNTRIES, AS DEFINED HEREAFTER).

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 will be made on a non-discriminatory basis and on equal terms to all shareholders of COIMA RES S.p.A. SIIQ. The Offer will be promoted in Italy as COIMA RES S.p.A. SIIQ's 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 the United States (or will not be directed at U.S. Persons, as defined by the U.S. Securities Act of 1933, as subsequently amended), Canada, Japan, Australia and any other jurisdictions where making the Offer therein would not be allowed without any approval by any regulatory authority or without any other requirements to be complied with by the Offeror (such jurisdictions, including the United States, Canada, Japan and Australia, are jointly defined 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.

A copy of any document that the Offeror will issue in relation to the Offer, or portions thereof, is 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 and any other document issued by the Offeror in relation to the Offer do not constitute and are not part neither of an offer to buy or exchange, nor of a solicitation to offer to sell or exchange financial instruments in the United States or in the Other Countries. Financial instruments cannot be offered or sold in the United States unless they have been registered pursuant to the U.S. Securities Act of 1933, as subsequently amended, or are exempt from registration. Financial instruments offered in the context of the transaction described in this Notice will not be registered pursuant to the U.S. Securities Act of 1933, as subsequently amended, and BidCo does not intend to carry out a public offer of such financial instruments in the United States. 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 jurisdictions other than Italy 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, 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.