



## PRESS RELEASE

### FINAL RESULTS OF THE OFFER IN OPTION AND PRE-EMPTION

#### FOLLOWING THE FINAL CONFIRMATION OF THE RESOLUTIVE CONDITION FULFILMENT COMMUNICATION, INEFFECTIVENESS OF THE SHAREHOLDERS' MEETING RESOLUTION CONCERNING THE INCREASED VOTING RIGHTS MECHANISM, OF THE WITHDRAWAL DECLARATIONS AND OF THE COMMUNICATIONS OF EXERCISE OF OPTION AND PRE-EMPTION RIGHTS

##### **Empoli (FI), December 3, 2024**

Sesa ("SESA" – SES.MI) announces that on November 28, 2024, the application period of the Offer in Option and Pre-emption pursuant to article 2437-quater, paragraph two, of the Italian Civil Code (the "Offer in Option") ended. The Offer in Option was addressed to shareholders who had not exercised, in whole or in part, the withdrawal right related to the approval of the Articles of Association amendment regarding the increased voting rights mechanism from 2x to 3x, approved by the Extraordinary Shareholders' Meeting held on August 28, 2024 (the "Resolution").

Following the outcome of the Offer in Option, the amount the Company would have had to pay to the withdrawing shareholders pursuant to article 2437-quater of the Italian Civil Code (equal to the unit price of Eu 110.20 multiplied by the number of withdrawal shares not purchased at the time of the Offer in Option) was higher than the amount of Eu 5 (five) million set as Resolutive Condition of the Shareholders' resolution effectiveness.

In light of the above, Sesa confirms the Resolutive Condition fulfilment as already announced and, consequently, the Resolution, the withdrawal declarations received, and the communications of exercise of option and pre-emption rights are considered ineffective. Therefore, the shares subject to withdrawal right will be released from the restriction referred to article 2437-bis, paragraph two, of the Civil Code, based on the technical time needed to proceed with the aforementioned release.

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*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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<b>For Media Information</b>	<b>For ESG and Financial Information</b>
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