



TENDER NOTICE EXTRACT

COURT OF BOLOGNA – R.G. 6102/2025 – U.J. MR. LICCARDO – COMPETITIVE PROCEDURE FOR THE PRESENTATION OF IRREVOCABLE OFFERS FOR THE PURCHASE OF A BRANCH OF A COMPANY HEADED BY C.M.C. DI RAVENNA SOCIETÀ COOPERATIVA

It is hereby communicated that the Court of Bologna, with provisions dated May 15-16, 2025 (the “**Decrees**”), issued within the R.G. 6102/2025 proceeding’s scope initiated by C.M.C. DI RAVENNA Società Cooperativa, with registered office in Ravenna, Via Trieste 76, certified email comunicacmc@legalmail.it, Fiscal/Tax Code, VAT nr. and registration nr. in Ravenna Companies Register 00084280395 (“**CMC**”) to obtain authorization, pursuant to art. 22 of Legislative Decree n. 14/2019 (“**CBCI**”), for a company branch transfer (the “**Branch**”), has invited CMC to carry out further exploratory activity for the Branch sale, aimed at achieving irrevocable offers that are better than the one already acquired. The Branch composition is indicated in the Decrees, as well as in the documents in the *Data Room*, prepared by CMC, and which any interested party may access, after signing a confidentiality agreement, as well as after accepting the *Data Room* regulations and signing an acknowledgement declaration of the sale notice conditions.

The base price for the Branch purchase is € 17,143,000.00. The price payment may occur in the following ways:

- i) as for € 3,000,000.00 (three million/00), as a surety, paid by the Offeror into a dedicated bank account in the name of MERONE E PALERMO NOTAI: IBAN IT06G0200802480000105677208, an escrow account as per Law 124/2017 opened at Unicredit s.p.a., branch in Via Rizzoli 34, Bologna, at the time of offer submission. The notary, Mrs. Rita Meroni will arrange for the payment of the sum indicated to CMC at contract signing for the Branch transfer to the Purchaser;
- ii) as for € 14,143,000.00 (fourteen million one hundred and forty-three thousand/00), paid into the dedicated bank account in the name of MERONE E PALERMO NOTAI: IBAN IT06G0200802480000105677208, an escrow account as per Law 124/2017 opened at Unicredit s.p.a., branch in Via Rizzoli 34, Bologna, as the residual price paid at the selling time, following the positive verification by the petitioner CMC of compliance with the conditions inherent to the offer formulated and enclosed to the appeal submitted by the petitioner.

The Purchaser will be entitled to pay the price balance in the way described in the Offer already acquired by the petitioner.

The Offeror may reserve the right to request that the sale be made in favour of a company in which it has a shareholding or which has been newly established, expressly undertaking in any case to pay the price in place of and on behalf of the same;

As a guarantee of the exact and timely fulfillment of the obligation to pay the aforementioned amount of € 14,143,000.00 (fourteen million one hundred and forty-three thousand/00), the Offeror, under offer ineffectiveness and/or exclusion penalty, will deliver the Notary, Mrs. Rita Merone, by 12:00 on June 17, 2025, in favour of CMC, a first demand guarantee, an insurance/banking guarantee for the same amount, issued by a primary Insurance Company/Banking Institution approved by the Expert Mrs. Stefania Chiaruttini, with a signature authenticated by a notary, enforceable on first demand.

Increasing offers cannot be less than Euro 100,000.00.

Courtesy translation

The competitive tender/bid will take place at the Court of Bologna, in via Farini n. 1, Courtroom “delle Colonne”, on June 13, 2025 at 12:00 through Notary Mrs. Rita Merone, and which must be attended by the offeror referred to in the request pursuant to ex art. 22 of the CBCI to participate in any competitive upward tender.

Each bidder must deposit at the “Ufficio Unico Vendite” (Single Sales Office) located at the Court of Bologna, in via Farini n. 1, 2° floor, by 12:00 on June 12, 2025, the payment receipt made to the above mentioned bank account of a sum equal to Euro 3,000,000 (three million) as a surety.

The Decrees full version containing the sale conditions is published on CMC institutional website (www.cmcgruppo.com), as well as other websites indicated in the Decrees themselves.

Ravenna, 20th May 2025