

Press release

Alerion Clean Power has resolved to issue a Green Bond

Milan, April 21, 2022 – At today’s meeting, the Board of Directors of Alerion Clean Power S.p.A. (the “**Company**”) has resolved to issue an unsecured fixed rate, non-convertible unsubordinated senior bond of a value of between €100 million and €150 million, intended both for the general public in Italy and for qualified investors in Italy and abroad, to be issued in May or in any case by the first semester of 2022 (the “**Bonds**”).

The duration of the bond was established as six years from the issue date, with a fixed interest rate of at least 3.25% per annum.

The Bonds will be issued with a nominal value of €1,000.00 each at an issue price of 100%, and will be offered for subscription through the Mercato Telematico delle Obbligazioni (electronic bond trading platform) organised and managed by Borsa Italiana S.p.A.

The Bonds may be redeemed at the Company's discretion as of the third year following the date of issue. The Bonds may also be redeemed in advance in certain circumstances, including in the event of a change of control, as provided in the terms and conditions of the Bonds. The Bonds will be backed by economic rights linked to the payment of interest, the repayment of the principal of the bond, and administrative rights relating to the management of the credit. Moreover, in line with market practice for the terms and conditions for bonds of a similar nature, the Bonds will be subject, inter alia, to compliance with covenants concerning the level of the Group's consolidated net financial indebtedness. The Bonds will be governed by English law, with the exception of the mandatory provisions of Italian law.

The financial resources resulting from the issue of the bond will be allocated to the financing of new projects or to the refinancing of existing projects that meet the criteria set out in the Green Bond Framework adopted by the Company in April 2022.

Furthermore, the Company will file the final version of the prospectus (the “**Prospectus**”) with the Central Bank of Ireland (the “**CBI**”), the authority responsible for authorising the publication of the prospectus for the offer of the Bonds, with the aim of receiving the authorisation for publication within the next few days.

Following the authorisation from the CBI, the “passporting” procedure for the Prospectus will take place in Italy, in accordance with applicable laws, with the aim of launching the offer to the public in Italy in May 2022. The Company will announce the opening and closing dates of the offer period in a subsequent press release.

Subject to the granting of the necessary approvals as described above, it is expected that the Bonds will be admitted to listing on the Mercato Telematico delle Obbligazioni (electronic bond trading platform) organised and managed by Borsa Italiana S.p.A., with a dual listing also on the Regulated Market Official List of the Irish Stock Exchange – Euronext Dublin (Euronext Dublin).

EQUITA SIM S.p.A. will act as placement agent and intermediary responsible for displaying the sale proposals on the MOT during the Offering Period.

Further details will be provided nearer the time of the launch of the operation.

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