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COMUNICATO STAMPA

PROCESSO DI QUOTAZIONE DELLE AZIONI ORDINARIE SECO

FISSATO L'INTERVALLO DI VALORIZZAZIONE INDICATIVA DELLE AZIONI TRA UN PREZZO MINIMO DI EURO 3.30 E UN PREZZO MASSIMO DI EURO 4.15 PER AZIONE, CORRISPONDENTE AD UNA CAPITALIZZAZIONE POST AUMENTO DI CAPITALE COMPRESA TRA CIRCA EURO 353.7 MILIONI E CIRCA EURO 444.8 MILIONI

Arezzo, 20 aprile 2021 – SECO S.p.A. ("**SECO**" o la "**Società**"), gruppo high tech specializzato nel settore delle tecnologie IoT fondato oltre 40 anni fa da Daniele Conti e Luciano Secciani e partecipato dal 2018 dal Fondo FITEC gestito dal Fondo Italiano d'investimento SGR, comunica di aver individuato l'intervallo di valorizzazione indicativa delle azioni ordinarie nell'ambito del collocamento istituzionale (l' "**Offerta**") finalizzato all'ammissione alle negoziazioni delle azioni ordinarie della Società sul MTA (le "**Azioni**") e, ricorrendone i presupposti, sul segmento STAR.

L'**intervallo di valorizzazione indicativa** del capitale economico della Società, ante Aumento di Capitale (come di seguito definito), è compreso tra circa **Euro 264.6 milioni e circa Euro 332.8 milioni**, pari ad un prezzo minimo di **Euro 3.30** per azione ed un prezzo massimo di **Euro 4.15** per azione a cui corrisponde una capitalizzazione post Aumento di Capitale compresa tra circa **Euro 353.7 milioni** e circa **Euro 444.8 milioni**.

Il collocamento è riservato ad investitori qualificati in Italia e nello Spazio Economico Europeo e investitori istituzionali esteri al di fuori degli Stati Uniti d'America, ai sensi della *Regulation S* del *United States Securities Act* del 1933, come successivamente modificato (il "**Securities Act**") e, negli Stati Uniti d'America, limitatamente ai *qualified institutional buyers* ai sensi della *Rule 144A* del *Securities Act*, con esclusione di quei Paesi nei quali l'Offerta non sia consentita in assenza di autorizzazione da parte delle competenti autorità, in conformità con le leggi vigenti, o di esenzioni di legge o regolamentari applicabili.

Alla data del presente comunicato, è inoltre previsto che:

1. L'Offerta abbia per oggetto un massimo di n. 37.773.000 Azioni rinvenienti da:



- (I) L'emissione di massime n. 27.000.000 nuove azioni rivenienti da un aumento di capitale con esclusione del diritto di opzione (l'"**Aumento di Capitale**"); e
- (II) la vendita di massime n. 10.773.000 azioni ordinarie esistenti da parte dei seguenti azionisti della Società:
- i. i co-fondatori Daniele Conti e Luciano Secciani e le loro famiglie, attraverso le rispettive società veicolo (DSA S.r.l., HSE S.r.l. e HCS S.r.l.);
 - ii. Lomarini & Lomarini Consultant S.a.s. di Lomarini Luciano & C. e SPEM S.r.l.;
 - iii. Fondo Italiano d'Investimento SGR S.p.A., gestore del fondo "FITEC"
2. È previsto che gli azionisti venditori DSA S.r.l., HSE S.r.l., HCS S.r.l. e Fondo Italiano d'Investimento SGR S.p.A. che gestisce il fondo FITEC, concedano ai *joint global coordinator* nell'ambito dell'Offerta un'opzione c.d. *Greenshoe* per l'acquisto, al prezzo dell'Offerta, di massime n. 5.665.950 Azioni corrispondenti a circa il 15,0% dell'Offerta.

In caso di integrale esercizio dell'opzione di *greenshoe*, l'offerta complessiva delle azioni ordinarie rappresenterà il 40-45% del capitale sociale di Seco.

Ad esito dell'Offerta, assumendo l'integrale collocamento delle Azioni oggetto dell'Offerta e l'integrale esercizio dell'opzione *greenshoe* e, tenuto conto del corrente grado di diffusione dell'azionariato di SECO, il numero di Azioni complessivamente detenute dal mercato sarà adeguato rispetto al requisito minimo richiesto da Borsa Italiana S.p.A. per il Mercato Telematico Azionario.

L'avvio dell'Offerta prodromica alla quotazione delle Azioni sul Mercato Telematico Azionario resta soggetto all'ottenimento delle approvazioni richieste da parte di Borsa Italiana e CONSOB.

Nell'ambito dell'offerta, Goldman Sachs International e Mediobanca – Banca di Credito Finanziario S.p.A. agiscono in qualità di *joint global coordinator* e *joint bookrunner*. Mediobanca - Banca di Credito Finanziario S.p.A. agisce altresì in qualità di Sponsor per l'ammissione a quotazione delle Azioni sul MTA.

Gli studi Gatti Pavesi Bianchi Ludovici e White & Case agiscono in qualità di consulenti legali e Value Track in qualità di advisor finanziario. Deloitte & Touche S.p.A., incaricata della revisione legale, si è occupata dei dati contabili riportati nel Prospetto Informativo nonché del sistema di controllo di gestione, mentre KPMG S.p.A. è stata incaricata di seguire gli aspetti relativi al Piano Industriale ed ai dati extracontabili.

Si comunica che SECO aderirà al regime di semplificazione previsto dagli artt. 70, comma 8 e 71, comma 1-bis, del Regolamento CONSOB in materia di emittenti n. 11971/1999, come successivamente modificato, avvalendosi, pertanto, della facoltà di derogare agli obblighi di pubblicazione dei documenti informativi previsti dagli artt. 70, comma 6 e 71, comma 1 del citato Regolamento in occasione di operazioni significative di fusione, scissione, aumenti di capitale mediante conferimento di beni in natura, acquisizioni e cessioni.



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Descrizione del Gruppo SECO

SECO è un centro di eccellenza nel campo dell'innovazione e integrazione tecnologica. Da oltre quarant'anni, l'azienda opera nel mercato dell'alta tecnologia, progettando, sviluppando e producendo soluzioni tecnologiche proprietarie all'avanguardia per clienti industriali. I prodotti SECO spaziano dai computer miniaturizzati alle soluzioni hardware standard o custom, soluzioni complete ad alta tecnologia e sistemi integrati hardware-software per mercati finali altamente diversificati, tra cui il medicale, l'automazione industriale, l'aerospaziale e la difesa, il wellness e il vending. Inoltre, l'azienda ha ulteriormente ampliato la propria gamma di prodotti lungo la catena del valore con il lancio di CLEA, una *Platform as A Service* (i.e. PaaS) proprietaria, che fornisce servizi e soluzioni per applicazioni nell'ambito dell'*Internet of Things* ("IoT") permettendo ai clienti di gestire i propri *IoT Endpoints* in modo efficiente, efficace e semplice. Con oltre 450 dipendenti e un fatturato di Euro 76,1 milioni al 31 dicembre 2020, SECO opera su scala globale con uffici in Europa, Nord America e Asia, oltre a stabilimenti produttivi in Italia e Cina, servendo oltre 200 clienti blue-chip leader nei rispettivi settori. Le capacità di R&S di SECO sono ulteriormente rafforzate da partnership strategiche di lunga durata con i principali tech giants e dalla collaborazione con università, centri di ricerca e start-up innovative. SECO è partecipata dal Fondo FITEC gestito dal Fondo Italiano d'Investimento SGR.

Per maggiori informazioni: www.seco.com

Contacts:

SECO SpA
Marco Parisi
Head of Investor Relations
Tel. +39 0575 26979
investor.relations@seco.com

COMMUNITY GROUP
Lea Calvo Platero
Tel. +39 3357357146
seco@communitygroup.it

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This announcement does not constitute a recommendation concerning the Offering or the shares of the Company. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. Information in this announcement or any of the documents relating to the Offering cannot be relied upon as a guide to future performance. Potential investors should consult, to the extent they deem necessary, a professional investment, business, tax, and/or legal advisor as to the suitability of the Offering for the person concerned.

Any purchase of shares of the Company in the proposed Offering should be made solely on the basis of the information contained in the Prospectus, as approved by Consob, to be issued by the Company in connection with the admission to trading on the MTA. The approval of the Prospectus by Consob shall not constitute an evaluation of the economic and financial soundness of the transaction and the quality or solvency of the Company. No reliance may or should be placed by any person for any purpose whatsoever on the information contained in this announcement or on its completeness, accuracy or fairness. The information in this announcement is subject to change.

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Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Shares have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II to such target market (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline, and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the offering. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Managers will only procure investors who meet the criteria of professional clients and eligible counterparties.

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