



KME Group S.p.A.

Registered office: 20121 Milan (MI) - Foro Buonaparte 44

Share Capital Euro 200,154,177.66 fully paid up

Tax Code and Milan Companies Register no. 00931330583

www.itkgroup.it

PRESS RELEASE

KME GROUP S.P.A. 2024-2029 BOND LOAN

- **Filing with CONSOB and provision to the public of the Information Document relating to the public subscription offer on the MOT of up to 25,000,000 “KME Group S.p.A. 2024 – 2029” Bonds.**
- **Public subscription offer from 25 September 2025 to 3 October 2025, with settlement date scheduled for 7 October 2025.**

Milan, 22 September 2025 – With reference to the public subscription offer of newly issued bonds of the loan called “KME Group S.p.A. 2024 - 2029” (the “**Loan**” and, as regards the bonds subject to the Loan, the “**Bonds**”) promoted by KME Group S.p.A. (“**KME**” or the “**Issuer**” or the “**Offeror**”) referred to in the press release issued on 17 September 2025, it is hereby stated that the information document relating to the public subscription offer which will be held on the MOT (Electronic Bond Market) organised and managed by Borsa Italiana S.p.A. (the “**MOT**”) for a maximum of 25,000,000 Bonds (the “**Information Document**”) was filed with CONSOB and, together with the additional documentation relating to the Offer, including the regulation of the Loan, simultaneously made available to the public on the Issuer’s website www.itkgroup.it/en in the dedicated area “News”.

Following the filing and publication of the Information Document, a public subscription offer will be launched regarding 25,000,000 Bonds deriving from the Loan, intended for listing on the MOT (the “**Offer**”).

The ISIN code that can be used for the subscription of the newly issued Bonds is IT0005670812 and this code, on the Trading Day following the Payment Date, will be automatically converted into the ISIN code IT0005597874, which identifies the Bonds of the Loan currently outstanding and listed on the MOT. The newly issued Bonds will be fungible with the Bonds currently outstanding.

It should be noted that Borsa Italiana S.p.A. (“**Borsa Italiana**”) had authorised the Loan Bonds to be listed on the MOT, effective from 2 August 2024. The newly issued Bonds will be automatically admitted to trading on the MOT pursuant to article 2.4.1, paragraph 7, of the Regulation of the Markets organised and managed by Borsa Italiana (the “**Stock Exchange Regulations**”), in the same manner as the Bonds already listed as at today’s date and such trading will commence on the Trading Day following the Payment Date.

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PUBLIC SUBSCRIPTION OFFER

The Offer shall be subscribed using the ISIN code IT0005670812 indicated above, exclusively through the MOT using intermediaries who place the order directly or – if they are not authorised to operate on the MOT – through the operators participating in the MOT, with the methods set forth in article 2.4.3, paragraph 7, of the Stock Exchange Regulations.

Some elements of the Offer described in detail in the Information Document are reported below.

Type, class and amount of the Bonds

The Offer consists of a public subscription offer of 25,000,000 Bonds with a nominal value of Euro 1.00 each, for a total nominal value of Euro 25 million (the “**New Bonds**”).

The New Bonds will be issued on the Payment Date and will be traded on the MOT on the following Trading Day. No rating has been or is expected to be assigned to the Bonds.

Offer price

The offer price of the New Bonds serving the Offer will be equal to 100% of their nominal value, and therefore equal to Euro 1.00. The interest accrued up to the Payment Date shall also be paid.

Offer subscription period

The Offer subscription period will start at 9:00 a.m. on 25 September 2025 and will end at 5:30 p.m. on 3 October 2025 (inclusive), unless terminated early or extended (the “**Offering Period**”).

Minimum Subscription Lot

The minimum subscription volume will be equal to 1 (one) New Bond servicing the Offer, for a total nominal value of Euro 1.00 (the “**Minimum Subscription Lot**”).

Description of the rights linked to the New Bonds serving the Offer

The New Bonds serving the Offer incorporate the rights envisaged by current legislation for the securities of the same category; in particular, the bondholders are entitled to the payment of the coupons and, on the expiry date of the Loan (2 August 2029), to the redemption of the principal at par value.

Without prejudice to what is indicated below in the event of voluntary early redemption, the Bonds *(i)* will be redeemed at par value, and therefore at 100% of their nominal value, in a lump sum, on the expiry date of the Loan and *(ii)* the payment of interest will be made annually in arrears starting from the issue date of the Loan, i.e. 2 August 2024; the last payment will be made on the expiry date of the Loan, i.e. 2 August 2029.

Pursuant to the Loan regulation, starting from the expiry date of the second year from the issue date of the Loan, the Issuer will have the right to proceed with the early redemption, including partial, of the Bonds by means of a notice published on the Issuer’s website www.itkgroup.it and using the other methods set forth in the applicable regulations at least fifteen working days before the date of early redemption. In this case, the redemption price of the Bonds (without prejudice to the fact that the interest accrued and not yet paid on the Bonds redeemed at the redemption date will be paid) will be equal to: *(i)* 102% of the nominal value of the Bonds subject to redemption, where this right is exercised from the end of the 2nd (second) year from the issue date of the Loan; *(ii)* 101% of the nominal value portion of the Bonds subject to redemption, where this right is exercised by the end of the 3rd (third) year from the issue date of the Loan; *(iii)* 100% of the nominal value portion of the Bonds subject to redemption, where this right is exercised by the end of the 4th (fourth) year from the issue date of the Loan.

The Bonds constitute an unsecured debt of the Issuer and are not backed by collateral from the Issuer or provided by third parties, or by personal guarantees given by third parties. Interest will be paid exclusively through the authorised intermediaries participating in Monte Titoli.

Nominal Interest Rate and Rate of return

The Bonds will bear interest at the final gross annual nominal fixed rate of 5.75% from the issue date of the Loan (included) and until the expiry date of the Loan (excluded). The effective gross annual rate of return at maturity of the Bonds will be 5.75%.

Recipients of the Offer

The Offer is addressed to the general public in Italy, to Institutional Investors in Italy and to institutional investors abroad, pursuant to “Regulation S” of the United States Securities Act of 1933, as subsequently amended (“**Securities Act**”), excluding the United States of America, as well as Australia, Canada and Japan (the “**Other Countries**”), without prejudice to any exemptions provided for by the applicable laws. Those who, at the time of the subscription, although resident in Italy, may be considered, pursuant to the U.S. Securities Laws and other applicable local regulations, resident in the United States of America or in any

other country in which the offer of financial instruments is not permitted without the authorisations from the competent authorities, cannot participate in the Offer.

No financial instrument may be offered or traded in the United States of America or in the Other Countries, without a specific authorisation in compliance with the legal provisions applicable in each of these Other Countries, or in derogation from the same provisions. The Bonds have not been, and will not be, registered under the Securities Act or under the corresponding regulations in force in the Other Countries. Consequently, they may not be offered or otherwise distributed directly or indirectly in the United States of America or in the Other Countries.

Early closing and extension of the Offer

There is the option of closing early or extending the Offering Period; this decision will be promptly communicated by the Issuer to Borsa Italiana and to the public, through the dissemination of a specific press release.

SUBSCRIPTION OFFER TIMETABLE

Start of the Offering Period	25 September 2025, 9:00 a.m.
End of the Offering Period	3 October 2025, 5:30 pm (*)
Payment date/Issue date	7 October 2025 (**)
Trading start date	8 October 2025 (**)

(*) Unless terminated early or extended.

(**) Subject to extension.

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The Information Document will be available to the public at Equita SIM S.p.A. with registered office in Milan, Via Turati no. 9, at the registered office of KME, in Milan, Foro Buonaparte no. 44 as well as on its website at www.itkgroup.it, in the dedicated area “*Investor Relations/Corporate Operations*” (only in its Italian version).

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KME is assisted by Equita SIM S.p.A., which acts (i) as advisor to the Issuer with reference to the Offer and (ii) as trader appointed by the Issuer to present the proposals for sale of the New Bonds servicing the Offer on the MOT pursuant to article 2.4.3, paragraph 7, of the Stock Exchange Regulations.

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The press release is available on the website www.itkgroup.it, where it is possible to request information directly from the Company (phone: +39 02-806291; email: info@itk.it) and on the authorised “eMarket STORAGE” system at www.emarketstorage.com.