

PRESS RELEASE

Solutions Capital Management SIM

The Board of Directors resolves to partially exercise the proxy for the share capital increase and to increase the share capital by a maximum total amount of euro 1,083,369.60 by issuing a maximum of 300,936 shares, without nominal value, having the same characteristics as the outstanding shares, bearing dividend and to be offered under option to the shareholders.

The unit subscription price was set at euro 3.60 (inclusive of share premium) per share and the option ratio at 3 new ordinary shares for every 20 ordinary shares held.

**Period of the offer under option:
from 2 to 19 January 2023 (both inclusive).**

**Market trading period of option rights:
from 2 to 13 January 2023 (both inclusive)**

Milan, 28 September 2022

The Board of Directors of Solutions Capital Management SIM S.p.A. (the "Company" or "SCM SIM" or the "Issuer"), a company listed on Euronext Growth Milan of Borsa Italiana S.p.A. and in the open market segment "Quotation Board" of the Frankfurt Stock Exchange, partially exercising the proxy received from the extraordinary shareholders' meeting held on 28 November 2022, resolved to increase the share capital for a total amount, including share premium, of euro **1,083,369.60**, through the issue of a maximum of **300,936** new dematerialised ordinary shares, bearing the same dividend and the same characteristics as the outstanding ordinary shares, at a price of **euro 3.60** per newly issued share and to offer said increase under option to the shareholders pursuant to Article 2441 of the Italian Civil Code.

The objective of said transaction is to strengthen the Company's capital, as well as facilitate business development through potential strategic partnerships.

The Board also resolved that this capital increase must be subscribed **by 31 March 2023**.

As a result of the Share Capital Increase, the Issuer will issue up to a maximum of **300,936** new ordinary shares of the Issuer, without no indication of their express nominal value, having the same characteristics as those outstanding, bearing dividend, to be offered under option to the shareholders (the "**Offer under option**") in the ratio of **3** new ordinary shares for every **20** shares held, at a price of **euro 3.60** per share, for a maximum total value of euro **1,083,369.60**.

The option rights giving the right to subscribe the newly issued shares ("**Option Rights**") will be made available to those entitled through Monte Titoli S.p.A., will have ISIN code: **IT0005521817** and will be represented by coupon no. 2. The ex-dividend date of the relevant Option Rights is **2 January 2023**. The Option Rights must be exercised, under penalty of cancellation, during the offer period established between **2 and 19 January 2023** (both inclusive) (the "Offer Period"). The acceptance to the Offer under Option must be made by means of a specific acceptance form, to be completed, signed and delivered to the authorised intermediary, member of the centralised management system of Monte Titoli S.p.A., with which the rights are deposited.

The intermediaries will be required to give the relevant instructions to Monte Titoli S.p.A. by 2.00 p.m. on 19 January 2023. Each subscriber must submit a special request for subscription in accordance with the terms and procedures communicated by the custodian intermediary to ensure compliance with the above deadline. The acceptance of the Offer under Option will be irrevocable and may not be subject to conditions.

The Option Rights will be negotiable on *Euronext Growth Milan* from 2 to 13 January 2023 (both inclusive).

Any Option Rights not exercised by the end of the Offer Period will be offered for subscription by the Company on *Euronext Growth Milan* pursuant to Article 2441, paragraph 3 of the Italian Civil Code in the open trading sessions that will be communicated to the market pursuant to the applicable laws and regulations.

The full payment of the new shares must be made upon their subscription with the authorised intermediary to which the request for subscription was filed by exercising the related Option Rights, in accordance with the terms and conditions indicated in the subscription form. No expense or accessory charge is envisaged by the Company to the charge of the subscribers.

The new shares subscribed by the end of the Offer Period will be credited to the accounts of the intermediaries belonging to the centralised management system of Monte Titoli S.p.A. at the end of the accounting day of 19 January 2023 and will therefore be available on the same date.

The offer under option will be filed, pursuant to the law, with the Register of Companies of Milan. To date, the Company has received two expressions of interest in subscribing to the share capital increase from two foreign investors for a total value of euro 300,000 (three hundred thousand/00). The application form will be available on the Company's website in the Investors/Share Capital Increases section and at the intermediaries participating in the centralised management system

of Monte Titoli S.p.A.

This press release is available on the Company's website www.scmsim.it under Investors>Press Releases.

“SCM” is a stockbroking company authorised to provide portfolio management, investment advisory and placement services. SCM has been active since 2009 and has been the first SIM listed on the Euronext Growth Milan market (formerly AIM Italia) of Borsa Italiana since July 2016. SCM is independent from banking, insurance and industrial groups and is an entity supervised and controlled by CONSOB, Banca d'Italia and Borsa Italiana. Through its Private Banking and Wealth Management services, SCM offers customised advisory solutions for clients, applying a unique, innovative and sustainable business model in Italy, which is based on independence, transparency and absence of conflict of interest in line with the fee only advisory model.

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