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PRESS RELEASE

NEOPHARMED GENTILI S.P.A. ANNOUNCES THE PRIVATE PLACEMENT OF €100.0 MILLION SENIOR SECURED NOTES DUE 2030

Milan, February 14, 2025 - Neopharmed Gentili S.p.A., a joint stock company (*società per azioni*) incorporated under the laws of Italy (the “**Issuer**” or “**Neopharmed**”), has successfully priced €100.0 million of Senior Secured Notes due 2030 (the “**New Notes**”), in a tap issuance of the high-yield bond issued on April 8, 2024 (the “**Tap Issuance**”). The issuance and settlement of the New Notes is expected to occur on February 27, 2025, subject to customary closing conditions.

The New Notes will be issued and sold at an issue price of 104.000%. The New Notes will be fungible and have the same terms and conditions as the Issuer’s 7.125% senior secured notes due 2030, issued on April 8, 2024. Upon issuance, the New Notes are expected to be listed on the Official List of the Luxembourg Stock Exchange and admitted to trading on the Euro MTF market thereof.

The proceeds of the Tap Issuance will be mainly used to fund the purchase price of the acquisition of the metoclopramide product portfolio announced on February 4, 2025, to pay fees and expenses in connection with the Tap Issuance, as well as for general corporate purposes.

For further information:

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Neopharmed Gentili S.p.A.

Neopharmed Gentili is a pharmaceutical company founded in Italy with historic roots in its territory, which is rapidly expanding beyond national borders thanks to a consolidated and reliable experience in M&A and Licensing transactions, especially with multinational partners. Research, responsibility, and care are the pillars that guide Neopharmed Gentili's mission to improve the health and quality of life of patients, caregivers, and healthcare personnel. Neopharmed Gentili's ambition is to help people live long and healthy lives, acting with ethical value and scientific precision, and offering solutions with high therapeutic value.

www.neogen.it

There can be no assurance that the Tap Issuance will be completed or, if completed, as to the terms on which it will be completed.

This press release is for information purposes only and does not constitute any offer to sell or the solicitation of an offer to buy any security in the United States or in any other jurisdiction. The Notes have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or applicable state or foreign securities laws and may not be offered or sold in the United States without registration under federal or applicable state securities laws or an applicable exemption from such registration requirements.

The Notes will be offered exclusively outside the United States in offshore transactions in accordance with Regulation S under the Securities Act.

This press release does not constitute an offer to the public in Italy of financial products, as defined under Article 1, paragraph 1, letter (t) of legislative decree of February 24, 1998, no. 58, as amended (the "Italian Financial Act"). The Notes cannot be offered, sold or delivered, directly or indirectly, in Italy either on the primary or on the secondary market to any natural persons nor to entities other than qualified investors (investitori qualificati) as referred to in Article 2, paragraph (e), of the Prospectus Regulation or unless in any circumstances which are exempt from the rules on public offerings pursuant to Article 1 of the Prospectus Regulation and the implementing regulations issued by the Commissione Nazionale per le Società e la Borsa, the Italian securities and financial markets regulator ("CONSOB"), including CONSOB Regulation No. 20307 of February 15, 2018, as amended, Article 34-ter, paragraph 1, letter (b) of CONSOB Regulation no. 11971 of May 14, 1999, as amended (the "Issuers Regulation") implementing Article 100 of the Italian Financial Act, and the applicable Italian laws and regulations.

This press release is for informational purposes only and does not constitute and shall not, in any circumstances, constitute a public offering or an invitation to the public in connection with any offer within the meaning of the Regulation 2017/1129/EU and amendments thereto (the "Prospectus Regulation"). The TAP Issuance will be made pursuant to an exemption under the UK Prospectus Regulation and the Prospectus Regulation, as implemented in Member States of the European Economic Area, from the requirement to produce a prospectus for offers of securities.

This press release is only being distributed to, and is only directed at, persons in the United Kingdom that (i) are “investment professionals” falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the “Order”), (ii) are persons falling within Article 49(2)(a) to (d) (“high net worth companies, unincorporated associations, etc.”) of the Order, or (iii) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “Relevant Persons”). This press release is directed only at Relevant Persons and must not be acted on or relied upon by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons.

No offering memorandum will be prepared in connection with the Tap Issuance.

Manufacturer target market (MIFID II product governance; UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs or UK PRIIPs key information document (KID) has been prepared as not available to retail investors in EEA or the United Kingdom, respectively.

This press release may include forward-looking statements within the meaning of the securities laws of certain applicable jurisdictions. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts, including, without limitation, those regarding the Issuer’s group future financial position and results of operations, strategies, plans, objectives, goals and targets, future developments in the markets in which the group participates or is seeking to participate or anticipated regulatory changes in the markets in which the group operates or intends to operate. In some cases, you can identify forward-looking statements by terminology such as “aim”, “anticipate”, “believe”, “continue”, “could”, “estimate”, “expect”, “forecast”, “guidance”, “intend”, “may”, “plan”, “potential”, “predict”, “projected”, “should” or “will” or the negative of such terms or other comparable terminology.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and are based on numerous assumptions. Our actual results of operations, including our financial condition and liquidity and the development of the industries in which we operate, may differ materially from (and be more negative than) those made in, or suggested by, the forward-looking statements contained in this press release. In addition, even if our results of operations, including our financial condition and liquidity and the development of the industries in which we operate, are consistent with the forward-looking statements contained in this press release, those results or developments may not be indicative of results or developments in subsequent periods.