



Supply@Me Capital PLC

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RNS Number : 07230J
Supply@Me Capital PLC
29 December 2020

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:		Supply@Me Capital plc		
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)				
Non-UK issuer				
2. Reason for the notification (please mark the appropriate box or boxes with an "X")				
An acquisition or disposal of voting rights				
An acquisition or disposal of financial instruments				
An event changing the breakdown of voting rights				
Other (please specify) ¹⁾ merger/transaction		X		
3. Details of person subject to the notification obligation²⁾				
Name		1AF2 S.r.l.		
City and country of registered office (if applicable)		Milan, Italy		
4. Full name of shareholder(s) (if different from 3.) ³⁾				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached⁴⁾:		24 December 2020		
6. Date on which issuer notified (DDMMYYYY):		24 December 2020		
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8. B 1 + 8. B 2)	Total of both in % (8. A + 8. B)	Total number of voting rights of issuer ⁵⁾
Resulting situation on the date on which threshold was crossed or reached	0%	0%	0%	32,754,944,590
Position of previous notification (if applicable)	22,70%		22,70%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached⁶⁾

Class/type of shares ISIN code (if possible)	Number of voting rights ⁸⁾		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
SUBTOTAL 8. A				

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
SUBTOTAL 8. B 1				

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Physical or cash settlement ¹¹⁾	Number of voting rights	% of voting rights
SUBTOTAL 8. B.2					

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer¹²⁾

Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity¹³⁾ (please add additional rows as necessary)

Name ¹⁴⁾	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Eurofinleading Fiduciaria SPA	0%		0%
Total			

10. In case of proxy voting, please identify:

Name of the proxy holder

The number and % of voting rights held

The date until which the voting rights will be held

11. Additional information¹⁵⁾

The disposition has been managed in accordance with the extraordinary transaction (merger) involving 1AF2 S.r.l. and the AvantGarde Group S.p.A. (the merged company will be named "the AvantGarde Group").

Place of completion London Stock Exchange, UK (broker to broker)

Date of completion 24 December 2020

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:		Supply@Me Capital plc		
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)				
Non-UK issuer				
2. Reason for the notification (please mark the appropriate box or boxes with an "X")				
An acquisition or disposal of voting rights		X		
An acquisition or disposal of financial instruments				
An event changing the breakdown of voting rights				
Other (please specify) ¹⁾				
3. Details of person subject to the notification obligation²⁾				
Name		Orchestra Group (Rete di Imprese)		
City and country of registered office (if applicable)		Milan, Italy		
4. Full name of shareholder(s) (if different from 3.) ³⁾				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached⁴⁾:		24 December 2020		
6. Date on which issuer notified (DDMMYYYY):		24 December 2020		
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8. B 1 + 8. B 2)	Total of both in % (8. A + 8. B)	Total number of voting rights of issuer ⁵⁾
Resulting situation on the date on which threshold was crossed or reached	0%	0%	0%	32,754,944,590
Position of previous notification (if applicable)	25,97%	1,92%	27,89%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached⁶⁾

Class/type of shares ISIN code (if possible)	Number of voting rights ⁸⁾		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
SUBTOTAL 8. A				

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
SUBTOTAL 8. B 1				

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Physical or cash settlement ¹¹⁾	Number of voting rights	% of voting rights
SUBTOTAL 8. B.2					

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer¹²⁾

Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity¹³⁾ (please add additional rows as necessary)

Name ¹⁴⁾	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Alessandro Zamboni	0%		0%
Total	0%		0%

10. In case of proxy voting, please identify:

Name of the proxy holder

The number and % of voting rights held

The date until which the voting rights will be held

11. Additional information¹⁵⁾

The disposition has been managed in accordance with the extraordinary transaction (merger) involving 1AF2 S.r.l. and the AvantGarde Group S.p.A. (the merged company will be named "the AvantGarde Group").

Place of completion London Stock Exchange, UK (broker to broker)

Date of completion 24 December 2020

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS¹⁾

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:		Supply@Me Capital plc		
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)				
Non-UK issuer				
2. Reason for the notification (please mark the appropriate box or boxes with an "X")				
An acquisition or disposal of voting rights		X		
An acquisition or disposal of financial instruments				
An event changing the breakdown of voting rights				
Other (please specify) ¹⁾				
3. Details of person subject to the notification obligation²⁾				
Name		the AvantGarde Group		
City and country of registered office (if applicable)		Milan, Italy		
4. Full name of shareholder(s) (if different from 3.) ³⁾				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached⁴⁾:		24 December 2020		
6. Date on which issuer notified (DDMMYYYY):		24 December 2020		
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8. B 1 + 8. B 2)	Total of both in % (8. A + 8. B)	Total number of voting rights of issuer ⁵⁾
Resulting situation on the date on which threshold was crossed or reached	38,9% (*)	1,92%	40,82%	32,754,944,590
Position of previous notification (if applicable)	54,06% (**)		54,06% (**)	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached⁶⁾

Class/type of shares ISIN code (if possible)	Number of voting rights ⁸⁾		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB00BFMDJC60	12.742.513.009		38,9% (*)	
SUBTOTAL 8. A				

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
Call option	31 December 2020	31 December 2020	630.000.000	1,92%
SUBTOTAL 8. B 1				

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date ⁹⁾	Exercise/ Conversion Period ¹⁰⁾	Physical or cash settlement ¹¹⁾	Number of voting rights	% of voting rights
SUBTOTAL 8. B.2					

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer¹²⁾

Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity¹³⁾ (please add additional rows as necessary)

Name ¹⁴⁾	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Alessandro Zamboni	38,9% (*)	1,92%	40,82%
Total	38,9% (*)	1,92%	40,82%

10. In case of proxy voting, please identify:

Name of the proxy holder

The number and % of voting rights held

The date until which the voting rights will be held

11. Additional information¹⁵⁾

The notification has been managed in accordance with:

- the result of the transaction announced on RNS of 7 July 2020 (call options exercised by Mr Alessandro Zamboni to acquire 100,000 ordinary shares in The AvantGarde Group S.p.A.);
- the extraordinary transaction (merger) involving 1AF2 S.r.l. and the AvantGarde Group S.p.A. (the merged company will be named "the AvantGarde Group");
- the acquisition of SYME shares from Orchestra Group;
- the receipt of a call option rights from Orchestra Group.

(*) The percentage stated does not include the 17,99% of SYME shares related to the collateral transferred in accordance with the three stock-lending transactions announced by 1AF2 S.r.l. on 29 July 2020. At the end of this stock-lending transaction or on the repayment date (in July 2022), the collateral will be returned to the AvantGarde Group in shares or cash (this option has been negotiated in order to avoid any take over risk), at the choice of the borrower.

(**) The percentage stated included the 17,99% of SYME shares related to the collateral transferred in accordance with the three stock-lending transactions announced - on 29 July 2020 - by the AvantGarde Group shareholder 1AF2 S.r.l.

Place of completion London Stock Exchange, UK (broker to broker)

Date of completion 29 December 2020