

PRESS RELEASE

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Press release pursuant to article 36 of the Regulation adopted by Consob with decision no. 11971 of 14 May 1999, as subsequently amended and supplemented (the "Issuers' Regulation")

FULL VOLUNTARY PUBLIC TENDER OFFER ON THE ORDINARY SHARES OF SOLUTIONS CAPITAL MANAGEMENT SIM S.p.A. PROMOTED BY BANCO DI DESIO E DELLA BRIANZA S.p.A.

**FULFILMENT OF THE CONDITION RELATING TO THE AUTHORISATION BY THE
BANK OF ITALY**

Desio (MB), 18 March 2026 - With reference to the full voluntary public tender offer (the "**Offer**") pursuant to and for the purposes set out in Articles 102, paragraph 1, and 106, paragraph 4, of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (the "**Consolidated Finance Act**") - as referred to in the Articles of Association of the company Solutions Capital Management SIM S.p.A. ("**SCM**" or the "**Issuer**") - on the ordinary shares of SCM, Banco di Desio e della Brianza SpA ("**Banco Desio**" or the "**Offeror**") announces the following.

Today, the Bank of Italy has issued without prescriptions, conditions or limitations: (i) in favour of Banco Desio, the authorisation to purchase a direct controlling interest in the Issuer; (ii) in favour of Brianza Unione di Luigi Gavazzi and Stefano Lado S.A.p.A., the authorisation to purchase an indirect controlling interest in the Issuer.

In light of the above, the Offeror announces that the condition of effectiveness of the Offer envisaged in paragraph 3.4, lett. (a), of the notice published on 25 November 2025 pursuant to Article 102, paragraph 1, of the Consolidated Finance Act, and Article 37 of the Issuers' Regulation (the "**Offeror's Notice**"), must be considered fulfilled.

It should be noted that the approval of the document relating to the offer (the "**Offer Document**") by Consob will take place, pursuant to and for the purposes of Article 102, paragraph 4, of the Consolidated Finance Act, within five days of the issue of the above authorisations.

Pending the publication of the Offer Document, please refer to the Offeror's Notice published on its website (www.bancodesio.it), which indicates the legal prerequisites, conditions, terms and essential elements of the Offer.

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This Notice does not constitute or intend to constitute an offer, invitation or solicitation to buy or otherwise acquire, subscribe, sell or otherwise dispose of financial instruments, and no sale, issue or transfer of financial instruments of Solutions Capital Management SIM S.p.A. will be made in any country in violation of the applicable regulations therein. The Offer will be made through publication of the relative Offer Document, subject to approval by Consob. The Offer Document will contain a full description of the terms and conditions of the Offer, including the participation procedures.

The publication or dissemination of this Notice in countries other than Italy may be subject to restrictions based on the relevant applicable laws. Therefore, any person subject to the laws of any country other than Italy is required to independently obtain information on any restrictions envisaged by said laws and regulations and ensure compliance with them. Any failure to comply with these restrictions could constitute a violation of the applicable legislation of the relevant country. Within the maximum limits permitted by the applicable regulations, the parties involved in the Offer shall be considered exempt from any liability or prejudicial consequence that may arise from violation of the above restrictions by the aforementioned persons concerned. This Notice has been prepared in compliance with Italian law, and the information disclosed herein may differ from what would have been disclosed if this Notice had been prepared in compliance with the laws of countries other than Italy.

No copy of this Notice or of any other document relating to the Offer - including the Offer Document - shall be (nor may be) sent by post or otherwise transmitted or distributed to or from any country where the provisions of local laws could lead to risks of a civil, criminal or regulatory nature if information concerning the Offer were transmitted or made available to the Issuer's shareholders in that country or in other countries where such conduct would constitute a violation of the laws of that country. Any person receiving such documents (including as custodian, depositary or trustee) is prohibited from sending by post or otherwise transmitting or distributing them to or from that country.

Desio, 18 March 2026

BANCO DI DESIO E DELLA BRIANZA S.p.A.

The Chair
Stefano Lado



BANCO DI DESIO E DELLA BRIANZA S.P.A. Established in 1909 and listed on the Milan Stock Exchange since 1995, today Banco Desio is a modern multi-product banking Group oriented towards the future in keeping with its own traditions, with strong territorial roots and an organisational structure focused on offering high quality services to its customers, including through digital channels. The Banco Desio Group operates in Northern and Central Italy and in Sardinia, with a distribution network of 275 branches and roughly 2,500 employees. It is present in the consumer credit sector with Fides S.p.A., a holding company specialised in salary-backed loans. It operates through distribution agreements with leading national and international parties in the assets under management and "bancassurance" areas. It has total assets of over Euro 18 billion.

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