



## WARRANT SG COMPANY SOCIETÀ BENEFIT S.P.A. 2018-2025: ADJUSTMENT OF EXERCISE PRICE

*Milan, 1 February 2021* - SG Company Società Benefit S.p.A., one of Italy's top players in the Entertainment&Communication industry, listed on the AIM Italia market of Borsa Italiana (ticker: SGC), announces - with regard to the divisible capital increase in cash to be offered on a pre-emptive basis to the Company's shareholders, pursuant to art. 2441, paragraphs 1, 2 and 3 of the Italian Civil Code - the launch last 25 January of the offer with pre-emptive rights to those entitled of a maximum of 12,092,744 ordinary shares of the Company, with no indication of the par value and with regular dividend entitlement, with the same characteristics as those outstanding, resulting from the capital increase in cash resolved by the Extraordinary Shareholders' Meeting of SG Company Società Benefit S.p.A. on 16 December 2020, with following resolution of the Board of Directors of the Company of 20 January 2021 for a maximum amount of Euro 2.418.548,80.

The shares are offered on a pre-emptive basis to the Company's shareholders at a subscription price of Euro 0.20 each, of which Euro 0.05 as share capital and the remaining Euro 0.15 as share premium, at a ratio of 1 New Share for every 1 share held.

Following the launch of the offer, the subscription price of the conversion shares of the "Warrant SG Company Società Benefit S.p.A. 2018-2025" (ISIN code IT0005347593), relating to each Exercise Period, is adjusted in accordance with art. 4.2 of the Regulation of the "Warrant SG Company Società Benefit S.p.A. 2018-2025" (the "**Warrants**"). Specifically, the Exercise Price of the Warrants will be decreased by an amount, rounded down to the nearest thousandth of a Euro, equal to: " $P_{cum} - P_{ex}$ ", where:

- $P_{cum}$  represents the simple arithmetic average of the last five official "cum rights" prices of the Shares recorded on AIM Italia;
- $P_{ex}$  represents the simple arithmetic average of the first five official "ex-rights" prices of the Issuer's ordinary Shares recorded on AIM Italia.

As the  $P_{cum}$  is equal to Euro 0.4048 and the  $P_{ex}$  is equal to Euro 0.2644, the subscription price of the conversion shares for each Exercise Period, less this difference rounded down to the nearest thousandth of a Euro (Euro 0.140), is adjusted from Euro 0.80 to Euro 0.66.

The "Warrant SG Company Società Benefit S.p.A. 2018-2025" may therefore be exercised from the Third to the Seventh Exercise Period, the starting dates of which are shown in point 3.1 of art. 3 of the related Regulation, at an Exercise Price of Euro 0.66 for each Conversion Share.



For further details, reference is made to the Warrants Regulation, available on the Company website ([SG-Company-Regolamento-Warrant-2018-2025](#)) and for the time limit of the offer, again to the Company website ([Avviso-di-offerta-in-opzione](#)).

**SG Company Società Benefit S.p.A.**, ISO 9001 certified and listed on the AIM market of Borsa Italiana (ticker: SGC), is an Innovative SME and, in keeping with its mission of "Sharing Growth", has also embarked on the ESG (Environmental, Social and Governance) path to ensure an increasingly future-oriented sustainable management of the Company, firmly believing in the value of business for the collective benefit. One of Italy's top players for over 20 years now in the Entertainment&Communication industry, it specializes in the areas of Digital & Live Communications, Hybrid Events, Video Production, Consumer Format, and Meetings & Events Industry. In its 2021-2023 Business Plan, it has embarked on a path of digital transformation, integrating a data valorization strategy on each business area thanks to the implementation of Marketing Technology solutions on every activity. Its distinctive positioning hinges on the synergy between data and content, as well as on the ability to offer a single direction over creativity, production and technology natively for each project, guaranteeing clients constant integration between physical and digital. The Company boasts a portfolio of high-standing clients at global level. It has planned, promoted and produced many successful national and international formats such as Milano Food Week, Milano Wine Week, Obecity, Sneakerness, Digital Design Days, and Business Tech Forum.

**For information**

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