

Opening of the treasury shares purchase program

Pesaro, 19 December 2024 – Biesse S.p.A. (the “**Company**” or “**Biesse**”) – a company listed on the Euronext STAR Milan segment – announces that today the Board of Directors of the Company has resolved to open, starting today, the treasury shares purchase program (the “**Program**”), in implementation of the resolution of the Shareholders’ Meeting held on 18 November 2024.

Shown below are the details of the Program authorized by the Board of Directors of the Company, according to art. 144-*bis*, *comma* 3, of the Regulation CONSOB adopted by resolution n. 11971/1999 (“**Regolamento Emittenti**”):

- **Purposes of the Program:** in accordance with the resolution of the Shareholders’ Meeting held on 18 November 2024, the Program is finalized to:
 - (i) operations of disposal and/or utilization of treasury shares, within the scope of extraordinary transactions;
 - (ii) purchase treasury shares with a view to medium- and long-term investment;
 - (iii) acquire treasury shares to be used, where appropriate, to service share incentive plans, including long term plans, both existing and future, reserved for directors and/or employees and/or collaborators of the Company, or of subsidiaries of Biesse;
 - (iv) carry out activities to support market liquidity, where necessary and in accordance with the provisions in force (including the purposes contemplated in market practice), so as to favor the regular course of trading and avoid abnormal price movements, as well as to regularize the course of trading and prices, in the face of momentary distortions linked to

excessive volatility or a lack of liquidity in trading; and/or

- (v) initiate share buyback programs for the purposes set out in Article 5 of Regulation (EU) No. 596 of 16 April 2014 (the “**MAR Regulation**”) on market abuse - i.e. the reduction of share capital, the fulfilment of obligations arising from debt instruments convertible into shares or from share option programs or other allocations of shares to employees or members of the management and control bodies of the Company or its affiliated companies or any other purpose that may be contemplated by said regulation in the version in force pro tempore - and/or for the purposes contemplated by the market practices permitted.
- **Duration of the Program and maximum outlay:** the Program authorized by the Board of Directors starts today and has a maximum duration of 6 months since today (i.e. until 19 June 2025). The maximum outlay for the Company during the six-months Program is equal to 5.000.000 euros (the “**Maximum Outlay**”). It is confirmed that the resolution of the Shareholders’ Meeting held on 18 November has approved the purchases of treasury shares for a maximum period of 18 months from 18 November 2024 and the total outlay of the Company will not be able to exceed 15.000.000 euros.
- **Maximum and minimum price:** the authorization stipulates that the purchases of treasury shares must be carried out in compliance with the statutory and regulatory requirements, including the rules set out in Regulation (EU) No. 596/2014 and Delegated Regulation (EU) No. 2016/1052 (the “**Delegated**

Regulation”). Purchases will be concluded with a share price not higher than 9 euros (the “**Maximum Price**”), as resolved by the Board of Directors held today. In any case, purchases must be made: (i) at a price not exceeding the higher of the price of the last independent transaction and the price of the highest current independent bid on the trading venue where the purchase is made and (ii) at a price per share that may not deviate downward or upward by more than 15% from the reference price recorded by the stock on the stock exchange trading session prior to each individual transaction or on the trading session of Borsa Italiana S.p.A. prior to the date of announcement of the transaction, according to the resolution of the Shareholders’ Meeting held on 18 November 2024.

- **Maximum number of treasury shares:** considering the Maximum Outlay and the Maximum Price, according to the Program the maximum number of shares of the Company able to be purchased is equal to 555.556, notwithstanding the limits defined by the resolution of the Shareholders’ Meeting held on 18 November 2024.
- **Operative modalities of the purchases:** the Program will be coordinated by Intesa Sanpaolo S.p.A., which will complete discretionally the purchases. Purchases will be performed according to the art. 132 of D. Lgs. 58/1998, to the art. 144-bis comma 1, letter b) of the Regolamento Emittenti, as well as to MAR Regulation and to Delegated Regulation. Purchases will be completed in line with the resolution of the Shareholders’ Meeting held on 18 November 2024 and with the resolution of the Board of Directors of the Company held today.

Possible, successive modifications of the Program will be published according to the terms and the modalities provided by the current laws.

The Company will communicate to the investors and to the market, according to the current legislation, the details of the completed purchase operations, according to the terms and the modalities provided by the current laws and regulations.

BIESSE - We are an international company that manufactures integrated lines and machines to process wood, glass, stone, plastic and composite materials. Founded in Italy in 1969 and listed in the Euronext STAR segment of the Italian Stock Exchange, we support the business evolution of our customers in the furniture & construction, automotive and aerospace sectors. Today, about 80% of our consolidated turnover is achieved abroad by an ever-growing global network with 3 manufacturing areas and showrooms in 22 countries. Thanks to our rooted competence embodied by more than 4.000 employees, we empower the imagination of industry leading companies and prestigious names in Italian and international design to make the potential of any material shine.

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