

*NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART IN OR INTO THE UNITED STATES OR TO U.S. PERSONS, AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL*

## **PUBLIC OFFERING OF THE “SENIOR UNSECURED SUSTAINABILITY-LINKED NOTES DUE 5 OCTOBER 2028”:**

- **ORDERS PLACED FOR AN AMOUNT ALREADY EXCEEDING THE MINIMUM THRESHOLD OF €120 MILLION IN THE FIRST MINUTES OF THE OFFERING**

*Milan, 26 September 2023* – In relation to the **public offering of the “Senior Unsecured Sustainability-Linked Notes Due 5 October 2028”**<sup>1</sup> (the “Notes”) addressed to European institutional investors and retail investors in Italy and Luxembourg, Maire Tecnimont S.p.A. (the “Company” or “MAIRE”) announces that **in the first minutes after the launch of the offering orders have been already placed for an aggregate amount exceeding the minimum offer amount of €120 million.**

**The public offering of the Notes** on the regulated market of the Luxembourg Stock Exchange and on Borsa Italiana’s Mercato Telematico Obbligazionario (MOT) – up to a maximum amount of €200 million – **is ongoing** and will end on 2 October 2023 at 17:30 (CET), subject to amendment, extension or early termination by the Company and the Joint Bookrunners (Equita SIM S.p.A., Banca Akros S.p.A. – Gruppo Banco BPM, and PKF Attest Capital Markets SV. S.A.).

The bond shall have a maturity of 5 years and shall provide for a voluntary optional early redemption starting from the third year. The Notes will bear interest at a fixed rate of 6.50% p.a., with a maximum step-up of 0.50% in the event that MAIRE fails to achieve, as of 31 December 2025, specific targets aimed at reducing CO2 emissions. The minimum denomination of the Notes is €1,000. MAIRE will not charge one-off or other recurring costs to investors.

The Prospectus, as well as further information on the Notes, are available on the Company’s website, [www.mairetecnimont.com](http://www.mairetecnimont.com) (section “Investors” – “Debt” – “Bonds” – “MAIRE SLB TF – Oct28 Call Eur”) and on the Luxembourg Stock Exchange’ website ([www.luxse.com](http://www.luxse.com)).

\*\*\*

The information contained in this press release is for information purposes only and is not intended to be complete or exhaustive. This press release may not form the basis of, nor may it be relied upon in respect of, any investment agreement or decision. This document is a press release and does not constitute a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council (the “Prospectus Regulation”).

This press release and the information contained herein does not contain or constitute an offer of securities for sale, or solicitation of an offer to purchase securities, in the United States, Australia, Canada or Japan or any other jurisdiction where such an offer or solicitation would require the approval of local authorities or would otherwise be unlawful (the “Other Countries”).

Any public offering will be conducted in Luxembourg and Italy pursuant to a prospectus, duly approved by the Luxembourg competent authority, the Commission de Surveillance du Secteur Financier (“CSSF”) and passported into Italy in compliance with applicable laws (the “Permitted Public Offer”).

---

<sup>1</sup> Already communicated on 12, 18 and 22 September 2023.



Except for the Permitted Public Offering, in the Member States of the European Economic Area other than Italy and Luxembourg, the bonds will only be offered and may only be subscribed for under an exemption from the publication of the prospectus provided for in the Prospectus Regulation.

The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as subsequently amended (the "Securities Act"), or pursuant to the corresponding regulations in force in the Other Countries. The securities may not be offered or sold in the United States or to, or for the account of benefit of, US persons, absent registration or an exemption from registration or in a transaction not subject to the registration requirements under the Securities Act. There will be no public offering of the securities in the United States.

In the United Kingdom this press release does not constitute a public offer of financial instruments. This press release is distributed and is directed only to (i) persons who are located outside the United Kingdom or (ii) persons who are professional investors within the meaning of section 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"); and (iii) "high net worth entities" and other persons to whom this press release may lawfully be communicated, that fall within article 49(2)(a) to (d) of the Order (together, the "Relevant Persons"). Any investment activity to which this press release relates will only be available to and will only be engaged with, Relevant Persons. Any person who is not a Relevant Person should not act or rely on this press release or any of its contents.

In the United Kingdom, the securities are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor.

The prospectus, together with the Italian translation of the summary and, once available, the relevant key information document is published and made available free of charge, inter alia, on the website [www.mairetecnimont.com](http://www.mairetecnimont.com). Investors should not subscribe for any securities to which this press release relates except on the basis of the information contained in the prospectus.

Neither Equita SIM S.p.A., Banca Akros S.p.A. and PKF Attest Capital Markets SV., S.A. nor any of their affiliates, directors, officers, employees, advisers or agents accepts any responsibility or liability for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this press release or any other information relating to the Company, its subsidiaries or associated companies, or for any loss arising from any use of this press release or its contents or in connection therewith. This press release contains certain forward-looking statement, projections, objectives, estimates and forecasts reflecting management's current views with respect to certain future events. Forward-looking statements, projections, objectives, estimates and forecasts are generally identifiable by the use of the words "may," "will," "should", "plan", "expect", "anticipate", "estimate", "believe", "intend", "project", "goal" or "target" or the negative of these words or other variations on these words or comparable terminology. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts, including, without limitation, those regarding the Company's future financial position and results of operations, strategy, plans, objectives, goals and targets and future developments in the markets where the Company, or any Group company participates or is seeking to participate. Due to such uncertainties and risks, readers are cautioned not to place undue reliance on such forward-looking statements as a prediction of actual results. The Group's ability to achieve its projected objectives or results is dependent on many factors which are outside management's control. Actual results may differ materially from (and be more negative than) those projected or implied in the forward-looking statements. Such forward-looking information involves risks and uncertainties that could significantly affect expected results and is based on certain key assumptions. The Company does not undertake any obligation to update publicly or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as may be required by applicable law.

**MAIRE S.p.A.**, a company listed on the Milan Stock Exchange, heads an engineering group that develops and implements innovative technologies for fertilizers, hydrogen and carbon capture, fuels and chemicals, and polymers. It operates globally with sustainable technology solutions and integrated engineering and construction solutions to drive the industry's evolution towards decarbonisation. MAIRE creates value in around 45 countries and has around 7,000 employees, supported by more than 20,000 people involved in its projects worldwide. For more information: [www.mairetecnimont.com](http://www.mairetecnimont.com).

#### **Group Media Relations**

Carlo Nicolais, Tommaso Verani  
Tel +39 02 6313-7603  
[mediarelations@mairetecnimont.it](mailto:mediarelations@mairetecnimont.it)

#### **Investor Relations**

Silvia Guidi  
Tel +39 02 6313-7823  
[investor-relations@mairetecnimont.it](mailto:investor-relations@mairetecnimont.it)