

S O P A F

PRESS RELEASE

“SOPAF 2007-2012 3.875% Convertible Bonds”

- **Bond issue to total €49.7 million**
- **Offer commences on 23 July and expires on 10 August 2007**
- **Sopaf shareholder, Acqua Blu S.r.l., commits to purchase 20% of the issue**
- **Banca Akros signs agreement to underwrite the remaining 80%**

Milan, 19 July 2007 – Acting on board resolutions approved on 23 April 2007 and 29 June 2007, Sopaf S.p.A. has today set the definitive conditions for the issue of “SOPAF 2007-2012 3.875% Convertible Bonds” (the “Convertible Bonds”), to be optioned to shareholders.

On 18 July 2007, Borsa Italiana S.p.A. authorized the public trading of the Convertible Bonds, subject to the publication of an information prospectus covering the offer under option.

Also on 18 July 2007, CONSOB authorized the publication of the information prospectus, subject to the inclusion therein of information relating to the definitive conditions for the issue.

Sopaf has set the period for the offer under option from (and including) 23 July 2007 to (and including) 10 August 2007.

The option rights will be tradable on the Italian Securities Exchange from (and including) 23 July 2007 to (and including) 3 August 2007.

Any option rights not exercised at the expiration of the offer period shall be offered by Sopaf on the Italian Securities Exchange within the month subsequent to the expiration of the offer period, for at least five market trading days, pursuant to Article 2441, Paragraph 3 of the Italian Civil Code.

Sopaf has also established that:

- the nominal amount of the “SOPAF 2007-2012 3.875% Convertible Bonds” will equal €49,738,007.44 and that the nominal amount of the individual bonds will be €0.88 each;
- the number of bonds will be equal to 56,520,463;
- the pre-tax interest rate will be 3.875% per annum;

- the bonds will be offered under option to the shareholders at a ratio of 67 bonds for every 500 ordinary shares of Sopaf held;
- the company will increase its share capital through one or more transactions in order to service the conversion of the bonds, pursuant to Articles 2420-bis and 2420-ter of the Italian Civil Code, by a maximum nominal amount of €49,738,007.44, through the approval of one or more resolutions, with the issue of a maximum of 56,520,463 ordinary shares with no par value and regular rights of enjoyment, to be available exclusively and irrevocably for servicing the Convertible Bonds.

It is noted that the conversion ratio was set by the Board of Directors on 29 June 2007, and is equal to one ordinary share of Sopaf S.p.A. for each convertible bond. It is furthermore noted that the issue price is at par, i.e. the nominal value of the convertible bonds as indicated above.

As already specified in the press release issued on 29 June 2007, the issue will diversify the sources of financing and generate resources for developing, and enhancing the value of, the Group's investment projects.

Acqua Blu S.r.l. (the company directly holding roughly 25% of Sopaf, which is controlled by Giorgio Magnoni, who personally controls 31% of Sopaf through Acqua Blu S.r.l. and Alfabravo S.r.l.) has committed to exercise the option rights accruing to it, and to purchase 20% of the Convertible Bonds.

The remainder of the Convertible Bonds will be fully backed by the underwriting commitment of Banca Akros. The related underwriting agreement has been signed today.

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