

Notice of change in share capital

Cagliari, 20/12/2024

Tessellis S.p.A. (the "Company" or "Tessellis"), following the filing on December 20, 2024 with the Companies' Register of Cagliari of the certificate referred to in Article 2444 of the Italian Civil Code, announces the new amount of its share capital.

	Current share capital			Previous share capital		
	Euro	n. shares	Nominal Unit Value	Euro	n. shares	Nominal Unit Value
Total of which:						
Ordinary Shares (Dividend shares) Current number: 2	139,200,000	298,985,070	Without nominal value	132,200,000	270,214,006	Without nominal value
Listed (ISIN IT0005496473)	132,200,000	270,214,006	Without nominal value	132,200,000	270,214,006	Without nominal value
Non listed (ISIN IT0005628661)	7,000,000	28,771,064		-	-	

The capital change was executed by virtue of the request for subscription of the first tranche of the reserved capital increase pursuant to Article 2441 of the Italian Civil Code by the shareholder Shellnet, received on 19 December 2024, for a countervalue of Euro 7 million, against which 28,771,064 new Tessellis ordinary shares were issued, with no par value, NOT listed, identified by ISIN IT0005628661.

It should be noted that the issue price identified on the basis of the contractual agreements is EUR 0.2433.

TESSELLIS

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Shareholders' Capital 139,200,000 fully paid-up | VAT 02375280928 | R.E.A. 191784 | C.C.I.A.A. Cagliari
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Further to the communication made on 17 June 2024, the Company also informs that 10 bonds convertible into Tessellis shares (coupon no. 166 - 175) with a unit value of Euro 100,000 each, were issued today to Nice & Green S.A. ('N&G' or the 'Investor'), in execution of the resolutions of the Extraordinary Shareholders' Meetings of the Company of 16 May 2022 and 17 June 2024.

It should be noted that the POC, as per the latest amendment to the regulations resolved by the Shareholders' Meeting on June 17, 2024, consists of 31 tranches of EUR 2,000,000 - which can also be subscribed in fractions of tranches of multiples of EUR 1,000,000 - for a total maximum amount of EUR 62,000,000.00, and is reserved for the Investor (the "POC"), in observance of the investment agreement signed between the Company and N&G on April 4, 2022, as amended.

	N. of convertible securities exercised	N. of outstanding bonds
Convertible Bonds		13
Convertible saving shares		
Convertible preferred shares		
<i>Warrant</i>		

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About Tessellis

Tessellis S.p.A. (listed Euronext Milan: TSL) is the holding company of the Group formed by the merger of Linkem Retail and Tiscali S.p.A. It includes among its business areas that of Tiscali Italia S.p.A., 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 Vevisible S.r.l..