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VOLUNTARY TOTAL PUBLIC TAKEOVER BID FOR THE ORDINARY SHARES OF PANARIAGROUP INDUSTRIE CERAMICHE S.P.A. PROMOTED BY FINPARIA S.P.A.

### PRESS RELEASE

In accordance with Art. 102, paragraph 3 of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (the “Consolidated Financial Law”) and Art. 37-*ter* of the Regulation adopted by CONSOB with Resolution no. 11971 of 14 May 1999, as subsequently amended and supplemented (the “Issuers’ Regulation”)

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### DEPOSIT OF THE OFFER DOCUMENT

**Sassuolo (MO), 20 April 2021** – In accordance with and pursuant to Art. 102, paragraph 3 of the Consolidated Financial Law and Art. 37-*ter* of the Issuers’ Regulation, Finpanaria S.p.A. (“**Finpanaria**” or the “**Offerer**”) hereby declares that it has today deposited with the Italian National Commission for Companies and the Stock Exchange (“**CONSOB**”) the offer document (the “**Offer Document**”), intended for publication relative to the voluntary total public takeover bid in accordance with Articles 102 *et seq.* of the Consolidated Financial Law (the “**Offer**”) promoted by Finpanaria and concerning the ordinary shares (ISIN code: IT0001467577) (the “**Shares**”) of Panariagroup Industrie Ceramiche S.p.A. (“**Panaria**”, the “**Issuer**” or the “**Company**”), a company with its shares listed in the STAR segment of the Telematic Stock Exchange (MTA) organised and managed by Borsa Italiana S.p.A.

The Offer is promoted over all Shares – less (a) the 31,431,869 Panaria Shares held by the Offerer (b) the 1,702,782 Shares held by the persons acting in concert and (c) the 432,234 Treasury Shares held by the Issuer – equal to a total of 11,788,406 ordinary Shares of the Issuer, worth a nominal Euro 0.50, representing 25.99% of the Company’s share capital (the “**Shares concerned by the Offer**”).

The number of Shares concerned by the Offer may reduce if (i) the Offerer and/or the persons acting in concert should directly and/or indirectly purchase Shares outside the Offer and/or if (ii) the Issuer should directly and/or indirectly purchase additional Treasury Shares.

Finpanaria will pay any Panaria shareholders submitting their Shares in adhesion to the Offer a price of Euro 1.85 per Panaria Share (the “**Price**”).

The total maximum equivalent value of the Offer, calculated on the basis of the Price and of the maximum number of Shares concerned by the Offer is Euro 21,808,551.10 (the “**Maximum Outlay**”). The Maximum Outlay may reduce if the number of Shares concerned by the Offer should reduce.

The Offer will only be promoted in Italy and is addressed indiscriminately at equal conditions to all the Issuer’s shareholders.

The Offer will not be promoted or disseminated, directly or indirectly, in the United States of America, Australia, Canada, Japan or in any other Country in which the Offer is not permitted without the authorisation of the competent local authorities or in which it would be in breach of rules or regulations (the “**Other Countries**”), nor using any international trade or communication tools (including, merely by way of example, the postal network, fax, telex, e-mail, telephone and the Internet) of the United States of America, Australia, Canada, Japan or the Other Countries, nor in any other way.

The Offer Document will be published upon completion of the investigation carried out by CONSOB in accordance with Article 102, paragraph 4 of the Consolidated Financial Law.

Whilst awaiting publication of the Offer Document, for all information not expressly given herein, reference is made to the communication of the Offerer, prepared in accordance with Article 102, paragraph 1 of the Consolidated Financial Law and Article 37 of the Issuers’ Regulation and published on the Issuer’s website at [www.panariagroup.it](http://www.panariagroup.it), which indicates the legal basis, the terms and the essential elements of the Offer.

It is also specified that in order to provide information relating to the Offer to all shareholders of the Issuer, they have been prepared by the Global Information Agent, Morrow Sodali S.p.A., a dedicated e-mail account ([opa.panariagroup@investor.morrowsodali.com](mailto:opa.panariagroup@investor.morrowsodali.com)) and the telephone number 800 141 774, active from 09.00 (Central European Time) to 18.00 (Central European Time). For those who call from abroad, the number +39 06 9763 5750 is available.

The reference website of the Global Information Agent is [www.morrowsodali-transactions.com](http://www.morrowsodali-transactions.com)

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*This communication does not constitute nor does it intend to constitute an offer, invitation or solicitation to buy or otherwise acquire, subscribe, sell or otherwise dispose of financial instruments, nor will any sale, issue or transfer be implemented of financial instruments of Panaria in any Country in breach of the regulations applicable there. The Offer will be made through publication of the related offer document after approval by CONSOB. The offer document will contain a full description of the terms and conditions of the Offer, including the adhesion procedure.*

*The publication or dissemination of this communication in Countries other than Italy may be subject to restrictions according to applicable law and, therefore, any person subject to the laws of any Country other than Italy shall independently obtain information about any restrictions envisaged by the applicable provisions of law and regulation and ensure that they duly comply with such. Any failure to observe such restrictions may constitute breach of the applicable legislation of the relevant Country. Within the limits permitted by applicable legislation, the subjects involved in the Offer shall be exempted from any liability or prejudicial consequences as may stem from breach of said restrictions by said relevant persons. This communication has been prepared in compliance with Italian legislation and the information given here may differ from that which would have been*

*made available if the communication had been prepared in compliance with the legislation of Countries other than Italy.*

*No copy of this communication nor any other documents relative to the Offer will be nor may be sent by post or otherwise transmitted or distributed in or from any Country in which the provisions of local legislation may determine civil, criminal or regulatory risk if information concerning the Offer should be transmitted or made available to the shareholders of Panaria in said Country or in other Countries where such conduct would constitute a breach of the laws of said Country and any person receiving such documents (including as custodians, trustees or similar) shall not post or otherwise transmit or distribute such to or from any such Country.*