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PRESS RELEASE

GRUPPO MUTUIONLINE ACQUIRES, THROUGH GRUPPO LERCARI, THE ONDA GROUP, SPECIALISED IN THE SUPPLY OF INSURANCE APPRAISALS AND OTHER AFTER-SALES SERVICES FOR INSURANCE COMPANIES

Today, Gruppo Lercari S.r.l. (“**Gruppo Lercari**”), a subsidiary of Gruppo MutuiOnline S.p.A. (“**Gruppo MutuiOnline**”), signed a binding agreement for the acquisition of 100% of HGS S.r.l. (“**HGS**”), holding company of a group of companies (the “**Onda Group**”) active in the supply of insurance appraisals and other after-sales services for insurance companies. The transaction will consolidate the leadership of Gruppo Lercari in the management of mass, complex and catastrophic claims, also thanks to the strengthening of its presence in strategic geographic areas.

The price agreed for the purchase of 100% of HGS’ share capital is equal to Euro 5.0 million, based on a normalised average net cash position of Euro 500 thousand. Part of the price will be paid through the repayment of a shareholder loan of Euro 250 thousand currently in place in HGS. In addition, a conditional price component is envisaged, for an amount up to Euro 419 thousand, subject to the occurrence of certain events, whose possible payment is expected in June 2023. The payment of all amounts will be financed with cash and/or the use of already available credit lines. The closing of the transaction is expected to take place in the second half of 2022, after certain corporate reorganisations are implemented within the Onda Group. The Onda Group achieved, in 2021, pro-forma consolidated revenues of Euro 6.1 million and, in the last 3 years (2019-2021), an average normalised EBITDA of approximately Euro 700 thousand.

The Onda Group has been operating for over 20 years as a fiduciary manager of mass, complex and catastrophic claims, with expertise also in the management of electrical claims and in direct repairs, on behalf of leading insurance companies. Paolo Rossi, majority shareholder and CEO of the Onda Group, will temporarily maintain his professional commitment in the company, also in order to allow an orderly handover, while Gianni Cerchiai, shareholder and manager, will continue to be involved at the forefront of the activities of the company.

Paolo Rossi e Gianni Cerchiai say: *“We have been in this business for over 30 years and we understood that it was time to renew ourselves and face the future with a different organisational structure. Mr. Alessandro Fracassi has given us great confidence and, together with the great experience of the Lercari family, the structure will be able to face this new challenge guaranteeing the necessary stability and continuity in growth.”*

Gian Luigi Lercari, CEO of Gruppo Lercari, comments: *“We are pleased to announce this new acquisition, which is part of the growth path started together with the Gruppo MutuiOnline with the aim of offering an increasingly complete and quality service to our customers. We welcome the entire team of the Onda Group which has demonstrated, over the years, great skills and expertise, unanimously recognised by the market.”*

Gruppo MutuiOnline S.p.A. (in breve Gruppo MOL S.p.A. o MOL Holding S.p.A.)

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Alessandro Fracassi, CEO of Gruppo MutuiOnline and Head of the BPO Division comments: *“The acquisition of the Onda Group is clearly part of our growth strategy aimed at constantly investing in the development of the skills and the critical mass of all the verticals of the BPO Division, in order to provide state of the art services and to continuously expand our distinctive capabilities, for the benefit of the customers and the competitive position of the group.”*

Deal Advisor

In the transaction, Gruppo MutuiOnline and Gruppo Lercari were assisted by BE Partner as financial advisor, as well as by Studio Gattai, Minoli, Partners and Studio Morpurgo as legal advisors.

The Onda Group was assisted by Studio Seghetti for accounting and tax aspects and by the lawyer Cristiano Giovannelli of Studio Giovannelli as legal advisor.

Gruppo MutuiOnline S.p.A., a company listed on the STAR segment of the Italian Stock Exchange, is the holding company of a group of firms operating in online broking of financial products with an aggregator model (main web sites: MutuiOnline.it and Segugio.it) and in the outsourcing of complex processes for the financial services industry in the Italian market.

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