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FERRETTIGROUP

Ferretti S.p.A.

(Incorporated under the laws of Italy as a joint-stock company with limited liability)

(Stock Code: 09638)

**(1) INSIDE INFORMATION ANNOUNCEMENT
IN RELATION TO POTENTIAL DUAL LISTING IN ITALY; AND
(2) PROPOSED AMENDMENTS TO THE EXISTING BY-LAWS**

This announcement is made by Ferretti S.p.A. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

(1) THE POTENTIAL DUAL LISTING IN ITALY

Reference is made to the announcement of the Company dated 15 November 2022 (the “**Announcement**”) providing, among other things, the Company’s plan to commence capital market activities in international markets.

The board of directors of the Company (the “**Board**”) is pleased to announce that it has resolved to proceed with a potential dual primary listing of the shares of the Company (the “**Shares**”) on the Euronext Milan, Italy (the “**Potential Dual Listing**”), which is subject to, among other things, (i) approval by shareholders of the Company (the “**Shareholders**”) and the relevant regulatory authorities and stock exchanges in Hong Kong and Italy; (ii) the satisfaction of all conditions necessary for the completion of the Potential Dual Listing; and (iii) the prevailing market sentiments and conditions at the time of the Potential Dual Listing. Should the Potential Dual Listing materialize, the Company will be dually listed on the Stock Exchange and the Euronext Milan.

Pursuant to the Italian Legislative Decree no. 58 of February 24, 1998 (as amended from time to time) (the “**Italian Consolidated Financial Act**”), the shares of an Italian company which are traded or to be traded on the Euronext Milan or other European Union trading venues must be centralized and represented in a book-entry form (the “**Dematerialization**”). The operating model in contemplation of the Potential Dual Listing and the Dematerialization will be determined in due course. Further details will be announced by the Company as and when appropriate.

(2) PROPOSED AMENDMENTS TO THE EXISTING BY-LAWS

In preparation for the application for the Potential Dual Listing, the Board proposes to amend the existing By-Laws of the Company (the “**Existing By-Laws**”), which shall be submitted to the Shareholders for approval by way of an extraordinary resolution at a forthcoming Shareholders’ general meeting (the “**SGM**”). The amended By-Laws shall only become effective upon commencement of the trading of the Shares on the Euronext Milan.

A summary of the major amendments to the Existing By-Laws are set out below:

1. to comply with the requirements of the Italian Consolidated Financial Act, in particular, with references to the modalities of appointment of the Board and the board of statutory auditors and the requirements of the members of the two governing bodies; and
2. to effect the Dematerialization.

A circular containing, among other things, particulars relating to (i) the Potential Dual Listing; (ii) the Dematerialization; and (iii) the proposed amendments to the Existing By-Laws; together with a notice convening the SGM, will be published and despatched to the Shareholders in due course.

The Potential Dual Listing is subject to, among other things, the obtaining of approval(s) from the Shareholders and the relevant regulatory authorities and stock exchanges in Hong Kong and Italy, the satisfaction of all conditions necessary for the completion of the Potential Dual Listing and the prevailing market sentiments and market conditions at the time of the Potential Dual Listing. Shareholders and potential investors of the Company should be aware that there is no assurance that the Potential Dual Listing will take place or as to when it may take place. Shareholders and potential investors of the Company should therefore exercise caution when dealing in or investing in the securities of the Company.

By order of the Board

Ferretti S.p.A.

Mr. Alberto Galassi

Executive Director and Chief Executive Officer

Hong Kong, 20 March 2023

As at the date of this announcement, the Board comprises Mr. Alberto Galassi as executive director; Mr. Tan Xuguang, Mr. Piero Ferrari, Mr. Xu Xinyu and Mr. Li Xinghao as non-executive directors; and Mr. Hua Fengmao, Mr. Stefano Domenicali and Mr. Patrick Sun as independent non-executive directors.