

PRESS RELEASE

Acquisition by Jefferies Financial Group Inc. of indirect control of Tessellis S.p.A.

Cagliari, April 19, 2024

Tessellis S.p.A. (the "Company") informs that today it received a notice pursuant to Article 117 of Consob Regulation No. 11971/99 ("Issuers' Regulations") from *Jefferies Financial Group Inc.* in connection with the acquisition of the indirect controlling interest.

Specifically, *Jefferies Financial Group Inc.* notified the Company of the acquisition of the majority of voting rights in Opnet S.p.A. ("Opnet") - a company that as of today holds 59.26% of the Company's share capital - through its subsidiary *BEI Italia Wireless, LLC*, following the conversion of convertible preferred shares into ordinary shares, held by *BEI Italia Wireless, LLC* in Opnet (the "Conversion").

Prior to the Conversion, *BEI Italia Wireless, LLC* held approximately 49.99% of the total exercisable voting rights in Opnet. As a result of the Conversion, *BEI Italia Wireless, LLC* will hold shares conferring approximately 72.58% of the total voting rights exercisable in Opnet and, therefore, will exercise direct control over it and indirect control over the Company pursuant to Article 93 of the Consolidated Law on Finance (TUF) and Article 2359, paragraph 1, number (1), of the Civil Code.

According to the communication sent by *Jefferies Financial Group Inc.* to the Company, the acquisition by *BEI Italia Wireless, LLC* of control of Opnet and, therefore, indirect control of the Company, is not relevant for the purposes of promoting a takeover bid pursuant to Article 106, paragraph 3, letter a) of the TUF, since the interest held in the Company through Opnet does not meet the predominance conditions set forth in Article 45, paragraph 3, of the Issuers' Regulations.

About Tessellis

Tessellis S.p.A. (Italian Stock Exchange. Milan: TSL) is the holding company of the Group born from the merger between *Linkem Retail* and *Tiscali S.p.A.* and includes among its business areas that of *Tiscali Italia S.p.A.*, national operator among the first in the ultrabroadband segment (FWA - Fixed Wireless Access and FTTH - Fiber To The Home), the portal www.tiscali.it, one of the main Italian news portals, with about 8 million visitors per month to its credit, as well as the advertising concessionaire *Veesible s.r.l.*

TESSELLIS

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