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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.

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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**")

OFFER DOCUMENT APPROVED BY CONSOB

THE ACCEPTANCE PERIOD WILL BEGIN ON 30 MARCH 2026 AND END ON 24 APRIL 2026
(INCLUSIVE)

Desio (MB), 23 March 2026 - Banco di Desio e della Brianza S.p.A., in its capacity as offeror (the "**Offeror**"), announces that Consob, by means of decision no. 23929 of 23 March 2026, pursuant to Article 102, paragraph 4, of Italian Legislative Decree no. 58/1998, as subsequently amended and supplemented (the "**Consolidated Finance Act**"), approved the offer document (the "**Offer Document**") relating to the full voluntary public tender offer (the "**Offer**") promoted by the Offeror pursuant to Articles 102, paragraph 1, and 106, paragraph 4, of the Consolidated Finance Act, as referred to in article 9 of the Articles of Association of Solutions Capital Management SIM S.p.A. (the "**Issuer**" or "**SCM**"), on the ordinary shares of SCM traded on the Euronext Growth Milan multilateral trading system organised and managed by Borsa Italiana S.p.A. (Italian Stock Exchange).

The Offer is promoted on a maximum of 2,234,264 ordinary shares of the Issuer, without nominal value, corresponding to all the Issuer's outstanding ordinary shares as at today's date. The Offeror reserves the right to purchase ordinary shares of SCM outside of the Offer, to the extent permitted by applicable laws and regulations. Any purchases made outside of the Offer will be disclosed to the market pursuant to Article 41, paragraph 2, letter c) of the Issuers' Regulation.

Pursuant to Article 40, paragraph 2, of the Issuers' Regulation , the Offer acceptance period (the "**Acceptance Period**"), agreed with Consob, will start at 8:30 am (Italian time) on 30 March 2026 and will end at 5:30 pm (Italian time) of 24 April 2026, inclusive, and therefore will last 18 trading days (unless extended). Therefore, 24 April 2026 will represent, unless the Acceptance Period is extended, the last day to accept the Offer, without prejudice to any Reopening of the Terms (as defined below).

On the fourth trading day following the end of the Acceptance Period, i.e. - unless extended - 30 April 2026 (the "**Payment Date**"), under the terms and conditions indicated in the Offer Document, the Offeror will pay to each participant of the Offer, a cash consideration for each ordinary share of SCM tendered to the Offer and purchased by the Offeror, equal to Euro 4.61 (the "**Consideration**"), less the amount per share of any additional ordinary and/or extraordinary dividend withdrawn from profits or reserves or any additional distribution approved by the competent corporate bodies of the Issuer before the Payment Date.

If the legal prerequisites are met and where the Offeror announces that the condition on the threshold, referred to in paragraph 3.4, lett. (b) of the notice published on 25 November 2025 (the "**Offeror's Notice**") pursuant to Article 102, paragraph 1, of the Consolidated Finance Act, and Article 37 of the Issuers' Regulation, has been waived following its non-occurrence, pursuant to Article 40-*bis*, paragraph 1, lett. a), of the Issuers' Regulation, the Acceptance Period will be reopened for five trading days (the "**Reopening of the Terms**") starting from the trading day following the Payment Date, and therefore (unless the Acceptance Period is extended) for the meetings of 4, 5, 6, 7 and 8 May 2026, from 8:30 am (Italian time) to 5:30 pm (Italian time). The payment date relating to the ordinary shares of SCM tendered to the Offer, during any Reopening of the Terms, will be the fourth trading day following the close of the Reopening of the Terms and, therefore, 14 May 2026 (unless the Acceptance Period is extended).

The Offer Document, containing a detailed description of the terms and conditions of the Offer, as well as, inter alia, the methods of accepting it, will be published before the start of the Acceptance Period. The publication and methods of dissemination of the Offer Document will be the subject of a subsequent press release pursuant to Article 38, paragraph 2, of the Issuers' Regulation.

The press release that the Issuer's Board of Directors is required to disseminate pursuant to the combined provisions of Article 103, paragraphs 3 and 3-*bis*, of the Consolidated Finance Act and Article 39 of the Issuers' Regulation, including the opinion of the independent director, will be included in the appendix to the Offer Document.

Pending the publication of the Offer Document, reference is made to the Offeror's Notice, as well as to the press releases relating to the Offer published on the Offeror's website (www.bancodesio.it).

This press release is available on the Offeror's website (www.bancodesio.it), as well as at www.1info.it.

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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.

BANCO DI DESIO E DELLA BRIANZA SpA

*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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