

Press Release

Legal effectiveness of the reverse Merger through incorporation of Zenit S.p.A. into Il Sole 24 ORE S.p.A. and redemption of the Financing Agreement

Milan, May 19, 2026 – Following the press release published as of March 6, 2026, which reference is made to, it is hereby announced that the deed of reverse merger through incorporation of Zenit S.p.A. (“**Zenit**”), a wholly-owned subsidiary company of Confindustria – Confederazione Generale dell’Industria Italiana (“**Confindustria**”) through Confindustria Servizi S.p.A., into Il Sole 24 ORE (the “**Merger**”), entered into on May 14, 2026, has become legally effective today, whereas the Merger’s accounting and tax effects have entered into effect, as already provided, from January 1st of the year on which the Merger becomes legally effective, i.e. January 1st, 2026.

Following, in particular, the meetings of the Boards of Directors of Il Sole 24 ORE and Zenit, held on March 6, 2026, and the Shareholders’ meetings of the companies participating in the Merger, which approved the Merger plan on March 10, 2026, the deadline set forth under Article 2503 of the Italian Civil Code, aimed at allow the creditors to file potential oppositions against the Merger, expired on May 11, 2026, without any objection having been filed.

With the effectiveness of the Merger, Il Sole 24 ORE has also carried out today the full redemption of the Financing Agreement. In this regard, it is recalled that, based on the assessments and assumptions described in the economic-financial plan attached to the Directors’ report prepared pursuant to Articles 2501-bis, paragraph 3, and 2501-quinquies of the Italian Civil Code, the Board of Directors of Il Sole 24 ORE had deemed Il Sole 24 ORE’s debt resulting from the Merger to be financially sustainable. In this regard, the Company reaffirms that, even following the whole redemption of the Financing Agreement, Il Sole 24 ORE has and expects to have in the future operating cash flows that are overall adequate to achieve the results envisaged in its economic and financial plan and to fulfill its financial commitments towards third-party creditors, including the holders of the bonds issued by the Company on July 29, 2021.

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