

KEY INFORMATION DOCUMENT

OBJECTIVE

This document provides you with key investor information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

PRODUCT

Name: "WARRANT SEBINO S.P.A. 2020-2023" (the "Warrant" or the "Product").
Identification code: ISIN IT0005413502. **Issuer and Product Manufacturer:** Sebino S.p.A.
Website: www.sebino.eu. **Competent authority:** CONSOB. **Date of production of the KID:** 23 August 2022

You are about to purchase a product that is not simple and may be difficult to understand

WHAT IS THIS PRODUCT?

Type: Warrant - derivative financial instrument that gives the holder the right, but not the obligation, to subscribe a certain amount of securities (underlying asset) at a predefined price or by a predetermined deadline, according to a certain ratio. Like the Issuer's Ordinary Shares (i.e., in accordance with the Warrant Regulation, the ordinary shares of the Company, without par value, with regular dividend entitlement), but separately from them, the warrants are traded on the Euronext Growth Milan multilateral trading system (formerly AIM Italia) organised and managed by Borsa Italiana S.p.A., by the methods indicated below, and entered in the centralised management system at Monte Titoli S.p.A. ("Monte Titoli") in dematerialised regime, pursuant to articles 83-bis et seq. of Legislative decree no. 58/1998 and related implementing regulations.

Warrants issue date: 1 June 2020. **Currency:** Euro. **Trading start date:** 19 June 2020.

Underlying asset: Sebino S.p.A. Ordinary Shares - ISIN IT0005413510, including the Ordinary Shares deriving from the capital increase approved by the Issuer's Shareholders in their meeting of 1 June 2020 in order to meet the minimum free float requirement for admission to trading on AIM Italia (now Euronext Growth Milan), covered by the Offer (as defined in the Warrant Regulation) addressed to: (i) "qualified investors", as defined in articles 100 of Legislative decree no. 58 of 24 February 1998, 34-ter of the Regulation adopted by CONSOB with resolution no. 11971 of 14 May 1999, and 35.1, letter d) of the Regulation adopted by CONSOB with resolution no. 20307 of 15 February 2018, and to other entities in the European Economic Area (EEA) that are "qualified investors" within the meaning of article 2.1.e of Regulation (EU) 2017/1129 of the European Parliament and of the Council (excluding institutional investors from Australia, Canada, Japan and the United States and any other foreign country in which placement is not possible in the absence of an authorisation from the competent authorities); and (ii) other categories of investors, in any case, in a manner that, in terms of the quantity of the offer and the quality of the recipients, fall within the cases of inapplicability of the provisions on public offerings of securities provided for in the aforementioned provisions and the equivalent legal and regulatory provisions applicable abroad, thereby excluding the publication of a prospectus.

Objectives: the objective of the Product is to give the holder (investor) the right to subscribe, in the Exercise Periods and at the Exercise Prices (as defined below), 1 Conversion Share every 5 warrants submitted for exercise. The Conversion Shares are the maximum 479,000 Ordinary Shares of the Issuer, with the same characteristics as the outstanding Ordinary Shares at the effective date of exercising the warrants, allocated exclusively and irrevocably to the exercise of the warrants, covered by the divisible paid-in capital increase for a maximum nominal amount of Euro 1,700,000, approved by the Issuer's Shareholders in their meeting of 1 June 2020 to service the exercise of the warrants, in accordance with the provisions of the Warrant Regulation.

The Conversion Shares subscribed by warrant holders during an Exercise Period will be made available by the Company, via Monte Titoli S.p.A., on the settlement day following the last trading day of the relevant Exercise Period. The Conversion Shares will have the same ranking as the Ordinary Shares traded on Euronext Growth Milan or on another market where such Shares will be traded at the issue date of the Conversion Shares.

The warrants were issued in implementation of the resolution of the Issuer's Shareholders' Meeting of 1 June 2020, which approved the issue of a maximum of 2,395,000 warrants to be assigned free of charge to all those who subscribed the Ordinary Shares under the Offer, and can be exercised against consideration, at a ratio of 1 (one) warrant every 1 (one) Ordinary Share subscribed.

At the date of this document, 1,328,155 warrants are being traded on Euronext Growth Milan. The objective of the warrant issue is to enable the Issuer to raise funds to strengthen its equity structure and pursue its strategic objectives.

The price of the warrants is the premium that must be paid to subscribe the Ordinary Shares (specifically, the Conversion Shares) at the Exercise Price and is therefore closely related to the value of said Shares. The price of the warrants depends substantially on three factors: the price of the Ordinary Shares on the market, the time remaining to expiry and the Exercise Price at the which the Ordinary Shares can be subscribed. If the price of the Ordinary Shares on the market is lower than the Exercise Price at the which the Conversion Shares can be subscribed, the value of the warrants will be very low, if not zero. In this case, in fact, it will not be convenient to subscribe the Ordinary Shares at a price higher than that at which they can be purchased on the market.

For the investor who purchases the warrants on the market, the profit could be equal to the product between the number of Conversion Shares subscribed in exercising the warrants ("N") and the difference between the market price of the Ordinary Shares at the time of exercising the warrants ("Ordinary Shares Market Value") and the Exercise Price, net of the price paid to purchase the warrants ("Premium") and any costs incurred ("Costs").

$$\text{Profit} = [N \times (\text{Ordinary Shares Market Value} - \text{Exercise Price})] - \text{Premium} - \text{Costs}$$

The loss could be equal to the sum between the price paid to purchase the warrants and any costs incurred.

$$\text{Loss} = - \text{Premium} - \text{Costs}$$

During the Exercise Periods, the warrant holders may request to subscribe the Conversion Shares at the relevant Exercise Price on any banking business day, by submitting the subscription requests to the intermediary member of Monte Titoli S.p.A. with which the warrants are deposited. The following table shows the Exercise Periods not yet expired at the date hereof and the Exercise Prices. There is also an Additional Exercise Period, the details of which are described in the Warrant Regulation.

Exercise Periods	Exercise Prices
(Third Exercise Period) From 1 July 2023 to 31 July 2023 included	(Price for the Third Exercise Period) Euro 2.904

Expiry date of the warrants. The subscription right must be exercised by submitting the subscription request by 31 July 2023. After this deadline, the unexercised warrants shall be forfeited and become invalid for all purposes.

Further information. Further information, including details of the issue of the warrants and information on the conditions applicable in the event of suspension of the exercise of the warrants, the execution by the Issuer of extraordinary equity transactions and the exercise of the warrants early and/or outside the Exercise Periods (such as in the case of a Tender Offer in accordance with the provisions of the Warrant Regulation), can be found in the Warrant Regulation and the Admission Document for the warrants and the Ordinary Shares of the Issuer on AIM Italia (now Euronext Growth Milan).

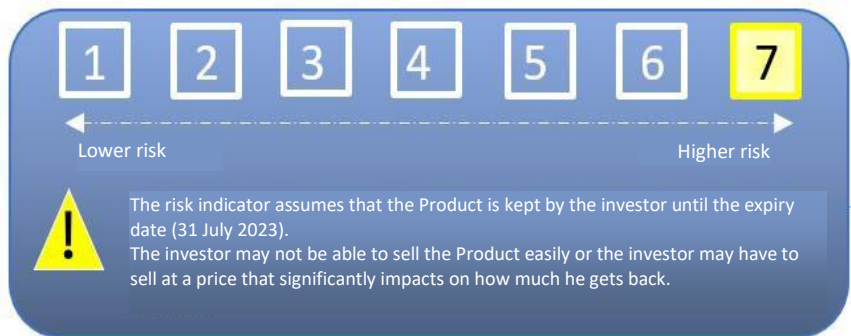
Intended retail investors: this Product has been designed for retail investors who: (i) have specific knowledge or investment experience in the financial markets, including derivative financial instruments, and the ability to understand the Product and the related risks and benefits;

(ii) have an investment horizon consistent with the expiry date of the Product; (iii) have a very high financial risk and can fully lose the capital invested to purchase the Product in pursuit of the objective of obtaining potential gains by subscribing to the underlying asset, in accordance with the risk indicator shown in the next section.

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Risk indicator

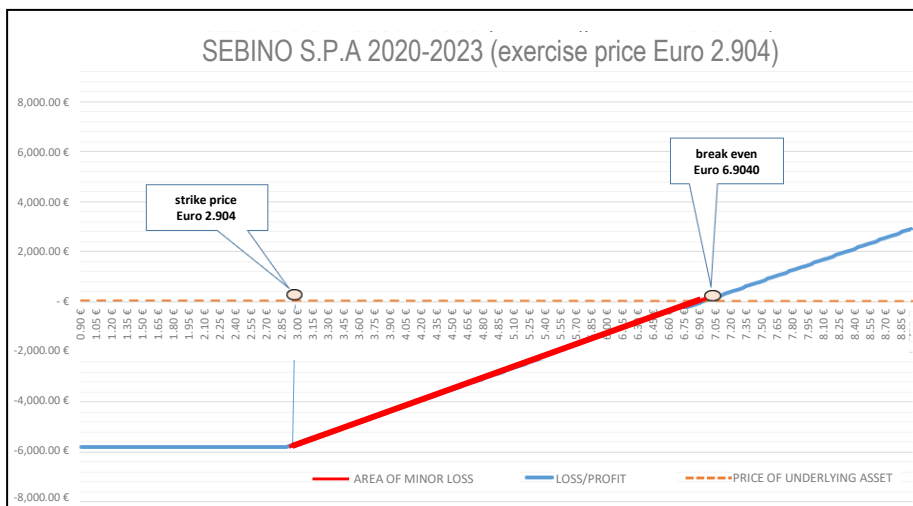
The summary risk indicator is a guide to the level of risk of this Product compared to other products. It shows how likely it is that the Product will lose money because of movements in the markets. This Product has been classified as 7 out of 7, which is the highest risk class. This Product does not include any protection from future market performance, therefore the investor could lose some or all of their investment (in the event that the price of the underlying asset on the market is lower than the Exercise Price).



Performance scenarios: investment Euro 10,000

The graph below illustrates how the investment could perform. It can be compared with the pay-off graphs of other derivatives. The graph presented gives a range of possible outcomes in relation to the Third Exercise Period and is not an exact indication of what the investor might get back. What the investor gets will vary depending on how the underlying asset (Ordinary Shares Sebino S.p.A.) will develop. The initial investment of Euro 10,000 includes: (i) a Premium (equal to the closing price of the warrant on Euronext Growth Milan on 22 August 2022, of Euro 0.8000) and (ii) the value of the Ordinary Shares at the Exercise Price, in the event that the warrants are exercised in conditions of convenience (market price of the Ordinary Shares greater than the Exercise Price increased by the price of the warrants and any costs incurred). The Premium paid to purchase the warrants may differ from the price of Euro 0.8000 due to market conditions. For each value of the underlying asset, the graph shows, taking into account the Exercise Price, what the profit or loss of the Product would be. The horizontal axis shows the various possible prices of the underlying asset on the expiry date (or an Exercise Period) and the vertical axis shows the profit or loss. Specifically, the investment in the Product would generate a profit if in the Exercise Period the market price of the underlying asset was greater than the sum between the Exercise Price and the Premium paid for the purchase of the warrants (according to the exercise ratio) and in such circumstances the investor exercised the warrant by subscribing and simultaneously reselling the underlying asset on the market. If the market price was equal to the sum between the Exercise Price and the Premium paid, the profit would be zero (“Break-even point”); if it is lower, the investment would generate a minor loss.

If an investor purchases this Product, it means that they believe the price of the underlying asset will increase. The investor’s maximum loss would be that the investor will lose their entire investment (Premium paid). The figures shown include all the costs of the Product but may not include all the costs that the investor pays to their advisor or distributor. The figures do not take into account their personal tax situation, which may also affect how much the investor gets back.



This pay-off chart shows the profit (or loss) for the warrant holder during the Third Exercise Period. The Exercise Price for each Conversion Share is equal to Euro 2.904. The initial investment, in that Exercise Period, allows the investor to purchase 7,242 warrants and provides for a payment of Euro 5.793.74 to purchase the warrants and of Euro 4,206.26 to subscribe 1,448 Conversion Shares.

WHAT HAPPENS IF THE ISSUER IS UNABLE TO PAY OUT?

In the event of the Issuer’s insolvency, the market price of the underlying asset may be lower than the Exercise Price. This would make it not convenient to exercise the warrant and subscribe the Ordinary Shares of the Issuer as such subscription would take place at a price higher than the market price. The value of the warrants may drop significantly, therefore the investor may lose their investment, in whole or in part, and incur a financial loss. This loss would not be covered by any investor compensation or guarantee scheme.

WHAT ARE THE COSTS?

Costs over time: the costs of this Product are exclusively connected to the “bid/mid” differential and, therefore, are calculated as half the difference between the price available for purchase and the price available for sale or as half the fair value of the Product, as deductible from the market values (latest offers on Euronext Growth Milan), or, if not available, by comparison with financial instruments having similar characteristics or, in their absence, by estimates made using mathematical models (implicit exit costs). On 22 August 2022, the “bid/mid” differential is equal to zero €0.17.

The Reduction in Yield (RIY) shows the impact of the total costs incurred (other than implicit exit costs) on the possible yield of the investment. The total costs take into account one-off, ongoing and incidental costs. The amounts shown here are the cumulative costs of the Product in 1 holding period (until the expiry date). They include potential early exit penalties. The figures assume that the investor invests Euro 10,000. The figures are estimates and may change in the future. The person selling or advising the investor about this Product may charge other costs. If so, they must provide the investor with information about these costs and show the impact of all costs on the investment over time.

Investment Euro 10,000	Disinvestment at the expiry date
Total costs	Euro 0.00
Impact on return (RIY) per year	0.00%

Composition of costs: the table below shows: (i) the impact of the different types of costs on the investment return that the investor might get until the expiry date; (ii) the meaning of the different cost categories.

This table shows the impact on return per year			
One-off costs	Entry costs	0.00%	Costs impact already included in the price
	Exit costs	N/A	There are no exit costs
Ongoing costs	Portfolio transaction costs	N/A	There are no purchase or selling costs on the underlying asset
	Other ongoing costs	N/A	There are no costs for keeping the investment until the expiry date
Incidental costs	Performance fees	N/A	There are no performance fees on the Product
	Carried interest	N/A	There are no overperformance fees on the Product

HOW LONG SHOULD I HOLD IT? CAN I TAKE MONEY OUT EARLY?

Recommended [required minimum] holding period

No holding period is recommended, and no minimum holding period is required, it being understood that the expiry date for exercising the warrants coincides with the expiry date (31 July 2023).

Under normal market conditions, the product is traded on Euronext Growth Milan. Although it is traded on this market in continuous trading, it is not possible to guarantee that a liquid market for the warrants is formed or maintained, which therefore could entail a particularly significant liquidity risk, regardless of the performance of the Issuer, since the requests for sale may not find adequate and timely counterparts, as well as be subject to fluctuations, including significant price fluctuations. Therefore, it may not be possible to sell the product easily before the expiry date or it may be possible to sell only at a price that significantly affects the amount collected.

HOW CAN I COMPLAIN?

Any complaint regarding the Product or the conduct of the Issuer as Product Manufacturer, can be submitted by one of the following methods: (i) registered letter with return receipt to be sent to the following address: Sebino S.p.A., Via Enrico Mattei 28 - 24040 Madone (BG); (ii) email to the following address: investors@sebino.eu. Any complaint regarding the conduct of the person advising on or selling the product can be submitted directly to that person in accordance with the relevant procedures.

OTHER RELEVANT INFORMATION

The Warrant Regulation, the Admission Document for the warrants and Ordinary Shares of the Issuer on AIM Italia and further information on the Issuer can be found at www.sebino.eu. These documents are made available pursuant to a legal obligation arising from the Issuer's status on Euronext Growth Milan (formerly AIM Italia).