

Press release

EXERCISE OF THE RIGHT OF WITHDRAWAL

Viareggio, 05 June 2023 - Talea Group S.p.A. – a company listed on the Euronext Growth Milan market of the Italian Stock Exchange, resulting from the rebranding of Farmaè S.p.A. and leader in the e-retailing of products for personal health and wellbeing and in media and digital transformation services for businesses (the "**Company**") - hereby announces that, following the adoption of the resolution approving the amendments relating to the broadening of the corporate purpose, registered with the competent Company Registry on 8 May 2023, the right of withdrawal was therefore exercised pursuant to Article 2437-bis of the Italian Civil Code, for a total of no. 281,077 shares of the Company, representing 4.1055% of the Company's share capital with voting rights.

Please note that the shares for which the withdrawal is exercised may not be sold or be disposed of until the transfer of such shares, pursuant to the liquidation procedure.

Furthermore, it should be noted that the liquidation procedure of the shares for which withdrawal has been exercised will take place in accordance with the provisions of Article 2437-quater of the Italian Civil Code, as shown below.

The Company's Directors will offer the shares for which the right of withdrawal has been exercised as an option to the other shareholders of the Company, other than those who have exercised their right of withdrawal, in proportion to the number of shares held by the latter (the "**Option Offer**"). A term of not less than thirty days from the filing of the Option Offer with the competent Register of Enterprises shall be granted for the exercise of the option right. The option rights relating to the shares will not be tradable on Euronext Growth Milan. The shareholders of the Company that will exercise their pre-emptive right in the context of the Offering, provided that they request it at the same time, will also have the right of pre-emption in the purchase of the shares that remain unopted.

In this regard, it should be noted that the shareholders RIAC Holding S.r.l. (a vehicle controlled by Riccardo Iacometti) and MDF Holding S.r.l. (a vehicle controlled by Marco Di Filippo) will exercise their option, within the terms set forth in the Offering, to purchase the shares for which the right of withdrawal has been exercised.

The Company will communicate in due time all necessary information on the Offering by means of specific press releases disseminated through the SDIR "eMarket" System and published on the Company's website at www.taleagroupspa.com, section Investor Relations/Press Releases. Furthermore, the Company will disclose the terms of acceptance of the Offering and any further information related thereto in the notice that will be filed with the competent Register of Enterprises pursuant to Article 2437-quater, paragraph 2 of the Italian Civil Code.

The shares of the Company that are the subject of the Offer (and the purchase options relating thereto) have not been and will not be registered in the United States of America under the United States Securities Act of 1933, and may not be offered or sold in the United States of America in the absence of an exemption. The Option Offer will also not constitute an offer of financial instruments in any other country in which the Option Offer is not permitted in the absence of a specific authorisation in accordance with, or by way of derogation from, applicable law. Shareholders not resident in Italy are therefore advised to seek specific advice on the matter before taking any action.

TALEA GROUP

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If shareholders do not purchase, in whole or in part, the shares for which the right of withdrawal has been exercised, the Company's Directors may place them with third parties pursuant to Article 2437-quater, paragraph 4 of the Italian Civil Code. The shares, for which the right of withdrawal has been exercised and which remain after said placement, will be reimbursed to those entitled thereto 180 (one hundred and eighty) days after the notice of withdrawal, pursuant to Article 2437-quater, paragraph 5 of the Italian Civil Code, by means of purchase by the Company through the use of available reserves, also as an exception to the quantitative limits set forth by Article 2357, paragraph 3 of the Italian Civil Code.

The payment of the liquidation value of the shares to each shareholder of the Company that has exercised the right of withdrawal, as well as the transfer (and related payment) of the shares assigned in the context of the aforesaid Option Offer or placement with third parties or in the event of purchase by the Company pursuant to Article 2437-quater, paragraph 5 of the Italian Civil Code, will be made with value date at the end of the said liquidation procedure on the date that will be notified through a press release on SDIR "eMarket" published on the Company's website at www.taleagroupspa.com section Investor Relations/Press Releases.

This press release is available in the Investor Relations section of the Company's website www.taleagroupspa.com.

Talea Group S.p.A., a company listed on the Euronext Growth Milan market of the Italian Stock Exchange and resulting from the rebranding of Farmaè S.p.A., is one of the leading digital groups in Europe in the Health, Wellness and Beauty multichannel macro-sector and in media and digital transformation services for businesses. Talea Group S.p.A. operates with a business model based on two revenue-generating areas: the Consumers Area, dedicated to e-retailing and currently featuring the brands Farmaè, Amicafarmacia, Farmaeurope, Sanort and Beautyè, and the Industrial Area, focusing on media services and digital transformation with Talea Media and Valnan Communications. The Group - which currently employs more than 240 professionals - places People and Companies at the centre of its values and actions aimed at satisfying their needs and desires, and bases its identity on digital culture and the ability to evolve business models and generate growth within the reference markets through innovative and sustainable solutions.

For further information:

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