

Extract pursuant to Article 129 of the Issuers' Regulation on the relevant provisions pursuant to Article 122 of the Consolidated Financial Act relating to Unieuro S.p.A.

22 July 2024

Pursuant to Article 122 of Legislative Decree no. 58 of 24 February 1998 (the "**Consolidated Financial Act**" or "**CFA**") and Article 129 of the regulation adopted by CONSOB with resolution no. 11971 of 14 May 1999 (the "**Issuers' Regulation**"), it is hereby disclosed the following.

On 16 July 2024, Fnac Darty SA ("**Fnac Darty**") and RUBY Equity Investment S.à r.l. ("**Ruby**", and, jointly with Fnac Darty, the "**Parties**") entered into:

- (i) an investment agreement (the "**Investment Agreement**") aimed at defining the rights and obligations of Fnac Darty and Ruby in connection with an overall transaction involving the launch of a voluntary public tender and exchange offer pursuant to Articles 102 and 106, paragraph 4, of the CFA (the "**Offer**") over all the ordinary shares of Unieuro S.p.A. ("**Unieuro**") not already held by the Parties – as announced on 16 July 2024, pursuant to Article 102 of the CFA – and, upon its successful completion, the contributions in kind of the stakes respectively held by Fnac Darty and Ruby in Unieuro into a company operating under French law whose purpose is to hold the Unieuro shares acquired by Fnac Darty and Ruby in connection with the aforementioned Offer and whose share capital will be held at 51% by Fnac Darty and at 49% by Ruby following such contributions ("**HoldCo**"); and
- (ii) a shareholders' agreement (the "**Shareholders' Agreement**" and together with the Investment Agreement, the "**Agreements**"), aimed at defining, *inter alia*, the governance of HoldCo and Unieuro and the regulation of transfers of shares in HoldCo, which will become effective as of the first date of settlement of the Offer.

The Agreements contain certain shareholders' provisions relating to Unieuro that are relevant pursuant to Article 122, paragraphs 1 and 5, letters (b), (c), (d) and (d-bis), of the Consolidate Financial Act (the "**Relevant Provisions**"), in relation to which the Parties are carrying out all the disclosure formalities required by the above-mentioned provision of law and by the relevant regulations, including the publication of this extract pursuant to Article 129 of the Issuers' Regulation.

As of today's date, the Relevant Provisions relate to no. 913,412 ordinary shares of Unieuro, which grant the same number of voting rights and represent approximately 4.4% of the share capital represented by shares with voting rights of Unieuro, currently held by Fnac Darty. The Relevant Provisions will also bound all the ordinary shares of Unieuro that will be held from time to time, directly and/or indirectly (also through HoldCo), by Fnac Darty and Ruby.

The key information pursuant to Article 130 of the Issuers' Regulation regarding the Relevant Provisions is published, within the terms provided by law, on Unieuro's website, at www.unieurospa.com.