Informazione Regolamentata n. 1936-50-2026	Data/Ora Inizio Diffusione 1 Settembre 2026 21:55:43	Euronext Growth Milan

Societa'	:	I.CO.P
Utenza - referente	:	ICOPESTN01 - Petrucco Giacomo
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Oggetto	:	Approval and publication of the Offer Document and the Prospectus

Testo del comunicato

Vedi allegato

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VOLUNTARY PUBLIC EXCHANGE OFFER LAUNCHED BY I.CO.P. S.P.A. SOCIETÀ BENEFIT FOR ALL THE ORDINARY SHARES OF TREVI – FINANZIARIA INDUSTRIALE S.P.A.

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CONSOB approval and publication of the Offer Document and the Prospectus

Basiliano (Udine), 1 September 2026 – I.CO.P. S.p.A. Società Benefit ("**ICOP**"), announces that today CONSOB approved and ICOP filed with CONSOB and published:

- the offer document relating to the full voluntary public exchange offer ("**Offer**) launched by ICOP pursuant to Articles 102 and 106, paragraph 4, of Italian Legislative Decree No. 58 of 24 February 1998, as subsequently amended (the "**TUF**"), for all the ordinary shares of Trevi Finanziaria Industriale S.p.A. ("**Trevi**") listed on Euronext Milan, organized and managed by Borsa Italiana S.p.A. (ISIN IT0005709909), announced on 28 June 2026 (the "**Offer Document**");
- the prospectus relating to the admission to listing of ICOP ordinary shares on the regulated market Euronext Milan and to the ICOP share capital increase serving the Offer, for cash and on a divisible basis, with exclusion of pre-emption rights pursuant to Article 2441, paragraph 4, first sentence, of the Italian Civil Code, resolved by the Board of Directors on 20 August 2026 in exercise of the authority granted to it by ICOP's Extraordinary Shareholders' Meeting on 28 July 2026 pursuant to Article 2443 of the Italian Civil Code (the "**Prospectus**").

CONSOB's approval of the Prospectus follows the measure by which Borsa Italiana, on 1 September 2026, approved the admission to listing on Euronext Milan of ICOP shares (ISIN IT0001214433).

The commencement of trading of ICOP shares on Euronext Milan and their simultaneous exclusion from trading on Euronext Growth Milan will be determined by Borsa Italiana in a specific notice.

Acceptance Period: the acceptance period, agreed with Borsa Italiana S.p.A. pursuant to Article 40, paragraph 2, of CONSOB Regulation No. 11971/1999, as subsequently amended and supplemented (the "**Issuers' Regulation**"), will begin at 8:30 a.m. (Italian time) on 14 September 2026 and end at 5:30 p.m. (Italian time) on 16 October 2026 (inclusive).

On the fifth trading day following the end of the Acceptance Period, i.e. – unless CONSOB extends the Acceptance Period – on 23 October 2026 (the "**Payment Date**"), ICOP will pay the Consideration (as defined below) to each Trevi shareholder who has validly tendered shares into the Offer during the Acceptance Period.

Consideration: for each share tendered into the Offer, ICOP will pay consideration consisting of 0.133 newly issued ordinary ICOP shares, with no par value, regular entitlement and the same rights and characteristics as the ICOP ordinary shares already outstanding on the issue date, subject to the adjustments described in the Offer Document (the "**Consideration**").

The Consideration will be paid on the Payment Date, i.e. 23 October 2026 (unless the Acceptance Period is extended in accordance with applicable law).

Publication of the documents: the Offer Document and the Prospectus have been filed with CONSOB and are available to the public for consultation at:

- ICOP's registered office, Via Silvio Pellico 2, Basiliano (UD), Italy;
- the registered office of Equita SIM S.p.A., the intermediary appointed to coordinate the collection of acceptances, at Via Filippo Turati 9, Milan, Italy; and
- ICOP's website, https://www.icop.it.

It should be noted that the Offer Document does not include Trevi's statement pursuant to Article 103, paragraph 3, of the TUF and Article 39 of the Issuers' Regulation. Such statement will be disclosed by Trevi to the market within the time limits and in accordance with the procedures set out in Article 39 of the Issuers' Regulation.

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This press release is available on the Company's website https://www.icop.it in the Investor Relations – OPS section and at https://www.emarketstorage.it/it .

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ICOP

Founded in 1920 by the Petrucco family, ICOP is an underground engineering company operating in Italy and internationally in the fields of special foundations, microtunnelling and maritime works. The first benefit company in its sector, ICOP operates in the United States and in the main European markets, supporting private and public-sector clients – with a focus on long-standing relationships – on highly engineered projects related to the development of critical infrastructure (including the Paris and Copenhagen metro systems) and the strengthening of energy and water transport networks (gas pipelines and aqueducts). The Group is headquartered in Basiliano (Udine), Italy, and employs more than 1,100 people worldwide.

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Not to be disclosed, published or distributed, in whole or in part, directly or indirectly in the United States of America, Australia, Canada or Japan, or in any other country in which the Offer is not authorized or to any person not permitted by law to make such an offer or solicitation.

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The Offer is not and will not be launched or distributed in the United States of America (or directed to U.S. Persons, as defined under the U.S. Securities Act of 1933, as amended), Canada, Japan or Australia, or in any other country where such Offer would not be permitted without authorization by the competent authorities or other actions by the Offeror (such countries, including the United States of America, Canada, Japan and Australia, collectively, the "Other Countries"), nor by using any national or international means of communication or commerce of the Other Countries (including, by way of example, the postal network, fax, telefax, e-mail, telephone and internet), nor through any facility of any financial intermediary of the Other Countries, nor in any other manner.

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Any acceptance of the Offer resulting from solicitation activities carried out in breach of the restrictions set out above will not be accepted.

Acceptance of the Offer by persons resident in countries other than Italy may be subject to specific obligations or restrictions under applicable laws or regulations. It is the sole responsibility of the recipients of the Offer to comply with such provisions and, accordingly, before accepting the Offer, to verify their existence and applicability by consulting their own advisers. The Offeror shall not be held liable for any person's breach of any of the foregoing restrictions.

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