

PRESS RELEASE

BolognaFiere S.p.A.: Board approves proposal for capital increase and amends the 2026 financial calendar

Bologna, 19 June 2026 The Board of Directors of **BolognaFiere S.p.A.**, a company listed on the Professional Segment of the Euronext Growth Milan market, organised and managed by Borsa Italiana, met today and resolved to submit to the approval of the Extraordinary Shareholders' Meeting, to be convened on **29 September 2026**, the proposal for a paid and divisible share capital increase, to be paid in cash, for a maximum total amount of **Euro 20,000,000**, including any share premium, through the issue of ordinary shares with no indication of nominal value and carrying the same characteristics and rights as the outstanding shares, to be offered under option to eligible shareholders pursuant to Article 2441, paragraph 1, of the Italian Civil Code hereinafter, the "**Capital Increase**".

The final deadline for subscription of the Capital Increase has been set at **31 March 2027** and the issue price of the shares — determined taking into account general market conditions and the performance of the BolognaFiere share — is equal to **Euro 1.25**. Within the overall amount, the proposal provides for the granting of a mandate to the Board of Directors to:

- (i) define the final amount of the Capital Increase;
- (ii) determine the number of new shares and the option ratio; and
- (iii) establish the terms and timing for the exercise of option rights by Shareholders, as well as the terms for the trading of option rights on EGM-Pro, subject to agreement with Borsa Italiana S.p.A.

Any new shares that may remain unsubscribed following the exercise of option rights by the Company's Shareholders will also be placed with third parties, in one or more tranches, in compliance with applicable regulations, by the Company's administrative body, within the same deadline of **31 March 2027**.

The proceeds raised through the Capital Increase are intended to support the further growth programme of the Company and the Group, including strategic investments to develop and expand the business.

The Capital Increase will be carried out in compliance with Regulation EU 2017/1129.

At the same time, the Board of Directors resolved to submit to the approval of the same Extraordinary Shareholders' Meeting the proposal to grant the Board itself a mandate, pursuant to Article 2443 of the Italian Civil Code, to increase the share capital, in one or more tranches, for a maximum total amount of **Euro 4,000,000**, including any share premium hereinafter, the "**Mandate**".

The capital increase subject to the Mandate would be carried out with the exclusion of pre-emption rights pursuant to Article 2441, paragraph 4, first sentence, of the Italian Civil Code, as it is intended to be offered for subscription to the **Municipality of Bologna** and paid up through the contribution in kind of assets deemed by the Board of Directors to be instrumental to the pursuit of the corporate purpose.

The transaction provides for the issue of ordinary shares with no indication of nominal value, carrying the same characteristics and rights as the shares already in circulation.

The Mandate, if granted, may be exercised within **two years** from the date of the relevant shareholders' resolution. This timeframe is intended to provide the Company with a flexible, efficient and timely operational tool suitable for seizing potential opportunities to acquire instrumental assets contributed by the Municipality of Bologna, functional to the growth and development path of the **BolognaFiere Group**.

The Mandate also enables the Board of Directors, in compliance with the limits and criteria established by law and by the shareholders' resolution, to determine the overall terms and conditions of the transaction, including the amount of the capital increase, the issue price of the shares and the valuation of the assets subject to contribution, in line with best practices applicable to similar transactions.

Both proposals that the Board of Directors has resolved to submit to the Extraordinary Shareholders' Meeting entail an amendment to Article 7 of the Company's Articles of Association.

For further information on the proposals to be submitted to the Extraordinary Shareholders' Meeting, please refer to the Explanatory Report prepared pursuant to law, which will be published within the terms and according to the procedures provided for by applicable laws and regulations.

FURTHER RESOLUTIONS OF THE BOARD OF DIRECTORS

During today's meeting, with a view to progressively aligning with the best practices of listed companies, the Board of Directors also resolved to bring forward to **10 September 2026** the approval of the consolidated half-year financial report as at **30 June 2026**. Therefore, partially amending the press release dated **16 December 2025**, the updated 2026 financial calendar is as follows:

DATA	EVENTO
25 march 2026	<i>Board of Directors meeting for the approval of the draft separate financial statements and consolidated financial statements for the year ended 31 December 2025</i>
28 april 2026	<i>Shareholders' Meeting for the approval of the financial statements for the year ended 31 December 2025, on first call and, if necessary, on second call on 29 April 2026</i>
10 September 2026	<i>Board of Directors meeting for the approval of the consolidated half-year financial report as at 30 June 2026, voluntarily subject to limited audit</i>

The 2026 corporate events calendar is available on the BolognaFiere website www.bolognafiere.it, Investor Relations/Financial Calendar section. This press release is available on the BolognaFiere website www.bolognafiere.it, Investor Relations/Financial Press Releases section, and on the 1INFO system for the dissemination and storage of regulated information www.1info.it.

BolognaFiere S.p.A. ISIN: IT0003516066, ticker BF is one of the leading international exhibition operators. The Group covers all phases of the value chain exhibition organisation, venue

management, stand fitting & architecture, operates in more than 15 countries across 3 continents Europe, Asia and America and organises approximately 100 exhibition events every year. In 2005, it was the first Italian exhibition operator to open an office in China, where it currently employs approximately 90 people. It is the leading operator in Italy in terms of turnover share and events organised abroad, is the global leader in the cosmetics sector with the Cosmoprof brand and in the Italian stand fitting market with the brands belonging to Henoto S.p.A., and organises the most important international children's publishing fair, the Bologna Children's Book Fair. In Italy, the Group operates in 4 exhibition and congress venues: Bologna, Modena, Ferrara and Bari, the latter as industrial partner with a 15% stake in Nuova Fiera del Levante S.r.l.

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