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Societa'	:	PRYSMIAN
Utenza - referente	:	PRYSMIANN05 - Bifulco Maria Cristina
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Data/Ora Ricezione	:	11 Settembre 2026 07:00:35
Data/Ora Inizio Diffusione	:	11 Settembre 2026 07:00:35
Oggetto	:	Prysmian S.p.A.: successfully completed the share capital increase reserved to qualified and /or institutional investors placed through ABO

Testo del comunicato

Vedi allegato

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Press Release

SUCCESSFUL COMPLETION OF THE SHARE CAPITAL INCREASE WITH EXCLUSION OF PRE-EMPTIVE RIGHT RESERVED TO QUALIFIED AND/OR INSTITUTIONAL INVESTORS BY MEANS OF AN ACCELERATED BOOKBUILDING OFFERING, WITH A BOOK MULTIPLE TIMES OVERSUBSCRIBED, TO PARTIALLY FUND THE ACQUISITION OF ATKORE INC.

Prysmian S.p.A. (the "**Company**" or "**Prysmian**"), further to the press release dated September 10, 2026, announces the successful completion of the placement of newly issued ordinary shares (the "**New Shares**") for a gross overall amount equal to approx. Euro 850,000,000, carried out by means of an accelerated bookbuilding offering procedure reserved to qualified and/or institutional investors (the "**Share Capital Increase**" or the "**Placement**")

Based on the demand gathered in the context of the accelerated bookbuilding procedure, with a book multiple times oversubscribed, the offer price of the new shares issued in the context of the Share Capital Increase (the "**New Shares**"), was set at Euro 121.00 per share (the "**Offer Price**"). Accordingly, on the basis of the Offer Price, the number of New Shares resulting from the Placement has been determined in no. 7,024,793, representing approximately 2.40% of the Company's issued share capital (pre-increase).

The Placement will be settled, by way of delivery of the securities and payment of the consideration, on September 15, 2026.

The net proceeds of the Share Capital Increase will be used to partially fund the acquisition of Atkore Inc. (NYSE: ATKR) ("**Atkore**"), announced on August 3, 2026, pursuant to the definitive merger agreement under which Prysmian will acquire Atkore in an all-cash transaction for USD 95.00 per share, representing an implied enterprise value of approximately USD 3.8 billion (approximately EUR 3.3 billion) (the "**Acquisition**"). Consistent with the financing structure announced at signing, the Acquisition is being funded through a mix of debt and equity, with the objective of preserving Prysmian's investment grade profile; the Share Capital Increase represents the equity component of such financing.

As a result of the completion of the Placement: (i) the Company will issue no. 7,024,793 New Shares, with no par value, with regular dividend rights and the same features as those already outstanding, for a gross overall amount equal to approx. Euro 850,000,000, which will be admitted to listing and trading as of the date of issue on the Euronext Milan regulated market, organized and managed by Borsa Italiana S.p.A., being fungible with the Company's already listed ordinary shares; and (ii) the Company's overall share capital will be equal to Euro 30,886,161.50 , represented by no. 308,861,615 ordinary shares with no par value.

In the context of the Placement, the Company has entered into a lock-up commitment for a duration of 90 days following the settlement date, in line with market practice for similar transactions and subject to customary exceptions.

In connection with the Placement, BNP PARIBAS and Morgan Stanley Europe SE acted as Joint Global Coordinators and, alongside Crédit Agricole Corporate and Investment Bank, as Joint Bookrunners.

Prysmian is the leading provider of solutions for energy and digital connections, delivering major electrical transmission projects on land and at sea, modernizing power grids, and unlocking renewable energy, electrification, and digital connectivity worldwide. The company combines engineering excellence with sustainability-driven innovation, enabled by its 34,000 employees, 109 production facilities and 30 R&D centers in over 50 countries. Prysmian is a public company, listed on the Italian stock exchange and recorded 2025 revenues of approximately €20 billion.

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The publication, distribution or release of this announcement and the Share Capital Increase of the New Shares in certain jurisdictions may be restricted by law and persons into whose possession this document or other information referred to herein comes are required to inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

In connection with the issue and sale of the New Shares, the Joint Global Coordinators and Joint Bookrunners or any of their respective affiliates may take up a portion of the New Shares as a principal position and in that capacity may retain, purchase, sell or offer to sell for its or their own accounts such New Shares or other securities of the Company or related investments in connection with the Share Capital Increase or otherwise. Accordingly, references in this announcement to the New Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Joint Global Coordinators and Joint Bookrunners or any of their respective affiliates acting in such capacity. In addition, the Joint Global Coordinators and Joint Bookrunners or any of their respective affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Joint Global Coordinators and Joint Bookrunners or any of their respective affiliates may from time to time acquire, hold or dispose of ordinary shares of the Company. The Joint Global Coordinators and Joint Bookrunners do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

Any communication that a transaction is or that the book is "covered" (*i.e.*, indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not an indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed.

None of the Joint Global Coordinators and Joint Bookrunners or any of their respective affiliates nor their respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith. The contents of this announcement have been prepared by and are the sole responsibility of the Company.

The Joint Global Coordinators and Joint Bookrunners are acting exclusively for the Company and no one else in connection with the transaction described hereto and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients of the Joint Global Coordinators and Joint Bookrunners or for giving advice in connection with the transaction described hereto or any matter referred to herein. Solely for the purposes of the product governance requirements contained within: (a) Article 9(8) of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II regarding the responsibilities of manufacturers under the product governance requirements contained within MiFID II, Articles 9 and 10 of such Commission Delegated Directive and local implementing measures (together, the "**EU MiFID II Product Governance Requirements**"); and (b) the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFID Product Governance Requirements**" and, together with the EU MiFID II Product Governance Requirements, the "**Product Governance Requirements**"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the Product Governance Requirements) may otherwise have with respect thereto, the New Shares have been subject to a product approval process, which has determined that such New Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**Target Market Assessment**").

Notwithstanding the Target Market Assessment, distributors (for the purposes of the Product Governance Requirements) should note that: the price of the New Shares may decline and investors could lose all or part of their investment; the New Shares offer no guaranteed income and no capital protection; and an investment in the New Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to any contractual, legal or regulatory selling restrictions in relation to the Share Capital Increase. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Joint Global Coordinators and Joint Bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II or the UK MiFID Product Governance Requirements; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the New Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the New Shares and determining appropriate distribution channels. Each distributor confirms that it has not and will not undertake an independent target market assessment in respect of the New Shares.

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