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Oggetto : THE BOARD OF DIRECTORS OF SIMONE S.  
P.A. STARTS THE NEW SHARE PURCHASE  
PLAN AND APPOINTS INTEGRAE SIM AS  
MANDATED INTERMEDIARY

*Testo del comunicato*

Vedi allegato



## **THE BOARD OF DIRECTORS OF SIMONE S.P.A. STARTS THE NEW SHARE PURCHASE PLAN AND APPOINTS INTEGRAE SIM AS MANDATED INTERMEDIARY**

**Milan, 18 June 2025** – The Board of Directors of Simone S.p.A. ("Simone" or the "Company"), a company operating in the publishing sector listed on Euronext Growth Milan, meeting today under the chairmanship of Luca Misso, announces that it has started the program for the purchase and disposal of treasury shares, in execution of the resolution passed by the Ordinary Shareholders' Meeting of June 13, 2025.

The aim of the authorization is to provide the Company with a useful strategic investment opportunity for the purposes allowed under the relevant regulations, including the purposes contemplated in Article 5 of Regulation (EU) 596/2014 (Market Abuse Regulation, hereinafter "MAR") and the practices allowed under Article 13 MAR, including but not limited to:

- I. to carry out activities to support the liquidity of the shares, so as to facilitate the smooth conduct of trading and avoid price movements that are not in line with market trends, in accordance with current pro-tempore accepted market practices;
- II. incentive and retention of employees, collaborators, directors of the Company, any subsidiaries and/or other categories of persons discretionarily chosen by the Board of Directors (under stock incentive plans, in whatever form structured e.g. stock options, stock grants or work-for-equity plans);
- III. use of the shares as consideration in extraordinary transactions, including the exchange of shareholdings, with other parties, to be carried out by means of an exchange, contribution or other act of disposition and/or use, including the allocation to service bonds convertible into shares of the Company or bonds with warrants;
- IV. to be able to dispose, if deemed strategic for the Company, of investment or divestment opportunities, also in relation to available liquidity, all in any case within the terms and in the manner that may be decided by the competent corporate bodies.

Share purchase transactions under the program will be carried out in the manner and within the operational limits set forth in the above-mentioned shareholders' resolution, i.e:

- Purchases during the 18-month period beginning June 13, 2025 may be for a revolving maximum (meaning the maximum amount of treasury shares held from time to time by Simone in its portfolio and its subsidiaries) of ordinary shares in the aggregate not exceeding 10% of the Company's share capital, even in several tranches.
- The maximum value of the Company's ordinary shares that can be purchased under this Program was determined by the shareholders' meeting to be EUR 450,000.00.

**Simone S.P.A.**

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- Purchases under the Program will be made on the market where the Company's shares are traded for a consideration that will be no higher than the highest price between the price of the last independent transaction and the price of the highest current independent bid on that market or the different consideration provided for pursuant to Article 3 of the MAR, it being understood that the unit consideration, as provided for in the Resolution, may be neither lower nor higher by more than 15% with respect to the official stock exchange price of the shares recorded by Borsa Italiana S.p.A. in the session preceding each individual transaction. On each trading day, no more than 25% of the average daily trading volume of Simone stock in the 20 trading days preceding the purchase dates or the different volume provided for pursuant to Article 3 of Delegated Regulation (EU) 2016/1052 supplementing the MAR and, in any case, in compliance with the provisions of the Resolution, may be purchased.

The purchases of treasury shares will be carried out through Integrae SIM S.p.A., appointed as mandated intermediary, in accordance with the procedures established by the regulations applicable from time to time and, in particular, by Article 132 of Legislative Decree 58/1998 - with particular reference to the principle of equal treatment among shareholders - and related implementing provisions set forth in the Regulations adopted by Consob Resolution No. 11971/1999.

The Company will provide information on transactions related to the share buyback program, within the terms and in the manner required by applicable regulations. Any subsequent changes to the purchase program will be promptly communicated by the Company.

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This press release is available in the 'Investor/Press Release' section of [www.investors.simone.it](http://www.investors.simone.it) and at [www.emarketstorage.it](http://www.emarketstorage.it).

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#### **SIMONE SPA**

Simone S.p.A., established in Naples in 2011, is a publishing company. It is at the head of the Group of the same name, which includes six companies, Simone S.p.A., Editrice Ardea S.r.l., Dike Giuridica S.r.l., Il Gatto Verde Edizioni S.r.l., Font Cafè S.r.l., Libri e Professioni S.r.l., Sa.Graf. S.r.l. and a brand, Edizione Simone, with over fifty years of history. Today, the company is a point of reference for the entire Italian publishing sector, in which it stands out for the large amount of highly specialised content it develops, prints, publishes, promotes and sells. Thanks to its

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brands, it is able to offer study manuals not only in the legal field but also for public competitions, professional qualifications, university entrance examinations and teaching in schools, not forgetting children's books.

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Fine Comunicato n.20310-25-2025	Numero di Pagine: 5
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