

**VOLUNTARY PUBLIC TENDER AND EXCHANGE OFFER
LAUNCHED BY EVERGREEN S.P.A.
ON ALL OF THE ORDINARY SHARES OF COIMA RES S.P.A. SIIQ**

* * *

PRESS RELEASE

**pursuant to art. 38, paragraph 2, of the Consob Regulation 11971 of May 14, 1999, as
subsequently amended and supplemented
(the “Issuers’ Regulation”)**

**PUBLICATION OF THE OFFER DOCUMENT
AND OF THE EXEMPTION DOCUMENT**

* * *

Milan, June 23, 2022 – With reference to the voluntary public tender and exchange offer (the “**Offer**”) launched by Evergreen S.p.A. (“**Evergreen**” or the “**Offeror**”), pursuant to articles 102 and 106, paragraph 4, of Legislative Decree No. 58 of February 24, 1998 as subsequently amended and supplemented (“**Italian Securities Act**”), on a maximum of no. 36.106.557 ordinary shares without nominal value (“**Shares**” or “**COIMA RES Shares**”) of COIMA RES S.p.A. SIIQ (“**COIMA RES**” or the “**Issuer**”), following the press release of June 17, 2022 regarding the approval by Consob of the offer document (the “**Offer Document**”) and the exemption document (the “**Exemption Document**”), it is notified that today Evergreen filed with Consob and published the Offer Document and the Exemption Document.

* * *

The Offer Document and the Exemption Document were filed with Consob and made available for public consultation at:

- (i) the Offeror’s registered office in Via Montenapoleone 8, 20121, Milan;
- (ii) the office of Intesa Sanpaolo S.p.A. – IMI Corporate & Investment Banking Division (Intermediary Appointed to Coordinate the Acceptances), in Milan, Largo Mattioli 3;
- (iii) the Offeror’s website (www.opascoimares.com);
- (iv) the website made available by the Global Information Agent (www.morrowsodali-transactions.com).

It is notified that the issuer’s announcement pursuant to art. 103, paragraph 3, of the Italian Securities Act and art. 39 of the Issuers’ Regulation, approved by the Issuer’s Board of Directors on June 22, 2022, has been attached to the Offer Document, including the relevant annexes.

It should also be noted that for requests and information relating to the Offer, the holders of COIMA RES Shares can use a dedicated email account (opas.coimares@investor.morrowsodali.com) or the toll-free number 800 137 257 (for those

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 CANADA, AUSTRALIA AND JAPAN).

calling from Italy), the telephone number +39 0697632419 (also for persons calling from outside Italy) and the WhatsApp number +39 3404029760. These information channels will be available throughout the Tender Period (including, where applicable, for the entire period of the Re-Opening of the Tender Period) from 9:00 AM to 6:00 PM (Central European Time) on weekdays.

* * *

For further information:

Brunswick

Alessandro Iozzia, +39 335 7187205

Massimo Gaia, +39 348 2814932

e-mail: ceres@brunswickgroup.com

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 CANADA, AUSTRALIA AND JAPAN).

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY IN 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 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 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.