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Testo del comunicato

Vedi allegato

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PRESS RELEASE

Approval of the issue of non-convertible notes

Milan, 19 September 2025 – The Board of Directors of **WIIT S.p.A.** (“**WIIT**” or the “**Company**”; ISIN IT0005440893; WIIT.MI), one of the leading European players in the enterprise Cloud Computing market, focused on the provision of continuous Private and Hybrid Cloud services for critical applications, today has approved the issue of non-convertible, *unrated*, unsubordinated, and unsecured notes for a nominal amount of Euro 150 million⁽¹⁾ (the “**Notes**”).

The resolution provides that the Notes will have a term of 5 years from the date of issue, a fixed interest rate not lower than 4.00% gross per annum, coupons paid annually and repayment at par at maturity, subject to certain limited early repayment options in line with market practice; it is also provided that the Notes shall be subject, *inter alia*, to compliance with covenants relating to the assumption of new debt in line with market practice and that the Notes shall be issued at par, with a denomination of Euro 1,000.

The proceeds from the Notes are expected to be used for corporate treasury purposes (also considering the expected maturity, in 2026, of “*Up to €150,000,000 Senior Unsecured Fixed Rate Notes due October 7, 2026*” (ISIN XS2377768366) as well as the debt securities for a total nominal amount of Euro 20 million due 29 December 2026) and to support the Company's growth strategy.

It is also expected that, subject to the necessary authorizations being granted, the Notes will be admitted to listing and trading on the “Mercato Telematico delle Obbligazioni” (MOT), a regulated market organized and managed by Borsa Italiana S.p.A..

For the purposes of the public offering and listing of the Notes, the publication of an English prospectus to be approved by the “Commissione nazionale per le società e la borsa” (CONSOB) is expected. Once approved, the prospectus will be available in accordance with applicable regulations, including in the relevant section of the Company's website (<https://www.wiit.cloud/>).

Equita SIM S.p.A. will act as *Placement Agent* and Joh. Berenberg, Gossler & Co. KG and Banca Finint as *Co-Lead Managers*.

Subject to obtaining admission to listing by Borsa Italiana S.p.A. and approval of the prospectus by CONSOB, and depending on market conditions, the offering of the Notes is expected to commence in October. The start and end dates of the offering period and further information relating to the offering will be indicated in the prospectus and communicated in a subsequent press release.

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(1) It may be increased for a further equal amount.

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This press release has been prepared on the basis that any offer of securities as per the Prospectus Regulation in the United Kingdom and in any Member State of the European Economic Area and except in the case of a public offer in Italy on the basis of an English-language prospectus approved by CONSOB, will be made pursuant to an exemption from the requirement to publish a prospectus for offers of securities provided for in the Prospectus Regulation. The expression "Prospectus Regulation" means Regulation (EU) 2017/1129 (this Regulation and amendments together with any delegated act and implementing measures) and Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**EUWA**"). This document is not a prospectus for the purposes of the Prospectus Regulation.

This publication, and any investment activity to which it relates, is available only to persons who (i) are outside the United Kingdom, (ii) are "investment professionals" falling within article 19(5) of the financial services and markets act 2000 (financial promotion) order 2005, as amended (the "**Order**"), (iii) are persons falling within article 49(2)(a) to (d) of the Order ("high net worth companies, unincorporated associations etc."), or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Order) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated under the Order (all such persons together being referred to as "**Relevant Persons**"). This announcement is directed only at Relevant Persons and must not be acted or relied on in the United Kingdom by anyone who is not a Relevant Person.

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WIIT S.p.A., a company listed on the Euronext Star Milan ("**STAR**") segment, is a European leader in the Cloud Computing market. It operates in key markets such as Italy, Germany, and Switzerland, positioning itself among the main players in providing innovative technological solutions for Private and Hybrid Cloud. WIIT operates through managed processes, specialised resources and technology assets including proprietary data centres spread across 7 regions: 4 in Germany, 1 in Switzerland and 2 in Italy, 3 of which are Premium Zone enabled i.e. with guaranteed high availability, maximum levels of resilience and security by design; two of these host data centres certified Tier IV by the Uptime Institute. WIIT has 6 SAP certifications at the highest level of specialisation. Its end-to-end approach enables the company to provide its partner companies with customised, high value-added services with the highest security and quality standards for the management of critical applications and business continuity, while guaranteeing maximum reliability in the management of the main international application platforms (SAP, Oracle and Microsoft). Since 2022, the WIIT Group has joined the UN Global Compact. (www.wiit.cloud)

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