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COMUNICATO STAMPA

KRUSO KAPITAL S.P.A. HA AVVIATO IL PROCESSO DI AMMISSIONE ALLE NEGOZIAZIONI SU EURONEXT GROWTH MILAN – SEGMENTO PROFESSIONALE – E HA PRESENTATO A BORSA ITALIANA S.P.A. LA COMUNICAZIONE DI PRE-AMMISSIONE

Fissato l'intervallo di valorizzazione indicativa delle azioni tra un prezzo minimo di euro 1,73 e un prezzo massimo di euro 1,86 per azione, corrispondente a una capitalizzazione *pre-money* compresa tra circa euro 40,1 milioni ed euro 43,1 milioni

Milano, 5 dicembre 2023

Kruso Kapital S.p.A. (“**Kruso Kapital**”, la “**Società**” o l’“**Emittente**”), società del gruppo facente capo a Banca Sistema S.p.A. (“**Banca Sistema**”), comunica di aver avviato le attività funzionali al processo di ammissione alle negoziazioni (la “**Quotazione**”) delle proprie azioni ordinarie (le “**Azioni**”) su Euronext Growth Milan, Segmento Professionale, sistema multilaterale di negoziazione, organizzato e gestito da Borsa Italiana S.p.A. (“**Borsa Italiana**”) e di aver presentato in data odierna a Borsa Italiana la comunicazione di pre-ammissione (“**CPA**”), comprensiva delle informazioni di cui alla Scheda 1 del Regolamento Emittenti Euronext Growth Milan.

Il requisito del flottante richiesto ai fini della Quotazione sarà soddisfatto attraverso un’offerta a servizio della Quotazione riservata in sottoscrizione: (a) a investitori qualificati, come definiti all’art. 2, lett. e), del Regolamento (UE) 2017/1129 (il “**Regolamento Prospetto**”), nell’Unione Europea e negli altri paesi dello Spazio Economico Europeo e del Regno Unito, ai sensi dell’articolo 2 del Regolamento Prospetto in quanto trasposto nella legge nazionale del Regno Unito in forza dello *European Union Withdrawal Act* del 2018 (gli “**Investitori Qualificati**”), (b) agli investitori istituzionali esteri ai sensi della *Regulation S* dello *United States Securities Act* del 1933, con esclusione degli Stati Uniti d’America, Canada, Giappone e Australia (e di ogni altra giurisdizione in cui l’offerta è soggetta a restrizioni o non sia comunque possibile in assenza di un’autorizzazione delle competenti autorità) (congiuntamente agli Investitori Qualificati, gli “**Investitori Istituzionali**”), con conseguente esclusione dalla pubblicazione di un prospetto informativo.

È previsto che l'Offerta comprenda Azioni di nuova emissione rivenienti da un aumento di capitale con esclusione del diritto di opzione ai sensi dell'art. 2441, quinto comma, del Codice Civile, a servizio della Quotazione. D'intesa con Alantra Capital Markets Sociedad de Valores SV S.A., che agisce in qualità di *Global Coordinator, Sole Bookrunner* ed Euronext Growth Advisor (il "**Global Coordinator**"), l'Emittente

ha individuato l'intervallo di valorizzazione delle Azioni nell'ambito dell'Offerta. In particolare, la forchetta di prezzo delle Azioni è stata fissata dal Consiglio di Amministrazione dell'Emittente tra un minimo di Euro 1,73 ed un massimo di Euro 1,86 per Azione, corrispondente ad un *equity value pre-money* della Società compreso tra circa Euro 40,1 milioni ed Euro 43,1 milioni.

Al momento della Quotazione il capitale sociale della Società sarà costituito da sole Azioni ordinarie ammesse alla negoziazione su Euronext Growth Milan – Segmento Professionale.

L'Offerta è finalizzata alla Quotazione, dando così seguito agli accordi parasociali in essere tra gli attuali azionisti di Kruso Kapital, con l'obiettivo di ottenere maggiore visibilità sul mercato nazionale e internazionale, nonché migliorare il posizionamento competitivo dell'Emittente. L'Emittente intende utilizzare i proventi derivanti dall'Offerta al fine di sostenere il progetto di espansione e crescita per linee esterne avviato dalla Società negli ultimi tempi.

Nell'ambito dell'Offerta, Alantra Capital Markets Sociedad de Valores SV S.A. agisce in qualità di *Global Coordinator, Sole Bookrunner* ed Euronext Growth Advisor.

BonelliErede agisce come *deal counsel*, in qualità di consulente legale della Società e consulente legale del *Global Coordinator, Sole Bookrunner* ed Euronext Growth Advisor.

BDO Italia S.p.A. agisce in qualità di società incaricata della revisione legale dei conti della Società e consulente fiscale.

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Kruso Kapital Kruso Kapital, parte del Gruppo Banca Sistema, nasce come denominazione sociale nel novembre del 2022 ed è il primo operatore parte di un gruppo bancario operativo sia nel business del credito su pegno sia nel mercato delle case d'aste di preziosi e oggetti d'arte. Attraverso i suoi marchi, i suoi prodotti e i suoi servizi innovativi, la società è attiva nella valutazione e nell'investimento di beni di valore e opere d'arte; in particolare, nel settore del credito su pegno opera con le filiali a marchio ProntoPegno in Italia e in Grecia, attraverso cui offre prestiti alle persone garantiti da un oggetto a collaterale. Mentre attraverso la sua casa d'aste Art-Rite è protagonista nel mercato dell'arte moderna, contemporanea, antica oltre che in alcuni segmenti da collezione come quello delle auto. Con sede principale a Milano, Kruso Kapital è presente con 14 filiali ad Asti, Brescia, Civitavecchia, Firenze, Livorno, Mestre, Napoli, Palermo, Pisa, Parma, Rimini, Roma, Torino ed una ad Atene ed impiega in totale 91 risorse avvalendosi di una struttura multicanale.

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