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## Comunicato Stampa

### CONSOB APPROVA IL PROSPETTO INFORMATIVO RELATIVO ALL'AMMISSIONE ALLE NEGOZIAZIONI SU MTA DELLE AZIONI ORDINARIE DI TECHEDGE S.P.A.

Milano, 6 dicembre 2018 – Techedge S.p.A. (la “Società” o “Techedge”) rende noto che in data odierna la Commissione Nazionale per le Società e la Borsa (“CONSOB”), con comunicazione n. 5 dicembre 2018 ha approvato il prospetto informativo (“**Prospetto Informativo**”) relativo all’ammissione alla negoziazione delle azioni ordinarie (“**Azioni**”) della Società sul Mercato Telematico Azionario, organizzato e gestito da Borsa Italiana S.p.A. (“**MTA**”).

Il collocamento istituzionale, rivolto esclusivamente ad investitori istituzionali e finalizzato all’ammissione alle negoziazioni delle Azioni sul MTA, ha ad oggetto un numero massimo di 2.670.000 Azioni, rivenienti:

- (i) in parte, per massime n. 1.500.000 Azioni, da un aumento di capitale sociale a pagamento, in denaro, in via scindibile, con esclusione del diritto di opzione ai sensi dell’articolo 2441, comma 5, del Codice Civile, approvato con delibera dell’Assemblea straordinaria della Società in data 13 aprile 2018;
- (ii) in parte dalla messa in vendita da parte di Masada S.r.l., Techies Consulting S.L. e Massimo Compagnoni (gli “**Azionisti Venditori**”) di massime n. 1.170.000 Azioni.

Il flottante richiesto ai fini dell’ammissione alle negoziazioni delle Azioni sul MTA sarà ottenuto attraverso un collocamento istituzionale riservato esclusivamente a: (i) investitori qualificati in Italia di cui all’articolo 34-ter, comma 1, lett. b) del regolamento adottato con delibera CONSOB n. 11971/1999, come successivamente modificato, e (ii) investitori istituzionali esteri ai sensi della *Regulation S* dello *United States Securities Act* del 1933, come successivamente modificato, con esclusione di Stati Uniti d’America, Australia, Canada e Giappone e di qualsiasi altro Paese nel quale l’offerta di strumenti finanziari non sia consentita in assenza di autorizzazioni da parte delle competenti autorità, fatte salve eventuali esenzioni previste dalle leggi applicabili (“**Collocamento Istituzionale**”).

È prevista la concessione da parte di Florideo Fabrizio e Antonio Di Perna (gli “**Azionisti Venditori per la Greenshoe**”) a Banca IMI S.p.A. e Intermonte SIM S.p.A. (i “**Coordinatori dell’Offerta**”), anche in nome e per conto dei membri del consorzio di collocamento e garanzia, di un’opzione di chiedere in prestito ulteriori massime n. 320.000 Azioni, pari a circa il 12% delle Azioni oggetto di offerta ai fini di una eventuale c.d. sovra-

allocazione (c.d. *over allotment*) nell'ambito del Collocamento Istituzionale (l'“**Opzione di Over Allotment**”). È inoltre prevista la concessione, da parte degli Azionisti Venditori per la Greenshoe, anche in nome e per conto dei membri del Consorzio per il Collocamento Istituzionale, di un'opzione per l'acquisto, al Prezzo d'Offerta di massime n. 320.000 Azioni, corrispondenti ad una quota pari a circa il 12% del numero di Azioni oggetto dell'Offerta (l'“**Opzione Greenshoe**”).

La Società e gli Azionisti Venditori, d'intesa con i Coordinatori dell'Offerta, hanno individuato un intervallo di valorizzazione indicativa del capitale economico della Società compreso tra circa Euro 101,9 milioni ed Euro 118,8 milioni (riferito al numero di Azioni in circolazione al netto delle Azioni proprie), pari ad un minimo di Euro 4,20 per Azione e un massimo di Euro 4,90 per Azione (l'“**Intervallo di Valorizzazione Indicativa**”).

Il Collocamento Istituzionale avrà inizio il 10 dicembre 2018 ed è previsto che termini il 12 dicembre 2018, salvo proroga o chiusura anticipata (“**Periodo di Offerta**”). Come già comunicato, il prezzo di offerta sarà reso noto mediante pubblicazione sul sito internet della Società [www.techedgegroup.com](http://www.techedgegroup.com) entro 5 giorni lavorativi dal termine del Periodo di Offerta.

Il Prospetto Informativo, depositato presso CONSOB, è a disposizione presso la sede legale dell'Emittente in Via Caldera, 21, Milano e sul sito internet dello stesso ([www.techedgegroup.com](http://www.techedgegroup.com)).

Techedge è assistita da Banca IMI S.p.A. (Gruppo Intesa Sanpaolo) e Intermonte SIM S.p.A. in qualità di *Joint Global Coordinator e Joint Bookrunner*. Banca IMI agisce in qualità di Sponsor. Nctm Studio Legale agisce in qualità di consulente legale della Società, mentre lo studio legale RCC quale consulente legale dei Joint Global Coordinator e dello Sponsor. BDO Italia S.p.A. è la società di revisione. Pirola Pennuto Zei fornisce assistenza fiscale alla Società.

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## **IL GRUPPO TECHEDGE**

L'obiettivo di Techedge è aiutare le aziende nelle loro iniziative di trasformazione digitale, introducendo innovazione che crei valore reale e che consenta di identificare opportunità di business inesplorate per trasformarle in realtà.

Sfruttando le migliori tecnologie Techedge aiuta i suoi clienti a introdurre processi di innovazione in modo rapido ed incrementale offrendo servizi e soluzioni che nascono dalla capacità di coniugare consulenza di processo, competenza tecnologica e passione per l'innovazione.

Il valore che porta ai suoi clienti nasce dalla combinazione unica tra visione di business pragmatica ed eccellente capacità di delivery. Un approccio che si basa su fiducia, obiettivi condivisi e relazioni costruttive: per questo i clienti considerano Techedge un partner di fiducia.

Con una significativa presenza internazionale, Techedge offre ai suoi clienti la scalabilità di un fornitore globale, la flessibilità di un partner locale e la competenza di un consulente strategico di fiducia.

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