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COMUNICATO STAMPA

Ruffini Partecipazioni S.r.l. avvia la cessione di 8.200.000 azioni ordinarie detenute in Moncler S.p.A., pari a circa il 3,2% dell'attuale capitale sociale di Moncler S.p.A.

Milano, 9 marzo 2021. Ruffini Partecipazioni S.r.l. (“**RP**”), annuncia oggi l'avvio di una operazione di cessione di 8.200.000 azioni ordinarie (le “**Azioni**”) di Moncler S.p.A. (“**Moncler**” o la “**Società**”), pari a circa il 3,2% del capitale sociale della Società alla data del presente comunicato (l’“**Offerta**”).

L’Offerta fa seguito a quanto comunicato in data 23 febbraio 2021 da Ruffini Partecipazioni Holding S.r.l. (“**RPH**”) nel contesto dell’operazione di aggregazione di Sportswear Company S.p.A., società titolare del marchio Stone Island, in Moncler (l’“**Operazione**”).

L’Offerta sarà realizzata attraverso una procedura di *accelerated bookbuilding* rivolta a determinate categorie di investitori istituzionali.

Il bookbuilding avrà inizio immediatamente. RP si riserva il diritto di variare i termini o la tempistica dell’Offerta in qualsiasi momento. RP darà comunicazione dell’esito del collocamento al termine dello stesso.

Bank of America e Morgan Stanley agiscono in qualità di Joint Bookrunners dell’Offerta (i “**Joint Bookrunners**”).

Gatti Pavesi Bianchi Ludovici agisce in qualità di *legal counsel* italiano di RP.

White & Case LLP agisce in qualità di *legal counsel* inglese e statunitense di RP.

Nel contesto dell’Offerta, RP ha sottoscritto, in linea con la prassi di mercato, un impegno a non disporre di ulteriori azioni di Moncler per un periodo di 90 giorni dalla data di regolamento dell’Offerta. Durante tale periodo di lock-up, RP non potrà porre in essere nessun atto di disposizione delle azioni di Moncler senza il previo consenso dei Joint Bookrunner salve alcune eccezioni in linea con la prassi di mercato e al di fuori delle operazioni contemplate in esecuzione dell’Operazione.

La Società non riceverà alcun provento dall’Offerta.

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In connection with any offering of the securities of Moncler S.p.A., the Joint Bookrunners and any of their affiliates acting as an investor for its own account may take up as a proprietary position any securities and in that capacity, may retain, purchase or sell for their own account such securities. In addition, the Joint Bookrunners or their affiliates may enter into financing arrangements and swaps with investors in connection with which the Joint Bookrunners (or their affiliates) may from time to time acquire, hold or dispose of shares. The Joint Bookrunners do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

Any offer and sale of the securities in Canada will be made on a private placement basis only and is exempt from the requirement that the Company prepares and files a prospectus under applicable Canadian securities laws. Any resale of the securities into Canada must be made in accordance with applicable Canadian securities laws, which may vary depending on the relevant jurisdiction, and which may require resales to be made in accordance with Canadian prospectus requirements, a statutory exemption from the prospectus requirements, in a transaction exempt from the prospectus requirements or otherwise under a discretionary exemption from the prospectus requirements granted by the applicable local Canadian securities regulatory authority. These resale restrictions may under certain circumstances apply to resales of the securities outside of Canada. There will be no public offering of the securities in Canada. This Announcement does not contain all of the information that would normally appear in a prospectus under applicable Canadian securities laws. No securities commission or similar authority in Canada has reviewed or in any way passed upon this announcement or the merits of the securities. Any representation to the contrary is an offense. This announcement is not, and under no circumstances is to be construed as, a prospectus, an advertisement or a public offering of the securities in Canada.

No offer and sale of securities is or will be made in Canada, except to persons who are: (a) a “accredited investor” within the meaning of Section 1.1 of National Instrument 45-106 – Prospectus Exemptions (“NI 45-106”) of the Canadian Securities Administrators or subsection 73.3(1) of the Securities Act (Ontario) (the “OSA”), as applicable, and is either purchasing the securities as principal for its own account, or is deemed to be purchasing the securities as principal for its own account in accordance with applicable Canadian securities laws, for investment only and not with a view to resale or redistribution; (b) not created or used solely to purchase or hold the securities as an accredited investor under NI 45-106; (c) a “permitted client” within the meaning of National Instrument 31-103 – Registration Requirements, Exemptions and Ongoing Registrant Obligations (“NI 31-103”) of the Canadian Securities Administrators; and (d) entitled under applicable Canadian securities laws to purchase the securities without the benefit of a prospectus under such securities laws.

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