

**CLOSING FOR ACQUISITION OF AN ADDITIONAL %
OF THE SHARE CAPITAL OF S.M.T. S.p.A.**

**PATTERN S.P.A.: EXTRAORDINARY SHAREHOLDERS' MEETING HAS RESOLVED
ON A SHARE CAPITAL INCREASE RESERVED FOR CAMER S.R.L.**

**BOARD OF DIRECTORS HAS APPOINTED STEFANO CASINI BY CO-OPTION AND
WITH STRATEGIC POWER OVER THE KNITWEAR HUB, FOLLOWING
RESIGNATION OF ANDREA CAMPANI**

Turin, 11 March 2026 - **Pattern S.p.A. (EGM:PTR)**, an Italian company set up in 2000 by **Francesco Martorella and Fulvio Botto**, one of the leading players in the **engineering, development and production** of clothing lines for the world's most prestigious high-end brands, announces the closing today of the Group's reorganization aimed at consolidating control over S.M.T. - Società Manifattura Tessile S.p.A. ("**SMT**"), as more fully explained in the term sheet signed on 23 December 2025 (the "**Term Sheet**").

The closing of the transaction was completed through, among other things: (i) the resolution by Pattern's Extraordinary Shareholders' Meeting of a share capital increase from € 1,445,455.40 to € 1,501,527.60, reserved for Camer S.r.l. and to be paid in kind; (ii) the execution by Camer of the deed of contribution of SMT shares representing 2.66% (two point sixty-six percent) of its share capital; (iii) the acquisition and sale by SMT of the remaining shares held by Camer in SMT; and (iv) the execution of a new shareholders' agreement between BO.MA. Holding S.r.l. and Camer S.r.l.. The new agreement (replacing the one currently in force) provides, among other things, for Camer's right to designate a director and a 12-month lock-up on all Pattern shares held by Camer.

In connection with the completion of the transaction, a **Shareholders' Meeting in Extraordinary session** was then held under the chairmanship of Fulvio Botto, Chairman of the Board, followed by a meeting of **Pattern's Board of Directors**.

SHAREHOLDERS' MEETING IN EXTRAORDINARY SESSION

The Shareholders' Meeting passed the following resolutions:

1. **to increase, against payment, the share capital from € 1,445,455.40 to € 1,501,527.60**, i.e. by € 56,072.20, through the issue of no. 560,722 ordinary shares with no indication of par value, having the same characteristics and the same dividend rights as those currently outstanding, with the exclusion of option rights pursuant to Article 2441, paragraph 4, first sentence, of the Italian Civil Code, at a total price of € 2,091,493.06, including € 2,035,420.86 as share premium, corresponding to a unit price of € 3.73, of which € 0.10 to be allocated to share capital and € 3.63 to share premium, reserved for subscription by CAMER S.r.l., against the contribution in kind by the latter of no. 66,608 Class B shares with a par value of € 1 each, representing 2.66% of the share capital of S.M.T. - Società Manifattura Tessile S.p.A.;
2. to set 30 April 2026 as the deadline for the share capital increase pursuant to Article 2439, paragraph 2, of the Italian Civil Code;
3. to amend, following completion of the share capital increase, the first paragraph of Article 5.1 of the Bylaws;

4. to grant the legal representatives in office, severally, each with the power to appoint special proxies, the broadest powers to carry out and execute all acts necessary to implement the resolutions adopted;
5. to authorize the legal representatives in office, severally, to file the updated Bylaws following completion of the share capital increase.

FILING OF DOCUMENTATION

The Minutes of the Shareholders' Meeting, the Summary Voting Report and the updated Bylaws will be made publicly available on the Company website www.patterngroup.com within the time limits and in the manner prescribed by applicable laws and regulations.

MEETING OF THE BOARD OF DIRECTORS OF PATTERN S.P.A.

Also in connection with the closing, the Board of Directors **appointed Stefano Casini as a member of the Board** by co-option pursuant to Article 2386 of the Italian Civil Code, following the resignation of Board Member Andrea Campani and in accordance with the provisions of the Term Sheet.

Additionally, in execution of the Term Sheet, the Board of Directors granted the newly-appointed director Stefano Casini **strategic power over the Knitwear hub**.

The Board of Directors also **approved the transaction Closing Memorandum**, which incorporates certain exceptions and amendments to the provisions originally set out in the Term Sheet, agreed by the parties during the execution of the transaction. Among the above amendments is the so-called "Service Agreement", which was entered into between SMT and SC rather than between the latter and Pattern. The Closing Memorandum also acknowledged the termination of the shareholders' agreements between Pattern and Camer relating to SMT.

For further details, please refer to the press releases issued on [23 December 2025](#), [9 February 2026](#), [24 February 2026](#).

About Pattern Group:

Pattern Spa is a leading company in the prototyping, engineering and production of fashion show collections for the most important international luxury fashion brands. Founded in 2000 by Franco Martorella and Fulvio Botto, the company was joined in 2012 by CEO Luca Sburlati. In 2017, Pattern began a structured growth path that led, first through the achievement of the **Elite Certification by Borsa Italiana** and then through the listing on the **Euronext Growth Milan Market of Borsa Italiana** in 2019, to the creation of Pattern Group: the first **Italian Hub of Luxury Fashion Engineering and Production**. Composed of a network of Italian companies, each a leader in prototyping and production, Pattern Group today has a strong positioning in the **main product categories of the luxury fashion** sector — from research and engineering to production.

Pattern Spa is also the first Italian company in the sector to have obtained the SA8000/Social Accountability Certification in 2013 and, since 2019, an ESG Rating — confirming the company's strategic decision to invest in sustainability, technology, and human resources.

Pattern today represents a unique case in the Italian fashion industry of **a private and independent company with a long-term industrial vision**.

www.patterngroup.it

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