

Notice of change in share capital and issuance of 10 Convertible and Converting Bonds for EUR 1,000,000 concerning the Investment Agreement signed with Nice&Green S.A

Cagliari, 24/03/2025

Tessellis S.p.A. (the "Company" or "Tessellis"), following the filing on March 24, 2025 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	141,500,000	310,690,450	Without nominal value	140,500,000	305,357,117	Without nominal value
Listed (ISIN IT0005496473)	134,500,000	281,919,386	Without nominal value	133,500,000	276,586,053	Without nominal value
Non listed (ISIN IT0005628661)	7,000,000	28,771,064	Without nominal value	7,000,000	28,771,064	

	N. of convertible securities exercised	N. of outstanding bonds
Convertible Bonds	10	-
Convertible saving shares		
Convertible preferred shares		
Warrant		

The change in capital was executed by virtue of the request for conversion, submitted on March 24, 2025 by Nice&Green S.A. (N&G), of ten bonds (N. 176-185) of the

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Shareholders' Capital 141,500,000 fully paid-up | VAT 02375280928 | R.E.A. 191784 | C.C.I.A.A. Cagliari
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convertible and converting bond against which 5,333,333 new Tessellis ordinary shares, without par value, listed with ISIN IT0005496473, were issued today.

It should be noted that the conversion price identified based on the contractual agreements was set at EUR 0.1875.

Furthermore, the Company informs that today a subscription has been requested in favour of Nice & Green S.A. ('N&G' or the 'Investor') for 10 bonds convertible into Tessellis shares (coupon no. 186 - 195) with a unit value of Euro 100,000 each, in execution of the resolutions of the Extraordinary Shareholders' Meetings of the Company of 16 May 2022 and 17 June 2024, which will be issued on 25 March 2025.

It should also be noted that N&G is not - nor has it ever been - qualified as a related party pursuant to the applicable regulations in law.

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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..