

NOTICE FOR AN *AD HOC* CONVERSION PERIOD

TO THE HOLDERS OF

€5,000,000.00 Fixed Rate Dated Subordinated Convertible Notes due 17 December 2030

(the “**Notes**”)

issued by

Net Insurance S.p.A.

(“**Net Insurance**” the “**Issuer**”)

on 17 December 2020

ISIN: IT0005429268

The Issuer hereby gives notice to the holders of the outstanding Notes of Net Insurance that, regarding the voluntary tender offer for all the ordinary shares and Warrants of Net Insurance S.p.A. launched by Poste Vita S.p.A. on 28th September 2022 and pursuant to the terms and conditions of the Notes available on the Issuer’s website (www.netinsurance.it) (the “**T&Cs**”), the Board of the Issuer resolved to activate an *ad hoc* Conversion Period of the Notes.

At this regard, considering this new Conversion Period, the Conversion Right may be exercised at the option of the Noteholder from 27th February 2023 (included) to 21st March 2023 (included). The Notes will be convertible into existing Ordinary Shares thanks to First Conversion Price equal to Euro 6.00 per Ordinary Shares.

This notice is given to the Noteholders in accordance with Condition 15 (*Notices*). The Issuer will inform the holders of the Notes on the possible relevant events to the *ad hoc* Conversion Period of the Notes.

This notice is not a prospectus and does not constitute an offer to subscribe for or buy the Notes or other securities of the Issuer in any jurisdiction. This notice and the fact of its distribution is not and should not be seen as an inducement in relation to a decision to purchase the Notes or other securities of the Issuer.

NET INSURANCE S.P.A.

24 February 2023