

This English translation of the press release pursuant to article 38 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 38 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.

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

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Press Release

pursuant to Article 38, paragraph 2, of the Regulation adopted by CONSOB by resolution no. 11971 of 14 May 1999, as subsequently amended and supplemented (“Issuers’ Regulation”)

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Publication of the Offer Document

The Acceptance Period will begin on 9 September 2024 and will end on 27 September 2024, extremes included (unless extended)

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Luxembourg/Turin, 6 September 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, pursuant to Article 38, paragraph 2, of the Issuers’ Regulation, the publication, on the date hereof, of the offer document pertaining to the Offer (the “**Offer Document**”) approved by CONSOB by resolution dated 30 August 2024, no. 23232.

The Offer Document comprises the Issuer’s communication prepared pursuant to Article 103, paragraph 3, of the CFA Article 39 of the Issuers’ Regulation, approved by the board of directors of the Issuer on 5 September 2024, together with the opinion of the Issuer’s independent directors, issued on 4 September 2024, pursuant to Article 39-*bis* of the Issuers’ Regulation.

The Offer Document is made available to the public for consultation at: (i) the offices of BNP Paribas – Italian branch, in Milan, Piazza Lina Bo Bardi 3, as intermediary in charge of the coordination of the acceptances; (ii) the registered office of the intermediaries in charge; (iii) the registered office of E-Coffee Solutions S.r.l., in Turin, Via Bologna, 32; (iv) the Issuer’s website (www.ivsgroup.it); (v) the Offeror’s website (www.opa-ivsgroup.com); (vi) the Global Information Agent’s website (transactions.sodali.com).

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To assist certain readers, a courtesy English translation of the Offer Document will be published, it being understood that the Italian version of the Offer Document is the only official and binding document and shall prevail in any case over the English version.

As indicated in the Offer Document, the Offer acceptance period (the “**Acceptance Period**”), will begin, **on 9 September 2024** and will end **on 27 September 2024** (extremes included), unless the Acceptance Period is extended pursuant to applicable law.

The date of payment of the Offer Price for each ordinary share of the Issuer tendered to the Offer, equal to Euro 7.15 (seven/15) (*cum dividend*), will occur on **4 October 2024** (the “**Settlement Date**”), unless the Acceptance Period is extended pursuant to applicable law.

Upon the occurrence of the relevant circumstances, pursuant to Article 40-*bis* of the Issuers’ Regulation, the Acceptance Period will be reopened for 5 (five) consecutive trading days starting from the trading day following the Settlement Date and, therefore, unless the Acceptance Period is extended, for the sessions of **7 October, 8 October, 9 October, 10 October and 11 October 2024** (the “**Reopening of the Terms**”).

In case of Reopening of the Terms, the payment of the Offer Price for the ordinary shares of the Issuer tendered to the Offer during the Reopening of the Terms will occur on **18 October 2024**, unless the Acceptance Period is extended pursuant to applicable law.

It is reminded that the Offer is subject to the satisfaction of the Threshold Condition and the Defence Condition, as further detailed in the Offer Document.

Furthermore, it is reminded that, for any request or information regarding the Offer, the holders of the Issuer’s shares may use the following information channels set up by the Global Information Agent: the dedicated e-mail account (opa.ivsgroup@investor.sodali.com), toll-free number 800 126 341 (for landline callers from Italy), hotline +39 06 85870096 (for landline, mobile and callers from abroad) and WhatsApp number +39 340 4029760. These channels will be active, for the duration of the Acceptance Period, Monday through Friday from 9:00 to 18:00 hours (Central European Time). The reference website of the Global Information Agent is transactions.sodali.com.

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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 has published the Offer Document, which the shareholders of IVSG shall carefully examine.

The Offer is promoted exclusively in Italy and is 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 exclusively on Euronext Milan, STAR segment, 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 has issued or 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

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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.