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NOTICE TO SHAREHOLDERS

pursuant to Article 2437-quater, paragraphs 1 and 2, of the Italian Civil Code and
Article 84 of Consob Regulation No. 11971/1999

EUROTECH S.p.A. - Rights offering

Introduction

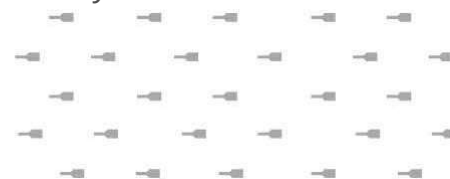
(i) On October 15, 2025, the Extraordinary Shareholders' Meeting of Eurotech S.p.A. (“**Eurotech**” or the “**Company**”) approved the resolution to amend Article 5 of the Articles of Association in order to introduce the threshold of 40% of the share capital (or voting rights) for the purposes of triggering the obligation to launch a takeover bid (the “**Relevant Resolution**”);

(ii) on October 20, 2025, the Relevant Resolution was registered with the Udine Companies Register (the “**Registration Date**”);

(iii) holders of Eurotech ordinary shares who did not participate in the approval of the Relevant Resolution (i.e., shareholders who were absent, abstained, and dissenting) were granted the right of withdrawal, pursuant to Article 106, paragraph 1-ter, of Legislative Decree 58/1998 and Articles 2437 et seq. of the Italian Civil Code (the “**Right of Withdrawal**”);

(iv) the Right of Withdrawal could be exercised within fifteen days of the Registration Date and, therefore, by November 4, 2025 (inclusive);

(v) the Right of Withdrawal has been validly exercised for a total of 20,929 ordinary shares (the “**Shares Subject to Withdrawal**”), representing approximately 0.054% of the



Company's share capital; the unit liquidation value is €0.847 and the total liquidation value of the Shares Subject to Withdrawal is therefore €17,726.863;

(vi) pursuant to Article 2437-quater, paragraph 1, of the Italian Civil Code, the liquidation of the Shares Subject to Withdrawal shall take place, first of all, through the offer of the same to the Company's shareholders who hold shares for which the Right of Withdrawal has not been exercised, in accordance with the procedures indicated below;

(vii) the rights offering of the Shares Subject to Withdrawal referred to in this notice was filed on November 19, 2025, with the Udine Companies Register and made available on the same date on the Company's website (www.eurotech.com, Investors / Shareholders' Meeting) section, and will also be published on November 20, 2025, in the daily newspaper "Italia Oggi."

Fulfilment of the Maximum Disbursement Condition and effectiveness of the Relevant Resolution

As resolved by the Extraordinary Shareholders' Meeting held on October 15, 2025, the effectiveness of the Relevant Resolution was subject to the Maximum Disbursement Condition (as defined below), consisting of the circumstance that the amount of money to be paid by the Company, pursuant to Article 2437-quater of the Italian Civil Code, to the withdrawing shareholders should not exceed a total of €600,000 (the "**Maximum Disbursement Condition**"). In light of the total liquidation value of the Shares Subject to Withdrawal, amounting to €17,726.863, which is therefore lower than the amount specified in the condition, the Maximum Disbursement Condition has been met. Ultimately, given that the Maximum Disbursement Condition has been met, the Relevant Resolution has become fully effective.

Terms and conditions of the Rights Offering

Pursuant to Article 2437-quater of the Italian Civil Code, the Shares Subject to Withdrawal are offered as a rights offering (the "**Rights Offering**"), on equal terms, to Eurotech shareholders in proportion to the number of shares held at the close of business on November 20, 2025 (record date) and for which the Right of Withdrawal has not been exercised (the "**Eligible Parties**"), as follows:

(i) 1 Share Subject to Withdrawal for every 1,836 option rights ("**Option Rights**") exercised,



due to ordinary shareholders.

The Option Rights due to Eurotech ordinary shares, represented by coupon no. 2, are not negotiable and the number of Shares Subject to Withdrawal that can be purchased against the Option Rights exercised is determined by rounding down to the nearest whole number. It should be noted that one Option Right is credited for each share of the Company (excluding the Shares Subject to Withdrawal and treasury shares); if necessary, the Company reserves the right to make further rounding adjustments to balance the transaction. The option ratio may be subject to change as a result of declarations of exercise of the Right of Withdrawal sent by the deadline and not yet received by the Company, which will be promptly communicated by means of a notice published on the Company's website www.eurotech.com (Investors / Shareholders' Meeting section).

Offering Price

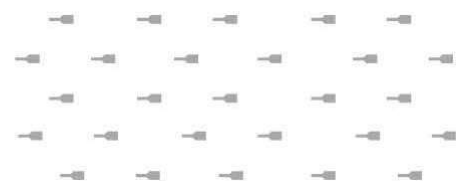
The Price of the Rights Offering (“**Offering Price**”) is equal to the liquidation value of the Shares Subject to Withdrawal, as established pursuant to Article 2437-ter, paragraph 3, of the Italian Civil Code, and therefore €0.847 per ordinary share.

Acceptance Period

The acceptance period for the Rights Offering, during which Eligible Parties may exercise their Option Right on the Shares Subject to Withdrawal, under penalty of forfeiture, and, under the conditions specified below, exercise their pre-emption right pursuant to Article 2437-quater, paragraph 3, of the Italian Civil Code (the “**Pre-emption Right**”), shall run from November 19, 2025, to December 19, 2025 (both inclusive) (the “**Acceptance Period**”).

How to participate

Participation in the Rights Offering and any exercise of Pre-emptive Rights must be carried out by Eligible Parties through intermediaries participating in the Monte Titoli S.p.A. centralized management system, in accordance with the procedures that each intermediary will communicate to its clients, or by signing a specific form (the “**Participation Form**”), available on the Company's website www.eurotech.com (Investors / Shareholders' Meeting



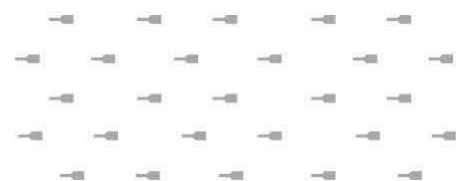
section) and distributed by Eurotech to intermediaries through Monte Titoli S.p.A., subject to verification by the intermediaries of the participant's entitlement to exercise the Option Right and any Pre-emption Right on the Shares Subject to Withdrawal.

Right of Pre-emption and placement to third parties

Pursuant to Article 2437-quater, paragraph 3, of the Italian Civil Code, Eligible Parties who exercise their Option Rights on the Shares Subject to Withdrawal under the terms and conditions of this Rights Offering, provided that they make a simultaneous request in the Participation Form, may also exercise the Right of Pre-emption, concerning the purchase at the Offering Price of the Shares Subject to Withdrawal that remain unopted at the end of the Rights Offering (the “**Unopted Shares**”). To this end, when accepting the Rights Offering, Eligible Persons must indicate to the intermediaries, in the appropriate section of the Participation Form, the maximum number of Unopted Shares for which they intend to exercise the Right of Pre-emption. The Unopted Shares will be allocated to those who have exercised the Right of Pre-emption up to the maximum amount requested by each in pre-emption. If the Unopted Shares are not sufficient to satisfy all requests, they will be allocated among those who have exercised the Right of Pre-emption in proportion to the number of Option Rights exercised by each of them. If, following the outcome of the Rights Offering and the possible exercise of the Right of Pre-emption, there are any Shares Subject to Withdrawal remaining (the “**Residual Shares**”), the Company will evaluate the opportunity to place them to third parties in the manner permitted (the “**Third-Party Placement**”). The terms and conditions for participating in any Third-Party Placement will be communicated in accordance with the laws and regulations in force at the time and published on the Company's website. It should be noted that, in the event of failure to place all the Shares Subject to Withdrawal following the Rights Offering, the exercise of the Right of Pre-emption and any Third-Party Placement, Article 2437-quater, paragraphs 5 and 6, of the Italian Civil Code provides that the Residual Shares will be redeemed through purchase by the Company using available reserves, even in derogation of Article 2357, paragraph 3, of the Italian Civil Code; in the absence of available profits and reserves, a reduction in share capital must be resolved.

Outcome of the Rights Offering

Eurotech will announce the outcome of the Rights Offering – including any exercise of pre-

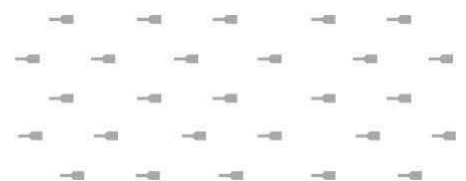


emption rights – by publishing a notice on its website www.eurotech.com (Investors / Shareholders' Meeting section) and by other means in accordance with the law. The number of Withdrawn Shares assigned to individual participants in the Rights Offering who have exercised their Option Rights and, where applicable, their Pre-emption Rights, will be communicated to the interested parties by their respective intermediaries in accordance with the terms and procedures applied by them.

Exclusions

The Option Rights and the Shares Subject to Withdrawal offered as options and pre-emptive rights pursuant to Italian law are not, and may not be, offered or sold in countries where the Offering is not permitted without specific authorization in accordance with applicable regulations, or in derogation thereof. The Option Rights and the Shares Subject to Withdrawal are not registered in the United States of America pursuant to the Securities Act of 1933, as amended (the “**Securities Act**”), and may not be offered, sold, pledged, subscribed, exercised, resold, waived, transferred, or delivered, directly or indirectly, in the United States of America without registration under the Securities Act, except pursuant to an exemption or a transaction not subject to the registration requirements of the Securities Act and in compliance with applicable state or local laws governing securities in any state or other jurisdiction of the United States. In any case, the Option Rights remain non-negotiable.

Amaro (Italy), 19 November 2025



Eurotech

Eurotech (ETH:IM) is a multinational company that designs, develops and delivers Edge Computers and Internet of Things (IoT) solutions complete with services, software and hardware to system integrators and enterprises. By adopting Eurotech's solutions, customers have access to components and software platforms for IoT, Edge Gateways to enable asset monitoring, and high-performance Edge Computer for applications including Artificial Intelligence (Edge AI). To offer more and more complete solutions Eurotech has activated partnerships with leading companies in their field of action, thus creating a global ecosystem that allows it to create "best in class" solutions for the Industrial Internet of Things.

More information: www.eurotech.com.

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