## S.G.G. HOLDING S.P.A.

Sede in Via Santa Maria Fulcorina, 2 – 20123 Milano Capitale sociale Euro 25.000.001,00 i.v.

## Registro delle Imprese di Milano, Codice Fiscale e Partita Iva n. 06705891007 REA – C.C.I.A.A. di Milano n. 1676394

\*\*\*

## THE RELEASE, PUBLICATION OR DISTRIBUTION OF THIS COMMUNICATION IS NOT PERMITTED IN THE UNITED STATES OF AMERICA, CANADA, JAPAN, AUSTRALIA AND IN ANY COUNTRY WHERE SUCH COMMUNICATION WOULD VIOLATE THE RELEVANT APPLICABLE REGULATION

## TOTAL VOLUNTARY PUBLIC TENDER OFFER PROMOTED BY S.G.G. HOLDING S.P.A. CONCERNING ORDINARY SHARES OF SAES GETTERS S.P.A.

PRESS RELEASE PURSUANT TO ARTICLE 37-TER OF THE REGULATION ADOPTED BY CONSOB WITH RESOLUTION NO. 11971 DATED 14 MAY 1999 AS AMENDED AND SUPPLEMENTED ("Issuers' **Regulation**") and article 102, paragraph 3, of Italian legislative decree no. 58/1998 AS AMENDED and Supplemented ("**TUF**")

Milan, May 6, 2024

S.G.G. Holding S.p.A. ("**SGGH**") announces that today, pursuant to article 102, paragraph 3, of the TUF and to article 37-*ter* of the Issuers' Regulation, it filed with Consob the offer document (the "**Offer Document**") relating to the total voluntary public tender offer (the "**VTO**" or the "**Offer**"), aimed at:

- i. acquiring all of the outstanding ordinary shares of SAES Getters S.p.A. (the "**Issuer**") (the "**Shares**") less no. 5,053,486 Shares held by SGGH amounting to a total of no. 11,731,762 Shares, and
- ii. obtain the delisting of the Shares from listing and trading on Euronext Milan ("**EXM**"), a market organized, regulated and managed by Borsa Italiana S.p.A., Euronext STAR Milan segment.

The Offer Document will be published further to Consob's approval, pursuant to article 102, paragraph 4, of the TUF.

Pending publication of the Offer Document, reference is made to the communication issued pursuant to article 102, paragraph 1, of the TUF, published on SAES Getters' website www.saesgetters.com, in the dedicated area "OPA – 2024"

\*\*\*

The VTO, whose acceptance period starts only following the publication of the relevant Offer Document, is promoted exclusively in Italy, as the Shares are listed exclusively on the Euronext Milan – Euronext STAR Milan segment, and is addressed, under equal conditions, to all shareholders holding Shares. The VTO has not been and will not be promoted or disseminated, directly or indirectly, in the United States of America, Canada, Japan and Australia, as well as in any other State in which the VTO is not permitted in the absence of

authorisation by the competent authorities or other obligations by the offeror or is in violation of local rules or regulations (the "Other Countries"), or by using means of communication or international trade (including, by way of example, the postal network, fax, telex, e-mail, telephone and internet) of the United States of America, Canada, Japan, Australia or of the Other Countries, or through any structure of any of the financial intermediaries of the United States of America, Canada, Japan, Australia or the Other Countries, or in any other way. A copy of the Offer Document, or portions thereof, as well as a copy of any document relating to the VTO, are not and must not be sent, nor in any way transmitted, or in any case distributed, directly or indirectly, in the United States of America, Canada, Japan, Australia or Other Countries. Anyone who receives the aforementioned documents must not distribute or send them (either by post or by any other means or instrument of communication or international trade) in the United States of America, Canada, Japan, Australia or Other Countries.

Any acceptance of the VTO resulting from solicitation activities carried out in violation of the above limitations will not be accepted.

The Offer Document, as well as any other document relating to the VTO, do not constitute and may not be interpreted as an offer of financial instruments addressed to parties domiciled and/or resident in the United States of America, Canada, Japan, Australia or Other Countries. No instrument may be offered or sold in the United States of America, Canada, Japan, Australia or in the Other Countries without specific authorisation in accordance with the applicable provisions of the local law of those states or of the Other Countries or in derogation from the same provisions.

Participation in the VTO by parties residing in countries other than Italy may be subject to specific obligations or restrictions provided for by legal or regulatory provisions. It is the sole responsibility of the recipients of the VTO to comply with these rules and, therefore, before joining the VTO, to verify their existence and applicability, by contacting their advisors.

Any acceptance of the VTO carried out in violation of the above limitations will not be accepted.