

**PRESS RELEASE****SUPPLEMENT TO THE BINDING OFFER SUBMITTED BY CANARBINO S.P.A. FOR THE B2C BUSINESS UNIT OF TISCALI ITALIA AND THE "TISCALI" AND "LINKEM" BRANDS****FILLING OF AN APPEAL FOR A COURT ORDER PURSUANT TO ART. 22, PARAGRAPH 1, LETTER D), CCII****ACTIVATION OF THE COMPETITIVE PROCEDURE FOR THE COLLECTION OF IMPROVED OFFERS PURSUANT TO ART. 22 CCII**

Cagliari, March 30, 2026 – Tessellis S.p.A. (the “Company” or “Tessellis”), a company listed on Euronext Milan, following the press releases issued on March 1 and March 12, 2026, announces that the Board of Directors of Tessellis, meeting on March 30, 2026, resolved to accept a supplementary offer received on March 29, 2026 (the “Supplementary Letter”), relating to the binding offer concerning the B2C business unit of Tiscali Italia (the “Business Unit”), submitted by Canarbino S.p.A. (“Canarbino”) on March 1, 2026 (the “Binding Offer”).

Specifically, the Supplementary Letter:

(i) introduces some clarifications regarding the acquisition procedures for the Business Unit and the variable component of the price, establishing that the decision regarding the sale of the Business Unit and the "Tiscali" and "Linkem" brands through contribution to a newly established company ("Newco") is left exclusively to Tiscali and Tessellis. The latter are also granted an option right to contribute the Business Unit to a Newco and the subsequent sale of the entire share capital to Canarbino (the "NewCo Transfer Option"), the exercise of which would trigger the activation of a minimum incremental variable component of the purchase price of the Business Unit equal to €2.2 million;

(ii) provides that Canarbino, upon signing the lease agreement for the Business Unit, will be required to pay Tiscali and Tessellis (the "Grantors") an interest-bearing security deposit of €5.4 million, as a guarantee of payment of the price; and

(iii) introduces a quarterly reporting obligation from Canarbino to Tiscali and Tessellis.

Pursuant to the Supplementary Letter, Canarbino has also undertaken to deliver to the Grantors, no later than the filing date pursuant to Article 22 of the Italian Civil Code (see below), documentation demonstrating its creditworthiness.

Furthermore, it should be noted that on March 31, 2026, the Company will file an appeal pursuant to Article 22 of the Italian Civil Code, seeking a Court order pursuant to Article 22, paragraph 1, letter c). d), CCII, derogating from the joint liability regime provided for by Article 2560, paragraph 2, of the Italian Civil Code, on deeds of transfer of business units, which constitutes one of the conditions precedent to the Binding Offer. In consideration of the above, the Board of Directors today exercised the NewCo Transfer Option.

Concurrently with the submission of the application pursuant to Article 22, paragraph 1, letter d), CCII, Tessellis, Tiscali Italia, and GO Internet S.p.A., also on March 31, 2026, will initiate the competitive procedure for the collection of irrevocable offers relating to the following various areas, in order to ensure adequate forms of publicity for the Binding Offer pursuant to Article 22, paragraph 1, letter c). d), CCII:

- Perimeter A (Leasing and subsequent purchase of the B2C business, webmail business, and the "Tiscali" and "Linkem" brands - scope of the Binding Offer).
- Perimeter B (purchase of the HVB branch of Tiscali (including the data center and the stake held in Aetherna S.r.l.) and the B2B branch of GO Internet (including the stake held in X-Stream S.r.l.).
- Perimeter B.1 (purchase of the B2B branch of GO Internet and Tiscali's stake in

**TESSELLIS**

Sede Legale Località Sa Illetta km 2.300, 09123 Cagliari, Italia | Tel. +39 070 4601 1

Cap. Soc. 70.165.654,64 .v. | P.IVA 02375280928 | R.E.A. 191784 | C.C.I.A.A. Cagliari | tessellis.it

Aetherna S.r.l.).

- Perimeter B.2 (purchase of the HVB branch of Tiscali including the data center).
- Perimeter C (lease and subsequent purchase of Perimeter A and purchase of Perimeter B).

In this regard, it is specified that offers for Perimeter A must be made under better terms than those of the Binding Offer.

For further information regarding the aforementioned offers pursuant to Article 22, paragraph 1, letter d) of the Italian Civil Code, please refer to the documentation relating to the competitive process, which will be published within the timeframe and in the manner established by the procedure.

For further information regarding the Binding Offer, please refer to the press releases published by the Company on March 1 and March 12, 2026, available on the Company's website at <https://www.tessellis.it/download/operazione-straordinaria-ramo-b2c-tiscali-e-avvio-cnc-gruppo/?wpmddl=20408&refresh=69b2e3ce44ea41773331406>.

#### **Investor Relations Tessellis**

ir@tiscali.com

#### **Media Relations Tessellis**

Angelo Brunello +39 329 2117752

Angelo.brunello@cdr-communication.it

#### **Informazioni su Tessellis**

**Tessellis S.p.A.** (Borsa Italiana. Milan: TSL) è la holding del Gruppo nato dalla fusione tra Linkem Retail e Tiscali S.p.A. e include tra le sue aree di business quella di Tiscali Italia S.p.A., operatore nazionale fra i primi nel segmento ultrabroadband (FWA - Fixed Wireless Access e FTTH - Fiber To The Home), il portale [www.tiscali.it](http://www.tiscali.it), uno dei principali portali italiani di notizie, con all'attivo circa 8 milioni di visitatori al mese, nonché la concessionaria advertising Vevisible s.r.l..