

One Equity Partners

PRESS RELEASE

Titan BidCo S.p.A.: APPOINTMENT OF MORROW SODALI S.P.A. AS GLOBAL INFORMATION AGENT IN RELATION TO THE TENDER OFFER PROMOTED BY TITAN BIDCO S.P.A. ON UP TO NO. 20,938,850 SHARES OF TECHEDGE S.P.A.

Milan, 29 September 2020 - With reference to the voluntary tender offer (the *Offer*) promoted by Titan BidCo S.p.A. (the *Offeror*), pursuant to articles 102 and 106, fourth paragraph, of Legislative Decree no. 58 of 24 February 1998 (the *TUF*), as well as article 37-ter of the regulations adopted by Consob with resolution no. 11971 of 14 May 1999, as subsequently amended (the *Issuers' Regulations*), on all the ordinary shares issued and in circulation of Techedge S.p.A. (the *Issuer*) other than those held by parties acting in concert with the Offeror and who have undertaken commitments not to tender to the Offer and, therefore, up to no. 20,938,850 shares of the Issuer, the Offeror informs that Morrow Sodali S.p.A., with registered office in Rome, via XXIV Maggio 43, has been appointed by the Offeror as global information agent (the *Global Information Agent*) in order to provide information in relation to the Offer.

For this purpose, the following information channels have been set up by the Global Information Agent:

- dedicated e-mail account, opa.techedge@investor.morrowsodali.com
- toll free numbers, **800 745 691** (for callers from Italy) and **900 802 491** (for callers from Spain)
- from abroad, **+39 06 97635079** (to Italy) and **+34 910 606 947** (to Spain)

These phone numbers will be active on weekdays from 9.00 am to 6.00 pm (Central European Time).

The website of the Global Information Agent is www.morrowsodali-transactions.com.

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NOT TO BE DISCLOSED, PUBLISHED OR DISTRIBUTED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY IN THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN (OR IN OTHER COUNTRIES, AS DEFINED HEREAFTER).

The voluntary tender Offer described in this Notice will be promoted by OEP 14 Coöperatief U.A. through a corporate vehicle over the totality of the ordinary shares of Techedge S.p.A., Titan BidCo S.p.A..

This Notice does not constitute an offer to buy or sell Techedge S.p.A.'s shares.

On 17 September 2020, as required by the applicable regulations, the Offeror published the Offer Document which Techedge S.p.A.'s shareholders shall carefully examine.

The Offer is launched exclusively in Italy and is made on a non-discriminatory basis and on equal terms to all shareholders of Techedge S.p.A.. The Offer is promoted in Italy, as Techedge S.p.A.'s shares are listed on the Mercato Telematico Azionario organised and managed by Borsa Italiana S.p.A. and, except for what is indicated below, is subject to the obligations and procedural requirements provided for by Italian law.

The Offer is not and will not be made in the United States (or will not be directed at U.S. Persons, as defined by the U.S. Securities Act of 1933, as subsequently amended), Canada, Japan, Australia and any other jurisdictions where making the Offer therein would not be allowed without any approval by any regulatory authority or without any other requirements to be complied with by the Offeror (such jurisdictions, including the United States, Canada, Japan and Australia, are jointly defined the "**Other Countries**"), neither by using national or international instruments of communication or commerce of the Other Countries (including, for example, postal network, fax, telex, e-mail, telephone and internet), nor through any structure of any of the Other Countries' financial intermediaries or in any other way.

A copy of any document that the Offeror issued and will issue in relation to the Offer, or portions thereof, has not and shall not be sent, nor in any way transmitted, or otherwise distributed, directly or indirectly, in the Other Countries. Anyone receiving such documents shall not distribute, forward or send them (neither by postal service nor by using national or international instruments of communication or commerce) in the Other Countries.

Any tender to the Offer resulting from solicitation carried out in violation of the above restrictions will not be accepted.

This Notice and any other document issued by the Offeror in relation to the Offer do not constitute and are not part neither of an offer to buy or exchange, nor of a solicitation to offer to sell or exchange financial instruments in the United States or in the Other Countries.

This Notice may only be accessed in or from the United Kingdom (i) by persons having professional experience in matters relating to investments falling within the scope of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as subsequently amended (the "**Order**"), or (ii) by companies having high net assets and by persons to whom the Notice can be legitimately transmitted because they fall within the scope of Article 49(2) paragraphs from (a) to (d) of the Order (all these persons are jointly defined "relevant persons"). Financial Instruments described in this Notice are made available only to relevant persons (and any solicitation, offer, agreement to subscribe, purchase or otherwise acquire such financial instruments will be directed exclusively at such persons). Any person who is not a relevant person should not act or rely on this document or any of its contents.

Tendering to the Offer by persons residing in jurisdictions other than Italy may be subject to specific obligations or restrictions imposed by applicable legal or regulatory provisions of such jurisdictions. Recipients of the Offer are solely responsible for complying with such laws and, therefore, before tendering in the Offer, they are responsible for determining whether such laws exist and are applicable by relying on their own

advisors. The Offeror does not accept any liability for any violation by any person of any of the above restrictions