

**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, 25/08/2025*

Tessellis S.p.A. (the "Company" or "Tessellis"), following the filing on August 25, 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.

The Company informs that on August 22, 2025, Nice & Green S.A. ('N&G' or the 'Investor') subscribed and paid for 5 bonds convertible into Tessellis shares (coupons no. 236 - 240) with a unit value of €100,000 each, in accordance with the resolutions of the Company's Extraordinary Shareholders' Meetings of May 16, 2022 and June 17, 2024. Similarly, on August 25, 2025, a further 5 convertible bonds (coupons nos. 241-246) were subscribed and paid for.

|   | 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 | <b>59,165,654.64</b>  | <b>396,490,936</b> | Without nominal value | <b>58,665,654.64</b>   | <b>391,569,677</b> | Without nominal value |
| <b>Listed</b> (ISIN IT0005496473)                   | 48,596,685.16         | 326,694,231        | Without nominal value | 48,096,685.16          | 321,772,972        | Without nominal value |
| <b>Non listed</b> (ISIN IT0005628661)               | 10,568,969.48         | 69,796,705         | Without nominal value | 10,568,969.48          | 69,796,705         |                       |

**TESSELLIS**

Headquarters Località Sa Illetta km 2.300, 09123 Cagliari, Italy | Tel. +39 070 4601 1  
Shareholders' Capital 59,165,654.64 fully paid-up | VAT 02375280928 | R.E.A. 191784 | C.C.I.A.A. Cagliari  
tessellis.it

|                              | <b>N. of convertible securities exercised</b> | <b>N. of outstanding bonds</b> |
|------------------------------|---|--------------------------------|
| Convertible Bonds            | 5   | 5                              |
| Convertible saving shares    |   |                                |
| Convertible preferred shares |   |                                |
| <i>Warrant</i>               |   |                                |

The change in capital was executed by virtue of the request for conversion, submitted on August 22, 2025 by Nice & Green S.A. (N&G), of five bonds (coupon no. 236-240) of the convertible and converting bond against which 4,921,259 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 0.1016.

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.

#### **Investor Relations Officer**

Patrizia Tammaro Silva [patrizia.tammarosilva.consultant@tiscali.com](mailto:patrizia.tammarosilva.consultant@tiscali.com)

#### **Press Office**

Ilenia Loi [ilenia.loi@tiscali.com](mailto:ilenia.loi@tiscali.com) +39 070 46011

#### **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](http://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..*