



PRESS RELEASE

Pierrel S.p.A.

Approval of the submission of a modification to the Ancillary agreement of 11 October 2017

Capua, 28 December 2017 – Pierrel S.p.A. (the "**Company**") announces that the Board of Directors of Pierrel, meeting today, has approved, in compliance with the provisions of the current legislation on transactions with related parties, the submission to Fin Posillipo S.p.A. and Bootes S.r.l. (collectively, the "**Reference Shareholders**") of a proposed amendment to the ancillary agreement to the reorganization plan of the Pierrel Group drawn up pursuant to and for the purposes of article 67, paragraph 3, letter d) of the Royal Decree of 16 March 1942, n. 267, as subsequently amended and updated (the "**Recovery Plan**") signed on 11 October 2017 between the Company and its subsidiary Pierrel Pharma S.r.l. with a single member, on the one hand, and Fin Posillipo S.p.A. and Bootes S.r.l., on the other (the "**Ancillary agreement**"). For further information on the Recovery Plan and the related Ancillary Agreement, see the press release of 11 October 2017 available on the Company's website at www.pierrelegroup.com, in the Press / Press Releases section.

More specifically, the amendment proposal submitted today to the Reference Shareholders only concerns the deferral to 30 June 2018 of the last available date, originally scheduled for 31 December 2017, for the execution by the Reference Shareholders of their commitment under the Ancillary Agreement to provide the Company, through payments for the future capital increase, financial resources for a total amount of € 2.8 million (the "**New cash payments**").

The proposed amendment was necessary since at today's date the Company asked the Reference Shareholders to perform only a part of the New cash payments and, more specifically, a total amount of € 1.0 million, while there was no need to ask the Reference Shareholders yet to pay the remaining amount of € 1.8 million, intended to finance some investments in the plants and equipment owned by the Pierrel Group. This is because these investments, originally expected to be done by 31 December 2017, were instead deferred by the Company to the first half of 2018.

Nevertheless, considering that the above investments have only been postponed and that it is not expected that the capital increase decided by the Shareholders' Meeting of the Company on 22 November (for further information, please refer to the press release of the 22 November 2017 available on the Company's website at www.pierrelegroup.com, Press/Press Releases section) can be carried out by the Company by the end of the first quarter of 2018, the Company has requested the Reference Shareholders to postpone to 30 June 2018 the deadline for the execution of the residual part of the New Cash Contributions (equal, as said, to € 1.8 million in total), in order to have the resources needed to carry out the investments set out in the Recovery Plan.

The decision of the Company's Board of Directors to submit to the Reference Shareholders the proposal to amend the Ancillary Agreement was taken in compliance with the current regulations on transactions with related parties and, therefore, after obtaining the unanimous favorable opinion of the Related Parties Committee of Pierrel, as the Company and Pierrel Pharma Srl with single member counterparties are: (a) Fin Posillipo S.p.A., owner of an interest in the Company equal to about 36.4% of the share capital and exercising a de facto control over the Company, whose managing director and significant shareholder, Mr Raffaele Petrone is also Chairman of Pierrel Board of Directors; and (b)



Bootes S.r.l., owner of an equity interest in the Company equal to about 5% of the relevant share capital and which exerts an influence on the Company having appointed a member within the Company's Board of Directors.

The amendment to the Ancillary Agreement also qualified as a Transaction of Greater Importance according to the parameters indicated in the Regulation on Transactions with Related Parties adopted by CONSOB with resolution no. 17221 of 12 March 2010, as subsequently amended and supplemented, and by the Related Party Procedure adopted by the Company. The information document summarizing the terms and conditions of the amendment to the Ancillary Agreement, if accepted by the Reference Shareholders, will be made available to the public as established by the applicable regulations.

* * *

Pierrel S.p.A., global provider for the pharmaceutical industry, specialises in the pharmaceutical production (Contract Manufacturing Division) and the development, registration and licensing of new drugs and medical devices (Pharma Division).

Pierrel Group is listed on the MTA exchange which is organised and managed by Borsa Italiana and boasts over 60 years' experience in the pharmaceutical sector, being one of Europe's leading producers of local and dental anaesthetics.

Pierrel also has a production unit in Capua, close to Naples, Italy, that has been authorised by the European Medicines Agency (EMA) and the Food and Drug Administration (FDA) for the aseptic production of injectable medicines.

The subsidiary Pierrel Pharma S.r.l. has registered and distributes the Orabloc® dental anaesthetic in Canada, US, Russia and Europe. The registered office of Pierrel S.p.A. is in Capua (CE), Italy.

For further information:

Pierrel S.p.A.

Investor Relations

Mr Fulvio Citaredo

E-mail: investor.relations@pierrelgroup.com

tel. +39 0823 626 111

fax +39 0823 626 228

Global Consult s.r.l.

Media Relations

Rossana Del Forno

E-mail: areacomunicazione@globalconsultsrl.com

tel. +39 333 6178665