



NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN.

## **K.R.ENERGY S.p.A.:**

## OFFER ON THE STOCK EXCHANGE OF THE OPTION RIGHTS NOT EXERCISED SINCE 23<sup>TH</sup> JULY 2018

San Potito Sannitico, 18<sup>th</sup> July 2018 – K.R.Energy S.p.A., further to the press releases dated 13<sup>th</sup> July 2018, informs that pursuant to art. 2441, third paragraph, of the Italian Civil Code, the Option Rights not exercised during the Offer Period (the "Unexercised Rights") will be offered on the Stock Exchange on Mercato Telematico Azionario (screen-based stock exchange) organized and managed by Borsa Italiana S.p.A., on behalf of the Company, organized by Banca Akros S.p.A. in the sessions of 23<sup>rd</sup>, 24<sup>th</sup>, 25<sup>th</sup>, 26<sup>th</sup>, 27<sup>th</sup> July 2018 (the "Offer on the Stock Exchange"), except early closure.

The newly issued Shares, object of the Offer, are deriving from the capital increase in pay option, in divisible form, approved by the Company Board of Directors on 26<sup>th</sup> June 2017, in the exercise of the delegation pursuant to Article 2443 of the Italian Civil Code conferred to it, by the Extraordinary Shareholders' Meeting on 25<sup>th</sup> May 2017 and whose definitive amount was set at a maximum of Euro 41,786,839.29 by the Company Board of Directors on 19<sup>th</sup> June 2018 (the "**Capital Increase in Option**") for maximum n. 11,263,299 new shares of the Company (the "**Shares**"), free combined with n. 1 Warrant Due KRE 2018 - 2019 each n. 1 newly issued Share.

During the offer period (the "**Offer Period**"), have been exercised n. 1,161,700 option rights (the "**Option Rights**") for the subscription of n. 3,949,780 Shares, corresponding to 35.07% of the total Shares offered for a total countervalue of Euro 14,653,683.80.

At the end of the Offer Period there are n. 2,151,035 Option Rights not exercised, which give the right to subscribe a total of n. 7,313,519 Newly issued ordinary Shares, equal to 64.93% of the total of the Shares offered, for a total countervalue of Euro 27,133,155.49.

During the first session, the entire amount of the Unexercised Rights will be offered, while in the sessions following the first session will be offered the Unexercised Rights eventually not placed in the previous sessions.

The Unexercised Rights may be used for the subscription of newly issued ordinary Shares, with no nominal value, having the same characteristics as those in circulation and having regular dividend rights, at the subscription price of Euro 3.71 each, in the ratio of no. 17 newly issued Shares every n. 5 Unexercised rights purchased as part of the Offer on the Stock Exchange.

The exercise of the Unexercised Rights purchased as part of the Offer on the Stock Exchange and, consequently, the subscription of the Shares must be carried out at authorized intermediaries participating in the centralized management system of Monte Titoli SpA, subject to forfeiture, no later than 30<sup>th</sup> July 2018, with the same currency, subject to early closure of the Offer on the Stock Exchange.

## Payment date in the event of early closure of the Offer on the Stock Exchange

In the event of early closure of the Offer on the Stock Exchange, the exercise of the Unexercised Rights purchased must be made in advance, under penalty of forfeiture, no later than the third day of open Stock Exchange following the communication of the early closure and therefore:

- no later than 26<sup>th</sup> July 2018, with the same currency, in the event of early closure on 23<sup>th</sup> July 2018; and
- no later than 27<sup>th</sup> July 2018, with the same currency, in the event of early closure on 24<sup>th</sup> July 2018.

However, it is understood that, if the Unexercised Rights offered are not fully sold in the first two Stock Exchange sessions indicated above (i.e. 23<sup>th</sup> and 24<sup>th</sup> July 2018), the deadline for the subscription of ordinary Shares will remain on 30<sup>th</sup> July 2018.

The Shares deriving from the exercise of the Unexercised Rights, with the addition of the Warrant Two KRE 2018 - 2019, will be credited to the accounts of the authorized intermediaries participating in the centralized management system of Monte Titoli S.p.A. at the end of the settlement phase of the last day of exercise of the Unexercised Rights as part of the Stock Exchange Offer and they will therefore be available on the same date.

The company Industrial S.p.A. has irrevocably committed itself to sign the unexercised option that should remain after the Stock Exchange Offer for a maximum of Euro 500,000. The guarantee on the unexercised will be exercised, if the conditions are met, once the Offer on the Stock Exchange is closed by the Company of the Unexercised Rights.

In the case of the subscription of the unexercised by the sole Industrial S.p.A. up to the maximum countervalue of € 500,000 corresponding to maximum n. 134,770 ordinary Shares, the investment held in the share capital of the Company by Mr. Vittorio Civitillo - which indirectly controls Industrial S.p.A. - would increase to 65.451% compared to that held prior to the start of the Offer in Option, equal to 71.025%, and to that held today, considering the results held by the Company and the results of the Offer Period, corresponding to 65.352 %.

The communication of the final results of the Offer will be made within 5 working days from the end of the Offer on the Stock Exchange, through a specific press release.

The Prospectus is available at the registered office of the Issuer located in San Potito Sannitico (CE), Centro Aziendale Quercete, Strada provinciale per Gioia Sannitica snc and in electronic format on the Company's website <a href="www.krenergy.it">www.krenergy.it</a>, in the Investor / Increase of Capital 2018 Section, as well as on the 1Info storage system (<a href="www.linfo.it">www.linfo.it</a>).

## **Quotation of Warrant Due KRE 2018 - 2019**

Given the above results, have been assigned n. 3,949,780 Warrant Due KRE 2018 -2019.

It is expected that the start of trading of the 3,949,780 Warrant Due KRE 2018 - 2019 will take place starting from 23<sup>th</sup> July 2018.

The Warrant Due KRE 2018 -2019 give their holder the right to subscribe, using the methods and within the terms indicated in the relevant regulation (the "Warrant Due KRE 2018 - 2019 Regulation") available on the Company's website <a href="www.krenergy.it">www.krenergy.it</a>, Compendium Shares in the ratio of n. 1 (one) Compendium Share, every n. 1 (one) Warrant Due KRE 2018 - 2019 held.

The "Exercise Period" of the Warrant Due KRE 2018 - 2019 is any open Stock Exchange Trading Day from 2<sup>nd</sup> January 2019 until 30<sup>th</sup> December 2019.

The "Exercise Price" or the subscription price of each Compendium Share subscribed in the Exercise Period is equal to Euro 2.66, of which Euro 0.66 as a surcharge.

The "Deadline" is 30<sup>th</sup> December 2019 (included).

In order to make a proper appreciation of the investment, investors are invited to carefully evaluate the information contained in the Prospectus as a whole and the specific risk factors relating to the Issuer and to the Group it belongs to, to the business segment in which these operate, as well as the financial instruments offered. For a complete description of the risk factors, please refer to Section One, Chapter 4, "Risk Factors" of this Prospectus. In this

paragraph "Investor Information", there are some specific risks that must be considered by investors for the purpose of the appreciation of the investment.

THIS COMMUNICATION DOES NOT CONSTITUTE AN OFFER OR AN INVITATION TO SUBSCRIBE FOR OR PURCHASE ANY SECURITIES. THE SECURITIES REFERRED TO HEREIN HAVE NOT BEEN REGISTERED AND WILL NOT BE REGISTERED IN THE UNITED STATES UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR IN AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION WHERE SUCH AN OFFER OR SOLICITATION WOULD REQUIRE THE APPROVAL OF LOCAL AUTHORITIES OR OTHERWISE BE UNLAWFUL. THE SECURITIES MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO U.S. PERSONS UNLESS SUCH SECURITIES ARE REGISTERED UNDER THE SECURITIES ACT, OR AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT IS AVAILABLE. COPIES OF THIS ANNOUNCEMENT ARE NOT BEING MADE AND MAY NOT BE DISTRIBUTED OR SENT INTO THE UNITED STATES, CANADA, AUSTRALIA OR JAPAN.

**K.R.ENERGY S.p.A.** is a company listed on the MTA market of Borsa Italiana, operating along the entire chain of electrical accumulators, KRE controls the sub holding company SERI Industrial operating, through its subsidiaries, along the entire electricity storage supply chain and the sub holding company TOLO Energia, which holds investments in the renewable energy sector, currently in the process of being sold.

For more information: Investor Relator

Luca Lelli

E-mail: investor.relator@krenergy.it

Tel. 0823 786235