

# YOOX NET-A-PORTER GROUP

PRESS RELEASE PURSUANT TO ARTICLE 17 OF (EU) REGULATION N. 596/2014 AND OF ARTICLE 36 OF CONSOB REGULATION 11971/1999

PRESS RELEASE  
16 MARCH 2018

## YOOX NET-A-PORTER GROUP Voluntary Public Tender Offer for All Ordinary Shares of YOOX NET-A-PORTER GROUP S.p.A.

### THE BOARD OF DIRECTORS APPROVES THE ISSUER'S NOTICE

The Board of Directors of YOOX NET-A-PORTER GROUP S.p.A. ("**YNAP**" or the "**Issuer**"), met today and the attending directors voted unanimously to approve the notice ("**103 Notice**") drafted pursuant to Article 103, par. 3 and 3-bis, of Legislative Decree 58/1998 ("**TUF**") and 39 of Consob Regulation 11971/1999 ("**Consob Regulation**") with respect to the Voluntary Public Tender Offer for all ordinary shares of YOOX NET-A-PORTER Group S.p.A. (the "**Offer**") launched pursuant to articles 102 and 106, paragraph 4 of TUF by RLG Italia Holding S.p.A. (the "**Offeror**"), a company indirectly controlled by Compagnie Financière Richemont S.A. ("**Richemont**").

For the purposes of approving the 103 Notice, the Board of Directors considered the fairness opinions issued by the financial advisors to the Issuer: Bank of America Merrill Lynch International Limited e Mediobanca – Banca di Credito Finanziario S.p.A..

Specifically, following the meeting, the Board considered fair, from a financial perspective, the consideration of Euro 38.00 for each ordinary share of YNAP tendered in the Offer.

The 103 Notice containing the reasoned assessment of the Issuer's Board of Directors over the Offer and over the consideration will be attached to the Offer Document (approved by Consob by way of resolution n. 20335 of 14 March 2018), which will be published by the Offeror, together with the fairness opinions issued by the financial advisors to YNAP representing the annexes to the 103 Notice.

Pursuant to Article 41 of Consob Regulation, it is also noted that YNAP Board of Directors, during the above meeting, furthermore resolved to tender in the Offer the n. 17,339 treasury shares of the Issuer.

For any additional information on the Offer, reference is made to the "*Announcement of the approval by Consob of the offer document*" released by Richemont on 14 March 2018 and to the Offer Document that will be published by the Offeror on 18 March 2018. The press release and documents related to the Offer are also available on YNAP website at [www.ynap.com](http://www.ynap.com) (under the section Investor Relations / Public Tender Offer on YNAP shares) and on Richemont's website at [www.richemont.com](http://www.richemont.com) (under the section Investors / YOOX NET-A-PORTER GROUP tender offer).

# YOOX NET-A-PORTER GROUP

## YOOX NET-A-PORTER GROUP

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## YOOX NET-A-PORTER GROUP

YOOX NET-A-PORTER GROUP is the world's leading online luxury fashion retailer. The Group is a Global company with Anglo-Italian roots, the result of a game-changing merger, which in October 2015, brought together YOOX GROUP and THE NET-A-PORTER GROUP; the two companies had revolutionized the luxury fashion industry since their birth in 2000.

YOOX NET-A-PORTER GROUP is a unique business with an unrivalled offering including multi-brand in-season online stores [NET-A-PORTER](#) and [MR PORTER](#), and multi-brand off-season online stores [YOOX](#) and [THE OUTNET](#), as well as numerous ONLINE FLAGSHIP STORES, all "Powered by YNAP". Through a joint venture established in 2012, YOOX NET-A-PORTER GROUP has partnered with Kering to manage the [ONLINE FLAGSHIP STORES](#) of several of the French group's luxury brands.

In 2016, YOOX NET-A-PORTER GROUP joined forces with Symphony, an entity controlled by Mohamed Alabbar's family, to establish a ground-breaking joint venture to create the Middle East's undisputed leader for online luxury retail.

Uniquely positioned in the high growth online luxury sector, YOOX NET-A-PORTER GROUP has an unrivalled client base of more than 3 million high-spending customers, over 840 million visits worldwide and consolidated net revenues of €2.1 billion in 2017. The Group has offices and operations in the United States, Europe, Middle East, Japan, China and Hong Kong and delivers to more than 180 countries around the world. YOOX NET-A-PORTER GROUP is listed on the Milan Stock Exchange as YNAP.

For further information: [www.ynap.com](http://www.ynap.com)

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