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PRESS RELEASE ISSUED BY DIGITAL VALUE S.P.A. ON BEHALF OF OEP IX MASTER COÖPERATIEF U.A. (issued pursuant to Article 114 of the Legislative Decree No. 58/1998 and Article 17 of Regulation (EU) No. 596/2014)

Press release

OEP IX Master Coöperatief U.A., an entity within a private fund complex managed by OEP Capital Advisors, L.P., has signed a sale and purchase agreement for the acquisition of the controlling interest in Digital Value S.p.A. held by DV Holding S.p.A. representing a percentage of the corporate capital of Digital Value not lower than 57.81 percent.

Upon completion of such acquisition, a mandatory public tender offer will be launched by OEP IX Master Coöperatief U.A. (either directly or through an affiliate) on the remaining outstanding share capital of Digital Value S.p.A., aimed at obtaining the delisting.

Milan – 21 October 2025 – OEP IX Master Coöperatief U.A. (the **Purchaser**) announces that on 20 October 2025 it has entered into an agreement (the **Sale and Purchase Agreement**) with DV Holding S.p.A. (**DV Holding**) for the acquisition of the whole controlling interest (the **Controlling Interest**) held by DV Holding in Digital Value S.p.A. (**Digital Value**), representing a percentage of the corporate capital of Digital Value not lower than 57.81 percent.

Pursuant to the Sale and Purchase Agreement, the Purchaser may designate, pursuant to Article 1401 and following of the Civil Code, a company controlled, directly or indirectly, by the Purchaser (**BidCo**), as the entity which will acquire all the rights and undertake all the obligations on the part of the Purchaser under the Sale and Purchase Agreement and launch a mandatory tender offer on the remaining outstanding share capital of Digital Value, aimed at obtaining the delisting.

The consideration for each ordinary share that will be paid by the Purchaser (or BidCo, as the case may be) to DV Holding at the completion of the purchase of the Controlling Interest (**Closing**) is equal to Euro 29.00 (twenty-nine/00) per share (the **Consideration**). The Consideration is not subject to any post-Closing adjustments.

Pursuant to the Sale and Purchase Agreement, the Closing is subject to the fulfillment of certain conditions precedent regarding, *inter alia*, (a) the obtainment of all authorizations and consents required by law, including those authorizations required by the EU antitrust authority and FDI clearance, and (b) the lack of occurrence of certain material events between the date of signing of the Sale and Purchase Agreement and the Closing date which impact (or may impact) or disrupt (or may disrupt) the business and/or financial conditions/prospects of the Digital Value companies.

Following the Closing, pursuant to the Sale and Purchase Agreement, the Purchaser (or BidCo, as the case may be) will hold the Controlling Interest, representing a percentage of the corporate capital of Digital Value not lower than 57.81 percent.

It is expected that the Closing will take place by January 2026.

Following the Closing, the Purchaser (or BidCo, as the case may be) will launch a mandatory tender offer, pursuant to Articles 102 and 106 of Legislative Decree no. 58 of February 24, 1998, as subsequently amended, on the remaining outstanding share capital of Digital Value for a consideration for each ordinary share equal to Euro 29.00 (twenty-nine/00) *cum dividend* (meaning without prejudice to any adjustment that may be required should Digital Value declare or distribute a dividend before Closing) equal to the value per share paid pursuant to the Sale and Purchase Agreements, aimed at obtaining the delisting of the shares of Digital Value from trading on Euronext Milan.

The Purchaser is an entity within a private fund complex managed by OEP Capital Advisors, L.P. (**OEP**) a middle market private equity firm focused on the industrial, healthcare, and technology sectors in North America and Europe. The firm seeks to build market-leading companies by identifying and executing transformative business combinations. OEP is a trusted partner with a differentiated investment process, a broad and senior team, and an established track record generating long-term value for its partners. Since 2001, the firm has completed more than 400 transactions worldwide. OEP, founded in 2001, spun out of JP Morgan in 2015. The firm has offices in New York, Chicago, Frankfurt and Amsterdam.

OEP has focused its investment strategy on enabling management teams to enhance the strategic positioning of their companies by providing them with equity and debt funding to be used both for additional investments as well as for business combinations with other industrial players.

Digital Value, a company listed on the Euronext Milan market since May 2023, is the parent company of a group of companies (the **Group**) that is one of the leading operators in Italy in the field of IT solutions and services, with consolidated revenues of Euro 815.8 million and over 600 employees (source: consolidated financial statements as of 31 December 2024). The Group is engaged in research, design, development, and commercialization of ICT solutions and services for the digitalization of large account clients operating in the country's strategic sectors - Telecommunications, Transport, Utilities, Finance, Industry, and Public Administration - which represent the driving segment of the ICT market. Digital Value consolidates unique and specialized expertise, capable of providing comprehensive coverage of the technological innovation needs of key market segments, as a result of a path of constant and significant growth.

Equita acted as financial advisor of the Purchaser and Allen Overy Shearman Sterling - Studio Legale Associato acted as legal advisor.

D.G.P.A. & Co. S.p.A. acted as financial advisor of DV Holding and Bonelli Erede Lombardi Pappalardo acted as legal advisor.

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