

## Press Release

26th December 2023, Lewes, Delaware, Cirdan International Inc:

- **In relation to the measures taken on the 22nd of December 2023 by the Bank of Italy concerning Cirdan Group S.p.A. and Smart Bank S.p.A., confirms that Cirdan Capital Management Ltd and its subsidiary SmartETN PLC are owned by Cirdan International Inc and are not participated by Cirdan Group S.p.A. and therefore not subject or impacted by the abovementioned administration measures.**
- **On the 26th of December Equita SIM S.p.A. has unilaterally decided to terminate the “Agreement for Performance of Activities of Specialist on EuroTLX” and to suspend the performance of the Agreement effective immediately. This will determine the impossibility of the issuer to list new products, to offer liquidity on existing products and for any negotiation of such products issued by SmartETN PLC and Aldburg Public S.A. on the relevant MTF administered by Euronext – Borsa Italian S.p.A. as of the 27th of December 2023.**
- **Cirdan Capital Management Ltd and SmartETN PLC are and will continue operating as separate businesses as usual, providing our clients continuous support in creating the best and most innovative investment solutions and products.**

In detail, Cirdan International Inc, a company incorporated in the State of Delaware, 16192 Coastal Highway, Lewes, Delaware 19958, County of Sussex, USA on the date 20<sup>th</sup> of December 2023 has acquired legal and beneficial title of Cirdan Capital Management Ltd, a limited company registered in England (registered address: 54 Baker Street, London, UK) with Company Number 08853583, authorised and supervised by the Financial Conduct Authority (“FCA”) with authorisation number 744446, and its subsidiary SmartETN PLC, a public company with its registered office in 31-32 Leeson Street Lower, Dublin 2, D02 KA62, Ireland from Cirdan Group S.p.a, a company registered in Italy having its registered office in Via dei Bossi 6, 20121, Milan, Italy. The ultimate beneficiary owner of Cirdan International Inc is Mr. Antonio De Negri, via ownership of more than 50% of the shares of Cirdan International Inc.

- On the 6<sup>th</sup> of December Cirdan International Inc and Cirdan Group S.p.A. entered into the Share Purchase Agreement (“SPA”) whereby Cirdan International Inc would have acquired 100% of the shares of the controlled entity Cirdan Capital Management Ltd from Cirdan Group S.p.a. The SPA was conditional upon receiving authorisation from the FCA.
- On 15 December 2023, following a notification received on 5 October 2023, the FCA has decided to approve the change in control of Cirdan Capital Management Ltd, being Cirdan International Inc the controller “as a 50% or more band controller, via 100% control of Cirdan Capital Management Ltd”.
- On the 20<sup>th</sup> of December 2023 a stock transfer form (STF) has been signed by Cirdan Group S.p.a. to transfer the beneficial ownership of the shares of Cirdan Capital Management Ltd to Cirdan International Inc.

## CIRDAN INTERNATIONAL INC

- On the 21<sup>st</sup> of December the STF has been sent to the register of companies in UK (“Companies House”).
  - On the 24<sup>th</sup> of December 2023 a payment instruction by SmartETN PLC on behalf of Cirdan International Inc., has been sent to Cirdan Group S.p.A. in connection with the payment of consideration for the acquisition of shares in Cirdan Capital Management Ltd.
- Aldburg Public S.A. , a public limited company (*soci t  anonyme*) incorporated and organised as a regulated securitisation company (*soci t  de titrisation agr e e*) under the laws of Luxembourg with address 6, rue Dicks L-1417 Luxembourg, whose sole shareholder is Stichting Lunares, a Dutch foundation (stichting) incorporated under the laws of the Netherlands, having its registered office at Prins Hendriklaan 16 1075BD Amsterdam, the Netherlands and whose securities are admitted to trading on the markets organised and regulated by Borsa Italiana S.p.A. is a separate legal entity and is not controlled by Cirdan Capital Management Ltd, Cirdan International Inc or Cirdan Group S.p.A. as such it is not affected by the measures taken by the Bank of Italy on the 22<sup>nd</sup> of December 2023.

Yours sincerely

Cirdan International INC