## NOT FOR DISTRIBUTION OR RELEASE IN OR INTO ANY JURISDICTION IN WHICH OFFERS OR SALES OF SECURITIES WOULD BE PROHIBITED BY APPLICABLE LAW

Reno De Medici S.p.A. announces the successful pricing of its offering of €600 million of Floating Rate Senior Secured Notes due 2029

MILAN – March 27, 2024

Reno De Medici S.p.A. (the "**Issuer**" and, together with its direct parent company and its subsidiaries, the "**Group**") announces today that it has successfully priced an offering of €600 million of Floating Rate Senior Secured Notes due 2029 (the "**Notes**") which will be issued at an issue price of 98.00% and will bear interest at a rate equal to the sum of the three-month EURIBOR (subject to a 0% floor) plus 5.00% per year. The Offering is expected to close on April 8, 2024 subject to customary closing conditions. The Notes will mature on April 15, 2029.

The proceeds from the offering of the Notes will be used, together with cash on hand, directly or indirectly to (i) redeem the Issuer's existing €445.0 million aggregate principal amount of floating rate sustainability-linked senior secured notes due 2026, and pay any accrued and unpaid interest thereon, (ii) repay amounts outstanding under and cancel the Issuer's €126.0 million senior facilities agreement entered into in connection with the acquisition by the Issuer of 100% of the share capital of Fiskeby Holding AB, including any accrued and unpaid interest thereon, and (iii) pay fees and expenses in connection with the foregoing transactions, the offering of the Notes and the entry into its new revolving credit facility.

## **Cautionary Statement**

The Notes are being offered only to non-U.S. persons in offshore transactions pursuant to Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act, subject to market and other conditions. No assurance can be given that the offering of the Notes will be completed. The Notes offered have not been, and will not be, registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. This announcement does not constitute an offer to sell or the solicitation of an offer to buy the Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which, or to any persons to whom, such offer, solicitation or sale is unlawful.

Statements in this announcement which are not historical facts are forward-looking statements. All forward-looking statements involve risks and uncertainties which could affect the Group's actual results and could cause their actual results to differ materially from those expressed in any forward-looking statements made by, or on behalf of, the Group. The forward-looking statements and information contained in this announcement are made as of the date hereof, and the Group undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

It may be unlawful to distribute this announcement in certain jurisdictions. This announcement is not for distribution in Canada, Japan or Australia. The distribution of this announcement into certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. The information in this announcement does not constitute an offer of securities for sale in Canada, Japan or Australia.

Promotion of the Notes in the United Kingdom is restricted by the Financial Services and Markets Act 2000 (the "FSMA"), and accordingly, the Notes are not being promoted to the general public in the

United Kingdom. This announcement is for distribution only to, and is only directed at, persons who (i) are outside the United Kingdom (ii) are investment professionals as defined within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"); (iii) are persons falling within Article 49(2)(a) to (d) of the Order or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). This announcement is directed only at relevant persons and must not be acted on or relied on by anyone who is not a relevant person.

In addition, if and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in, any EEA member state, this announcement and the offering of any securities described herein are only addressed to and directed at persons in that member state who are "qualified investors" within the meaning of the Prospectus Regulation or in any other circumstances falling within Article 1(4) of the Prospectus Regulation (or who are other persons to whom the offer may lawfully be addressed) and must not be acted on or relied on by other persons in that member state. The offer and sale of the Notes are being made pursuant to an exception under the Prospectus Regulation from the requirement to produce a prospectus for offers of securities. This announcement does not constitute a prospectus within the meaning of the Prospectus Regulation or an offer to the public. The expression "Prospectus Regulation" means Regulation (EU) 2017/1129.

The securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II") or (ii) a customer within the meaning of Directive 2016/97/EU (as amended), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

If and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in, the UK, this announcement and the offering of any securities described herein are only addressed to and directed at persons in the UK who are "qualified investors" within the meaning of the UK Prospectus Regulation or in any other circumstances falling within Article 1(4) of the UK Prospectus Regulation (or who are other persons to whom the offer may lawfully be addressed) and must not be acted on or relied on by other persons in the UK. The offer and sale of the Notes are being made pursuant to an exception under the UK Prospectus Regulation from the requirement to produce a prospectus for offers of securities. This announcement does not constitute a prospectus within the meaning of the UK Prospectus Regulation or an offer to the public. The expression "UK Prospectus Regulation" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA").

The securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; or (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the

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EUWA (the "UK PRIIPs Regulation") for offering or selling the securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

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