



Press release

Milan, 31 July 2019 - With reference to the voluntary tender offer for maximum no. 12,912,076 ordinary shares of Italiaonline S.p.A. (the “**Offer**” and “**Italiaonline**”), promoted by Sunrise Investments S.p.A. (the “**Offeror**”), pursuant to Article 102 of Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (“**Italian Financial Act**”), communicated to the market on 28 June 2019 and described in the offer document published on 26 July 2019 (the “**Offer Document**”), we hereby communicate that on 30 July 2019, the Offeror has purchased on the market 3,605,302 shares of Italiaonline at a unit price equal to Euro 2.82 (*i.e.* the price offered in the context of the Offer) (the “**Out of Offer Purchase**”), as announced on the same date, pursuant to Article 41, paragraph 2, letter c), of Consob Regulation no. 11971/1999.

As a result of the Out of Offer Purchase, the Offeror holds – together with Libero Acquisition S.à r.l., its direct and indirect parent companies, GL Europe Luxembourg S.à r.l. and GoldenTree Asset Management Lux S.à r.l. – no. 105,710,007 ordinary shares (taking into account the treasury shares held by Italiaonline) representing 92.11% of the ordinary shares outstanding as of today, and 90.24% of the total potential share capital, as calculated taking into account the diluting effects of the mandatory conversion of savings shares into no. 2,122,536 Italiaonline’s ordinary shares, and of the possible issue of the maximum no. 255,556 ordinary shares under the Italiaonline’s stock option plan.

In light of the above, we hereby communicate that the stake currently held by the Offeror and the Persons Acting in Concert in Italiaonline is sufficient to apply Article 108(2) of the Italian Financial Act and, consequently, to obtain the delisting of Italiaonline’s ordinary shares from Mercato Telematico Azionario.

Communication issued by Sunrise Investments S.p.A. and issued by Italiaonline S.p.A. upon request of the same Sunrise Investments S.p.A.