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## **SENIOR UNSECURED SUSTAINABILITY-LINKED NOTES DUE 5 OCTOBER 2028**

- **LUXEMBOURG'S COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER APPROVES THE PROSPECTUS**
- **BORSA ITALIANA S.P.A. ADMITS THE BOND TO LISTING ON THE BORSA ITALIANA'S MERCATO TELEMATICO DELLE OBBLIGAZIONI**
- **LAUNCH DATE OF THE PUBLIC OFFERING SCHEDULED FOR 26 SEPTEMBER 2023**

*Milan, 18 September 2023* - Further to the announcement made on 12 September 2023 regarding the issuance of a non-convertible bond for a maximum amount of €200 million linked to specific CO<sub>2</sub> emission reduction targets, Maire Tecnimont S.p.A. (the "**Company**" or "**MAIRE**") notifies that, today, the Commission de Surveillance du Secteur Financier of the Grand Duchy of Luxembourg (the "**CSSF**") has approved the prospectus (the "**Prospectus**") relating to the public offering of the MAIRE's "Senior Unsecured Sustainability-Linked Notes due 5 October 2028" (the "**Notes**"), authorising their listing on the regulated market of the Luxembourg Stock Exchange, to which application for admission to trading has also been already submitted.

The Company also announces that Borsa Italiana S.p.A., by order dated 14 September 2023, has resolved upon the admission to listing of the Notes on the regulated market "*Mercato Telematico delle Obbligazioni*" ("**MOT**").

The Prospectus, prepared in accordance with Regulation (EU) no. 2017/1129 of the European Parliament and Council of 14 June 2017, as amended and supplemented (the "**Prospectus Regulation**") and the applicable formats provided for by Delegated Regulation (EU) no. 980/2019 of the European Commission implementing the Prospectus Regulation, as amended and supplemented, is available to the public on the Company's website ([www.mairetecnimont.com](http://www.mairetecnimont.com)), in the "Investors" - "Debt" section and on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

Following the approval of the Prospectus, the Company - for the purpose of the public offering of the Notes also in Italy and the listing of the same on the MOT - requested the CSSF to transmit and notify the Commissione Nazionale per le Società e la Borsa (**CONSOB**), the Prospectus, together with the additional documents required by applicable laws, under the "passporting" procedure provided for by the Prospectus Regulation.

The **public offering** of the Notes in Luxembourg and in Italy **will start on 26 September 2023** at 09:00 (CET) and will end on 2 October 2023 at 17:30 (CET), unless amended, extended or early

terminated by the Company and the Joint Bookrunners (Banca Akros S.p.A. - Gruppo Banco BPM, Equita SIM S.p.A. and PKF Attest Capital Markets SV. S.A.).

The Notes, with a **maturity of 5 years**, will bear interest at a **fixed rate of not less than 6% p.a.**, to be determined prior to the launch of the offer. The **minimum denomination that can be subscribed for is € 1,000.00** and the issue price is equal to 100% of the nominal value.

Finally, MAIRE informs that the minutes of the meeting of the Board of Directors of 12 September 2023 are available to the public at the registered office located in Rome and the operating office in Milan, on the Company's website ([www.mairetecnimont.com](http://www.mairetecnimont.com)), in the section "Investors" - "Debt" as well as on the authorised storage mechanism 1info ([www.1info.it](http://www.1info.it)).

Further information concerning the Notes will be disclosed when it is determined.

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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").

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.

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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, once available and together with the Italian translation of the summary, and the relevant key information document will be 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).

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