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**MAIRE: APPROVAL OF THE PROSPECTUS RELATED TO THE
NON-CONVERTIBLE “SENIOR UNSECURED SUSTAINABILITY-LINKED”
BOND FOR €200 MILLION, WITH AN UPSIZE OPTION
OF UP TO FURTHER €100 MILLION**

- **Commission de Surveillance du Secteur Financier of Luxembourg approves the prospectus**
- **Borsa Italiana admits the bond to listing on *Mercato Telematico delle Obbligazioni***
- **Launch date of the public offering scheduled for 4 November 2025**

Milan, 29 October 2025 - Further to the announcement made on 23 October 2025, MAIRE 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**") related to the public offering of MAIRE's non-convertible bond "Senior Unsecured Sustainability-Linked Notes due 2030" (the "**Notes**"), ISIN code: XS3207981161, authorizing their listing on the regulated market of the Luxembourg Stock Exchange, to which application for admission to trading has also been already submitted.

Borsa Italiana S.p.A., by order dated 28 October 2025, 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.groupmaire.com), in the "Investors" - "Debt" section and on the website of the Luxembourg Stock Exchange (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 their listing on the MOT – has requested the CSSF to transmit and notify the Prospectus to the Commissione Nazionale per le Società e la Borsa (**CONSOB**), 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, with a maturity of 5 years and a fixed gross rate of 4.00% p.a., **will start on 4 November 2025** at 09:00 am (CET) and will end on 10 November 2025 at 05:30 pm (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 final interest rate will be determined prior to the launch of the offering.

The Bond will have a minimum denomination of Euro 1,000 and an issue price of 100% of the nominal value. The offering minimum amount is Euro 200 million, with the possibility of an increase of up to Euro 100 million through the exercise of the so-called "Upsize Option".

Finally, MAIRE informs that the minutes of the meeting of the Board of Directors of 23 October 2025 are available to the public at the registered office located in Rome and the operating office in Milan, on the Company's website (www.groupmaire.com), in the section "Investors" - "Debt" as well as on the authorized storage mechanism 1info (www.1info.it).

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

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**").

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 investment professionals 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 (e) 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, was published and made available free of charge, inter alia, on the website www.groupmaire.com. Investors should not subscribe for any securities to which this prospectus relates except on the basis of the information contained in the prospectus. The approval of the prospectus by the CSSF shall not be interpreted as an approval of the notes by it.

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. is a leading technology and engineering group focused on advancing the Energy Transition. We provide Integrated E&C Solutions for the downstream market and Sustainable Technology Solutions through three business lines: Sustainable Fertilizers, Low-Carbon Energy Vectors, and Circular Solutions. With operations across 50 countries, MAIRE employs approximately 10,500 people, supported by around 50,000 professionals involved in its projects worldwide. MAIRE is listed on the Milan Stock Exchange (ticker "**MAIRE**"). For further information: www.groupmaire.com.

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