



CONCLUSION OF OFFER WITH PRE-EMPTIVE RIGHTS FROM CAPITAL INCREASE

Capital increase, 99.87% subscribed for Euro 2,415,398.40

Unexercised rights to be offered on AIM Italia on 16 and 17 February 2021

Milan, 11 February 2021 - SG Company Società Benefit S.p.A. ("**SG Company Società Benefit S.p.A.**" or "**Issuer**"), one of Italy's top players in the Entertainment&Communication industry, listed on the AIM market of Borsa Italiana (ticker: SGC), announces the conclusion today of the Offer Period relating to the capital increase with pre-emptive rights resolved by the Board of Directors on 20 January 2021, in execution of the resolution approved by the Extraordinary Shareholders' Meeting on 16 December 2020, of a maximum of no. 12,092,744 ordinary shares of SG Company Società Benefit S.p.A., with no par value, having the same characteristics as those outstanding, with regular dividend entitlement ("**New Shares**"), at a price of Euro 0.20 per new share, for a total value of a maximum of Euro 2,418,548.80 ("**Capital Increase with Pre-emptive Rights**").

The Company announces that during the Offer Period from 25 January 2021 to 11 February 2021 ("**Offer Period**"), a total of no. 12,076,992 option rights were exercised, therefore no. 12,076,992 new shares were subscribed, equal to 99.87% of the total of new shares offered, for a total value of Euro 2,415,398.40. Concurrently, no. 6,038,496 "Warrant SG Company 2018-2025" ("**Warrants**") (ISIN Code IT0005347593) were assigned free of charge to the newly-subscribed shares.

Davide Verdesca, Chairman & CEO of SG Company Società Benefit S.p.A., stated that: "*The figures confirm full subscription to the capital increase and represent a remarkable success for the Company, if one considers our Country's current critical context. The resources obtained will allow us to restart on stronger foundations to pursue the goals set out in the 2021-2023 Business Plan. I'd like to take this opportunity to thank Francesco Merone and Elena Melchioni, respectively CFO and COO-CMO of the Group, who have stood beside me in every step of the Business Plan, the whole team of consultants and, in particular, the institutional investors/shareholders of SG who have once again placed their trust in the Company, something definitely not to be taken for granted in such challenging times. As laid out in our Business Plan, SG will rightfully aim to create value for all the stakeholders, especially following the dreadful period we are going through lately, which is disrupting the way we live and consider our surrounding environment*".

As a result of the above subscriptions, the subscribed share capital as at the date of this press release amounts to Euro 1,208,486.80, divided into no. 24,169,736 ordinary shares. Filing of the certification for entry in the Company Register will take place within the time limits of law. To date, there are no. 11,788,496 warrants outstanding and traded on AIM Italia.

At the end of the Option Period, there are no. 15,752 unexercised option rights ("**Unexercised rights**" or "**Rights**"), which entitle the holder to subscribe a maximum of no. 15,752 new shares, equal to 0.13% of the total number of new shares offered, for a total value of Euro 3,150.40.

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The unexercised rights will be offered in auction, through Integrae SIM S.p.A., pursuant to art. 2441, paragraph 3, of the Italian Civil Code, during the sessions of 16 February 2021 and 17 February 2021, except in case of early closure in case of full sale of the rights ("**Stock Market Offering**").

As part of the stock market offering, the rights will be offered on AIM Italia under ISIN code IT0005432908.

The entire amount of unexercised rights will be offered during the first session, while any rights unplaced in the previous session will be offered in the following session.

The unexercised rights entitle to subscription of the new shares, at the price of Euro 0.20 each, at a ratio of 1 new share for every 1 right purchased.

Exercise of the unexercised rights purchased as part of the stock market offering and, consequently, subscription of the new shares, shall be carried out through the authorized intermediaries from the centralized management system managed by Monte Titoli S.p.A., on pain of forfeiture, no later than 18 February 2021, with the same value date, unless the stock market offering is closed early.

In the event of early closure of the stock market offering, i.e., in the event of full sale of the unexercised rights during the session of 16 February 2021, the unexercised rights acquired as part of the above offering shall be exercised in advance, on pain of forfeiture, by 17 February 2021.

The new shares arising from the exercise of the unexercised rights will be credited to the accounts of the authorized intermediaries from the centralized management system of Monte Titoli S.p.A. at the end of the accounting day of the final day of the exercise of the unexercised rights, with availability on the same date. The new shares will be combined with the related warrants free of charge at a ratio of 1 warrant for every 2 new shares.

This press release is publicly available in the Investor Relations section of the Company website [Comunicati Stampa Price Sensitive | SG Company Società Benefit S.p.A.](#)

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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