

PRESS RELEASE

Satisfaction of all conditions precedent to the closing of the acquisition of a shareholding in Relatech S.p.A.

Closing of the transaction set for by the end of the first week of August 2024

On closing, a mandatory tender offer shall be launched on the remaining Relatech shares

Milan, 29 July 2024 – Further to the press release issued on 20 June 2024 announcing the signing by Gemini BidCo S.r.l. (“**Gemini BidCo**”) and Mr. Pasquale Lambardi and Gaxder S.r.l. (the “**Sellers**”), of a sale and purchase agreement (the “**SPA**”) pursuant to which the Sellers have undertaken to sell to Gemini BidCo a shareholding in Relatech S.p.A. (“**Relatech**”) representing approx. 53.24% of share capital (the “**Transaction**”), it is announced that:

- on 26 July 2024, the Italian Prime Minister’s Office communicated to Gemini BidCo that it will not exercise the special powers (so-called “*golden power*”) in relation to the execution of the Transaction;
- as of today, Gemini BidCo has received notice that the *Bundewettbewerbshörde* and the *Bundeskartellanwalt* have not submitted a request for an in-depth review of the Transaction and, therefore, pursuant to the applicable law, it is possible for the parties to proceed with closing of the Transaction;
- all conditions precedent to the closing of the Transaction provided in the SPA have now been met. Therefore, the closing of the Transaction is expected to take place by the end of the first week of August 2024 at the latest.

As previously announced, as a result of the closing of the Transaction, among other matters, Gemini BidCo will be required to launch a mandatory tender offer for the remaining Relatech shares. Further information on the mandatory tender offer will be contained in the notice that will be published on the closing date of the Transaction, pursuant to Article 102, paragraph 1, of Legislative Decree No. 58 of 24 February 1998.