

May 5, 2022

EXECUTION OF CAPITAL INCREASE; START OF SELL-TO-COVER PROCESS

Ariston Holding N.V. (“**Ariston**” or the “**Company**”) announces the new share capital of the Company following the execution of the capital increase of no. 759,807 new ordinary shares (“**New Shares**”) issued in favour of certain beneficiaries (“**Beneficiaries**”) of the 2019 phantom stock option incentive plan, converted into a Restricted Stock Unit incentive plan following the listing of Ariston shares on Euronext Milan (“**2019 LTI Plan**”).

The Company paid out the New Shares by offsetting the payment obligation for the 2019 LTI Plan for a total amount of € 7,788,021.75.

Beneficiaries include Paolo Merloni, Executive Chairman of the Company, who was granted with no. 176,268 ordinary shares, and Laurent Jacquemin, CEO of the Company, who was granted with no. 105,761 ordinary shares (“**PDMR Beneficiaries**”).

The Company, on behalf of all the Beneficiaries collectively, has instructed Global Shares to proceed to the sale of a portion of New Shares for an approximate amount of € 2.7 million in order to fulfill the tax obligations arising upon Beneficiaries from the grant of shares under the 2019 LTI Plan (“**Sell-to-Cover Program**”).

The sale, beginning on May 6, 2022, will be conducted on behalf of the Beneficiaries by Global Shares, at its discretion, pursuant to applicable Market Abuse Regulations to avoid or minimize any effect on the markets. The duration of the Sell-to-Cover Program and the average selling price may vary on the basis of daily trading volumes, and cannot be predicted.

To this extent, a press release will be issued upon completion of the Sell-to-Cover Program, including the summarized data for the sale and details of the number of shares sold by the PDMR Beneficiaries.

The share capital composition before and after the Capital Increase is shown in the table below.

	BEFORE CAPITAL INCREASE	AFTER CAPITAL INCREASE
ORDINARY SHARES	105,423,725	106,183,532
MULTIPLE VOTING SHARES (20 VOTES EACH)	225,000,000	225,000,000
TOTAL	330,423,725	331,183,532

Pursuant to the statutory cap on the voting rights of certain shareholders (see Art. 25.1 of the Company's articles of association), the table shows the new distribution of voting rights following the Capital Increase.

	VOTING RIGHTS	% ON TOTAL
Merloni Holding S.p.A. (*)	840,973,573	73.94%
Amaranta S.r.l. (*)	212,367,064	18.67%
Market (**)	84,108,532	7.39%
TOTAL	1,137,449,169	100%

(*) Merloni Holding S.p.A. and Amaranta S.r.l. are subject to the limitations set forth in the Articles of Association concerning the exercise of voting rights.

(**) 440,243 Ordinary Shares directly held by Paolo Merloni are included in the «market» component.

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