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PRESS RELEASE

OFFERING PRICE OF SYS-DAT S.P.A. ORDINARY SHARES HAS BEEN FIXED

- **OFFERING PRICE EQUAL TO EURO 3.40 PER SHARE, IMPLYING A MARKET CAPITALIZATION OF APPROXIMATELY EURO 103 MILLION (APPROXIMATELY EURO 106 MILLION IN CASE OF FULL EXERCISE OF THE OVER-ALLOTMENT OPTION)**
- **TOTAL PLACEMENT VOLUME OF THE OFFERING EQUAL TO APPROXIMATELY EURO 37 MILLION, INCLUDING SHARES DERIVING FROM THE FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**
- **THE FREE FLOAT AMOUNTS TO 35.1% ASSUMING THE OVER-ALLOTMENT OPTION IS EXERCISED IN FULL**
- **START OF TRADING SCHEDULED ON 2 JULY 2024**

Milan, 27 June 2024 – SYS-DAT S.p.A. (“**SYS-DAT**” or the “**Company**”), a successful ICT player in Italy offering innovative IT solutions for the main industrial segments and service markets, announces that on 27 June 2024, the offer, carried out exclusively through a private placement (the “**Offer**”) reserved to qualified investors in Italy as defined pursuant to Article 2, letter. e) of Regulation (EU) 1129/2017, and abroad to institutional investors outside the United States pursuant to Regulation S of the U.S. Securities Act of 1933 (as amended), concerning the admission to listing of the Company’s ordinary shares (the “**Shares**”) on the market organized and managed by Borsa Italiana S.p.A. (“**Euronext Milan**”), STAR Segment (the “**Listing**”), has been concluded.

The offering price for the Shares has been set to Euro 3.40 per Share (the “**Offering Price**”), with a consequent Company’s market capitalization equal to about Euro 103 million (approximately Euro 106 million in case of full exercise of the over-allotment option).

The Offer comprised: (i) no. 8,450,000 newly-issued ordinary Shares of the Company (the “**New Offer Shares**”) resulting from a paid share capital increase approved by the Shareholders’ Meeting of SYS-DAT on 21 March 2024, (ii) no. 1,420,920 existing Shares (the “**Existing Shares**”) sold, on a residual basis, by the current shareholders (the “**Selling Shareholders**”), and (iii) no. 987,000 Shares (equal to, approximately, 10% of the New Offer Shares and of the Existing Shares), deriving from a capital increase servicing the over-allotment option (the “**Over-allotment Shares**” and, together with the New Offer Shares and the Existing Shares, the “**Offer Shares**”).

The total amount of the Offer is equal to about Euro 37 million, including the full exercise of the over-allotment option..

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P. IVA - Codice Fiscale: 03699600155 • REA: MI-963005

As a consequence of the Offer, the free float amounts to 35.1% of the Company's share capital, as requested by Borsa Italiana S.p.A. for STAR Segment, including the exercise of the over-allotment option.

The gross proceeds for the Company deriving from the issuance of New Shares are equal to about Euro 29 million (approximately Euro 32 million in case of full exercise of the over-allotment option). Said proceeds will be used by the Company to continue pursuing and focusing on the key pillars of its strategy by: (i) accelerating its M&A strategy aimed at acquiring IT companies; (ii) hiring new talent and investing in existing personnel to pursue a long-term growth strategy and enhance its business capabilities; (iii) maximizing its value creation by a comprehensive service offer, a multi-sector approach, the implementation of new technologies and by increasing customer loyalty; (iv) strengthening its capital structure; and (v) expanding its geographical reach.

The Company and the Selling Shareholders have undertaken lock-up commitments in accordance with market practice for specific periods of time following the Offer.

The first day of trading is scheduled for 2 July 2024.

Matteo Neuronì, CEO commented: *“We are grateful for the trust that investors have placed in us, especially considering the current market condition characterized by poor liquidity. The offer received requests for more than three times its dimension, with a book of excellent quality including high standing domestic and international investors. The trust placed in us by investors is a clear testimony to the validity of our approach and our long-term vision. We believe that our constant propensity for innovation and an effective organization were particularly appreciated. These key elements have allowed our company to remain competitive and respond promptly to the needs of an ever-changing market. In the last few years, the company has concluded several M&A transactions, successfully integrating the new companies within the group, allowing us to expand our expertise and resources, further strengthening our position in the market. The resources raised represent a fundamental driver for our growth path. We want to thank everyone who contributed to this success. We are ready to face future challenges with the same determination and vision that have guided us so far, with the aim of continuing to grow and create value for all our stakeholders”.*

In connection with the Offer, Intermonte acted as Global Coordinator, Bookrunner and Specialist. Intermonte has also acted as listing agent. Gianni & Origoni is acting as legal counsel to the Company, DLA Piper acted as legal counsel to the Global Coordinator, BDO Italia S.p.A. is the independent audit firm of the Company and acted as advisor in relation to the prospectus, for the business plan and for the management information system, Alma LED acted as tax and social contributions advisor, Epyon Audit & Consulting acted as the advisor for the verification of the prospectus non-accounting, management, quantitative and market data and CDR Communication S.r.l. is the Investor Relation e Media Relation advisor.

About SYS-DAT S.p.A.

SYS-DAT S.p.A., together with its subsidiaries, is one of the main Italian operators specialized in the ICT sector. It has always been a highly innovative company oriented towards offering highly innovative, complete and integrated IT solutions to its customers, in Italy and abroad, and for different market sectors. The offered solutions cover mission critical corporate processes, starting from the ERP management area and then

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extending to various application areas including CRM, SCM, PDM, BI, GDPR and Retail & Distribution deployed on-premise or in the cloud. These services are provided through various advanced technologies, including cyber security and Artificial Intelligence solutions. For further information, please refer to the Company's website www.sys-datgroup.com.

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*This document is a press release and not a prospectus for the purposes of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”), and as such does not constitute an offer to sell or the solicitation of an offer to buy or acquire, any shares, rights or other securities of SYS-DAT S.p.A. (the “**Company**”). A prospectus prepared in accordance with the Prospectus Regulation, the Commission's Delegated Regulation (EU) 2019/980, the Delegated Regulation (EU) 2019/979 (the “**Delegated Regulation**”), Legislative Decree no. 58/1998 of 24 February 1998, as subsequently amended (the “**Consolidated Finance Act**”) and the Regulation adopted by CONSOB with Resolution no. 11971 of 14 May 1999, as subsequently amended (the “**Issuers' Regulations**”), will be published and made available in accordance with the Prospectus Regulations, the Delegated Regulations, the Consolidated Finance Act and the Issuers' Regulations. Any offer to the public of securities which may be deemed to have been made under this notice in any EEA Member State is addressed exclusively to qualified investors (within the meaning of Article 2(1)(e) of the Prospectus Regulation) in that EEA Member State.*

This press release does not constitute or form part of any offer or invitation to sell or issue, or solicitation of any offer to purchase or subscribe for shares or other financial instruments, nor does this announcement (or any part of it) or its distribution constitute the basis on which to rely, in relation to any contractual commitment. The offer and distribution of this press release and other information relating to the offer in some jurisdictions may be limited by law and persons in possession of this press release or any document or other information referred to herein or other information must inform themselves and comply with such restrictions. Failure to comply with such restrictions may constitute a violation of the regulatory provisions of any of those jurisdictions.

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offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and will contain detailed information about the company and management, as well as financial statements.

*This announcement does not constitute an offer of the securities to the public in the United Kingdom. No prospectus has been or will be approved in the United Kingdom in respect of the Securities. This announcement is being distributed to and is only addressed to and directed at (i) persons who are outside the United Kingdom or (ii) persons inside the United Kingdom who are “qualified investors” within the meaning of the UK Prospectus Regulation who are: (a) “investment professionals” within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Order**”.) (b) persons falling within Article 49(2)(a) to (d) of the Order (“high net worth companies”, “unincorporated associations”, etc.), or (c) persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as “Relevant Persons”). Any investment activity to which this announcement relates will only be available to and will only be engaged with, Relevant Persons. This announcement is directed only at Relevant Persons and any person who is not a Relevant Person should not act or rely on this document or any of its contents.*

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*This announcement does not constitute a recommendation in relation to the offer or the shares of the Company (the “**Offer**”). The price and value of securities may rise or fall. Past performance is not indicative for future performance. The information contained in this announcement or in any of the documents relating to the Offer cannot be considered as indicative of future performance. Potential investors should consult a professional advisor about the suitability of the Offer for the person concerned.*

*Any purchase of shares (“**Shares**”) of the Company in the context of the proposed Offer must be made exclusively on the basis of the information contained in the Prospectus, as approved by CONSOB, which the Company will publish in relation to admission to trading on the MTA. The approval of the Prospectus by CONSOB does not constitute an assessment of the economic and financial soundness of the transaction and the quality or solvency of the Company. No person can or should rely, for any reason, on the information contained in this press release or on its completeness, accuracy or correctness. The information contained in this press release is subject to change.*

Some of the data in this document, including financial information, have been rounded off. As a result, in some cases, the sum or percentage change in the numbers contained in this document may not correspond exactly to the total figure indicated.

*The bank acting as global coordinator within the potential offering (the “**GC**”) or its directors, officers, employees, consultants or agents accepts any liability whatsoever for any representation or warranty, express or implied, as to the truth, the accuracy or completeness of the information contained in this release (or if any information has been omitted from the release) or any other information relating to the Company, its subsidiaries or affiliates, whether written, oral or in visual or electronic form, and any other information transmitted or made available or for any loss arising from the use of this release or its contents or otherwise*

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related to it. Nothing contained in this release is, or should be relied upon as, a promise or representation by GC or any of its directors, officers, employees, consultants or agents, either in the past or in the future.

The GC or its directors, officers, employees, consultants or agents assumes any responsibility for its accuracy, completeness or verification and accordingly the GC and each of its respective directors, officers, employees, consultants or agents disclaims, to the fullest extent permitted by applicable law, any and all liability arising out of tort, contract or otherwise which may be imputed in connection with this announcement or such statement. The GC shall act solely for the Company and the selling shareholder in the transaction to which this release relates and for no other person in connection with any transaction referred to in this release and shall not treat any other person (whether or not the addressee of this release) as a customer in connection with any such transaction and shall not be liable to any other person, or shall not be required to advise such person of the content of this release or in connection with any transaction to which this release relates.

*Only for the purposes of the product governance requirements laid down: (a) Directive 2014/65/EU on markets in financial instruments, as subsequently amended (“**MiFID II**”); (b) Articles 9 and 10 of Delegated Directive (EU) 593/2017 supplementing MiFID II; and (c) national transposition measures (together the “**MiFID II Product Governance Obligations**”), and declining any liability that may arise contractually, non-contractually or otherwise to any “producer” (under the MiFID II Product Governance Obligations) in relation to such obligations, the Shares have been subject to a product approval process, which has identified the Shares as such: (i) compatible with an end market of retail investors and investors meeting the requirements of “professional clients” and “eligible counterparties” as defined respectively under MiFID II; and (ii) reserved for distribution through all distribution channels as permitted by MiFID II (the “**Assessment of the Reference Market**”). Notwithstanding the Valuation of the relevant Market, distributors should take into account that: the price of the Shares may fall and investors may lose all or part of their investment; the Shares do not provide any return on or protection for the capital invested; and an investment in the Shares is only compatible with investors who do not need a guarantee of return or protection for the capital invested (whether alone or with the assistance of a financial or other advisor) are capable of assessing the merit and risks associated with such investment and who have sufficient resources to bear any loss that may result. The Valuation of the Reference Market does not prejudice any contractual, legal or regulatory restrictions provided for in relation to the Offer. In addition, it should be noted that, despite the Reference Market Assessment, the GC will provide investors who meet the criteria of professional clients and eligible counterparties.*

It should be noted that, the Assessment of the Reference Market does not constitute: (a) an assessment of the suitability or suitability for MiFID II purposes; or (b) a recommendation to any investor or group of investors to invest or purchase, or undertake any transaction in respect of the Shares. Each distributor is responsible for making its own assessment of the relevant market in relation to the Shares and determining the appropriate channels for their destruction.

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