

KEY INFORMATION DOCUMENT

Purpose

This document contains key information about this investment product. This is not a promotional document. The information, prescribed by law, is intended to help you understand the characteristics, risks, costs, gains and potential losses of this product and to help you make a comparison with other investment products.

You are about to buy a product that is not simple and can be difficult to understand.

Product: MAIRE TECNIMONT S.p.A. Up to EUR 200,000,000 SENIOR UNSECURED SUSTAINABILITY LINKED FIXED RATE NOTES DUE 2028

ISIN: XS2668070662

Issuer: Maire Tecnimont S.p.A. or in short-form, MAIRE S.p.A. (“MAIRE”)

Website: www.mairetecnimont.com/en

Competent Authority: Commission de Surveillance du Secteur Financier (“CSSF”)

Date of generation of this document: 25 September 2023

For additional information contact: +39 06 60216 or the certified e-mail address corporatesecretary@pec.mairetecnimont.it (also receiving ordinary e-mails)

What is this product?

- **Type:** Fixed rate Euro-denominated bond with early redemption option.
- **Targets:** the product expects to pay an amount equal to 100% of the nominal value per unit on the due date.
- **Interest:** Interest on the Notes will accrue at a minimum gross fixed rate of 6.5% per annum (the “**Initial Rate of Interest**”) starting from the issue date, payable semi-annually in arrears on 5 October and 5 April of each year commencing on 5 April 2024. On the basis of the issue price of the Notes of 100% of their principal amount and the Initial Rate of Interest, the gross real yield of the Notes is 6.5% on an annual basis. If MAIRE fails to (i) achieve certain sustainability performance targets in relation to two separate key performance indicators provided under the Terms and Conditions of the Notes by 2025 (the “**Reference Year**”), or (ii) report on such key performance indicators in respect of any annual reporting period (each, a “**Step Up Event**”), the Initial Rate of Interest shall be increased by a margin equal to up to a maximum of 0.50% per annum overall (the “**Step Up Margin**”) starting from the interest period commencing on 5 October 2026, as specified under the Terms and Conditions of the Notes. An increase in the Initial Rate of Interest may not occur more than once in respect of the Notes.
- **Early redemption option in favor of the Issuer:** At any time on or after 5 October 2025, the Issuer may redeem the Notes, in whole or in part and from time to time, at the following redemption prices (expressed as the sum of the principal amount redeemed plus a portion of the yearly interest due on such an amount determined on the redemption date), plus accrued and unpaid interest and additional amounts, if any, to the relevant redemption date:

Redemption period	Price
From 5 October 2025 (included) to 4 October 2026 (included)	103.250% of the principal amount to be redeemed
From 5 October 2026 (included) to 4 October 2027 (included)	101.625% of the principal amount to be redeemed
From 5 October 2027 (included) until 4 October 2028 (included)	100.000% of the principal amount to be redeemed

MAIRE shall inform the investor of its intention to redeem the Notes at least 30 days before the early redemption date.

- **Listing Markets:** Official List - Regulated Market of Luxembourg Stock Exchange and Borsa Italiana – MOT segment.
- **Retail investors to whom the product is intended to be marketed:** This product is intended for a retail client who has the following characteristics: (i) basic knowledge of financial markets, related risks and the relevant market; (ii) has a risk tolerance equal to or greater than that indicated by the Risk Indicator; (iii) has a long-term investment horizon; (iv) wishes to invest in a product that pursues capital preservation objectives and a capital growth strategy.
- **Maturity Date:** 5 October 2028.

What happens if the issuer is unable to pay the amount due?

In the event of MAIRE becoming insolvent or subject to bankruptcy or other insolvency proceedings, the investor may lose all the capital invested. The securities are not covered by any compensation or guarantee scheme of the investor.

What are the costs?

Evolution of the costs over time

MAIRE will not charge any costs to any investor. Persons acting as intermediaries and advisors to the investor may request costs related to transactions in the instrument. The costs charged by such entities are in no way under the control of MAIRE. These subjects must provide the investor with information regarding the costs applied and indicate the impact that these total costs may have on the potential return on the investment over time.

Investment € 10,000 Scenarios	In case of divestment after		
	1 year	3 years	5 years, i.e., at the end of the recommended holding period
Total costs	0	0	0
Impact on yield (RIY) per year	0.00%	0.00%	0.00%

Composition of costs

The following table shows:

- the impact, for each year, of the different types of costs on the possible return on investment at the end of the recommended holding period,
- the description of the different cost categories.

This table shows the impact on yield per year		
One-off costs	Entry costs	0.00%
	Exit costs	0.00%
Recurring costs	Portfolio transaction costs	0.00%
	Other recurring costs	0.00%

How long should the investment be held? Can I liquidate it in advance?

Recommended holding period: Maturity Date, i.e. 5 October 2028

Recommended holding period corresponds to the maturity date.

Under normal market conditions, you can sell this product on the secondary market, at a price that depends on the parameters prevailing on the markets at that time and that may be lower than the capital invested.

MAIRE does not provide for the application of penalties and commissions in the event of divestment before maturity.

How to submit complaints?

Any claim relating to this product or the conduct of the product creator or a person who advises on the product or sells it, may be made by registered letter with advice of receipt or by electronic means, including through certified mail, addressed to: Maire Tecnimont S.p.A., Viale Castello della Magliana 27, Roma (RO), Italia, certified e-mail corporatesecretary@pec.mairetecnimont.it (also receiving ordinary e-mails).

If the investor seeks to make a complaint regarding the conduct of the placement agent of the product or of the entity providing investment advice on the product, the investor should contact such entities for the means of making the complaint.

Other relevant information

The Prospectus and other information relating to the Issuer can be found on the website www.mairetecnimont.com/en.

This document is subject to being revised, according to the reference regulations, and may also be subject to changes and/or additions by the Issuer also on the basis of the guidelines that may be made known by the competent authorities after publication of this document.