Essential information pursuant to art. 122 of Legislative Decree no. 58 of 24 February 1998 and art. 130 of the Regulation adopted by CONSOB with Resolution no. 11971 of 14 May 1999.

Pursuant to art. 122 of Legislative Decree no. 58 of 24 February 1998 (the ***CFA***) and art. 130 of the Regulation adopted by CONSOB with Resolution no. 11971 of 14 May 1999 (as subsequently amended and supplemented, the ***Issuers' Regulation***), below is the essential information relating to the separate and autonomous lock-up agreements entered into on 15 November 2020 by Nexi S.p.A. (***Nexi*** or the ***Issuer***): a lock-up agreement with Bamboh Co-Investments ApS (***Bamboh***); a further lock-up agreement with EmpCo A/S (***Empco***); a further lock-up agreement with nInvestment 1 ApS (***Danish Manco***); a further lock-up agreement with nInvestment Lux S.C.Sp. (***nIv Lux***) and a further lock-up agreement with Stargazer Invest ApS (***Stargazer*** and, together with Bamboh, Empco, Danish Manco and nIv Lux, the ***Nets Shareholders***) (collectively, the ***Lock-up Agreements*** and, each, a ***Lock-up Agreement***).

1. Whereas

A. On November 15, 2020 a framework agreement was entered into by and between Nexi, Nets Topco 2 S.à r.l. (***Topco 2***), Nets Topco 1 S.à r.l. (***Topco 1***), the Nets Shareholders, AB Europe (Luxembourg) Investment S.à r.l, Eagle (AIBC) & CY SCA ed Evergood H&F Lux S.à r.l. (the ***Framework Agreement***) relating to the merger of Topco 2 in Nexi (the ***Merger***).

B. On the effective date of the Merger (the ***Effective Date of the Merger***), each Nets Shareholder shall receive under the Framework Agreement ordinary shares of the Issuer in exchange for the shares of Topco 2 that shall be held by each of them against: ***(i)*** the strip equity held by each Nets Shareholder in Topco 1 immediately prior to the liquidation of Topco 1 (such ordinary shares of the Issuer assigned to a Nets Shareholder on the Effective Date of the Merger, the ***Strip Rollover Securities***); and ***(ii)*** the sweet equity held by each Nets Shareholder in Topco 1 immediately prior to the liquidation of Topco 1 (such ordinary shares of the Issuer assigned to a Nets Shareholder on the Effective Date of the Merger, the ***Sweet Rollover Securities***, and, together with the Strip Rollover Securities, the ***Rollover Securities***).

C. On the Effective Date of the Merger (or on the next date identified in accordance with the Framework Agreement) each Nets Shareholder shall receive (if due) ordinary shares of the Issuer against the Positive Centurion Adjustment (as defined in the Framework Agreement) (the ordinary shares of the Issuer allocated to a Nets Shareholder, the ***Earnout Centurion Shares*** and, together with the Rollover Securities, the ***Lock-up Shares***).

2. Agreement

The shareholders' agreements contained in the Lock-up Agreements fall within the scope of art. 122, paragraph 5, letter b) of the CFA.

This excerpt is a summary of the agreements contained in the Lock-up Agreements for the sole purpose of the publication provided for by art. 130 of the Issuers' Regulations. For all intents and purposes, only the full text of each Lock-up Agreement as communicated and filed pursuant to art. 122, paragraph 1, letters a) and c) of the CFA is valid.

3. Companies whose financial instruments are subject to the Lock-up Agreements

The Lock-up Agreements concern ordinary shares of Nexi S.p.A., with registered office in Milan, Corso Sempione n. 55, having VAT number, tax code and registration number with the Milan Companies' Register 09489670969, current corporate capital ***(i)*** resolved for Euro 557,070,707.00;

(ii) subscribed and paid up for Euro 57,070,707.00 and ***(iii)*** divided into no. 627,777,777 ordinary shares with no nominal value admitted to trading on the stock exchange (*Mercato Telematico Azionario*) organized and managed by Borsa Italiana S.p.A. (ISIN IT0005366767).

4. Parties to the Lock-up Agreements and financial instruments held by them

(i) A Lock-up Agreement has been entered into, on the one hand, by Nexi (as identified in the preceding paragraph) and, on the other hand, by Bamboh Co-Investments ApS, a company incorporated under the laws of Denmark, with registered office in Kristen Bernikows Gade 6, 2, 1105 København K, Denmark, registered at the *Centrale Virksomhedsregister* under number 39797909.

The Nexi shares that shall be held by Bamboh immediately after, and as a result of, the completion of the Merger, on a *pro-forma* basis, in light of the information currently available, shall be equal to no. 2,962,213, attributing equal voting rights, and representing approximately 0.29% of the then issued corporate capital of Nexi.

(ii) A further Lock-Up Agreement has been entered into, on the one hand, by Nexi (as identified in the preceding paragraph) and, on the other hand, by EmpCo A/S, a joint-stock company incorporated under the laws of Denmark, with registered office in Lautrupbjerg 10, 2750 Ballerup, Denmark, registered at the *Centrale Virksomhedsregister* under number 40779078.

The Nexi shares that shall be held by Empco immediately after, and as a result of, the completion of the Merger, on a *pro-forma* basis, in light of the information currently available, shall be equal to no. 843,228, attributing equal voting rights, and representing approximately 0.08% of the then issued corporate capital of Nexi.

(iii) A further Lock-Up Agreement has been entered into, on the one hand, by Nexi (as identified in the preceding paragraph) and, on the other hand, by nInvestment 1 ApS, a limited liability company incorporated under the laws of Denmark, with registered office in Lautrupbjerg 10, 2750 Ballerup, Denmark, registered at the *Centrale Virksomhedsregister* under number 39800675.

The Nexi shares that shall be held by Danish Manco immediately after, and as a result of, the completion of the Merger, on a *pro-forma* basis, in light of the information currently available, shall be equal to no. 10,286,921, attributing equal voting rights, and representing approximately 0.99% of the then issued corporate capital of Nexi.

(iv) A further Lock-Up Agreement has been entered into, on the one hand, by Nexi (as identified in the preceding paragraph) and, on the other hand, by nInvestment Lux S.C.Sp., a *société en commandite spéciale* incorporated under the laws of Luxemburg, with registered office in boulevard F.W. Raiffeisen, 15, L2411 Luxemburg, Luxemburg, registered at the Companies' and Trade Register of Luxemburg (*Registre de Commerce et des Sociétés*) under number 232312.

The Nexi shares that shall be held by nIv Lux immediately after, and as a result of, the completion of the Merger, on a *pro-forma* basis, in light of the information currently available, shall be equal to no. 1,747,782, attributing equal voting rights, and representing approximately 0.99% of the then issued corporate capital of Nexi.

(v) A further Lock-Up Agreement has been entered into, on the one hand, by Nexi (as identified in the preceding paragraph) and, on the other hand, by Stargazer Invest ApS, a limited liability company incorporated under the laws of Denmark, with registered office at Fortkaj 30, 11. th.,

2150 Nordhavn, Denmark, registered at the *Centrale Virksomhedsregister* under number 39796333.

The Nexi shares that shall be held by Stargazer immediately after, and as a result of, the completion of the Merger, on a *pro-forma* basis, in light of the information currently available, shall be equal to no. 682,530, attributing equal voting rights, and representing approximately 0.07% of the then issued corporate capital of Nexi.

5. Content of Lock-up Agreements

Under the terms of the respective Lock-up Agreements, the Nets Shareholders, including on behalf of the entities controlled by them, their parent companies, jointly controlled entities or agents on their behalf, have undertaken, in the absence of prior written consent by Nexi, not to:

(i) directly or indirectly, offer, sell, negotiate the sale, pledge or give any guarantee on, grant any option on or otherwise dispose of (or be bound by any transaction aimed at, or which may reasonably be considered aimed at disposing of) any Lock-up Share or any financial instrument convertible into or exercisable or exchangeable for Lock-up Shares, regardless of whether such transactions are to be settled by the allocation of ordinary shares of the Issuer or other financial instruments, in cash or otherwise;

(ii) directly or indirectly, offer, sell, negotiate the sale, pledge or give any guarantee on, grant any option on or otherwise dispose of (or be bound by any transaction aimed at, or which may reasonably be considered aimed at disposing of) any Lock-up Share or any financial instrument convertible into or exercisable or exchangeable for Lock-up Shares, regardless of whether such transactions are to be settled by the allocation of ordinary shares of the Issuer or other financial instruments, in cash or otherwise; (each of the foregoing operations, including those under item (i), a ***Sell-down***); and

(iii) publicly announce the intention to carry out any of the foregoing transactions.

It is also set forth that the above obligations shall not apply: ***(a)*** to Empco in respect of one or more Sell-downs of up to 1 million Rollover Securities and ***(b)*** to Danish Manco in respect of one or more Sell-downs of up to 2 million Rollover Securities.

Each Nets Shareholder shall, around the date of subscription of the Deed of Merger, sign a letter indicating the actual number of Strip Rollover Securities and Sweet Rollover Securities to be allocated to it in exchange for its shares in Topco 2.

6. Duration of the Lock-up Agreements

The commitments set out in the Lock-up Agreements are effective from the Effective Date of the Merger until, respectively:

(i) with reference to the Strip Rollover Securities ***(a)*** the day coinciding with six months after the Effective Date of the Merger with respect to 100% of the Strip Rollover Securities; ***(b)*** the day coinciding with 12 months after the Effective Date of the Merger with respect to 66.6% of the Strip Rollover Securities; and ***(c)*** on the day coinciding with 24 months after the Effective Date of the Merger with respect to 33.4% of the Strip Rollover Securities;

(ii) with reference to the Earnout Centurion Shares ***(a)*** the day coinciding with the six months after the Merger Effective Date in respect of 100% of the Earnout Centurion Shares; ***(b)*** the day coinciding with the 12 months after the Merger Effective Date in respect of 66.6% of the

Earnout Centurion Shares; and ***(c)*** the day coinciding with the 24 months after the Merger Effective Date in respect of 33.4% of the Earnout Centurion Shares;

(iii) with reference to the Sweet Rollover Securities, on the day coinciding with the 24 months following the Effective Date of the Merger with respect to 100% of the Sweet Rollover Securities.

7. Disclosure of the Lock-up Agreements

The Lock-up Agreements were filed with the Milan Companies' Register Office today. Extracts of the Lock-up Agreements were published today in the daily newspaper Milano Finanza. This essential information relating to the shareholders' agreements contained in the Lock-up Agreements, pursuant to art. 130 of the Issuers' Regulations, is made available on Nexi's website at www.nexi.it.

20 November 2020