

This English translation of the press release pursuant to article 36 of CONSOB Regulation no. 11971/1999 is for courtesy only and shall not be relied upon by the recipients. The Italian version of the press release pursuant to article 36 of CONSOB Regulation no. 11971/1999 is the only authentic version and shall prevail in case of any discrepancy

Press release disseminated by IVS Group S.A. in the name and on behalf of Grey S.à r.l.

THE DISSEMINATION, PUBLICATION OR DISTRIBUTION OF THIS PRESS RELEASE IS PROHIBITED IN ANY JURISDICTION WHERE IT WOULD CONSTITUTE A VIOLATION OF THE RELEVANT APPLICABLE LAW

**VOLUNTARY TOTALITARIAN TENDER OFFER
LAUNCHED BY GREY S.À R.L.
OVER THE ORDINARY SHARES OF IVS GROUP S.A.**

*o*o*

Press Release

pursuant to Article 36 of the Regulation adopted by CONSOB by resolution no. 11971 of 14 May 1999, as subsequently amended and supplemented (“Issuers’ Regulation”)

*o*o*

Obtainment of the authorisation pursuant to the UK NSI Act

Luxembourg/Turin, 25 June 2024 — In relation to the voluntary totalitarian tender offer (the “**Offer**”), launched by Grey S.à r.l. (“**Offeror**”), pursuant to, and for the purposes of, Articles 102 *et seq.* of Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (“**CFA**”), and applicable implementing provisions contained in the Issuers’ Regulation, over the ordinary shares of IVS Group S.A. (“**IVSG**” or the “**Issuer**”), the Offeror hereby announces that, on the date hereof, the UK Secretary of State has notified its decision not to take any action under Article 14 of the National Security and Investment Act 2021 (“**NSI UK Act**”), in connection with the transaction which is the subject of the Investment Agreement entered into on 22 April 2024 by, *inter alia*, E-Coffee Solutions S.r.l. (“**ECS**”), the Offeror and IVS Partecipazioni S.p.A. and the consequent crossing of a threshold of indirect shareholding, relevant under the UK NIS Act, by ECS and the Offeror in N-And Group Ltd. – an IVSG Group company incorporated under English law, active in the design and implementation of information technology platforms and applications (“**UK NSI Act Authorization**”).

In this respect, it is reminded that the UK NSI Act Authorization has been indicated among the conditions to the Offer in the Offeror’s Communication. Accordingly, in light of the foregoing, it is reminded that the commencement of the Offer is conditional upon the obtainment of the prior authorizations as required by applicable law, as well as the effectiveness of the Offer is subject to the satisfaction of the Threshold Condition and the Defence Condition, as further detailed in the Offeror’s Communication.

Pending publication of the Offer Document, which was filed with CONSOB on 10 May 2024 pursuant to Articles 102, paragraph 3, of the CFA and 37-ter of the Issuers' Regulation, reference is made to the Offeror's Communication published on 22 April 2024 pursuant to Articles 102, paragraph 1, of the CFA and 37 of the Issuers' Regulation and available on the Issuer's website (www.ivsgroup.it), which sets forth the legal requirements, the terms, the conditions and the essential elements of the Offer.

THIS PRESS RELEASE MUST NOT BE DISSEMINATED, PUBLISHED OR DISTRIBUTED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN ANY COUNTRY WHERE THE DISCLOSURE, PUBLICATION OR DISTRIBUTION OF THIS PRESS RELEASE WOULD CONSTITUTE A VIOLATION TO THE APPLICABLE LAWS OR REGULATIONS, INCLUDING UNITED STATES OF AMERICA, CANADA, JAPAN AND AUSTRALIA (AND OTHER COUNTRIES, AS DEFINED BELOW).

The voluntary totalitarian public tender offer described in this press release (the “**Offer**”) shall be promoted by Grey S.à r.l. (the “**Offeror**” or “**Grey**”) over the ordinary shares of IVS Group S.A. (the “**Issuer**” or “**IVSG**”).

This press release does not constitute an offer to buy or sell the ordinary shares of IVSG.

Before the beginning of the Offer Period, as required by applicable regulations, the Offeror will publish the Offer Document, which the shareholders of IVSG shall carefully examine.

The Offer will be promoted exclusively in Italy and will be addressed, on equal terms, to all holders of IVSG’s ordinary shares. The Offer will be promoted exclusively in Italy as IVSG’s ordinary shares are listed on STAR segment, of Euronext Milan, regulated market organized and managed by Borsa Italian S.p.A., and is subject to the obligations and procedural requirements provided for by Italian law and Luxembourg Law being the Issuer incorporated and operating under Luxembourg law.

The Offer is not and will not be promoted, or disseminated in the United States of America (*i.e.* addressed to *U.S. Persons*, as defined pursuant to the *U.S. Securities Act* of 1933, as amended), Canada, Japan and Australia, as well as in any other country where such Offer would not be allowed without the approval by competent authorities or would be in breach of laws or regulations (such countries, including the United States of America, Canada, Japan and Australia, jointly, the “**Other Countries**”), neither by using national or international instruments of communication or commerce of the Other Countries (including, for example, postal network, fax, telex, e-mail, telephone and internet), nor through any structure of any of the Other Countries’ financial intermediaries or in any other way. No action has been or will be adopted to make the Offer possible in any of the Other Countries.

Copies of any document that the Offeror will issue in relation to the Offer, or portions thereof, are not and shall not be sent, nor in any way transmitted, or otherwise distributed, directly or indirectly, in the Other Countries. Anyone receiving such documents shall not distribute, forward or send them (neither by postal service nor by using any instruments of communication or commerce) in the Other Countries.

Any tender in the Offer resulting from solicitation carried out in violation of the above restrictions will not be accepted.

This press release, as well as any other document issued by the Offeror in relation to the Offer, does not constitute and is not part of an offer to buy, nor of a solicitation of offers to sell, financial instruments in the United States of America or any of the Other Countries. No financial instrument can be offered or transferred in the Other Countries without specific approval in compliance with the relevant applicable provisions of the local law of such countries or without exemption from such provisions.

This press release has been prepared in accordance with the laws of Italy and the information disclosed herein may be different from that which would have been disclosed had the press release been prepared in accordance with the laws of countries other than Italy.

This press release may be accessed in or from the United Kingdom exclusively: (i) by persons having professional experience in matters relating to investments falling within the scope of Article 19(5) of the Financial Services and Markets Act 2000 (*Financial Promotion*) Order 2005, as subsequently amended (the “**Order**”); or (ii) by companies having significant net equity and by persons to whom the press release can be legitimately transmitted as they fall within the scope of Article 49(2), paragraphs from (a) to (d), of the Order (all these persons are jointly defined “**Relevant Persons**”). Financial instruments described in this press release are made available only to Relevant Persons (and any solicitation, offer, agreement to subscribe, purchase or otherwise acquire such financial instruments will be addressed exclusively to such persons). Any

person who is not a Relevant Person should not act or rely on this document nor on any of its contents.

Tendering in the Offer by persons residing in countries other than Italy may be subject to specific obligations or restrictions provided by applicable legal or regulatory provisions of such countries. Recipients of the Offer are solely responsible for complying with such laws and regulations and, therefore, before tendering in the Offer, they are responsible for determining whether such laws exist and are applicable by relying on their own advisors. The Offeror does not accept any liability for any violation by any person of any of the above restrictions.