



Press Release

GAROFALO HEALTH CARE S.P.A COMPLETES THE ACQUISITION OF DOMUS NOVA S.P.A IN RAVENNA, ESTABLISHING A HOLDING OF 99.5% OF THE SHARE CAPITAL

DEFINED THE NEW GOVERNANCE STRUCTURE FOR THE ACQUIRED COMPANY, THAT WILL ALLOW TO TAKE ADVANTAGE OF ALL THE DEVELOPMENT OPPORTUNITIES OF THE FACILITY WHILE SIMULTANEOUSLY STRENGTHENING ITS POSITIONING IN THE AREA

Rome, July 28, 2021 - Garofalo Health Care S.p.A. (“**GHC**”), listed on the STAR segment of the Italian Stock Exchange, announces the completion of the acquisition of Domus Nova S.p.A. (“**Domus Nova**” or the “**Company**”), owner of the Domus Nova and San Francesco multi-specialist private acute hospitals, both located in Ravenna and accredited with the National Healthcare Service.

Further to the information published upon signature of the contract, GHC also communicates that it now holds a total of 99.5% of the share capital of Domus Nova, as the most part of the minority shareholders decided to sell their shares at the same economic conditions as those offered to signatories of the sale contract drawn up on June 23, 2021.

This operation, finalized only a few months after the acquisition of Clinica San Francesco of Verona (also a facility of absolute excellence located in a virtuous Region such as Veneto), confirms the acceleration given by the Group to its M&A strategy in 2021, despite the challenges and complexity linked to the Covid emergency.

With this acquisition, the Group's 2019 Pro-Forma aggregate Revenues (reference year as not impacted by the Covid-19 health emergency) would amount to approx. €293.0M⁽¹⁾ with an EBITDA of approx. €57.2M⁽¹⁾, almost doubling the performance recorded by the Group after the IPO both in terms of Revenues (equal to approx. €155.6M in 2018) and EBITDA (equal to approx. €29.8M⁽²⁾ in 2018).

Ms. Maria Laura Garofalo, Group Chief Executive Officer, stated: “*Domus Nova is a private hospital with a long-standing tradition, an impressive history and deep roots in the community. We intend to invest in the facility in order to tap into its great potential, in harmony with the local institutions and at the service of the local community.*”

The acquisition was completed directly by GHC S.p.A., that called the Shareholders' Meeting immediately following closure of the transaction to appoint the new Board of Directors and its Chairperson. Following the Shareholders' Meeting and the subsequent meeting of the newly-formed Board of Directors, the following were appointed to the Board and assigned the relative powers:

- Mr. Guido Dalla Rosa Prati (Chairman);
- Mr. Giuseppe Valastro (Vice Chairman);
- Ms. Maria Laura Garofalo (Director);
- Ms. Claudia Garofalo (Director);
- Mr. Antonio Roversi (Director).

At the same Board meeting, the title of Honorary Chairman was attributed to Mr. Stefano Grandi, son of one of Domus Nova's founding partners and Chairman of the outgoing Board of Directors for 25 years.

The robust governance structure defined is testament to GHC's commitment to ensuring a highly competent management able to seize all the significant development opportunities for the facility, which will continue to represent a healthcare and social reference point for the Ravenna area.

In particular, it should be noted that the powers attributed to Mr. Dalla Rosa Prati (also Chairman of the Board of Directors and Executive Director of the Poliambulatorio Dalla Rosa Prati of Parma, Chairman of the Board of Directors of Hesperia Hospital of Modena and of the Ospedali Privati Riuniti of Bologna, as well as Board

¹⁾ The detailed elements of the Pro-Forma aggregate 2019 Revenues and EBITDA figures are reported in the Press Release of June 23, 2021

²⁾ This value is referred to the Op. EBITDA Adjusted figure reported in the Press Release of April 18, 2019



Member of GHC S.p.A.) and to Mr. Valastro (also Executive Director of the Ospedali Privati Riuniti and Chairman of the Hesperia Hospital Strategic Committee) will allow a comprehensive and rapid integration between the newly acquired company and all the other GHC facilities in Emilia-Romagna, considered among Italy's leading Regions in terms of healthcare, where the Group now is present with 8 top-level facilities.

In settling the payment of Euro 33.5 million, GHC used both available cash and a bank loan signed with UniCredit.

* * *

GHC received legal support from Studio Legale Gianni & Origoni, tax and finance support from Crowe Bompani, and support from UniCredit as financial advisor. The vendors were supported in the legal aspects by BLF Studio Legale.

* * *

The GHC Group

The GHC Group, listed on the Milan Stock Exchange, is an Italian accredited private healthcare leader operating through 28 healthcare clinics demonstrating excellence, located in Italy's strongest regions and offering a comprehensive range of services covering all areas of healthcare thanks to diversified specialties, the use of cutting-edge technologies and highly-qualified personnel. The Group in fact operates across eight regions in Northern and Central Italy (Piedmont, Lombardy, Veneto, Friuli-Venezia Giulia, Emilia Romagna, Liguria, Tuscany and Lazio), covering in the hospital sector acute admissions, long-term care, post-acute rehabilitations and outpatient services (the "Hospital Sector"), and in the social services and dependency care sector covering residential admissions and district outpatient services (the "Dependency Care Sector").

* * *

FOR FURTHER DETAILS:

Garofalo Health Care S.p.A.
Mimmo Nesi - Investor Relator
Tel. +39 06 68489231 - ir@garofalohealthcare.com
Website: www.garofalohealthcare.com

Press Office

Close to Media
Via Caradosso, 8 - Milan
Tel.+39 02 7000 6237
Luca Manzato - luca.manzato@closetomedia.it
Lucia Nappa - lucia.nappa@closetomedia.it