

Press release issued by OEP Danzig BidCo S.p.A. and disclosed to the market by Digital Value S.p.A. on behalf of OEP Danzig BidCo S.p.A.

THIS DOCUMENT MUST NOT BE DISCLOSED, PUBLISHED OR DISTRIBUTED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN ANY JURISDICTION WHERE ITS DISSEMINATION, PUBLICATION OR DISTRIBUTION WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS APPLICABLE TO SUCH JURISDICTION.

**MANDATORY TENDER OFFER ON ALL THE
ORDINARY SHARES OF DIGITAL VALUE S.P.A.
LAUNCHED BY OEP DANZIG BIDCO S.P.A.**

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PRESS RELEASE

**pursuant to Article 36 of the Regulation adopted by CONSOB by resolution no. 11971 of
14 May 1999, as subsequently amended (the “Issuers’ Regulation”)**

APPROVAL OF THE OFFER DOCUMENT BY CONSOB

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Milan, 16 April 2026 – With reference to the mandatory tender offer launched by OEP Danzig BidCo S.p.A. (the “**Offeror**”), on a maximum of no. 3,104,360 ordinary shares (the “**Shares**”) of Digital Value S.p.A. (the “**Issuer**”), pursuant to Articles 102 and 106, paragraph 1, of Legislative Decree no. 58 of 24 February 1998, as subsequently amended (the “**TUF**”), announced on 5 March 2026 and the subject of a subsequent press release regarding the filing of the offer document (the “**Offer Document**”) with CONSOB on 18 March 2026 (the “**Offer**”), it is hereby announced that CONSOB approved the Offer Document on 16 April 2026.

Tender Period

The tender period, agreed upon with Borsa Italiana S.p.A. pursuant to Article 40, paragraph 2, of the Issuers’ Regulation, will commence at 8:30 a.m. (CET) on 24 April 2026 and will end, unless extended, at 5:30 p.m. (CET) on 15 May 2026 (both dates inclusive) (the “**Tender Period**”). Accordingly, 15 May 2026 will be the last day available to tender Shares in the Offer, subject to any extension of the Tender Period and without prejudice to any Reopening of the Tender Period (as defined below).

The consideration offered by the Offeror for each Share tendered into the Offer will be paid – against the simultaneous transfer of ownership of the Shares to the Offeror – on 22 May 2026, subject to any extension of the Tender Period.

If the relevant conditions are met, pursuant to Article 40-*bis* of the Issuers’ Regulation, the Tender Period will be reopened for an additional period of five trading days, *i.e.* 25, 26, 27, 28 and 29 May 2026, subject to any extension of the Tender Period (both dates inclusive) (the “**Reopening of the Tender Period**”).

In the event of the Reopening of the Tender Period, the payment of the consideration for each Share tendered into the Offer during the Reopening of the Tender Period will be made – against the simultaneous transfer of ownership of such Shares to the Offeror – on 5 June 2026, subject to any extension of the Tender Period.

Consideration

The Offeror will pay to the adhering shareholders a consideration of Euro 29.00 (twenty-nine/00) *cum dividendo* (i.e., reduced by the amount per Share of any ordinary and/or extraordinary dividend drawn from profits or reserves, including any dividend resolved upon but not yet paid, prior to the payment date following the Tender Period or the payment date following the Reopening of the Tender Period, as the case may be) for each Share tendered into the Offer (the “**Consideration**”).

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The Offer Document will be published by 23 April 2026 and will be made available to the public for consultation at:

- (i) the registered office of the Offeror in Milan, Via Manzoni 38;
- (ii) the registered office of the Issuer in Rome, Via della Maglianella 65/E;
- (iii) the registered office of Equita SIM S.p.A. (Appointed Intermediary for the coordination of acceptances), in Milan, Via Turati 9;
- (iv) the registered office of Banca Akros S.p.A. – Gruppo Banco BPM (Appointed Intermediary for the coordination of acceptances), in Milan, Viale Eginardo 29;
- (v) the website of the Issuer www.digitalvalue.it;
- (vi) the website of the Global Information Agent www.georgeson.com/it.

The Offer Document will include the Issuer’s notice prepared pursuant to Articles 103, paragraph 3, of the TUF and 39 of the Issuers’ Regulation by the board of directors of the Issuer, also including the opinion of the Issuer’s independent directors prepared pursuant to Article 39-*bis* of the Issuers’ Regulation.

The Offeror will announce the availability of the Offer Document to the public by disseminating to the market a specific press release. Pending the publication of the Offer Document, for any matters not expressly set out herein, reference is made to the Offeror’s notice published on 5 March 2026 pursuant to Articles 102, paragraph 1, of the TUF and 37 of the Issuers’ Regulation and available on the website of the Issuer (www.digitalvalue.it), as well as on the website of the Global Information Agent (www.georgeson.com/it).

For further information regarding the Offer, reference is made to the Offer Document, which will be published as indicated above.

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The Tender Period referred to in this press release has not yet commenced and, accordingly, this press release is published for informational purposes only and does not constitute either an offer to purchase or a solicitation to sell securities.

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The mandatory full public tender offer described in this press release will be promoted by OEP Danzig BidCo S.p.A. over all the ordinary shares of Digital Value S.p.A..

This press release does not constitute an offer, invite, or solicitation to buy or otherwise purchase, subscribe, sell or otherwise dispose of shares of Digital Value S.p.A..

Before the beginning of the Tender Period, as required by the applicable regulations, the Offeror will publish the Offer Document, which the shareholders of Digital Value S.p.A. shall carefully examine.

The Offer will be launched exclusively in Italy and will be made on a non-discriminatory basis and on equal terms to all holders of ordinary shares of Digital Value S.p.A.. The Offer will be promoted in Italy as Digital Value S.p.A.'s shares are listed on the Euronext Milan, organised and managed by Borsa Italiana S.p.A. and, except for what is indicated below, is subject to the obligations and procedural requirements provided for by Italian law.

*The Offer is not and will not be made in the United States (or will not be directed at U.S. Persons, as defined by the U.S. Securities Act of 1933, as subsequently amended), Canada, Japan, Australia and any other jurisdictions where making the Offer therein would not be allowed without any approval by any regulatory authority or without any other requirements to be complied with by the Offeror (such jurisdictions, including the United States, Canada, Japan and Australia, jointly "**Other Countries**"), neither by using national or international instruments of communication or commerce of the Other Countries (including, for example, postal network, fax, telex, e-mail, telephone and internet), nor through any structure of any of the Other Countries' financial intermediaries or in any other way.*

A copy of any document that the Offeror will issue in relation to the Offer, or portions thereof, is not and shall not be sent, nor in any way transmitted, or otherwise distributed, directly or indirectly, in the Other Countries. Anyone receiving such documents shall not distribute, forward or send them (neither by postal service nor by using national or international instruments of communication or commerce) in the Other Countries.

Any tender in the Offer resulting from solicitation carried out in violation of the above restrictions will not be accepted.

This press release and any other document issued by the Offeror in relation to the Offer do not constitute and are not part neither of an offer to buy or exchange, nor of a solicitation to offer to sell or exchange financial instruments in the United States or in the Other Countries. Financial instruments cannot be offered or sold in the United States unless they have been registered pursuant to the U.S. Securities Act of 1933, as subsequently amended, or are exempt from registration. Financial instruments offered in the context of the transaction described in this press release will not be registered pursuant to the U.S. Securities Act of 1933, as subsequently amended, and OEP Danzig BidCo S.p.A. does not intend to carry out a public offer of such financial instruments in the United States. No financial instrument can be offered or transferred in the Other Countries without specific approval in compliance with the relevant provisions applicable in such countries or without exemption from such provisions.

Tendering in the Offer by persons residing in jurisdictions other than Italy may be subject to specific obligations or restrictions imposed by applicable legal or regulatory provisions of such jurisdictions. Recipients of the Offer are solely responsible for complying with such laws and, therefore, before tendering in the Offer, they are responsible for determining whether such laws exist and are applicable by relying on their own advisors. The Offeror does not accept any liability for any violation by any person of any of the above restrictions.