

Extract pursuant to article 122 of Legislative Decree no. 58/1998 ("CFA") and article 129 of the CONSOB Regulation adopted by resolution no. 11971 of 14 May 1999, as amended ("Issuers' Regulation")

On 19 May 2021,

- (i) CDP Equity S.p.A., with registered office at Via San Marco 21A, Milan, enrolled with the Companies' Register of Milan, Monza, Brianza and Lodi under no. 07532930968, corporate capital equal to Euro 2,890,583,470.00 ("**CDPE**"),
- (ii) FSIA Investimenti S.r.l., with registered office at Via San Marco 21A, Milan, enrolled with the Companies' Register of Milan, Monza, Brianza and Lodi under no. 08655320961, corporate capital equal to Euro 20,000.00 ("**FSIA**"),
- (iii) Poste Italiane S.p.A., with registered office at Viale Europa 190, Rome, enrolled with the Companies' Register of Rome under no. 97103880585, corporate capital equal to Euro €1,306,110,000.00 fully paid-in ("**Poste Italiane**"),
- (iv) PSIA S.r.l., with registered office at Viale Europa 175, Rome, enrolled with the Companies' Register of Rome under no. 16165531001, corporate capital equal to Euro 10,000.00 fully paid-in ("**PSIA**")

signed a demerger agreement (the "**Agreement**") aimed at regulating the terms, conditions and procedures for the execution of a partial non-proportional demerger (the "**Demerger**") of FSIA (a company controlled by CDPE which, as of the date of this communication, holds a participation representing 57.42% of the corporate capital of SIA S.p.A. ("**SIA**")), to be carried out through the assignment of FSIA's assets and liabilities, including, *inter alia*, part of the aforementioned participation held by FSIA in SIA to the beneficiary PSIA, wholly owned by Poste Italiane.

The Agreement and the Demerger take place in the context of the envisaged merger by incorporation of SIA into Nexi S.p.A. (with registered office in Milan, Corso Sempione 55, enrolled with the Companies' Register of Milan, Monza, Brianza and Lodi under no. 09489670969, corporate capital equal to Euro 57,070,707.00, the shares of which are listed on the *Mercato Telematico Azionario* organized and managed by Borsa Italiana S.p.A. "**Nexi**") and the further merger by incorporation of the company incorporated under Luxembourg law, Nets Topco 2 S.a.r.l., into Nexi (the merger of SIA into Nexi, the "**SIA-Nexi Merger**"), regulated by a *framework agreement* signed by SIA, Nexi, CDPE, FSIA and Mercury UK Holdco Limited on February 11, 2021, and amended on May 18, 2021 (in relation to which a specific communication to the market was made pursuant to and for the purposes of article 122 of the CFA).

The Agreement provides that the Demerger will become effective on the earlier of (i) the date of effectiveness of the SIA-Nexi Merger, although in a moment immediately preceding such effectiveness, and (ii) the date on which the last of the antitrust approvals for the Demerger has been obtained (the "**Effective Date**"), it being understood that these conditions must be met within the deadline of April 30, 2022, after which the Demerger will not become effective.

The Agreement contains, *inter alia*, shareholders' agreements effective as of the date of completion of the SIA-Nexi Merger, which are relevant in connection with article 122 of the CFA and fall within the type of shareholders' agreements provided for by article 122, paragraph 5, letter b) of the CFA. Such shareholders' agreements concern all the interests held by the parties to the Agreement in Nexi following the SIA-Nexi Merger, which amount to approximately 25% of Nexi's corporate capital.

For a more detailed description of the shareholders' agreements contained in the Agreement, please refer to the essential information made available on Nexi's website www.nexi.it.

An extract of the shareholders' agreements contained in the Agreement has been, as required by law, filed with the Companies' Register of Milan, Monza, Brianza and Lodi.