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## **BOARD OF DIRECTORS EXERCISES THE AUTHORIZATION TO INCREASE THE SHARE CAPITAL**

*Cesena, September 16, 2014* - The Board of Directors of TREVII - Finanziaria Industriale S.p.A. ("Trevifin" or the "Company"), which met today, has resolved to exercise the authorization granted in accordance with Article 2443 of the Italian Civil Code by the extraordinary shareholders' meeting held on 5 September 2014 to increase the share capital, in one or more tranches, up to a maximum amount of Euro 200 million (including any share premium) (the "Share Capital Increase").

Shares deriving from the Share Capital Increase will be offered on a pre-emptive basis to the Company's existing shareholders pursuant to Article 2441, paragraph 1 of the Italian Civil Code.

Subject to obtaining the authorizations from the relevant authorities, the definitive amount of the Share Capital Increase and the relevant terms and conditions of it, such as the number and the issue price of the new shares, the premium (if any), and the pre-emptive ratio will be established by the Company's Board of Directors before the offer is launched.

As announced on 30 July 2014 to the market, Fondo Strategico Italiano (FSI), directly and through its subsidiary FSI Investimenti S.p.A., on one side, and Davide Trevisani (founder and Chairman of the Company, with a stake of 1.544%) and Trevi Holding SE (controlling shareholder owning a stake of 49.013%), on the other side, have entered into an Investment Agreement under which the parties committed to subscribe the part of the Capital Increase offered preemptively to Davide Trevisani and Trevi Holding S.E. equal to 50.557% (for a maximum total amount of ca. Euro 101 million), according to proportions to be determined at the time of the launch of the Capital Increase. The undertakings of the parties under the Investment Agreement are subject to certain customary conditions precedent, including that the execution of the Agreement shall not result in an obligation to launch a mandatory tender offer on the shares of the Company.

Banca IMI S.p.A., which will act as Global Coordinator and Bookrunner of the rights issue, has signed a pre-underwriting agreement with Trevifin under which it has committed, subject to certain customary terms and conditions, to guarantee the subscription of the newly issued shares that should result unsubscribed at the end of the rights offer, up to an amount of approximately Euro 99 million.

The capital increase is intended to equip TREVII Group of new capital resources to be allocated to the pursuit of the development opportunities of its target markets.

It is expected that, following shareholders' approval and procedural formalities, the transaction could be completed by the end of 2014, subject to the obtaining of the necessary authorizations and to market conditions.

Related Press Release: July 30, 2014 and September 5, 2014

## **Important Regulatory Notice**

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### **About TREVI GROUP:**

Trevi Group is a worldwide leader in the field of soil engineering (special foundations, tunnel excavation, soil consolidation and the building and marketing of special rigs and equipment relevant to this engineering sector); the Group is also active in the drilling sector (oil, gas and water) both in the production of plant and the supply of services, and it also builds automated underground car parks. The Group was established in Cesena in 1957 and today has more than 30 branches and is present in over 80 countries. Its success is due to the vertical integration of the main divisions making up the Group: **Trevi**, the division that supplies special services in the field of soil engineering, **Petreven**, the oil drilling division of the Group, **Soilmec**, the division that produces and develops plant and machinery for soil engineering and **Drillmec** the division that produces and develops drilling rigs (oil, gas and water).

The parent company TREVI – Finanziaria Industriale Spa has been listed on the Milan stock exchange since July 1999. The key financial figures for 2013 are: Total revenues of €1,275.8 million, EBITDA of €143.8 million (margin of 11.3%), EBIT of €80.3 million (margin of 6.3%), and NET PROFIT of €13.8 million.

More information can be found on the website: [www.trevifin.com](http://www.trevifin.com).

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