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Societa' : CAREL INDUSTRIES

Utenza - referente : CARELINDUSN03 - Grosso Giampiero

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Oggetto : Successful completion of the accelerated bookbuilding offering launched by Athena FH S. P.A. in CAREL Industries S.p.A.

*Testo del comunicato*

On behalf of Athena FH S.p.A.

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## PRESS RELEASE

### **Successful completion of the accelerated bookbuilding offering launched by Athena FH S.P.A. in CAREL Industries S.p.A.**

**Padua, 21 May 2026.** Further to the press release issued on 20 May 2026, Athena FH S.p.A. (“**Athena**” or the “**Selling Shareholder**”), announces the successful completion of the accelerated bookbuilding offering (the “**Placement**”) of ordinary shares of CAREL Industries S.p.A. (“**Carel**” or the “**Company**”).

Athena announces the placement to institutional investors of 5,600,000 ordinary shares of Carel, equal to approximately 5.0% of the Company’s issued share capital as of the date of this press release, at a price of €30.10 per share. Gross proceeds of the Placement amount to approximately €169 million.

The settlement of the Placement will take place on 25 May 2026.

After completion of the Placement, Athena will own approximately 13.81% of Carel’s share capital, representing approximately 18.68% of the total voting rights.

The Placement is part of Athena’s active portfolio management and diversification strategy of its industrial and financial holdings portfolio, allowing for a partial monetisation in the context of the Company’s significant growth trajectory. Carel remains Athena’s main investment, reaffirming its continued long-term commitment as the Company’s second-largest shareholder.

Goldman Sachs International and Mediobanca – Banca di Credito Finanziario S.p.A have acted as Joint Bookrunners in connection with the Placement (the “**Joint Bookrunners**”).

Rothschild & Co has acted as financial advisor to the Selling Shareholder.

In connection with the Placement, the Selling Shareholder has agreed to a 180-day lock-up on any remaining Carel shares. The lock-up is subject to certain exceptions, including legal or regulatory requirements, corporate or capital reorganisations, takeover offers, certain strategic transactions, or transfer made by discretionary external managers. Any other disposals during the lock-up period require the prior consent of the Joint Bookrunners, not to be unreasonably withheld.

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Fine Comunicato n.2092-20-2026

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