

# THE ITALIAN SEA GROUP

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## COMUNICATO STAMPA

### **THE ITALIAN SEA GROUP: ESERCIZIO INTEGRALE DELL'OPZIONE GREENSHOE**

Marina di Carrara, 14 giugno 2021. The Italian Sea Group S.p.A. (“**TISG**” o la “**Società**”), operatore globale della nautica di lusso, comunica che in data 14 giugno 2021 il Joint Global Coordinator Intermonte SIM S.p.A. (“**Intermonte**”), quale soggetto incaricato dell’attività di stabilizzazione, ha integralmente esercitato l’opzione Greenshoe – concessa dall’Azionista Venditore, GC Holding S.p.A. – per l’acquisto di n. 1.800.000 Azioni collocate al medesimo prezzo del collocamento istituzionale (ossia, Euro 4,90 per azione). A seguito dell’esercizio dell’opzione Greenshoe, il collocamento istituzionale ha riguardato n. 19.800.000 Azioni e il flottante, escludendo le azioni allocate direttamente ed indirettamente a Marc Coucke, risulta pertanto pari al 25,9% del capitale sociale della Società.

Inoltre, sempre sulla base delle informazioni fornite da Intermonte e anche per conto della stessa, The Italian Sea Group comunica che durante il periodo di stabilizzazione, dalla data di inizio delle negoziazioni delle Azioni TISG sul Mercato Telematico Azionario organizzato e gestito da Borsa Italiana S.p.A. (“MTA”), ossia l’8 giugno 2021, fino alla data odierna, non è stata effettuata alcuna operazione di stabilizzazione.

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Nell’ambito dell’Offerta, Intermonte e Berenberg hanno agito in qualità di *joint global coordinators e joint bookrunners*. Intermonte agisce altresì in qualità di Sponsor per l’ammissione a quotazione delle Azioni sul MTA e *stabilization manager*. Ambromobiliare S.p.A. agisce in qualità di *Advisor* Finanziario della Società.

Il presente comunicato è diffuso anche per conto di Intermonte ai sensi dell’art. 8, lettera f) e dell’art. 6, comma 3, e del Regolamento Delegato (UE) 2016/1052 dell’8 marzo 2016.

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#### **The Italian Sea Group**

The Italian Sea Group è operatore globale della nautica di lusso, attivo nella costruzione e refit di motoryacht e navi fino a 100 metri. L’azienda, che fa capo all’imprenditore italiano Giovanni Costantino, opera sul mercato con i brand Admiral, rinomato per i prestigiosi ed eleganti yacht e Tecnomar, conosciuto per la

# THE ITALIAN SEA GROUP

sportività, il design all'avanguardia e le alte performance dei suoi yacht; ha una business unit che gestisce il servizio di riparazioni e refit con focus su yacht e megayacht di lunghezza superiore ai 60 metri.

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This announcement does not constitute a recommendation in relation to the offer or the shares of the Company (the "**Offer**"). The price and value of securities may rise or fall. Past performance is not indicative for future performance. The information contained

# THE ITALIAN SEA GROUP

in this announcement or in any of the documents relating to the Offer cannot be considered as indicative of future performance. Potential investors should consult a professional advisor about the suitability of the Offer for the person concerned.

Any purchase of shares (“Shares”) of the Company in the context of the proposed Offer must be made exclusively on the basis of the information contained in the Prospectus, as approved by CONSOB, which the Company will publish in relation to admission to trading on the MTA. The approval of the Prospectus by CONSOB does not constitute an assessment of the economic and financial soundness of the transaction and the quality or solvency of the Company. No person can or should rely, for any reason, on the information contained in this press release or on its completeness, accuracy or correctness. The information contained in this press release is subject to change.

Some of the data in this document, including financial information, have been rounded off. As a result, in some cases, the sum or percentage change in the numbers contained in this document may not correspond exactly to the total figure indicated.

The bank acting as global coordinator within the potential offering (the “GC”) or its directors, officers, employees, consultants or agents accepts any liability whatsoever for any representation or warranty, express or implied, as to the truth, the accuracy or completeness of the information contained in this release (or if any information has been omitted from the release) or any other information relating to the Company, its subsidiaries or affiliates, whether written, oral or in visual or electronic form, and any other information transmitted or made available or for any loss arising from the use of this release or its contents or otherwise related to it. Nothing contained in this release is, or should be relied upon as, a promise or representation by GC or any of its directors, officers, employees, consultants or agents, either in the past or in the future.

The GC or its directors, officers, employees, consultants or agents assumes any responsibility for its accuracy, completeness or verification and accordingly the GC and each of its respective directors, officers, employees, consultants or agents disclaims, to the fullest extent permitted by applicable law, any and all liability arising out of tort, contract or otherwise which may be imputed in connection with this announcement or such statement. The GC shall act solely for the Company and the selling shareholder in the transaction to which this release relates and for no other person in connection with any transaction referred to in this release and shall not treat any other person (whether or not the addressee of this release) as a customer in connection with any such transaction and shall not be liable to any other person, or shall not be required to advise such person of the content of this release or in connection with any transaction to which this release relates.

Only for the purposes of the product governance requirements laid down: (a) Directive 2014/65/EU on markets in financial instruments, as subsequently amended (“MiFID II”); (b) Articles 9 and 10 of Delegated Directive (EU) 593/2017 supplementing MiFID II; and (c) national transposition measures (together the “**MiFID II Product Governance Obligations**”), and declining any liability that may arise contractually, non-contractually or otherwise to any “producer” (under the MiFID II Product Governance Obligations) in relation to such obligations, the Shares have been subject to a product approval process, which has identified the Shares as such: (i) compatible with an end market of retail investors and investors meeting the requirements of “professional clients” and “eligible counterparties” as defined respectively under MiFID II; and (ii) reserved for distribution through all distribution channels as permitted by MiFID II (the “**Assessment of the Reference Market**”). Notwithstanding the Valuation of the relevant Market, distributors should take into account that: the price of the Shares may fall and investors may lose all or part of their investment; the Shares do not provide any return on or protection for the capital invested; and an investment in the Shares is only compatible with investors who do not need a guarantee of return or protection for the capital invested (whether alone or with the assistance of a financial or other advisor) are capable of assessing the merit and risks associated with such investment and who have sufficient resources to bear any loss that may result. The Valuation of the Reference Market does not prejudice any contractual, legal or regulatory restrictions provided for in relation to the Offer. In addition, it should be noted that, despite the Reference Market Assessment, the GC will provide investors who meet the criteria of professional clients and eligible counterparties.

It should be noted that, the Assessment of the Reference Market does not constitute: (a) an assessment of the suitability or suitability for MiFID II purposes; or (b) a recommendation to any investor or group of investors to invest or purchase, or undertake any transaction in respect of the Shares. Each distributor is responsible for making its own assessment of the relevant market in relation to the Shares and determining the appropriate channels for their destruction.