

# TREVI Group

## NOTICE ON THE FINAL TERMS AND CONDITIONS OF THE RIGHTS ISSUE

**Cesena, 4 June 2026** – Trevi – Finanziaria Industriale S.p.A. (“**Trevifin**” or the “**Company**”), following the publication of the Follow-on Prospectus (the “**Prospectus**”) relating to the Offer and the admission to trading on Euronext Milan, a regulated market (“**Euronext Milan**”), organized and managed by Borsa Italiana S.p.A. (“**Borsa Italiana**”), of the newly issued ordinary shares of Trevifin (the “**New Shares**”), resulting from the capital increase, for a maximum total amount of Euro 100 million, including share premium, approved by the Company’s Board of Directors on 22 May 2026, in exercise of the authority granted on 13 May 2026, by the extraordinary shareholders’ meeting pursuant to Article 2443 of the Italian Civil Code (the “**Rights Issue**”), hereby announces the following.

The Company’s Board of Directors, which met today, set the final terms and conditions for the issuance of the New Shares. Specifically, the price at which the New Shares will be offered will be equal to Euro 2.00 per New Share (the “**Subscription Price**”), of which Euro 0.05 will be allocated to share capital and Euro 1.95 to share premium. The Subscription Price incorporates a discount of 34.94% relative to the theoretical ex-rights price (TERP) of Trevifin shares, calculated according to current methodologies based on the closing price of the Shares on Euronext Milan as of 4 June 2026.

The table below summarizes the key data of the Offer, calculated based on the Subscription Price:

<b>Relevant details of the Offer</b>	
Maximum number of New Shares offered on a pre-emption basis	No. 49,964,352
Subscription ratio calculated based on the Subscription Price	No. 16 New Shares for every 5 Rights
Maximum total value of the Rights Issue based on the Subscription Price	Euro 99,928,704.00
Total number of shares of the Issuer representing the Issuer’s share capital as of the date of this notice	No. 15,613,864
Total number of shares of the Issuer representing the Issuer’s share capital in the event of full subscription of the Rights Issue	No. 65,578,216
Issuer’s share capital as of the date of this notice	Euro 123,053,514.60
Issuer’s share capital following the Offer in the event of full subscription of the Rights Issue	Euro 125,551,732.20
Percentage of New Shares relative to the total number of shares issued by the Issuer following the Offer in the event of full subscription of the Rights Issue	76.19%

In fulfilment of the CDPE Subscription Commitment and the Polaris Subscription Commitment, respectively, subject to the relevant conditions, based on the Subscription Price, (i) CDPE will subscribe for No. 10,626,992 New Shares, for a total consideration of Euro 21,253,984.00, and (ii) Polaris will subscribe for No. 3,298,720 New Shares, for a total consideration of Euro 6,597,440.00.

Furthermore, in fulfilment of the CDPE First Stick Commitment undertaken by CDPE on 1 June 2026, the Company received notice today from CDPE regarding the maximum amount of New Shares subject to a subscription commitment relating to a portion of the New Shares that may remain unsubscribed following the

closing of the Rights Auction. Specifically, subject to the fulfillment of certain conditions precedent and the non-occurrence of a condition subsequent by the relevant subscription date, CDPE has made an irrevocable commitment to Trevifin to subscribe for and fully pay up the New Shares that remain unsubscribed following the Rights Auction, on a first stick basis (*primo accollo*) prior to the Underwriters' commitments under the Underwriting Agreement, for a maximum number of No. 4,791,152 New Shares, for a total maximum value of Euro 9,582,304.00 based on the Subscription Price.

Based on the Subscription Price, the dilution percentage resulting from the Offer for shareholders who elect not to exercise the Rights to which they are entitled (calculated assuming full subscription of the Rights Issue) will be equal to 76.19%.

Based on the Subscription Price, the dilution percentage for shareholders who elect not to exercise the Rights to which they are entitled (calculated assuming that the New Shares offered by way of rights are subscribed for in an amount equal to the portion of the Rights Issue covered by the CDPE Subscription Commitment and the Polaris Subscription Commitment) would be 47.14% of the share capital.

Pursuant to Articles 17(2) and 21(2) of Regulation (EU) 2017/1129, as subsequently amended and supplemented, this notice is filed with CONSOB and made available to the public on the Company's website ([www.trevifin.com](http://www.trevifin.com), section "Governance/Capital Increases / 2026 Capital Increase") as well as at the Company's registered office in Cesena, Via Larga di Sant'Andrea, No. 201. This notice should be read in conjunction with the Prospectus, available on the Company's website ([www.trevifin.com](http://www.trevifin.com), section "Governance/Capital Increases / Capital Increase 2026") as well as at the Company's registered office in Cesena, Via Larga di Sant'Andrea, No. 201.

Capitalized terms used in this notice and not otherwise defined have the same meaning ascribed to them in the Prospectus.

The description of the risks associated with investing in the New Shares, which include risks relating to the Company as well as risks relating to the Offer and the New Shares, is included in the Prospectus.