

OMNIAHOLDING

SOCIETÀ PER AZIONI

PRESS RELEASE

OMNIAHOLDING S.p.A.: THE SUBSIDIARY OMNIAINVEST S.p.A. APPROVES A SPIN-OFF PLAN

Mantua, 11 October 2023 - Omniaholding S.p.A., which – directly and indirectly through Omniainvest S.p.A. – controls Immsi S.p.A. (IMS.MI), said that the Board of Directors of Omniainvest S.p.A. today approved a plan for an asymmetric partial spin-off (the “**Spin-off**”), which will be presented for approval at an extraordinary meeting of the shareholders of Omniainvest S.p.A..

The current shareholders of Omniainvest S.p.A. are Omniaholding S.p.A. (83.9%), RFM & Partners S.p.A. (9.8%, relating to Ruggero Magnoni, a director of Immsi S.p.A.) and Zunitas S.r.l. (6.3%, relating to the Zanetti family, of whom Carlo Zanetti is a director of Piaggio & C. S.p.A.).

As a result of the Spin-off:

- 1) a portion of the Immsi S.p.A. shares held by Omniainvest S.p.A., representing 3.9% of Immsi S.p.A.’s share capital, will be assigned to a new company wholly owned by RFM & Partners S.p.A.;
- 2) a portion of the Immsi S.p.A. shares held by Omniainvest S.p.A., representing 2.5% of Immsi S.p.A.’s share capital, will be assigned to a new company wholly owned by Zunitas S.r.l.;
- 3) Omniaholding S.p.A. will control 100% of Omniainvest S.p.A..

On completion of the Spin-off, Omniaholding S.p.A. will continue to hold 53.4% of Immsi S.p.A., as it does today, in a transparency regime.

Furthermore, Omniaholding S.p.A, RFM & Partners S.p.A. and Zunitas S.r.l. have drawn up a series of shareholder agreements relating to Immsi S.p.A., which set out lock-up undertakings and provide for a name to be indicated in the list that will be presented for the appointment of the Board of Directors. The shareholder agreements will be subject to the disclosure obligations required by law.