

<p>Informazione Regolamentata n. 1264-42-2024</p>	<p>Data/Ora Inizio Diffusione 11 Dicembre 2024 17:40:14</p>	<p>Euronext Milan</p>
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Societa' : BRUNELLO CUCINELLI

Identificativo Informazione  
Regolamentata : 199289

Utenza - Referente : BRUNECUCIN04 - Leonardi

Tipologia : 2.4

Data/Ora Ricezione : 11 Dicembre 2024 17:40:14

Data/Ora Inizio Diffusione : 11 Dicembre 2024 17:40:14

Oggetto : Start of share buyback programme

*Testo del comunicato*



# BRUNELLO CUCINELLI



## Press Release

### CASA DI MODA BRUNELLO CUCINELLI: Start of share buyback programme

*Solomeo, 11<sup>th</sup> December 2024* - Brunello Cucinelli S.p.A. (the "Company"), in implementation of the shareholders' resolution approved on 23<sup>rd</sup> April 2024 and of the Board of Directors' resolution approved today, hereby announces that it has given a mandate to Mediobanca - Banca di Credito Finanziario S.p.A. to start the share buyback programme (the "Programme") on 12<sup>th</sup> December 2024 on behalf of the Company, in full independence, in compliance with the applicable regulations and with the provisions of the shareholders' resolution.

The Programme will be executed under the *safe harbour* regime pursuant to Article 5 of Regulation (EU) No. 596/2014. Details of the Programme pursuant to Article 144 *bis*, paragraph 3, of the CONSOB Regulation adopted by Resolution No. 11971/1999 (the "Issuers' Regulations") and Article 2, paragraph 1, of the Delegated Regulation (EU) No. 1052/2016 are set out below:

- **Purpose of the Programme:** the Programme is aimed at the purchase of Brunello Cucinelli S.p.A. ordinary shares, to be used to service the "2022-2024 Stock Grant Plan" and the "2024-2026 Stock Grant Plan", which provides for the assignment of Brunello Cucinelli S.p.A. ordinary shares to the Managing Directors and other beneficiaries chosen from among the directors and/or employees of the Company and its subsidiaries. In particular, the Programme is related (i) to the third tranche of rights granted to the beneficiaries subsequent to the first and the second one, as better specified in the Information Document relating to the "2022-2024 Stock Grant Plan" approved by the Company's Board of Directors on 10<sup>th</sup> March 2022. (<https://investor.brunellocucinelli.com/en/governance/shareholders-meetings/2022#docs>); and (ii) to the unique tranche of rights granted to the beneficiaries, as better specified in the Information Document relating to the "2024-2026 Stock Grant Plan" approved by the Company's Board of Directors on 14<sup>th</sup> March 2024 (<https://investor.brunellocucinelli.com/en/governance/shareholders-meetings/2024>).
- **Maximum number of shares and maximum disbursement:** a maximum of no. 200,000 Brunello Cucinelli S.p.A. ordinary shares, without nominal value, representing about 0.29% of the Company's share capital, may be purchased in implementation of the Programme. This quantity is equal to approximately 53% of the maximum number of no. 380,000 shares (representing approximately 0.56% of the Company's share capital) envisaged in total by the "2022-2024 Stock Grant Plan" (for the part not yet performed) and total by the "2024-2026 Stock Grant Plan". The maximum number of own shares that may be purchased must, in any case, be contained within the legal limits (1/5 of the entire share capital, pursuant to the provisions of Article 2357, paragraph 3, of the Italian Civil Code), as resolved by the Shareholders' Meeting. It should be noted that, as of today, the Company does not hold any of its own shares and none of its subsidiaries hold Brunello Cucinelli S.p.A. shares. The envisaged maximum purchase outlay for the execution of the Programme, taking into account the closing price of the Brunello Cucinelli S.p.A. share recorded on 10<sup>th</sup> December 2024, equal to Euro 97.55, increased by 10%, should be of Euro 21,461,000 approx.
- **Minimum and maximum price and quantity of shares purchased:** purchases of own shares will be made at price conditions in compliance with the provisions of Article 3, paragraph 2, of



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Delegated Regulation (EU) 1052/2016 and, therefore, at a price no higher than the highest price between (I) the price of the last independent transaction and (II) the price of the highest current independent bid on the trading venue where the purchase is made. Purchases shall be made at a price per Brunello Cucinelli S.p.A. ordinary share that does not deviate, above or below, by more than 10% of the reference price of Brunello Cucinelli S.p.A. shares recorded in the trading session on the day prior to each individual transaction, as resolved by the Shareholders' Meeting. In accordance with the provisions of Article 3, paragraph 3, of Delegated Regulation (EU) 1052/2016, the quantity of shares purchased on each trading day will not exceed 25% of the average daily volume of Brunello Cucinelli S.p.A. ordinary shares traded on the trading venue where the purchase is made, calculated on the basis of the average daily trading volume in the 20 (twenty) trading days prior to the date of purchase.

- **Duration of the Programme:** the Programme shall commence on 12<sup>th</sup> December 2024 and shall last until the purchase of the entirety of the shares covered by the Programme but, in any case, no later than 23<sup>rd</sup> October 2025.
- **Purchase operating procedures:** the purchase programme will be coordinated by Mediobanca - Banca di Credito Finanziario S.p.A., which will carry out the purchases in full independence. The purchases will be carried out in compliance with Article 132 of Legislative Decree 58/1998, Article 144-bis, paragraph 1, letter b) of the Issuers' Regulations, as well as in compliance with Regulation (EU) No. 596/2014, Delegated Regulation (EU) 1052/2016 and the market practices admitted by CONSOB, where applicable. It is understood that the purchases will be made in line with the provisions of the same Shareholders' Meeting authorisation.

Any subsequent changes to the Programme will be promptly disclosed to the public in the manner and terms provided for by the regulations in force.

Pursuant to Article 5(1)(b) and (3) of Regulation (EU) 596/2014 and Article 2 of Delegated Regulation (EU) 1052/2016, the Company will disclose in aggregate and in detailed form the transactions carried out under the Programme to CONSOB and the market, including by means of publication on its website, in accordance with the timeframe provided for by the applicable regulations.

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**Brunello Cucinelli S.p.A. is an Italian Casa di Moda** - founded in 1978 by the fashion designer and entrepreneur of the same name and listed on the Italian Stock Exchange - that operates in the creation of **luxury goods**. Our Casa di Moda, which has always been **rooted in the medieval village of Solomeo**, is considered an authentic expression of the idea of "Humanistic Capitalism," capable of reconciling steady and solid growth with an entrepreneurial philosophy aimed at the great themes of **Harmony with Creation** and **Human Sustainability**.

A specialist for cashmere productions, the **brand** is considered **among the most exclusive of chic ready-to-wear**, recognized worldwide as an expression of everyday lifestyle. The combination of **modernity** and **craftsmanship**, of **elegance** and **creativity**, of **passion** and **human values** make Brunello Cucinelli among the most exclusive and admired **testimonials** of **Italian style** in the world, authentically interpreting the values of **tailoring** and high **craftsmanship** characteristic of **Made in Italy** and peculiar to the Umbrian territory, skillfully combined with attention to **innovation** and **contemporary style**.

Through a **healthy, balanced** and **sustainable growth path**, the company's great goal is to try to make profits with **ethics and harmony**, with full respect for the moral and economic dignity of its 3,300 direct employees and all its collaborators.



# BRUNELLO CUCINELLI

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Fine Comunicato n.1264-42-2024

Numero di Pagine: 5