

**MEXEDIA**

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Mexedia S.p.A. S.B.

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mexedia.com**PRESS RELEASE****Mexedia S.p.A. SB strengthens global presence with the reverse takeover of U.S.-based Raadr. Key Players in the transaction: U.S. and Irish subsidiaries.***Taddeo: "This transaction will allow us to expand our global presence."*

Rome, 15.10.2024 - To solidify the global footprint and broaden growth opportunities through targeted acquisitions and the enhancement of our high-margin SaaS (Software as a Service) solutions portfolio, Mexedia S.p.A., a leading telecommunications and technology company listed on Euronext Growth in Paris, has completed the acquisition of its U.S. and Irish operational units by the U.S.-based Raadr Inc. (listed on OTC Markets). The transaction was completed via a reverse takeover involving Mexedia DAC and Mexedia Inc., both subsidiaries of Mexedia S.p.A.

The deal also includes plans for Raadr to uplist on NASDAQ, aiming to access greater liquidity and capital market opportunities.

This transaction is part of Mexedia S.p.A. SB's growth strategy, which saw consolidated revenue exceeding €323 million in 2023, marking a 130% increase compared to 2022, with an EBITDA of €13.8 million (+65% compared to 2022), and a consolidated net equity of €66.8 million.

In 2023, Mexedia Inc. (U.S.) and Mexedia DAC (Ireland), now Raadr subsidiaries, generated combined revenue of over \$349 million (unaudited). Collectively, the U.S. and Irish operations have generated an EBITDA exceeding \$9 million (unaudited).

Following this transaction, Raadr's primary executive offices will be located in Miami, Florida. Raadr will benefit from Mexedia's established expertise and relationships in the B2B telecommunications sector. This transition will enable Raadr to expand its portfolio, particularly through the integration of high-margin SaaS solutions, with a strategy focusing on organic growth and targeted acquisitions.

With this acquisition, new leadership appointments have been made at Raadr: Orlando Taddeo, founder and CEO of Mexedia S.p.A., has been appointed as Chairman of Raadr Inc., with Daniel Contreras as the new Chief Executive Officer, and Daniel Gilcher as Chief Financial Officer.

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Cap. Soc.: € 57.000.000,00 i.v.

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Key points of the transaction include the valuation of Mexedia's voice business at \$60 million, which encompasses its U.S. and Irish operations. Mexedia S.p.A. retains 75% control of Raadr through preferred equity with anti-dilution clauses. A fundraising round of between \$10 million and \$20 million for Raadr is set to commence immediately. Mexedia has the option to deconsolidate its stake by distributing Raadr shares to its own shareholders once the transaction is completed. The deal includes a safeguard clause that allows for cancellation of the transaction if a minimum of \$1.5 million is not raised within six months from the start of fundraising.

“This transaction,” comments Taddeo, “will allow us to expand our global presence, building on the strong U.S. presence already established.”

“We are committed to building a company that will create long-term value for our shareholders,” emphasizes Raadr’s new CEO, Daniel Contreras.

About Mexedia

Mexedia is a tech company listed on Euronext Growth Paris in France, which became a “Società Benefit” in July 2022. Originally focused on international voice and SMS termination services, Mexedia now also offers advanced technology services through a broad range of innovative Customer Experience technologies and tools, helping businesses enhance and streamline both internal processes and customer relationships.

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