

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS) OR IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS DOCUMENT.**

## **ALPERIA S.p.A. ANNOUNCES FINAL RESULTS OF THE TENDER OFFER**

*Bolzano, 3 December 2024:* Following the indicative results announcement made earlier today, Alperia S.p.A. (“**Alperia**” or the “**Company**”) hereby announces the final 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.

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 in the Offer<sup>1</sup>.

The Company announces as follows:

- the Tender Acceptance Amount will be in an aggregate nominal amount equal to €148,567,000; and

<sup>1</sup> 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.

- no *Pro Ration* Factor will be applied to valid tenders of Notes.

Furthermore, as stated in the indicative results announcement, the Purchase Price of Notes accepted for purchase was determined at or around 1.00 p.m. (CET) today in the manner described in the Tender Offer Memorandum by reference to the Purchase Yield, which is the sum of:

- (i) the Purchase Spread; and
- (ii) the Benchmark Rate.

The following table sets out, *inter alia*, the Benchmark Rate, the Purchase Yield, the Purchase Price and the Accrued Interest, together with the Tender Acceptance Amount and the aggregate nominal amount of Notes that will remain outstanding after the Settlement Date.

Outstanding Nominal Amount	Benchmark Rate	Purchase Spread	Purchase Yield	Purchase Price	Accrued Interest	Tender Acceptance Amount	<i>Pro Ration</i> Factor	Outstanding nominal amount after Settlement Date
€500,000,000	2.028%	110 bps	3.128%	108.017%	2.38973%	€148,567,000	Not Applicable	€351,433,000

The applicable Purchase Price, together with the Accrued Interest Amount, will be paid to Noteholders for validly tendered Notes that have been accepted for purchase, in immediately available funds, on the Settlement Date being 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](mailto: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@intesanpaolo.com](mailto:IMI-liability.management@intesanpaolo.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](mailto: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](mailto: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 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.*