

Bolzano, 03.12.2024

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ALPERIA S.p.A. ANNOUNCES INDICATIVE RESULTS OF THE TENDER OFFER

Bolzano, 3 December 2024: Alperia S.p.A. (“**Alperia**” or the “**Company**”) hereby announces, on a non-binding basis, the indicative results of its invitation to eligible noteholders (the “**Noteholders**”) of its €500,000,000 5.701 per cent. “Green Bond” Notes due 5 July 2028 (ISIN: XS2641794081) (the “**Notes**”) to tender their Notes for purchase by the Company for cash (the “**Offer**”) on the terms and subject to the conditions set out in the tender offer memorandum dated 25 November 2024 (the “**Tender Offer Memorandum**”).

The Offer was announced on 25 November 2024 and was made subject to the offer and distribution restrictions set out in the Tender Offer Memorandum and the launch announcement issued on the same date.

Capitalised terms used in this announcement and not otherwise defined have the meanings given to them in the Tender Offer Memorandum.

The Company announces on a non-binding basis as follows:

- at the Expiration Deadline of 5.00 p.m. (CET) on 2 December 2024, an aggregate nominal amount of €148,567,000 of Notes had been validly tendered pursuant to the Offer¹;

¹ Such amount includes also Notes tendered pursuant to a late instruction received after the Expiration Deadline in respect of which the Dealer Managers and the Company decided to waive the expiration deadline in accordance with the terms and conditions of the Tender Offer Memorandum.

Alperia AG Zwölfmalgreiner Straße 8, 39100 Bozen, Italien

Alperia SpA Via Dodiciville 8, 39100 Bolzano, Italia

T +39 0471 986 111, F +39 0471 987 100

info@alperia.eu, alperia@pec.alperia.eu, www.alperigroup.eu

Gesellschaftskapital / Capitale sociale: Euro 750.000.000,00 v.e. / i.v.

MwSt.-, St.- und Eintragungsnr. im HR Bozen / P. IVA, C. F. e nr. iscrizione RI Bolzano: 02858310218

- the Tender Acceptance Amount is expected to be in an aggregate nominal amount equal to €148,567,000; and
- no *Pro Ration* Factor is expected to be applied to valid tenders of Notes,

as also set out in the following table.

Description	ISIN	Outstanding Nominal Amount	Aggregate Nominal Amount Tendered	Indicative Tender Acceptance Amount	<i>Pro Ration</i> Factor
€500,000,000 5.701 per cent. “Green Bond” Notes due 5 July 2028	XS2641794081	€500,000,000	€148,567,000	€148,567,000	Not Applicable

The Benchmark Rate, Purchase Yield and Purchase Price are expected to be determined at or around 1.00 p.m. (CET) today in the manner described in the Tender Offer Memorandum. As soon as reasonably practicable after such determinations, the Company expects to make a further announcement as to whether it will accept valid tenders of Notes pursuant to the Offer and, if so, it also expects to announce (i) the final Tender Acceptance Amount and any *Pro Ration* Factor (if applicable), (ii) the amount of Accrued Interest (if any), (iii) the Benchmark Rate, the Purchase Yield and the Purchase Price; and (iv) the aggregate nominal amount of Notes that will remain outstanding after the Settlement Date.

Subject to confirmation in the further announcement referred to above, the expected Settlement Date for the Offer is 5 December 2024.

Further Information

A complete description of the terms and conditions of the Offer is set out in the Tender Offer Memorandum. BNP PARIBAS, Intesa Sanpaolo S.p.A. and Mediobanca – Banca di Credito Finanziario S.p.A. are the Dealer Managers for the Offer.

Questions and requests for assistance in connection with the Offer may be directed to:

DEALER MANAGERS

BNP PARIBAS

16, boulevard des Italiens
75009 Paris
France

Attention: Liability Management Group
Telephone: +33 1 55 77 78 94
Email:
liability.management@bnpparibas.com

Intesa Sanpaolo S.p.A.

Divisione IMI Corporate & Investment
Banking
Via Manzoni, 4
20121 Milan
Italy

Attention: Liability Management Group
Telephone: +39 02 7261 6502
Email: *IMI-*
liability.management@intesasanpaolo.com

Mediobanca – Banca di Credito Finanziario S.p.A.

Piazzetta E. Cuccia, 1
20121 Milan
Italy

Attention: LM Corporate
Telephone: +39 02 8829 840
Email: *MB_LM_CORP_IT@mediobanca.com*

Questions and requests for assistance in connection with the delivery of Tender Instructions including requests for a copy of the Tender Offer Memorandum and for copies of any announcement, press release and notice may be directed to:

TENDER AGENT

Kroll Issuer Services Limited

The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom

Attention: Alessandro Zorza
Telephone: +44 (0) 20 7704 0880
Email: *alperia@is.kroll.com*
Offer website: *<https://deals.is.kroll.com/alperia>*

Disclaimer

Each Noteholder is solely responsible for making its own independent appraisal of all matters as such Noteholder deems appropriate (including those relating to the Offer, the Notes and the

Company) and each Noteholder must make its own decision as to whether to tender any or all of its Notes for purchase pursuant to the Offer.

Noteholders should consult their own tax, accounting, financial, legal and other professional advisers regarding the suitability to themselves of the tax, accounting, financial, legal or other consequences of participating in the Offer. None of the Company, the Dealer Managers, the Tender Agent or their respective Affiliates, or any director, officer, employee or agent of any of the foregoing, is acting for any Noteholder, or will be responsible to any Noteholder for providing any protections which would be afforded to its clients or for providing advice in relation to the Offer, and accordingly none of the Company, the Dealer Managers, the Tender Agent, any of their respective Affiliates or any directors, officers, employees or agents of the foregoing make any recommendation whatsoever regarding the Offer, or any recommendation as to whether Noteholders should tender their Notes for purchase pursuant to the Offer.

None of the Dealer Managers, the Tender Agent, their respective Affiliates or any directors, officers or employees of any of the foregoing assumes any responsibility for the accuracy or completeness of, or for any misstatement in or omission from, the information concerning the Offer, the Company or the Notes contained in this announcement and in Tender Offer Memorandum.

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offer. If any Noteholder is in any doubt as to the contents of this announcement or the Tender Offer Memorandum or the action it should take, it is recommended to seek its own financial, accounting, legal, tax or other professional advice immediately from its stockbroker, bank manager, solicitor, accountant and/or such other independent professional advisers as it sees fit.

For the avoidance of doubt, nothing in this announcement or in the Tender Offer Memorandum or the electronic transmission thereof constitutes an offer to buy or the solicitation of an offer to sell Notes.

Neither this announcement nor the Tender Offer Memorandum constitutes an invitation to participate in the Offer in any jurisdiction in which, or to any person to whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this announcement or the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession either this announcement or the Tender Offer Memorandum comes are required by each of the Company, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.