



## Press Release

### Agreement for the purchase of treasury shares

**Genoa, November 15, 2024** – ERG S.p.A. announces that today it has appointed the independent authorised intermediary Mediobanca - Banca di Credito Finanziario S.p.A. (“Mediobanca”) for the purchase of ERG ordinary shares (“Shares”) starting from November 18, 2024 and no later than February 14, 2025 (the “Mandate”), in accordance with the provisions of the resolution adopted by the Shareholders' Meeting and the Board of Directors of ERG S.p.A. dated April 23, 2024 and November 14, 2024 respectively, already disclosed to the market with the press releases issued on the same date.

Below are the operational methods that Mediobanca will have to comply with in fulfilling the Mandate:

- (i) the purchase of the Shares will take place on the Euronext Milan market, organised and managed by Borsa Italiana S.p.A., up to a maximum number of 1,200,000 Shares (i.e. a total of 0.798% of ERG's share capital), with a maximum outlay of 22,600,000.00 euros, without prejudice to any other limitations possibly deriving from legislative or regulatory provisions, adopting operating conditions decided fully independently and in compliance with the provisions of art. 132 of the TUF (Consolidated Finance Act) and art. 144-bis, 1 paragraph, letter b) of the Issuers' Regulation or according to the operating methods established in the Regulation of the markets organised and managed by Borsa Italiana S.p.A.;
- (ii) the number of Shares purchased on a trading day must not exceed 25% of the daily average of Shares traded on the same market in the previous 20 trading days;
- (iii) the purchase of the Shares may be carried out at a unit price, including ancillary purchase costs, determined by Mediobanca fully independently, but not less than a minimum of 30% lower or no more than a maximum of 10% higher than the reference price that the Share has registered in each individual transaction in the previous day's stock market session;
- (iv) the purchase of the Shares cannot take place at a price higher than the highest price between that of the last independent transaction and that of the highest independent purchase negotiation proposal on the Euronext Milan market.

It should be noted that the Share purchase transactions will be carried out with the risk borne by ERG S.p.A., which will make the relevant financial resources available within the above operational limits.

The Mandate, which provides for a fixed fee in favour of the intermediary linked to the number of Shares purchased, may be revoked by ERG S.p.A. at any time.

Finally, it should be noted that to date ERG S.p.A. already owns 3,831,474 treasury shares (equal to 2.549% of the share capital).

*This press release, issued on November 15, 2024, is available to the public at Borsa Italiana S.p.A. ([www.borsaitaliana.it](http://www.borsaitaliana.it)), on the authorised storage mechanism eMarket Storage ([www.emarketstorage.com](http://www.emarketstorage.com)) and on the Company's website ([www.erg.eu](http://www.erg.eu)) in the "Media/Press Releases" section.*

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