

# *GBD Green by definition S.p.A.*

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Today the extraordinary shareholders' meeting of GBD Green by definition S.p.A. ("GBD"), which holds 59.1068% of the share capital of Landi Renzo S.p.A. ("Landi Renzo" or the "Issuer") and which has committed to the Issuer to subscribe, for a maximum total amount of € 50 million, (a) its own share of the capital increase of Landi Renzo resolved upon by the latter's extraordinary shareholders' meeting on 29 April 2022 (the "Capital Increase"), as well as (b) any rights which may remain unexercised following the option period, has, inter alia, resolved (i) a paid capital increase reserved to Itaca Gas S.r.l., a wholly-owned subsidiary of Itaca Equity Holding S.p.A., as medium-long term minority investor in Landi Renzo's share capital, for a total maximum amount of € 39,400,000, non-divisible for a total of € 33,500,000; and (ii) a non-divisible paid capital increase reserved to E.M.A 2021 S.r.l., a corporate vehicle controlled by Mr. Cristiano Musi, the current chief executive officer of Landi Renzo, for a total amount of € 300,000.

Simultaneously with said share capital increase resolutions of GBD, Itaca Gas S.r.l. and E.M.A 2021 S.r.l. subscribed the capital increases reserved to them, for total amounts of € 33,500,000 and € 300,000 respectively, with issuance of the relevant shares.

Further to the above subscriptions, the share capital of GBD is held as follows: 51.08% by Girefin S.p.A. and Gireimm S.r.l., companies related to Trust Landi, 48.49% by Itaca Gas S.r.l., and 0.43% by E.M.A. 2021 S.r.l.. Therefore, the Trust Landi continues to indirectly hold the legal control of Landi Renzo.

As a result of these subscriptions, GBD has the availability of the funds required to subscribe, up to a maximum total amount of Euro 50 million, the Capital Increase of the Issuer (i.e. its own portion of the Capital Increase, equal to approximately Euro 35.2 million, as well as a portion of any unexercised rights), it being also clarified that on the first day of the option period GBD will subscribe its own portion of the Capital Increase.

Stefano Landi, Chairman of GBD and of Landi Renzo stated: "With the entry of Itaca indirectly into the capital of Landi Renzo, as a medium-long term minority investor, a new and challenging phase of development for the Landi Group starts, by providing it with the financial means required for its growth in strategic segments of the global energy transition process. The recent, positive conclusion of the refinancing operation of Landi Renzo Group's medium-long term bank debt with the three main Italian credit institutions (Intesa Sanpaolo, Unicredit and Banco BPM) is also moving in the same direction, confirming the banking system's appreciation and trust in the growth strategy of the Group, of which we hold, as Green by definition, around 60 % of the share capital.

Eventually, I can only wish the full success of the share capital increase as I am confident that the strategy outlined by the management of our subsidiary Landi Renzo, supported also by the new investor Itaca, will give the needed satisfaction to all of us shareholders".

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