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Unless the context requires otherwise, the capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated March 22, 2022 (the “**Prospectus**”) issued by Ferretti S.p.A. (the “**Company**”).

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities of the Company in the United States or in any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**US Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the US Securities Act. There will be no public offer and is not currently intended to be any public offer of securities in the United States. The Offer Shares are being offered and sold (1) solely to qualified institutional buyers as defined in Rule 144A under the U.S. Securities Act pursuant to an exemption from registration under the U.S. Securities Act and (2) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

In connection with the Global Offering, China International Capital Corporation Hong Kong Securities Limited, as Stabilization manager, (the “**Stabilization Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate Shares or effect transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the Listing Date. However, there is no obligation on the Stabilization Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilization Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing action is required to be brought to an end on the 30th day after the last date for the lodging of application under the Hong Kong Public Offering, being April 24, 2022. The number of Shares which can be over-allocated will not exceed the number of Shares which may be issued under the Over-allotment Option, namely 12,537,000 Shares, which is 15.0% of the Shares available under the Global Offering. Such stabilizing action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Chapter 571W of the Laws of Hong Kong). Details of the intended stabilization and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed “Structure of the Global Offering” of the Prospectus.

Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on the 30th day after the last date for lodging applications under the Hong Kong Public Offering, being April 24, 2022. After this date, no further stabilizing action may be taken and demand for the Shares and the price of the Shares could fall.

Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus and the **GREEN** Application Form. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong.



# FERRETTIGROUP

## Ferretti S.p.A.

*(Incorporated under the laws of Italy as a joint-stock company with limited liability)*

### GLOBAL OFFERING

- Number of Offer Shares under the Global Offering** : 83,580,000 Offer Shares (subject to the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 8,358,000 Offer Shares (subject to adjustment)
- Number of International Offer Shares** : 75,222,000 Offer Shares (subject to adjustment and the Over-allotment Option)
- Maximum Offer Price** : HK\$28.24 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Hong Kong Stock Exchange trading fee of 0.005% and Financial Reporting Council Transaction Levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)
- Stock code** : 9638

*Sole Sponsor and Sole Global Coordinator*



*Joint Bookrunners and Joint Lead Managers*



BNP PARIBAS



中泰國際  
ZHONGTAI INTERNATIONAL

## **IMPORTANT NOTICE TO INVESTORS: FULLY ELECTRONIC APPLICATION PROCESS**

**We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of the Prospectus or printed copies of any application forms to the public in relation to the Hong Kong Public Offering.**

The prospectus is available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “HKEXnews > New Listings > New Listing Information” section, and our website at <http://www.ferrettigroup.com>. If you require a printed copy of the Prospectus, you may download and print from the website addresses above. To apply for the Hong Kong Offer Shares, you may:

- (1) apply online through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk);
- (2) apply through the **CCASS EIPO** service to electronically cause HKSCC Nominees to apply on your behalf, including by:
  - i. instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf; or
  - ii. (if you are an existing **CCASS Investor Participant**) giving **electronic application instructions** through the CCASS Internet System (<https://ip.ccass.com>) or through the CCASS Phone System by calling +852 2979 7888 (using the procedures in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC can also input **electronic application instructions** for CCASS Investor Participants through HKSCC’s Customer Service Centre at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong by completing an input request.

If you have any question about the application for the Hong Kong Offer Shares, you may call the enquiry hotline of our Hong Kong Share Registrar and **White Form eIPO** Service Provider, **Computershare Hong Kong Investor Services Limited**, both at +852 2862 8600 on the following dates:

**Tuesday, March 22, 2022 — 9:00 a.m. to 9:00 p.m.**  
**Wednesday, March 23, 2022 — 9:00 a.m. to 9:00 p.m.**  
**Thursday, March 24, 2022 — 9:00 a.m. to 9:00 p.m.**  
**Friday, March 25, 2022 — 9:00 a.m. to 12:00 noon**

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed document as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary, broker or agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

Please refer to the section headed “How to Apply for the Hong Kong Offer Shares” in the Prospectus for further details of the procedures through which you can apply for the Hong Kong Offer Shares electronically.

Your application must be for a minimum of 100 Hong Kong Offer Shares and in one of the numbers set out in the table. You are required to pay the amount next to the number you select.

Ferretti S.p.A.  
(HK\$28.24 per Hong Kong Offer Share)

NUMBER OF HONG KONG OFFER SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>
100	2,852.46	2,000	57,049.22	10,000	285,246.16	300,000	8,557,385.05
200	5,704.92	2,500	71,311.55	20,000	570,492.34	400,000	11,409,846.73
300	8,557.38	3,000	85,573.86	30,000	855,738.50	500,000	14,262,308.42
400	11,409.84	3,500	99,836.16	40,000	1,140,984.67	600,000	17,114,770.11
500	14,262.31	4,000	114,098.47	50,000	1,426,230.84	700,000	19,967,231.79
600	17,114.78	4,500	128,360.77	60,000	1,711,477.01	800,000	22,819,693.47
700	19,967.23	5,000	142,623.08	70,000	1,996,723.18	900,000	25,672,155.15
800	22,819.69	6,000	171,147.69	80,000	2,281,969.35	1,000,000	28,524,616.84
900	25,672.16	7,000	199,672.32	90,000	2,567,215.51	2,000,000	57,049,233.68
1,000	28,524.61	8,000	228,196.94	100,000	2,852,461.69	3,000,000	85,573,850.52
1,500	42,786.92	9,000	256,721.55	200,000	5,704,923.37	4,179,000 <sup>(1)</sup>	119,204,373.77

<sup>(1)</sup> Maximum number of Hong Kong Offer Shares you may apply for.

No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

## **THE LISTING APPLICATION**

Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares which may be issued as described in the Prospectus pursuant to the exercise of the Over-allotment Option). Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, March 31, 2022, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. in Hong Kong on Thursday, March 31, 2022.

## **STRUCTURE OF THE GLOBAL OFFERING**

The Global Offering comprises the Hong Kong Public Offering of initially 8,358,000 Offer Shares (subject to adjustment) in Hong Kong, representing 10% of the Offer Shares initially available under the Global Offering, and the International Offering of initially 75,222,000 Offer Shares (subject to adjustment and the Over-allotment Option), representing 90% of the Offer Shares initially available under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offer and the International Offering will be subject to adjustment as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, the Sole Global Coordinator (for itself and on behalf of the Underwriters) may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares under the Hong Kong Public Offering following such reallocation shall be not more than double of the initial allocation to the Hong Kong Public Offering (i.e. 8,358,000 Offer Shares) and the Offer Price shall be fixed at the low-end of the indicative Offer Price range (i.e. HK\$21.82 per Offer Share).

In connection with the Global Offering and pursuant to the International Underwriting Agreement, the Company is expected to grant to the International Underwriters the Over-allotment Option exercisable at the sole discretion of the Sole Global Coordinator (for itself and on behalf of the International Underwriters) at any time within 30 days after the last day for the lodging of application under the Hong Kong Public offering, to require the Company to allot and issue up to an aggregate of 12,537,000 Shares, representing approximately 15.0% of the initial size of the Global Offering, at the same price per Offer Share under the International Offering, to cover, among other things, over-allocation in the International Offering, if any. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at [www.ferrettigroup.com](http://www.ferrettigroup.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

## PRICING

The Offer Price will not be more than HK\$28.24 per Offer Share and is expected not to be less than HK\$21.82 per Offer Share, unless otherwise announced by the Company no later than the morning of the last day for lodging applications under the Hong Kong Public Offering. Applicants for the Offer Shares under the Hong Kong Public Offering are required to pay, on application, the maximum Offer Price of HK\$28.24 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027%, Hong Kong Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%, subject to refund if the Offer Price as finally determined is less than HK\$28.24 per Offer Share.

## EXPECTED TIMETABLE

Hong Kong Public Offering commences.....	9:00 a.m., Tuesday, March 22, 2022
Latest time to complete electronic applications under <b>White Form eIPO</b> service through the designated website <a href="http://www.eipo.com.hk">www.eipo.com.hk</a> .....	11:30 a.m. on Friday, March 25, 2022
Application lists of the Hong Kong Public Offering open .....	11:45 a.m. on Friday, March 25, 2022
Latest time for (a) giving <b>electronic application</b> instructions to HKSCC and (b) completing payment of <b>White Form eIPO</b> applications by effecting internet banking transfer(s) or PPS payment transfer(s) .....	12:00 noon on Friday, March 25, 2022



If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists of the Hong Kong

Public Offering close ..... 12:00 noon  
on Friday, March 25, 2022

Expected Price Determination Date..... Friday, March 25, 2022

Announcement of the Offer Price, the levels of indication of interest in the International Offering, the level of applications in respect of the Hong Kong Public Offering and basis of allocation under the Hong Kong Public Offering to be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of our Company at [www.ferrettigroup.com](http://www.ferrettigroup.com) on or before ..... Wednesday, March 30, 2022

Results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels as described in "How to Apply for the Hong Kong Offer Shares — Publication of Results" of the Prospectus from . . . Wednesday, March 30, 2022

Results of allocations in the Hong Kong Public Offering to be available at [www.iporesults.com.hk](http://www.iporesults.com.hk) (alternatively: English <https://www.eipo.com.hk/en/Allotment>; Chinese <https://www.eipo.com.hk/zh-hk/Allotment>) with a "search by ID" function from ..... 8:00 a.m.  
on Wednesday, March 30, 2022  
to 12:00 midnight on  
Tuesday, April 5, 2022

Results of allocations in the Hong Kong Public Offering to be available via telephone enquiry by calling +852 2862 8555 between 9:00 a.m. and 6:00 p.m. from ..... Wednesday, March 30, 2022  
to Monday, April 4, 2022  
(except Saturday, Sunday and  
Hong Kong Public Holiday)

Dispatch/Collection of Share certificates or deposit of Share certificates into CCASS in respect of wholly or partially successful applications and Dispatch/Collection of refund cheques/**White Form eIPO** e-Refund payment instructions (if applicable) in respect of wholly or partially successful applications (if applicable) or wholly or partially unsuccessful applications pursuant to the Hong Kong Public Offering on or before .....Wednesday, March 30, 2022

Dealings in the Shares on the Stock Exchange to commence at..... 9:00 a.m. on Thursday, March 31, 2022

## **SETTLEMENT**

If the Stock Exchange grants the listing of, and permission to deal in, the Shares on the Stock Exchange and the Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date as determined by HKSCC. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

## **ELECTRONIC APPLICATION CHANNELS**

### **White Form eIPO**

You may submit your application through the **White Form eIPO** service at [www.eipo.com.hk](http://www.eipo.com.hk) (24 hours daily, except on the last day for applications) from 9:00 a.m. on Tuesday, March 22, 2022 until 11:30 a.m. on Friday, March 25, 2022 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, March 25, 2022, the last day for applications, or such later time as described under the section headed “How to Apply for the Hong Kong Offer Shares — Effect of Bad Weather and Extreme Conditions on the Opening and Closing of the Application Lists” in the Prospectus.



## CCASS EIPO

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:<sup>(1)</sup>

**Tuesday, March 22, 2022 — 9:00 a.m. to 8:30 p.m.**  
**Wednesday, March 23, 2022 — 8:00 a.m. to 8:30 p.m.**  
**Thursday, March 24, 2022 — 8:00 a.m. to 8:30 p.m.**  
**Friday, March 25, 2022 — 8:00 a.m. to 12:00 noon**

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, March 22, 2022 until 12:00 noon on Friday, March 25, 2022 (24 hours daily, except on Friday, March 25, 2022, the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, March 25, 2022, the last day for applications, or such later time as described in “— Effect of Bad Weather and Extreme Conditions on the Opening and Closing of the Application Lists” in the Prospectus.

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

The application monies (including the brokerage fees, SFC transaction levy, Financial Reporting Council transaction levy and the Hong Kong Stock Exchange trading fee) will be held by the receiving bank and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Wednesday, March 30, 2022.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

*Note:*

<sup>(1)</sup> These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Green Application Form and the designated website ([www.eipo.com.hk](http://www.eipo.com.hk)) for the White Form eIPO service.**

## **PUBLICATION OF RESULTS**

The Company expects to publish the announcement of the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering, result of applications and the basis of allocation of the Hong Kong Offer Shares on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and on the Company's website at ([www.ferrettigroup.com](http://www.ferrettigroup.com)) on Wednesday, March 30, 2022. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Wednesday, March 30, 2022 as described in the section headed "How to Apply for the Hong Kong Offer Shares — Publication of Results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$28.24 per Offer Share (excluding brokerage, SFC transaction levy, the Hong Kong Stock Exchange trading fee and Financial Reporting Council transaction levy thereon), or if the conditions of the Hong Kong Public offering are not fulfilled in accordance with the section headed "Structure of the Global Offering — Conditions of the Global Offering" in the Prospectus or if an application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, the Hong Kong Stock Exchange trading fee and Financial Reporting Council transaction levy, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

The Company will not issue temporary documents of title of the Shares. Share certificates will only become valid at 8:00 a.m. on Thursday, March 31, 2022 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination" in the Prospectus has not been exercised. No receipt will be issued for the sums paid on application.

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. on Thursday, March 31, 2022, dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, March 31, 2022. The Shares will be traded in board lots of 100 Shares each. The stock code of the Company is 9638.

By order of the Board  
**Ferretti S.p.A.**  
**Mr. Alberto Galassi**  
*Executive Director and Chief Executive Officer*

Milan (Italy), March 22, 2022

*As at the date of this announcement, the board of Directors of the Company comprises Mr. Alberto Galassi as executive Director; Mr. Tan Xuguang, Mr. Piero Ferrari, Mr. Xu Xinyu and Mr. Li Xinghao as non-executive Directors; and Mr. Hua Fengmao, Mr. Stefano Domenicali and Mr. Patrick Sun as independent non-executive Directors.*

*This announcement is available for viewing on the website of the Company at [www.ferrettigroup.com](http://www.ferrettigroup.com) and the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*