



NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, IN OR INTO THE UNITED STATES OF AMERICA, CANADA, JAPAN, AUSTRALIA OR ANY COUNTRY WHERE IT IS UNLAWFUL TO DO SO.

PRESS RELEASE

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION AND POST STABILISATION NOTICE

Baranzate (*MI*), 10 March 2023 – EuroGroup Laminations S.p.A. ("EuroGroup" or the "Company") hereby informs that today J.P. Morgan SE ("JPM"), acting as stabilisation manager in connection with the offer aimed at the listing of the ordinary shares of the Company on Euronext Milan (the "Offer"), also on behalf of the joint global coordinators and joint bookrunners, has communicated the partial exercise the over-allotment option (the "Over-allotment Option") granted by Euro Management Services S.p.A., Delorean Partecipazioni S.p.A., T2 Eltif Energy Transition Fund and T2 Energy Transition Fund (the "Selling Shareholders") for no. 2,969,860 ordinary shares out of the maximum no. 7,136,951 ordinary shares lent for the purpose of the Over-allotment Option. Therefore, this will mean the redelivery to the Selling Shareholders of no. 4,167,091 ordinary shares lent in the context of the Offer.

The purchase price of the ordinary shares subject to the Over-allotment Option is Euro 5.5 per ordinary share, equal to the offer price established in connection with the Offer, for an aggregate consideration of Euro 16,334,230.

Payment of the ordinary shares subject to the Over-allotment Option and return of no. 4,167,091 lent ordinary shares is envisaged on 14 March 2023.

Following the exercise of the Over-allotment Option pursuant to the above, the Offer consisted of a total of no. 74,339,367 ordinary shares for a total consideration of Euro 408,866,518.50.

Additionally, the Company, on the basis of the information disclosed by JPM acting as stabilisation manager in connection with the listing of ordinary shares by EuroGroup, hereby gives notice that JPM has undertaken stabilisation activities (as defined under Article 3, paragraph 2, letter d), of the Market Abuse Regulation (EU/596/2014)) in relation to the offering of the securities as set out below.

Financial Instruments:				
Issuer	EuroGroup Laminations S.p.A.			
Financial Instrument	Ordinary shares (ISIN: IT0005527616)			
Offer Size	71,369,507 ordinary shares excluding the Over-allotment Option			
Total aggregate amount of	4,167,091			
ordinary shares purchased				
Stabilisation Manager	J.P. Morgan SE			

Pursuant to Article 6, paragraph 3, of Commission Delegated Regulation (EU) 2016/1052 supplementing Regulation (EU) No. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures, EuroGroup, on the basis of the



information disclosed by JPM, hereby communicates that the stabilisation purchases began on 10 February 2023 and that the last stabilisation purchase took place on 10 March 2023.

The chart below sets out the data on the stabilisation transactions carried out during the stabilisation period.

Execution Date	Aggregate number of ordinary shares purchased	Number of transactions	Price Range (Euro)	Trading Venue
10 February 2023	1,045,791	284	5.5000 - 5.5000	Borsa Italiana – EXM
13 February 2023	82,564	9	5.5000 - 5.5000	Borsa Italiana – EXM
14 February 2023	1,141,244	635	5.4250 - 5.5000	Borsa Italiana – EXM
15 February 2023	164,927	146	5.4640 - 5.5000	Borsa Italiana – EXM
16 February 2023	239,642	320	5.4760 - 5.5000	Borsa Italiana – EXM
17 February 2023	103,924	195	5.4380 - 5.5000	Borsa Italiana – EXM
20 February 2023	101,875	134	5.3600 - 5.4680	Borsa Italiana – EXM
21 February 2023	107,421	110	5.2600 - 5.3500	Borsa Italiana – EXM
22 February 2023	287,619	380	5.1800 - 5.3500	Borsa Italiana – EXM
23 February 2023	318,456	340	5.1700 - 5.3400	Borsa Italiana – EXM
24 February 2023	56,073	55	5.2000 - 5.2200	Borsa Italiana – EXM
27 February 2023	140,556	201	5.2500 - 5.5000	Borsa Italiana – EXM
28 February 2023	86,038	76	5.4700 - 5.5000	Borsa Italiana – EXM
1 March 2023	38,542	69	5.5000 - 5.5000	Borsa Italiana – EXM
2 March 2023	48,911	25	5.5000 - 5.5000	Borsa Italiana – EXM
8 March 2023	119,107	89	5.4800 - 5.5000	Borsa Italiana – EXM
9 March 2023	83,254	149	5.5000 - 5.5000	Borsa Italiana – EXM
10 March 2023	1,147	5	5.4700 - 5.4700	Borsa Italiana – EXM



This press release is issued also on behalf of JPM pursuant to Article 6, paragraph 3, of Commission Delegated Regulation (EU) 2016/1052.

EuroGroup Laminations S.p.A. is a world leader in the production and distribution of the motor core (stators and rotors) for electric motors and generators. The Group's business is organized along two segments: (i) EV & Automotive, which produces the motor core of electric motors used in electric vehicles traction, as well a wide range of non-traction automotive applications; and (ii) Industrial, which produces products used in various applications including, among others, industrial applications, home automation, HVAC equipment, wind energy, logistics and pumps. With headquarters in Baranzate (MI), EuroGroup Laminations can count on a workforce of approximately 2,800 employees, 7 production plants in Italy and 5 abroad (Mexico, United States, China, and Tunisia) and recorded revenues in 2021 for approximately Euro 557 million.

CONTACTS

EuroGroup Laminations S.p.A.

Matteo Perna

Investor Relator

ir@euro-group.it

+39 02 350001

Close to Media - Communication Advisors

Nicola Guglielmi +39 366-6190711 nicola.guglielmi@closetomedia.it

Enrico Bandini +39 335-8484706 enrico.bandini@closetomedia.it

Disclaimer

This announcement does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for any shares or any other securities, nor shall it (or any part of it) or the fact of its distribution form the basis of, or be relied on in connection with, any contract therefor. The offering of the EuroGroup's ordinary shares (the "Offering") and the distribution of this announcement and other information in connection with the Offering in certain jurisdictions may be restricted by law and persons into whose possession this announcement or any document or other information referred to herein comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the laws of any such jurisdiction.

In any EEA Member State, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation. In the United Kingdom, this announcement is only being distributed to and is only directed at and any investment or investment activity to which this announcement relates is available only to, and will be engaged in only with, "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 who are also (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or ii) persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Order, (iii) persons who are outside the United Kingdom; or (iv) to whom



it may otherwise be lawfully communicated (all such persons together being referred to as "relevant persons"). Persons who are not relevant persons in the United Kingdom should not take any action on the basis of this announcement and should not act or rely on it.

This communication is not for distribution, directly or indirectly, in or into the United States (including its territories and possessions, any State of the United States and the District of Columbia), Canada, Australia and Japan (or in any other jurisdiction where it is unlawful to do so). This communication does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other state or jurisdiction in which such offer, solicitation, or sale is unlawful. The securities mentioned herein are being offered in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), and outside the United States in offshore transactions in reliance on Regulation S under the Securities Act. The Shares herein have not been and will not be registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration. There will be no public offer of securities in the United States, Canada and Japan or in any other jurisdiction where it is unlawful to do so.

This announcement does not constitute a recommendation concerning the Offering or the shares of the Company. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. Information in this announcement or any of the documents relating to the Offering cannot be relied upon as a guide to future performance. Potential investors should consult, to the extent they deem necessary, a professional investment, business, tax, and/or legal advisor as to the suitability of the Offering for the person concerned.

None of the banks acting as joint global coordinators, joint bookrunners and/or stabilising manager in the contest of the Offering (the "Managers") or any of their respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith. Nothing contained herein is, or shall be relied upon as, a promise or representation by the Managers or any of their respective directors, officers, employees, advisers or agents in this respect, whether as to the past or future.

None of the Managers or any of their respective directors, officers, employees, advisers or agents assumes any responsibility for its accuracy, completeness or verification and accordingly the Managers and each of their respective directors, officers, employees, advisers or agents disclaim, to the fullest extent permitted by applicable law, any and all liability whether arising in tort, contract or otherwise which they might otherwise be found to have in respect of this announcement or any such statement. The Managers are each acting exclusively for the Company and the Selling Shareholder in the transaction referred to in this announcement and for no-one else in connection with any transaction mentioned in this announcement and will not regard any other person (whether or not a recipient of this announcement) as a client in relation to any such transaction and will not be responsible to any other person for providing the protections afforded to their respective clients, or for advising any such person on the contents of this announcement or in connection with any transaction referred to in this announcement.

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the "Shares" have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II to such target market (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income



or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal, or regulatory selling restrictions in relation to the offering. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Managers will only procure investors who meet the criteria of professional clients and eligible counterparties. For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.