



PRESS RELEASE

AS ALREADY STATED IN THE PRESS RELEASE OF THE LAST OCTOBER 12, THE COMPANY CONFIRMS THAT THE AMOUNT OF EU 5 MILLION SET AS RESOLUTIVE CONDITION OF THE SHAREHOLDERS' RESOLUTION HAS BEEN EXCEEDED

LAUNCH OF THE OFFER IN OPTION FOR WITHDRAWING SHARES, IN ACCORDANCE WITH ARTICLE 2437-QUATER OF THE CIVIL CODE

Empoli (FI), October 25, 2024

Sesa S.p.A., following the Press Release of October 12, 2024, confirms that the number of withdrawing shares, pursuant to the shareholders' resolution of August 28, 2024 concerning the increased voting rights mechanism from 2x to 3x, was higher than the amount of Eu 5 million set as Resolutive Condition of the Shareholders' resolution (the "Resolutive Condition").

It should be noted that the effectiveness of the resolution amending the Articles of Association was resolutely conditioned by the fact that the potentially amount payable by Sesa to the withdrawing shareholders (in accordance with Article 2437-quater of the Civil Code) exceeded the total value of Eu 5 (five) million (the "Resolutive Condition"). This Resolutive Condition had been placed in a restrictive manner, in order to proceed with the statutory amendment only in the light of a wide consensus of the shareholders.

Based on the withdrawal communications validly received by the Company, **the withdrawal right has been exercised for a total of 826,855 shares representing 5.33641% of the share capital of Sesa, for a total value, calculated based on the liquidation value determined at Eu 110.20 for each share (in accordance with Article 2437-ter of the Civil Code), higher than the amount of Eu 5 million set as Resolutive Condition of the Shareholders' resolution.**

The Company informs that the Notice of Offer in Option has been filed with the competent Companies' Register, at the withdrawal value of Eu 110.20 for each share, in accordance with Article 2437-quater of the Civil Code relating to shares subject to withdrawal, with publication on (i) the Company's website www.sesa.it, (ii) the authorized storage mechanism eMarket Storage consultable at the website www.emarketstorage.com and (iii) the daily newspaper "Domani" on October 26, 2024.

If the fulfilment of the Resolutive Condition is confirmed even at the outcome of the further step required by Article 2437-quater of the Civil Code and constituted by the Offer in Option of the withdrawing shares, the Shareholders' resolution in question will be considered definitively ineffective, as well as all the related withdrawal declarations.

The Company will give prompt and further information about the final outcome of the process.

This press release is also available on the company's website www.sesa.it, as well as on the authorized storage mechanism eMarket Storage consultable at the website www.emarketstorage.com.



Sesa S.p.A., with Headquarters in Empoli (Florence), is the operating holding company of a Group with presence on the whole Italian territory and foreign countries as Germany, Switzerland, Austria, France, Spain, Romania and China, that represents the reference player in Italy in technological innovation, consultancy and Vertical Applications for the business segment, with consolidated revenues of Eu 3,210.4 million (+10.4% Y/Y) and 5,691 employees as of April 30, 2024 (+21.0% Y/Y).

Sesa Group has the mission of offering technological solutions, consulting and business applications to support the digital evolution, transformation and innovation towards sustainability of Enterprises and Organizations, through the following business Sectors:

- SSI (Software and System Integration) with revenues of Eu 823 million and 3,852 Human Resources as of April 30, 2024;
- BS (Business Services) with revenues of Eu 114 million and 721 Human Resources as of April 30, 2024;
- VAS (Value Added Solutions) with revenues of Eu 2,143 million and 696 Human Resources as of April 30, 2024;
- DG (Digital Green) with revenues of Eu 245 million and 55 Human Resources as of April 30, 2024;
- Corporate with revenues of Eu 46 million and 367 Human Resources as of April 30, 2024.

Sesa Group pursues a sustainable development strategy for the benefit of its Stakeholders, with a track record in the period 2012-2024 of continuous growth in revenues (CAGR revenues 2012-2024 +12.1%), profitability (CAGR Ebitda 2012-2024 +15.8%) and employment (CAGR Human Resources 2012-2024 +17.0%). The long-term value generation strategy is based on skills development, environmental sustainability and social responsibility, with continuous improvement of ESG performance.

As of April 30, 2024, the Group generated a net economic value of about Eu 390 million (+26% Y/Y), distributed for over 65% to the remuneration of Human Resources, with 5,691 employees (+21.0% Y/Y), with improved hiring programs, education and Welfare programs to support diversity, work-life balance and well-being of Human Resources. Sesa introduced in its corporate bylaw the sustainable growth as Board of Directors priority and starting from FY 2022 Sesa has published the Integrated Annual Report, which represents both financial and ESG performance in a single complete and transparent document, in application of international reporting standards. In terms of sustainability governance, the Group's main companies achieved the ISO 14001 certification and the UN Global Compact membership.

Sesa has confirmed the Ecovadis rating at Gold level, the sustainability rating issued by MSCI at BBB level and the ESG rating issued by CDP at B level. Sesa is listed on the Euronext STAR Milan market (ISIN Code: IT0004729759) and is part of FTSE Italia Mid Cap index. Sesa is also part of Euronext Tech Leaders, Euronext's initiative dedicated to high-growth Tech companies.

For Media Information	For ESG and Financial Information
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