

*Press release posted by MolMed S.p.A. upon request of AGC Inc.*

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## **PRESS RELEASE**

### **THE VTO OF AGC ON MOLMED CONTINUES**

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**Totalitarian voluntary public tender offer promoted by AGC Biologics Italy S.p.A. on all ordinary shares of MolMed S.p.A.**

#### **Golden Power Condition**

**Milan, July 10, 2020** – In relation to the public tender offer promoted pursuant to article 102 of Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented, by AGC Biologics Italy S.p.A. (the "**Offeror**"), a corporate vehicle wholly owned by AGC Inc. ("**AGC**"), on all ordinary shares of MolMed S.p.A. (the "**Offer**"), the Offeror hereby announces what follows.

With the previous press release issued on July 7, 2020 AGC informed of the decree adopted on July 6, 2020 by the Presidency of the Council of Ministers pursuant to article 2 of Law Decree no. 21/2012, containing the imposition of certain specific requirements on AGC and MolMed S.p.A..

The Offeror announces that it does not intend to avail itself of the condition contained in Paragraph A.1. of the Offer Document, according to which the effectiveness of the Offer is subject, *inter alia*, to the Golden Power Condition, which provides as follows: "*failure by the Presidency of the Council of Ministers and/or other competent authority to issue, within the second Stock Market Trading Day prior to the Payment Date, any communication relating to the exercise of vetoes and/or the imposition of measures regarding the acquisition of control of MolMed by the Offeror, pursuant to and for the purposes of the provisions set forth in Legislative Decree no. 21/2012 and/or any other regulatory provision or measure [...]*".

The Golden Power Condition above shall therefore be deemed to be waived. Consequently, the Offer continues according to the terms and conditions set out in the Offer Document.

For any further information, please refer to the Offer Document. Capitalized terms in this press release shall have the same meaning assigned to them in the Offer Document approved by

CONSOB with resolution no. 21391 of May 29, 2020, posted on the AGC website (<https://www.agc.com/en/ir/stock/notice/index.html>), the global information agent Morrow Sodali S.p.A. website (<https://morrow sodali-transactions.com/molmed-s-p-a-eng>) and the MolMed S.p.A. website (<https://www.molmed.com/>).

**AGC Inc.**