

## **SOL GROUP**

### **PRESS RELEASE**

**SOL GROUP: the board of directors of SOL S.p.A. has approved the contribution of a business unit to its fully owned subsidiary, SOL Gas Primari S.r.l.**

The board of directors of SOL S.p.A. has today approved the transaction of the contribution of its Italian business unit dealing in the primary production of industrial and medicinal atmospheric gases (oxygen, nitrogen and argon), of carbon dioxide and hydrogen, to the newly incorporated SOL Gas Primari S.r.l. 100% controlled by SOL S.p.A.

This contribution is intended to streamline SOL Group's various activities in Italy and to manage the primary production plants more effectively and efficiently.

The expert's sworn in report on the contributed unit was determined on the basis of the book values at 30th September 2014 in the amount of EUROS 23,907,360.

During the current month of December, SOL S.p.A. will subscribe and pay a capital increase of SOL Gas Primari S.r.l. of EUROS 90,000, which includes a share premium of EUROS 23,817,360 to equal the overall contributed value of EUROS 23,907,360, by contributing to SOL Gas Primari S.r.l. the above mentioned business unit against the issuing of new shares in its own favour.

The contribution of the business unit shall anyhow become effective as of 1st January 2015.

Since this transaction involves the contribution of a business unit to a company entirely controlled by the subscriber, it is exempted from the obligations to file the relevant Information Document as required by Consob Issuers' Regulations (article 70 and annex 3B) and is furthermore exempted from the procedure for transactions with correlated parties (article 5).

SOL is an Italian multinational group operating in Europe and India in two distinct sectors - that of production, applied research and marketing of technical, pure and medicinal gases (the Technical Gases Area) and of medical assistance at home (the Home Care Area).

Monza, 11<sup>th</sup> December, 2014.