

CROP DEMETRA

PRESS RELEASE PUBLISHED BY ISAGRO S.P.A. ON BEHALF OF CROP DEMETRA LIMITED

MANDATORY TENDER OFFER ON THE OUTSTANDING ORDINARY SHARES OF ISAGRO S.P.A. PROMOTED BY CROP DEMETRA LIMITED

Press release concerning the approval of the offer document by CONSOB and the publication of the offer document, published pursuant to Article 38, paragraph 2, of the Regulation adopted by way of CONSOB with Resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented (the “Issuers’ Regulation”)

London, June 11, 2021 – Crop Demetra Limited (the “Offeror” or “Crop Demetra”) announces that CONSOB, by resolution no. 21890 of 10 June 2021, has approved, pursuant to Article 102, paragraph 4, of the Legislative Decree No. 58 of 24 February 1998, as subsequently amended and supplemented (“CLF”), the offer document (the “Offer Document”) relating to the mandatory tender offer pursuant to and for the purposes of Article 106, paragraphs 1 and 3, let. a), of the CLF and article 45 of the Regulation adopted by way of CONSOB with Resolution No. 11971 of 14 May 1999 (the Issuers’ Regulation) promoted by Crop Demetra Limited on all the ordinary shares (the “Shares”) of Isagro S.p.A. (the “Issuer” or “Isagro”) not already owned (directly or indirectly) by the Offeror (the “Offer”).

It is also announced that, pursuant to Article 38, second paragraph, of the Issuers’ Regulation, on the date hereof Crop Demetra filed with CONSOB and published the Offer Document.

The “Issuer’s press release” drafted pursuant to Article 103, paragraph 3, of the CLF and Article 39 of the Issuers’ Regulation, also including the opinion of the Issuer’s independent directors, drawn up pursuant to Article 39-bis of the Issuers’ Regulation, and related annexes, will also be enclosed to the Offer Document.

Please also note that, on the date hereof, the Offer Document is made available to the public for consultation at: (i) the offices of the intermediary in charge of coordinating the collection of acceptances, Spafid – Società per Amministrazioni Fiduciarie S.p.A., in Milan, via Filodrammatici, no. 10; (ii) the offices of the appointed intermediaries, Mediobanca – Banca di Credito Finanziario S.p.A., BNP PARIBAS Securities Services – Milan branch and EQUITA SIM S.p.A.; (iii) the Offeror’s registered office in Berkshire (United Kingdom), Highlands House Basingstoke Road, Spencers Wood, Reading; (iv) the Issuer’s registered

office in Milan, via Caldera, no. 21; (v) the Issuer's website at the address www.isagro.com; and (vi) the global information agent's website at the address www.georgeson.com/it.

The main elements of the Offer, as described in the Offer Document, are reported below.

Subject of the Offer

The Offer is promoted on 12,550,877 Shares, representative of 32.41% of the corporate capital and voting rights of the Issuer.

Acceptance period

The acceptance period to the Offer (the "**Acceptance Period**"), agreed with Borsa Italiana S.p.A., will start at 8:30 (Italian time) on 14 June 2021 and will end at 17:30 (Italian time) on 2 July 2021, first and last day included, unless extended.

Payment date and consideration

The Offeror will pay to each shareholder adhering to the Offer during the Acceptance Period a consideration amounting to EUR 2,76, for each Share tendered to the Offer (the "**Consideration**") on 9 July 2021 (the "**Payment Date**").

If conditions are met pursuant to Article 40-*bis*, paragraph 1, let. b), of the Issuers' Regulation, the Acceptance Period will be reopened for five consecutive trading days starting from the trading day following the Payment Date and, therefore, unless the Acceptance Period is extended, for the trading sessions of 12, 13, 14, 15 and 16 July 2021 from 8:30 to 17:30 (the "**Extension Period**").

Thus, in this scenario, the payment of the Consideration for the Shares tendered to the Offer during the period of Extension Period of the Offer shall take place on 23 July 2021 (unless the Acceptance Period is extended).

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For any further information on the Offer, please refer to the Offer Document.