



**MERGER OF F.I.L.A. FABBRICA ITALIANA LAPIS ED AFFINI S.P.A.
INTO SPACE S.P.A. - SIGNING OF THE MERGER DEED**

- *The merger deed of F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. into Space S.p.A. was signed today*
- *The Effective Merger Date will be June 1, 2015*
- *The post-merger company will take the name “F.I.L.A. Fabbrica Italiana Lapis ed Affini S.p.A.”*

Milan, May 6, 2015 – F.I.L.A.- Fabbrica Italiana Lapis ed Affini S.p.A. (“**FILA**”) and Space S.p.A. (“**Space**”) announce that the merger deed of FILA into Space (the “**Merger**”) was signed today, in execution of the motions undertaken by the respective Shareholders’ Meetings on February 19, 2015 and February 20, 2015.

Also, in execution of the so-called “Significant Transaction” approved by the above-stated Shareholders’ Meeting of Space of February 20, 2015, immediately before the signing of the Merger deed, the acquisitions by Space of the minority investments held in FILA by Melville S.r.l. (belonging to the Intesa Sanpaolo Group) and Venice European Investment Capital S.p.A. (investment company of Palladio Finanziaria S.p.A.), in total corresponding to 15.49% of the share capital of FILA, were completed.

The legal, accounting and tax effects of the Merger will run from June 1, 2015 (the “**Effective Merger Date**”), on the condition that the last of the registrations required by Article 2504 of the Civil Code takes place by May 27, 2015 and that CONSOB authorises the publication of the listing admission document on the MTA segment of the Investment Vehicles market of the ordinary Space shares issued in service of the Merger. The market will be notified in a timely market of these events.

The post-merger company will be governed by the new By-Laws which form an integral part of the Merger proposal - as approved by the respective Shareholders’ Meetings of the two companies - and, in particular, will take the name F.I.L.A. Fabbrica Italiana Lapis ed Affini S.p.A. with registered offices in Pero (Milan).

At the Effective Merger Date all shares comprising the share capital of FILA will be cancelled and exchanged with Space shares according to the share swap ratio (applicable both to ordinary FILA shares and to special FILA multi-vote shares) of 16.8017 Space shares for each FILA share. The exchanged ordinary shares and the exchanged special shares will be made available to the FILA shareholders, by the means established under the centralised Monte Titoli S.p.A. system and dematerialised from the Effective Merger Date.



The share capital of the post-merger company - except for minimal adjustments to the numbers, where necessary following the share swap operations - will total Euro 37,170,830 and be broken down into 37,719,830 shares, without nominal value of which 30,854,322 ordinary shares, 6,566,508 special multi-vote shares allocated to Pencil S.p.A. (FILA majority shareholder) and 299,000 special shares held by Space Holding S.r.l. (the Space promoter company).

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Space is the first Italian registered SPAC (Special Purpose Acquisition Company) to be incorporated as a SIV (Special Investment Vehicle) in accordance with the Borsa Italiana Regulation, and was listed in December 2013 on the MIV regulated market/SIV segment, organised and managed by Borsa Italiana. Space is promoted by Space Holding S.r.l., whose shareholders are Sergio Erede, Roberto Italia, Gianni Mion, Carlo Pagliani, Edoardo Subert, Alfredo Ambrosio and Elisabetta De Bernardi.

Fila has achieved outstanding success in Italy through its colouring, drawing, modelling, writing and painting tools and is now seen as the pinnacle for creative solutions across many countries thanks to brands such as GIOTTO, Tratto, DAS, Didò, Pongo and LYRA. Founded in Florence in 1920, FILA is a highly consolidated, dynamic and innovative industrial enterprise and continues to grow market share. Managed since 1956 by the Candela family, FILA has achieved global reach and will shortly list on the Stock Exchange. Under the stewardship of Massimo Candela, majority shareholder and CEO of FILA, the company has achieved strong growth over the last twenty years, with revenues of over Euro 230 million in 2014 while undertaking a series of strategic acquisitions: the Italian Adica Pongo in 1994, the US Dixon Ticonderoga in 2005, the German LYRA in 2008, the Mexican Lapiceria Mexicana in 2010 and the Brazilian Lycin in 2012. In addition to these acquisitions, in 2011 the company acquired a stake in the Indian company Writefine Products.

In 2014, FILA and Maimeri - a highly-renowned Italian enterprise involved in the production and sale of colours, paints and fine art products and accessories - set up Industria Maimeri. The joint venture was a major step in the Group's expansion on the fine arts market.

FILA operates through 11 production facilities and 19 subsidiaries across the globe and employs approx. 5,000.

For further information

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