



PRESS RELEASE

ACQUISITION OF SMART ENGINEERING GMBH, COMPANY BASED IN GERMANY OPERATING IN MECHANICAL AND ELECTRONIC DESIGN AUTOMATION SOFTWARE SOLUTIONS SECTOR

Empoli (FI), October 28, 2024

Sesa (“SESA” – SES.MI), reference player in Digital Technology, System Integration and Business Application for the business segment, with about Eu 3.2 billion consolidated revenues and 5,700 employees as of April 30, 2024, has signed a binding agreement, through Var Group S.p.A., to acquire 55% of the share capital of SMART Engineering GmbH (“SMART Engineering”), that will be progressively integrated in the Var Industries Business Unit, strengthening skills and software solutions for engineering sector in the German market.

SMART Engineering, established in 1996 and based in Buchholz in der Nordheide and Dillenburg (Germany), is focused on Computer Aided Engineering (CAE) software solutions, as well as offering innovative engineering services for FEM/CFD calculations and simulation software, with an engineering enterprise customer set, operating in machinery, electronics, aerospace, defence, automotive, shipbuilding and automation.

SMART Engineering, with revenues in the Fiscal Year 2023 of Eu 2 million and an Ebitda Margin of about 12%, is a partner of Siemens PLM Software and Siemens EDA Software (formerly Mentor Graphics), with a team of about 10 skilled resources.

The corporate acquisition has been closed on evaluation criteria in line with those usually adopted by Sesa Group (5 times the average normal Ebitda of the target company), with the operative involvement of the Managing Partner and founder of SMART Engineering Rolf Bröske, targeting sustainable growth of skills and specializations and the progressive integration in Var Industries.

Var Group, thanks to the aggregation of SMART Engineering in the Var Industries Business Unit, established in 2017 with the acquisition of Tech Value S.p.A., and developed thanks to the following acquisitions of PBU CAD-Systeme GmbH in February 2019, Cadlog Group S.r.l. in May 2021, TRIAS Mikroelektronik GmbH in October 2023 and SmartCAE S.r.l. in January 2024, will generate revenues of approximately Eu 60 million as of April 30, 2025, of which 40% abroad, mainly in the DACH Area, with about 200 skilled human resources.

The corporate partnership integrates the wider Sesa Group strategy of investment in the industrial development of its vertical digital skills in strategic sectors for the European economy, to support the digital transformation of Enterprises and Organizations.



*“Thanks to the acquisition of SMART Engineering, we strengthen our presence alongside the European manufacturing districts, supporting the digital transformation of engineering intensive companies. We strengthen our European digital engineering centre supporting the industrial design, thanks to the most innovative technologies. With the aggregation of SMART Engineering, in the Fiscal Year ending on April 30, 2025, we will develop a perimeter of 200 human resources and Eu 60 million revenues in the main European countries, with the aim of further growth and consolidation, enabling technological innovation and digital transformation of manufacturing Industry”, stated **Francesca Moriani, CEO of Var Group S.p.A. and Filippo D’Agata, Head of Var Industries.***

*“We are glad to join Var Group and Sesa Group organization, to accelerate our skills development and to contribute with our know-how to the development of Var Industries organization, improving all the digital skills of our human capital, with innovative solutions developed for the benefit of engineering-intensive enterprises of the main European and international districts” stated **Rolf Bröske, Founder of SMART Engineering.***

*“We extend our path of skills aggregation, strengthening our specializations in the mechanical and electronic design software solutions sector and further enriching our offering of skills and software solutions for the engineering sector, expanding our customer base and human capital. We will continue to boost our industrial development through bolt-on M&A, with objectives of sustainable and long-term value generation for our stakeholders”, stated **Alessandro Fabbroni, CEO of Sesa.***

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.



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