



**PRESS RELEASE**

**NOTICE OF CHANGE IN SHARE CAPITAL**

Milan, 10 July 2024

**CIRCLE S.p.A.** (“**CIRCLE**” o la “**Company**”) - Innovative SME listed on the Euronext Growth Milan market at the head of the Group of the same name specializing in process analysis and the development of solutions for the digitalization of the port and intermodal logistics sector and in international consultancy on the Green Deal and energy transition issues – announces the new composition of the share capital as a result of (i) the subscription of a further tranche, through an Accelerated Bookbuilding procedure, of the share capital increase, with the exclusion of option rights pursuant to Article 2441, paragraphs 5 and 6, of the Civil Code, approved by the Shareholders' Meeting on June 27, 2024 as a press release dated July 8, 2024 and (ii) of the capital increase, executed today, in exercise of the proxy, pursuant to Article 2443 of the Civil Code, free of charge, in the amount of € 167.75, without issuing new shares and with a proportional increase in the value of the implied accounting par value of the already outstanding shares.

The following is the new composition of the share capital (fully subscribed and paid up) following today's filing with the competent Register of Companies of the attestations, pursuant to Article 2444, paragraph 1, of the Civil Code.

|   | Current share capital |           | Previous share capital |           | Change   |           |
|---|-----------------------|-----------|------------------------|-----------|----------|-----------|
|   | Euro                  | N. Shares | Euro                   | N. shares | Euro     | N. Shares |
| <b>Total</b>  | 310,000               | 4,616,865 | 306,095.66             | 4,561,095 | 3,904.34 | 55,770    |
| <b>Of which.</b>  | 310,000               | 4,616,865 | 306,095.66             | 4,561,095 | 3,904.34 | 55,770    |
| <b>Ordinary shares</b><br><b>(with regular dividend rights, no par value, ISIN code IT0005344996)</b> |                       |           |                        |           |          |           |

Based on the communications received and the information available to the Company to date, the shareholders holding a stake of at least 5% or more (so-called "significant shareholders") in the Company are as follows:



| Significant shareholder        | No. Of shares    | % of share capital |
|--------------------------------|------------------|--------------------|
| Innotech S.r.l. <sup>1</sup>   | 2,157,276        | 46.73%             |
| Alessandro Orsini <sup>2</sup> | 115,500          | 2.50%              |
| Andrea Villani <sup>2</sup>    | 115,500          | 2.50%              |
| Azioni proprie                 | 16,500           | 0.36%              |
| Eiffel Investment Group        | 514,800          | 11.15%             |
| Mercato                        | 1,697,289        | 36.76%             |
| <b>Total</b>                   | <b>4,616,865</b> | <b>100.00%</b>     |

<sup>1</sup>Company related to Luca Abatello.

<sup>2</sup>Shareholders with voting rights.

Pursuant to Article 26 of the aforementioned Euronext Growth Milan Issuers' Regulations, the names of significant shareholders are also listed on the Company's website, on page <https://www.circlegroup.eu/it/investor-relations> to the section "Information for shareholders".

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Circle also announces that Luca Abatello, current Chairman of the Board and CEO, will also assume the role of Investor Relations Manager, supported by CFO Monia Ungaro and Media Relations firm Image Building (Rafaella Casula and Anna Bassini). The Company would like to thank Nicoletta Garzoni for her work over the years and the expertise that has characterized her collaboration with Circle Group.

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This press release is available in the Investor Relations section of the website on [www.circlegroup.eu](http://www.circlegroup.eu) and on [www.1info.it](http://www.1info.it).

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Founded in Genoa in 2012, **Circle S.p.A.** is the Innovative SME at the head of the **CIRCLE Group**, the Group specialising in the analysis and development of products for the **innovation and digitalisation of the port and intermodal logistics sectors and in the international consultancy on topics concerning the Green Deal and energy transition.**

In addition to Circle, the Group includes the software houses **Info.era**, **NEXT Freight** (formerly 'Adele Project') and **Cargo Start**, acquired at the end of 2017, July 2019 and December 2022 respectively, the consulting companies **Magellan Circle** and **Magellan Circle Italy**, the NewCo **NEXT Customs**, as well as the subsidiary **Accudire**.



*The synergies between the individual components of the CIRCLE Group have made it possible to expand the portfolio of solutions offered in the areas of IoT, Optimisation, Digital Twin, Big Data and Process Automation, and to strengthen the software products: **Milos®** - a suite aimed at all players in intermodal logistics such as inland terminals, port terminals, ports, MTOs and maritime agencies -, the Port Community System **Sinfomar**, the **Master SPED®** and **Milos® Global Supply Chain Visibility** solutions, dedicated respectively to freight forwarding and logistics and to trade and industry, as well as **Star Tracking®**, an airport-to-airport tracking solution.*

*To complete the offer in the Supply Chain area, the so-called '**Federative Services**' able to make the migration of customers towards a digital business model more efficient and offered in cloud mode.*

*Through **Magellan Circle** (with offices in Porto and Brussels) and **Magellan Circle Italy**, Circle operates in the field of advocacy at European Institutions, supporting Public Bodies and Companies by identifying their positioning at a European level (**Strategic Communication and Advocacy**) and funding opportunities (**Eu Funding Accelerator**), with a vertical focus on Green Deal and energy transition issues.*

*The acquisition of the 51% of shares of **Cargo Start** in December 2022, a company specialising in the development and sale of innovative technological products and services for air cargo, allowed Circle to strengthen its offering in a rapidly expanding segment that is strategic to the **Connect 4 Agile Growth** industrial path.*

*Circle leads the **Log@Sea** business network, which is instrumental in enhancing the offer of advanced **Gate Automation** solutions aimed at port and intermodal nodes.*

*In December 2023, Circle subscribed to a capital increase equal to 20% of the share capital of ACCUDIRE, an Innovative Startup from Veneto that provides a **Collaborative Digital Platform** capable of helping players along global Supply Chains in the exchange of information and in the management of document flows accompanying goods shipments, starting first and foremost with the **e-CMR** (or electronic waybill, part of an international standard and transposition law just approved by the Italian Parliament).*

*Finally, in February 2024 Circle established the NewCo **NEXT Customs**, dedicated to digital customs optimisation services and functional to the continuation of initiatives aimed at the harmonisation of customs processes, a highly strategic area for the evolution of the **Connect 4 Agile Growth path**.*

***Circle S.p.A. has been listed on the Euronext Growth Milan** market of Borsa Italiana since October 26, 2018 (alphanumeric code: CIRC; ISIN code ordinary shares: IT. 0005344996).*

**For further information**

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