



Milan, February 18, 2021

**PRESS RELEASE**

**BRUNELLO BIDCO S.P.A. ANNOUNCES THE CLOSING OF THE ACQUISITION OF BAROLO LUX 1 S.À R.L., A HOLDING COMPANY WHICH INDIRECTLY WHOLLY OWNS TEAMSYSYSTEM S.P.A.**

Brunello BidCo S.p.A. (the “**Issuer**”), an entity controlled by Hellman & Friedman Capital Partners IX, L.P., announces that it has successfully completed today the acquisition (the “**Acquisition**”) of all the issued share capital of Barolo Lux 1 S.à r.l., a holding company which indirectly wholly owns TeamSystem S.p.A. (“**TeamSystem**”).

The Issuer also announces that the proceeds from the offering of its €300.0 million 3.5% senior secured fixed rate notes due 2028 (the “**Fixed Rate Notes**”) and €850.0 million senior secured floating rate notes due 2028 (the “**Floating Rate Notes**”) and together with the Fixed Rate Notes, the “**Notes**”) were released from escrow on February 17, 2021.

As previously announced, upon today’s completion of the Acquisition, the proceeds from the offering of the Notes were used, *inter alia*, to satisfy and discharge TeamSystem’s outstanding €200.0 million senior secured floating rate notes due 2025 and €550.0 million senior secured floating rate notes due 2022 (the “**Existing Notes**”). The Existing Notes are expected to be redeemed at par on February 19, 2021.

*This press release constitutes a public disclosure of inside information by TeamSystem S.p.A. and Brunello Bidco S.p.A. under Regulation (EU) 596/2014 and Commission Implementing Regulation (EU) 2016/1055.*

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**Cautionary Statements**

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 have been and will be offered (a) in the United States to “qualified institutional buyers” as defined in Rule 144A under the Securities Act and (b) outside the United States (i) in an offshore transaction in accordance with Regulation S under the Securities Act, (ii) if resident in a Member State of the European Economic Area, to “qualified investors” within the meaning of Article 2(e) of Regulation 2017/1129/EU and amendments thereto

(the “**Prospectus Regulation**”) and any relevant implementing measure in each Member State of the European Economic Area and (iii) if a resident of the United Kingdom, to “qualified investor” within the meaning of Prospectus Regulation as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”).

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 no. 58 of 24 February 1998, as amended (the “**Italian Financial Act**”). The Notes cannot be offered, sold or delivered, directly or indirectly, in the Republic of 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 Article 34-ter, paragraph 1, letter b) of CONSOB Regulation No. 11971 of May 14, 1999, as amended (the “**Issuers Regulation**”), 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 Prospectus Regulation. The offering of the Notes has been 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.

#### **Information to Distributors**

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.

#### **Forward Looking Statements**

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 contained in this press release, including, without limitation, those regarding the Issuer and TeamSystem’s intentions, beliefs or current expectations concerning, among other things: the Issuer and TeamSystem’s future financial conditions and performance, results of operations and liquidity; the Issuer and TeamSystem’s strategy, plans, objectives, prospects, growth, goals and targets; future developments in the markets in which the Issuer and TeamSystem participate or are seeking to participate; and anticipated regulatory changes in the industry in which the Issuer and TeamSystem operate. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “anticipate,” “believe,” “continue,” “ongoing,” “estimate,” “expect,” “intend,” “may,” “plan,” “potential,” “predict,” “project,” “target,” “seek” or, in each case, their negative, or other variations or 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. Readers are cautioned that forward-looking statements are not guarantees of future performance and that the Issuer and TeamSystem’s actual financial condition, results of

operations and cash flows, and the development of the industry in which the Issuer and TeamSystem 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 the Issuer and TeamSystem's financial condition, results of operations and cash flows, and the development of the industry in which the Issuer and TeamSystem 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.