PRESS RELEASE

EHI! ENTERS INTO A BINDING LETTER OF INTENT WITH UNICA S.p.A., AN INTEGRATED PLATFORM SPECIALIZED IN THE REGENERATION OF DISUSED SITES ("*BROWNFIELD*") WITH A VERTICALLY INTEGRATED BUSINESS MODEL COVERING THE ENTIRE VALUE CHAIN AND BASED ON CIRCULAR ECONOMY PRINCIPLES

REFERENCE MARKET IN STRONG EXPANSION: THE EUROPEAN UNION, THROUGH THE *NO NET LAND TAKE* OBJECTIVE, PROMOTES THE REDUCTION OF GREENFIELD LAND CONSUMPTION, ENCOURAGING THE REDEVELOPMENT AND REUSE OF ALREADY URBANIZED AREAS RATHER THAN NEW *GREENFIELD* DEVELOPMENTS

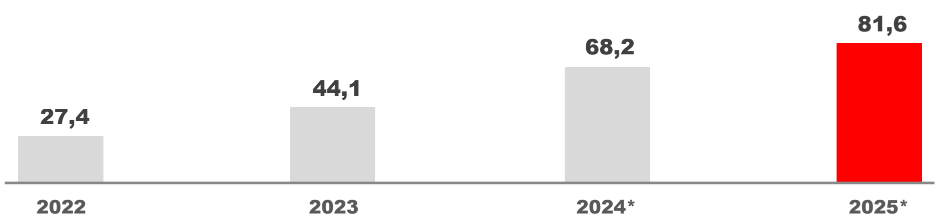
NO CLIENT ACCOUNTS FOR MORE THAN 10% OF REVENUES, PORTFOLIO PRINCIPALLY COMPOSED OF PRIVATE CLIENTS

CONSOLIDATED KPIs AS AT 31 DECEMBER 2025:

- **REVENUES OF APPROXIMATELY EURO 81.6 MILLION (+APPROX. 20% vs. 31.12.2024)**
- **EBITDA OF APPROXIMATELY EURO 16 MILLION (+APPROX. 21% vs. 31.12.2024)**
- **EBITDA MARGIN: APPROXIMATELY 20%**
- **ADJUSTED NET PROFIT OF APPROXIMATELY EURO 6 MILLION**
- **NFP/EBITDA: BELOW 2x**
- **INTERNATIONAL PRESENCE: ITALY, FRANCE AND SWITZERLAND**

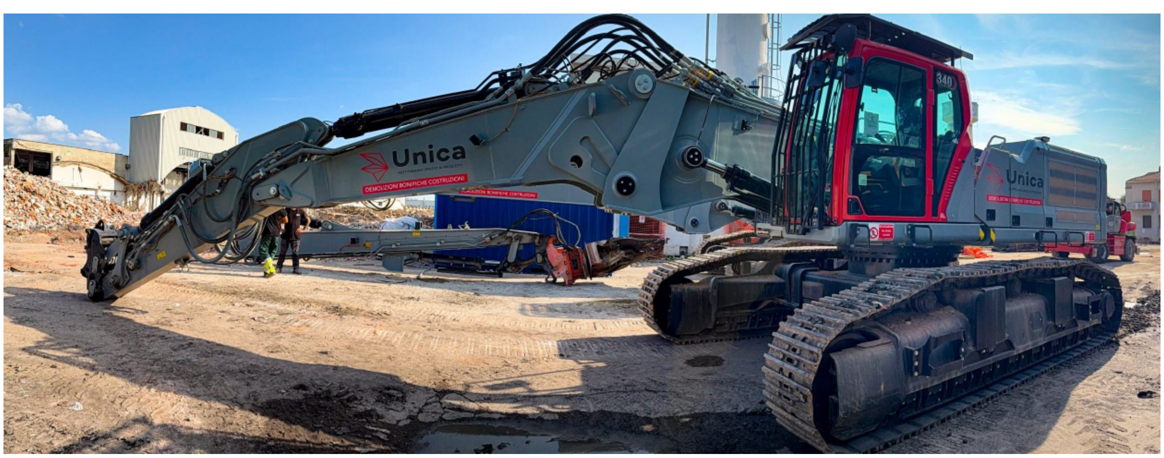
Milan, 7 August 2026 – EHI! S.p.A. ("**EHI!**" or the "**Company**"), the new vehicle promoted by Mauro Girardi and Borgosesia with the aim of identifying high-potential Italian SMEs and supporting their growth through a *business combination*, announces that it has signed a binding letter of intent (the "**Binding Letter**") with IRIS Holding S.r.l. ("**IRIS Holding**"), as controlling shareholder of Unica S.p.A. ("**Unica**"), and with Unica itself (IRIS Holding and Unica, jointly with EHI!, the "**Parties**"), aimed at carrying out a minority investment by EHI! in Unica in the context of the listing process of Unica's shares on *Euronext Growth Milan* (the "**Listing**" or the "**IPO**" and "**EGM**"), with the objective of supporting its development path (the "**Transaction**"), on the terms and conditions outlined below.

Revenue evolution 2022-2025 (2022-25 CAGR: 43.82%)



*2024 and 2025 figures are consolidated and IFRS

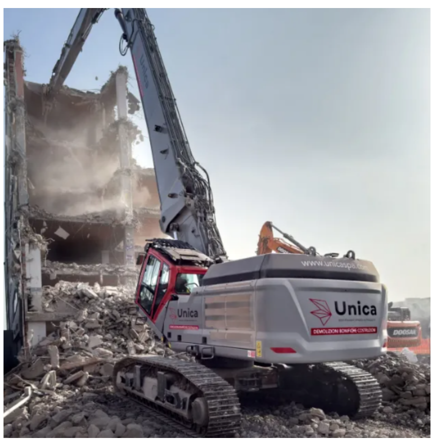
Mauro Girardi, Chief Executive Officer of EHI!, stated: *"There are companies that operate in markets. And then there are companies that make markets possible. Unica makes what time, abandonment, environmental complexity and corporate inefficiency have removed from the economy productive again. It regenerates land, recovers materials and returns industrial sites to the territory, ready to host new businesses, infrastructure and development opportunities. Its value lies not only in its ability to remedy or demolish, but in transforming unusable and obsolete areas into sustainable, productive and investable assets. Thanks to its control of the entire supply chain, Unica converts environmental and operational complexity into economic growth and shared value. Experience, execution capabilities, integration and industrial vision make it an extraordinary development platform for the years to come."*

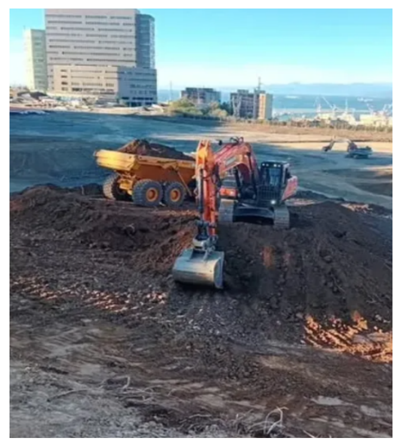


__Unica S.p.A.__

Unica is an integrated platform specialized in the regeneration of disused sites ("*brownfield*"), with a vertically integrated business model covering the entire value chain, including environmental remediation, demolition and waste management activities, through a high value-creation ***end-to-end* model**. This positioning benefits from a favorable regulatory context: the European Union, through the ***No Net Land Take*** objective, promotes the reduction of greenfield land consumption, encouraging the redevelopment and **reuse of already urbanized areas rather than new *greenfield* developments.**

The Unica Group closed 2025, on a consolidated basis and under IFRS accounting standards, with **revenues of approximately euro 81.6 million, up 20%** compared with approximately euro 68.2 million in 2024. **2025 EBITDA amounted to approximately euro 16 million, up 21%** compared with the previous year, with an EBITDA margin of approximately 20% of revenues. Adjusted net profit for 2025 amounted to approximately euro 6 million (including approximately euro 1.9 million in prudent provisions for risks). Adjusted Net Financial Position at the end of 2025 amounted to euro 30 million (after euro 15 million of investments made during 2025 for the purchase of excavators, earth-moving machinery, site equipment, land and buildings).



The strength of Unica's model also lies in the quality and diversification of its revenues: no customer accounts for more than 10% of turnover, against a portfolio mainly composed of private clients.

The Group has already started its international growth path through activities in **France and Switzerland** and aims to further strengthen plant capacity, direct investments, participation in complex infrastructure projects and its presence in foreign markets.

Paolo Andreini, Chairman of Unica S.p.A., stated: *"Unica intervenes where value appears to have stopped and sets the future in motion again. Thanks to a unique industrial model in terms of integration, we transform complex sites and disused areas into assets capable of generating production, attracting investment and fostering development. This capability supports our growth and the international expansion already underway. In EHI! we have found a partner with whom we share industrial vision, ambition and a culture of* *execution. We are excited to embark together on a path that can accelerate Unica's growth, placing financial resources, managerial expertise and experience at the service of our project."*

Description of the Transaction

The Transaction qualifies as a **Relevant Transaction** pursuant to EHI!'s by-laws and will therefore be subject to the execution of the definitive agreements and to approval by EHI!'s shareholders' meeting, in accordance with the applicable timetable. The required documentation, including the information document, will be made available within the terms provided for by the applicable laws and regulations.

For the purposes of carrying out the Transaction, the Listing of Unica must be completed by **31 December 2026**; however, should it not be completed by **30 September 2026**, EHI! has undertaken to subscribe for a convertible bond issued by Unica as a bridge financing instrument (the "CB"), for a maximum nominal amount of **euro 7,500,000** and with an annual nominal interest rate of **7.25%.** If the Listing is completed by 31 December 2026, the CB will be converted into Unica shares at the Listing price.

The *pre-money* valuation is equal to consolidated EBITDA for the financial year ended 31 December 2025, applying a 4x multiple, less the adjusted consolidated Net Financial Position ("NFP") as at the same date, preliminarily estimated at euro 30 million. The *Enterprise Value* is equal to euro 65 million. The NFP will be definitively determined on the basis of consolidated IAS/IFRS figures as at 30 June 2026.

The Transaction is subject to the satisfaction of certain conditions, including:

1. completion by EHI! of due diligence on Unica and its group;
2. completion by Unica of the reorganization of its group, as well as the preparation and approval of the financial documentation required for the Listing, including IFRS pro forma financial statements;
3. finalization of the activities preparatory to the Listing, including preparation of the admission document and delivery of representations and warranties, comfort letters, unqualified opinions and any other documents and measures required under applicable regulations and market practice;
4. absence, between the signing date of the Binding Letter and completion of the Transaction, of any material adverse events concerning Unica or the Unica Group;
5. approval of the Transaction by EHI!'s shareholders' meeting and EHI! retaining, following any withdrawals, funds of no less than **euro 20,000,000**.

EHI!'s commitment to subscribe for the CB is in turn subject to the satisfaction of certain conditions. These include completion, with an outcome satisfactory at EHI!'s sole discretion, of the due diligence activities, the issuance by Unica and IRIS Holding of representations and warranties in line with market practice, and the absence of material adverse events by the issue date.

The Binding Letter provides that the Transaction shall be structured as follows:

- **Listing deadline**: the Listing must be completed by **31 December 2026**. Should it not be completed by that date, EHI!'s commitments relating to the implementation of the Transaction may cease to be effective, without the Parties being entitled to make reciprocal claims;
- **Convertible Bond**: should the Listing not be completed by **30 September 2026**, EHI! has undertaken to submit the proposed subscription of the CB to its shareholders' meeting for

approval. The relevant terms and conditions, currently under negotiation between the Parties, will provide for the possibility for holders to request early redemption if the Listing is not completed by 31 December 2026. IRIS Holding will also provide a guarantee in respect of such redemption obligation;

Structure of the Transaction and the Listing: the Binding Letter also provides that:

a. the number of Unica shares issued prior to the Listing shall be determined by dividing the Pre-Money Valuation by 10, resulting in an implied value of **euro 10.00** per share. Part of the shares held by IRIS Holding will be converted, upon the Listing, into multiple-voting shares, in order to allow it to retain legal control of Unica also after the Listing;

b. incentive/*retention* plans for managers and directors will be implemented;

c. EHI! shall subscribe for newly issued Unica shares, together with a residual secondary component, to be agreed between the parties, for a maximum aggregate amount of **euro 20 million** (including any conversion of the Convertible Bonds), reduced by any amounts required to establish the free float needed for admission to trading on *Euronext Growth Milan*. EHI! will also be assigned Unica *Cashless* Warrants at a ratio of **1 Unica Warrant for every 2 shares** purchased, subscribed and/or received upon conversion at the time of the Listing. The exercise ratio will be variable and linked to the performance of the share price compared with a reference strike price. The terms will also provide for accelerated exercise if the average monthly share price exceeds a specified threshold. Exercise will entail a limited cash outlay, equal to **euro 0.10 per share**. EHI! will also be assigned "Unica Promoter Warrants", which will be granted to EHI!'s Promoter in replacement of the "EHI! promoter warrants", on a 1:1 basis and with the same characteristics;

d. EHI! shall have the right to designate, close to the Listing, **two members of Unica's Board of Directors and the Chairman of the Board of Statutory Auditors**.

Finally, as part of the definitive agreements relating to the Transaction, EHI! and IRIS Holding are expected to enter into an option agreement concerning reciprocal call and put options over Unica shares. These rights will be governed on the basis of pre-determined economic conditions and subject to the achievement of specific economic and financial parameters of the Unica Group.

Effects of the Transaction on EHI!

If the Transaction is completed, EHI! will become the holder of a minority interest in the share capital of Unica, in the context of Unica's admission to trading on Euronext Growth Milan, on the terms and conditions to be set out in the final documentation relating to the Transaction, which shall in any case be consistent with the contents of the Binding Letter and with the provisions described in the preceding paragraphs.

The Company will promptly inform the market of any updates relating to the Transaction and will proceed with the convening of the Company's shareholders' meeting for the approval thereof once the definitive agreements have been signed and the final structure determined, making available to shareholders all documentation required by law, the by-laws and the EGM Issuers' Regulation, including the information document required for *reverse take over* transactions.

Further details will be disclosed upon execution of the definitive agreements and in the relevant information document.

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This press release is available on the Company’s website www.ehispa.it in the Investor Relations section.

Please also note that the Company will use the eMarket SDIR system, managed by Teleborsa S.r.l., for the dissemination of regulated information.

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