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## PRESS RELEASE PURSUANT TO ARTICLE 36 OF THE ISSUERS' REGULATION

## MARE GROUP: THE SHAREHOLDERS' MEETING AUTHORIZES THE OFFER. FULFILLMENT OF THE EFFECTIVENESS CONDITION

Salerno, October 27, 2025

Mare Group S.p.A. (ticker MARE.MI), an engineering company listed on Euronext Growth Milan and active in Italy and abroad in innovation through enabling technologies ("Mare Group" or the "Company"), with reference to the voluntary Public Tender Offer for all the shares of Eles Semiconductor Equipment S.p.A. ("Eles" or the "Issuer"), announced through the notice published on October 6, 2025 pursuant to and for the purposes of Article 102 of Legislative Decree No. 58/1998 (the "CFA") and Article 37 of Consob Regulation No. 11971/1999 (the "Issuers' Regulation" and the "102 Notice"), as subsequently amended on October 23, 2025 by means of a specific press release pursuant to Articles 36 and 43 of the Issuers' Regulation (the "Offer"), as an integration to the 102 Notice and following the press release dated October 7, 2025 titled "Mare Group: Voluntary Full Public Tender Offer on Eles Shares and Warrants," announces the following.

Today, the Company's Ordinary Shareholders' Meeting, convened in its first call, resolved to authorize the Board of Directors to proceed with the acquisition of up to 100% of Eles' fully diluted share capital, including through the purchase and potential exercise of Warrants, pursuant to and for the purposes of Article 14 of the Euronext Growth Milan Issuers' Regulation and Article 18.2 of the Company's bylaws, thereby authorizing the execution of the Offer. The resolution was approved unanimously by those present, representing 77.09% of the share capital.

In light of the foregoing, Mare Group announces that the effectiveness condition of the Offer set forth in paragraph 3.3, item (i), of the 102 Notice is deemed to have been fulfilled.

For further information regarding the Offer—pending publication of the Offer Document, filed with CONSOB on October 27 pursuant to Article 37-ter of the Issuers' Regulation—please refer to the 102 Notice as well as to subsequent press releases relating to the Offer, available on the Company's website at <a href="https://www.maregroup.it">www.maregroup.it</a>.

The summary report of the votes and the minutes of the Shareholders' Meeting will be made available to the public at the registered office of Mare Group S.p.A. (Via Ex Aeroporto SNC, 80038 Pomigliano d'Arco – NA), on the Company's website <a href="https://www.maregroup.it/investor-relations">www.maregroup.it/investor-relations</a> (section Governance > Shareholders' Meetings), and on the website <a href="https://www.borsaitaliana.it">www.borsaitaliana.it</a> (section Equities > Documents), within the terms and in the manner prescribed by applicable law.

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This communication does not constitute and is not intended to constitute an offer, invitation, or solicitation to purchase or otherwise acquire, subscribe for, sell, or otherwise dispose of financial instruments, and no sale, issuance, or transfer of financial instruments of Eles or Mare Group will be made in any country in violation of applicable laws.

The Offer is carried out by means of the publication of the relevant offer document. The offer document will contain the full description of the terms and conditions of the Mare Group Shares Offer, including the procedures for tendering. The publication or dissemination of



this communication in countries other than Italy may be subject to restrictions under applicable law and, therefore, any person subject to the laws of any country other than Italy must independently obtain information on any restrictions provided for by applicable legal and regulatory provisions and ensure compliance with them. Any failure to observe such restrictions may constitute a violation of the applicable laws of the relevant country. To the maximum extent permitted by applicable law, the parties involved in the Offer shall be deemed exempt from any liability or adverse consequence arising from the breach of the above restrictions by such interested parties. This communication has been prepared in accordance with Italian law and the information disclosed herein may differ from that which would have been disclosed had the communication been prepared in accordance with the laws of countries other than Italy.

No copy of this communication or any other document relating to the Offer will be, nor may it be, sent by mail or otherwise transmitted or distributed in or from any country where the provisions of local law may create civil, criminal, or regulatory risks where information concerning the Offer is transmitted or made available to shareholders of Eles or Mare Group in such country or in other countries where such conduct would constitute a violation of the laws of such country, and any person who receives such documents (including as custodian, trustee, or nominee) must not mail, transmit, or distribute them into or from any such country.

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This press release is available on Mare Group's website <a href="https://www.maregroup.it/investor-relations">https://www.maregroup.it/investor-relations</a> and on the authorized mechanism for the dissemination and storage of regulated information "1INFO" at <a href="https://www.linfo.it/">https://www.linfo.it/</a>.

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## **Mare Group**

Founded in 2001, Mare Group is an Italian high-tech engineering hub operating in the strategic sectors of Aerospace & Defense, Industry, Critical Infrastructure, and the Twin Transition. Listed on Euronext Growth Milan, Mare Group operates with an asset-light model based on proprietary platforms. With over 2,000 clients, more than 30 research projects completed with Italian and international universities, 500 people, and 24 operational and commercial sites in 5 countries, Mare Group has completed 16 acquisitions since 2019, consolidating its position as one of the main aggregators of innovation in Italy and Europe.

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