

RESULTS OF THE OFFER IN OPTION OF THE SHARES DERIVING FROM THE CAPITAL INCREASE OF CDP RETI

Rome, 6 June 2025 – CDP Reti S.p.A. (“**CDP Reti**”) informs of the end, on 5 June 2025, of the period to exercise the option rights relating to the offer to the shareholders of maximum no. 178,272 newly issued shares with no par value of CDP Reti (“**New Shares**”), of which maximum no. 105,362 class A shares (“**New Shares A**”), maximum no. 62,395 class B shares (“**New Shares B**”) and maximum no. 10,515 class C shares (“**New Shares C**”), deriving from the divisible capital increase for consideration resolved upon by the Extraordinary Shareholders’ Meeting of CDP Reti on 22 May 2025, for maximum Euro 265,999,651.20 (inclusive of share premium).

Results of the offer in option at the end of the Offer Period

During the period of offer in option, started on 23 May 2025 (included) and ended on 5 June 2025 (included) (“**Offer Period**”), a total of no. 6,458,120 option rights have been exercised for the subscription of no. 178,205 New Shares, equal to 99.96% of the New Shares, for an aggregate countervalue equal to Euro 265,899,680.50 (inclusive of share premium).

Cassa depositi e prestiti S.p.A. (holder of class A shares) and State Grid Europe Limited (holder of class B shares), in compliance with their commitments, have subscribed for and paid up their respective portion of the capital increase and, in particular:

- (a) Cassa depositi e prestiti S.p.A. has subscribed for and paid up all New Shares A, equal to 59.1% of the New Shares, for an overall amount of Euro 157,210,640.20;
- (b) State Grid Europe Limited has subscribed for and paid up all New Shares B, equal to 35% of the New Shares, for an overall amount of Euro 93,099,579.50.

The holders of class C shares have exercised a total of no. 378,600 option rights and have subscribed for and paid up a total of no. 10,448 New Shares C, equal to 5.86% of the New Shares, for an overall amount of Euro 15,589,460.80.

At the end of the Offer Period, therefore, a total of no. 2,440 option rights remained unopted (“**Unopted Rights**”), for the subscription of a total of no. 67 New Shares C, equal to 0.04% of the New Shares, for an overall amount of Euro 99,970.70 (“**Unopted Shares C**”).

Allocation of the Unopted Shares C

Pursuant to article 2441, paragraph 3 of the Italian Civil Code and to the resolution of the Extraordinary Shareholders’ Meeting of CDP Reti dated 22 May 2025, the holders of class C shares that have concurrently requested so upon exercise of their option rights, are now required to subscribe for and pay up – each for the amount specified below – the Unopted Shares C, at the same subscription price for the New Shares applied during the Offer Period, equal to Euro 1,492.10 per each Unopted Share C, of which Euro 0.025 to be applied to share capital and the residual amount to be applied to share premium, in a ratio of no. 0.0275939 New Shares C for each Unopted Right.

In this regard, please be advised that:

- during the Offer Period, CDP Reti has received requests by the holders of class C shares for the purchase in pre-emption of any unopted New Shares C for a maximum number of 12,948 New Shares C. In particular, the following holders of class C shares have requested to purchase unopted New Shares C (“**Purchase Requests**”):
 - 1) Cassa Nazionale di Previdenza e Assistenza Forense, up to maximum 5,821 unopted New Shares C, for a maximum countervalue of Euro 8,685,514.10;
 - 2) Fondazione Cassa di Risparmio di Carpi, up to maximum 3,350 unopted New Shares C, for a maximum countervalue of Euro 4,998,535.00;
 - 3) Fondazione Pescaraabruzzo, up to maximum 1,926 unopted New Shares C, for a maximum countervalue of Euro 2,873,784.60;
 - 4) Fondazione Cassa di Risparmio di Pistoia e Pescia, up to maximum 500 unopted New Shares C, for a maximum countervalue of Euro 746,050.00;
 - 5) Fondazione di Sardegna, up to maximum 336 unopted New Shares C, for a maximum countervalue of Euro 501,345.60;
 - 6) Fondazione Cassa di Risparmio di Biella, up to maximum 267 unopted New Shares C, for a maximum countervalue of Euro 398,390.70;
 - 7) Fondazione Cassa di Risparmio di Fano, up to maximum 235 unopted New Shares C, for a maximum countervalue of Euro 350,643.50;
 - 8) Fondazione Carispezia, up to maximum 100 unopted New Shares C, for a maximum countervalue of Euro 149,210.00;
 - 9) Fondazione Cassa di Risparmio in Bologna, up to maximum 100 unopted New Shares C, for a maximum countervalue of Euro 149,210.00;
 - 10) Fondazione Cassa di Risparmio di Bolzano, up to maximum 98 unopted New Shares C, for a maximum countervalue of Euro 146,225.80;
 - 11) Fondazione del Monte Faenza, up to maximum 67 unopted New Shares C, for a maximum countervalue of Euro 99,970.70;
 - 12) Fondazione Cassa di Risparmio di Perugia, up to maximum 51 unopted New Shares C, for a maximum countervalue of Euro 76,097.10;
 - 13) Fondazione Cassa di Risparmio di Fermo, up to maximum 34 unopted New Shares C, for a maximum countervalue of Euro 50,731.40;
 - 14) Fondazione Monteparma, up to maximum 33 unopted New Shares C, for a maximum countervalue of Euro 49,239.30;
 - 15) Fondazione Cassa di Risparmio di Rimini, up to maximum 30 unopted New Shares C, for a maximum countervalue of Euro 44,763.00;

- the number of New Shares C requested in pre-emption is, therefore, higher than the number of Unopted Shares C;
- on the basis of the Purchase Requests, in the light of the Unopted Shares C allocation criteria resolved upon by the Extraordinary Shareholders' Meeting of CDP Reti dated 22 May 2025 (as described in the notice of offer in option and pre-emption published on the website of CDP Reti on the same date), the following holders of class C shares must fully subscribe for and pay up the Unopted Shares C, for the number of shares and countervalue specified below:

Shareholder	No. Of Unopted Shares C granted in pre-emption	Countervalue in Euro
Cassa Nazionale di Previdenza e Assistenza Forense	36	53,715.60
Fondazione Cassa di Risparmio di Carpi	17	25,365.70
Fondazione Pescaraabruzzo	9	13,428.90
Fondazione Cassa di Risparmio di Pistoia e Pescia	2	2,984.20
Fondazione di Sardegna	1	1,492.10
Fondazione Cassa di Risparmio di Biella	1	1,492.10
Fondazione Cassa di Risparmio di Fano	1	1,492.10

Please note that, considering the resolution of the Extraordinary Shareholders' Meeting of CDP Reti dated 22 May 2025, should any Unopted Shares C not be paid up within the Shareholders C Pre-Emption Period (as defined below), the same Unopted Shares C shall be offered in pre-emption exclusively to the holders of class A shares that have concurrently requested so upon exercise of their option rights.

In this regard, please be advised that, during the Offer Period, Cassa depositi e prestiti S.p.A. (holder of class A shares) has rendered itself available to purchase in pre-emption any unopted New Shares C up to a maximum amount of 10,515, for a maximum countervalue of Euro 15,689,431.50.

Modalities and timing of subscription and payment of the Unopted Shares C

The abovementioned holders of class C shares of CDP Reti must fully subscribe for and pay up, as share capital and share premium, the Unopted Shares C to which they are entitled, making the relevant payments, in the period between 9 June 2025 and 5 p.m. of 12 June 2025 ("**Shareholders C Pre-Emption Period**"), through payment on the following bank account:

- titleholder: CDP Reti S.p.A.
- BIC/SWIFT: UNCRITMMMCS
- IBAN: IT35R0200805351000104828156

Cancellation of the existing share certificates and issuance of the new share certificates

CDP Reti informs that, following the completion of the share capital increase, the share certificates relating to the New Shares will be issued by the company and delivered to each shareholder through collection before the registered office of CDP Reti or through tracked shipment, with the previous explicit written request in this regard by the shareholder. To such end, each shareholder of CDP Reti that has failed to already do so, is kindly asked to send to the registered office of CDP Reti, in Via Goito 4, 00185, Rome, Italy, to the kind attention of Ms. Laura Passoni (Head of *Coordinamento Legale di Gruppo e Immobiliare* of Cassa depositi e prestiti S.p.A.), the existing share certificates of its ownership, by 13 June 2025.

CDP Reti S.p.A.

Dario Scannapieco
Chief Executive Officer