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COMUNICATO DIFFUSO DA NEWLAT FOOD S.P.A. IN NOME E PER CONTO DI NEWLAT GROUP S.A.

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PRESS RELEASE

NEWLAT GROUP S.A. LAUNCHES THE PLACEMENT OF NO. 3,000,000 ORDINARY SHARES IN NEWLAT FOOD S.P.A. REPRESENTING APPROXIMATELY 6.8% OF THE COMPANY'S SHARE CAPITAL

Lugano, 11 February 2025 – Newlat Group S.A. (the "**Selling Shareholder**") announces the launch of a placement of a maximum of No. 3,000,000 ordinary shares of Newlat Food S.p.A. ("**Newlat Food**" or the "**Company**"), representing approximately 6.8% of the Company's share capital (the "**Placement**").

The Placement will be made to certain institutional investors (including foreign institutional investors as defined in Regulation S under the United States Securities Act of 1933, as subsequently amended) by way of an accelerated bookbuilding process.

The bookbuilding process will commence immediately. The Selling Shareholder reserves the right to change the terms or timing of the Placement at any time. The Selling Shareholder will announce the outcome of the transaction upon its completion by way of a press release which will be published on the Company's website at www.newlat.it, as well as on the authorized storage mechanism eMarket Storage at www.emarketstorage.com.

Equita SIM S.p.A. has been appointed to act as Sole Global Coordinator and Bookrunner in connection with the Placement (the "Sole Global Coordinator and Bookrunner").

BonelliErede is acting as legal counsel to the Selling Shareholder.

In connection with the Placement, the Selling Shareholder has agreed to a 180-day lock-up period with respect to any remaining Newlat Food's shares it holds and will hold following the Placement. No additional sale of shares of Newlat Food will be made by the Selling Shareholder during the lock-up period without the prior written consent of the Sole Global Coordinator and Bookrunner.

The proceeds from the Placement, which will be received exclusively by the Selling Shareholder, will be used by the Selling Shareholder, among other things, to fully exercise, by 30 July 2025, the call option granted by Mitsubishi Corporation to the Selling Shareholder pursuant to the shareholders' agreement entered into on 30 July 2024 in respect of No. 9,319,841 shares of Newlat Food, representing approximately 21.2% of the share capital. Please note that on 10 February 2025, the Selling







































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Shareholder exercised a first tranche of the call option for No. 3,000,000 shares of Newlat Food. For further information on the contents of the shareholders' agreement, see the essential information available, *inter alia*, on the Company's website at corporate.newlat.it/wp-content/uploads/2024/07/Newlat-Food-Updated-essential-information.pdf.

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This press release is available on the Company's website at <u>www.newlat.it</u>, as well as on the authorized storage mechanism eMarket Storage at <u>www.emarketstorage.com</u>.

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