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Societa' : EXPERT.AI

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Regolamentata

Utenza - referente : EXPERTSYSTN02 - Francesca Spaggiari

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Oggetto : Ordinary Shareholders' Meeting

*Testo del comunicato*

Vedi allegato



## PRESS RELEASE

### Expert.ai: Ordinary Shareholders' Meeting

- **Approval of the financial statements and examination of the consolidated financial statements as of December 31, 2024**
- **Approval of the allocation of the net result**
- **Appointment of the new Board of Directors**
- **Appointment of BDO Italia S.p.A. as independent auditors for the 2025–2027 period**

**May 28, 2025**

Expert.ai S.p.A. (la "**Company**" o "**Expert.ai**"), a leader in deploying enterprise AI solutions to drive business value, announces that today the Ordinary Shareholders' Meeting was held on second call, under the chairmanship of Dr. Dario Pardi.

The Shareholders' Meeting resolved as follows:

#### **Approval of the financial statements and presentation of the consolidated financial statements as of December 31, 2024**

The Shareholders' Meeting approved the financial statements as of December 31, 2024, and reviewed the consolidated financial statements as of the same date.

Key consolidated economic and financial results as of December 31, 2024, include:

- **Total Revenues:** Euro 27.3 million (Euro 32.6 million)<sup>1</sup>;
- **Value of Production:** Euro 32.4 million (Euro 39.1 million);
- **EBITDA:** Euro 3.4 million (Euro -0.2 million);
- **EBIT:** Euro -5.0 million (Euro -8.8 million);
- **Net Financial Debt:** Euro 1.7 million (Euro 21.8 million);
- **Shareholders' Equity:** Euro 31.9 million (Euro 12.2 million).

At the level of the parent company, Expert.ai S.p.A., the main economic and financial results are as follows:

- **Total Revenues:** Euro 23.7 million (Euro 25.4 million)<sup>1</sup>;
- **Value of Production:** Euro 28.7 million (Euro 31.7 million);
- **EBITDA:** Euro 4.9 million (Euro 3.8 million);
- **EBIT:** Euro -2.7 million (Euro -3.5 million);
- **Net Result:** Euro -13.7 million (Euro -23.3 million);
- **Net Financial Debt:** Euro 2.9 million (Euro 21.2 million);
- **Shareholders' Equity:** Euro 66.2 million (Euro 50.1 million).

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<sup>1</sup> The economic and financial data in parentheses refer to December 31, 2023



### **Allocation of the Net Result**

The Shareholders' Meeting resolved to carry forward the loss for the year, amounting to Euro 13,717,526.

For further information, please refer to the press release issued on March 28, 2025, following the resolution of the Board of Directors approving the draft statutory and consolidated financial statements as of December 31, 2024, available on the Company's website at [www.expert.ai/it/investor-relations/comunicati-finanziari/](http://www.expert.ai/it/investor-relations/comunicati-finanziari/).

### **Appointment of the Board of Directors**

The Shareholders' Meeting appointed the new Board of Directors of Expert.ai based on three lists submitted by shareholders, setting the number of members at 11 (eleven) and defining the term of office as 1 (one) financial year, i.e., until the approval of the financial statements for the year ending December 31, 2025.

Specifically, the following were appointed: 9 (nine) members from list no. 1 submitted by the shareholder GUM Group S.p.A., holding 7,644,070 ordinary shares, equal to 7.85% of the share capital; 1 (one) member from list no. 2 submitted by the shareholder Marco Varone, holding 4,235,509 ordinary shares, equal to 4.35% of the share capital; and 1 (one) member from list no. 3 submitted by the shareholder Stefano Spaggiari, holding 3,687,480 ordinary shares, equal to 3.78% of the share capital.

The Shareholders' Meeting also: (i) appointed Dr. Dario Pardi as Chairman of the Board; (ii) determined the remuneration of the Board members; and (iii) resolved on the removal of the non-compete obligation pursuant to Article 2390, paragraph 1, of the Italian Civil Code.

The new Board of Directors is composed as follows:

- Dario Pardi (Chairman of the Board of Directors))
- Sara Polatti
- Stefano Pedrini
- Claudia Maggi (\*)
- Roberto Sambuco (\*)
- Serena Maria Torielli (\*)
- Luca Sintoni (\*)
- Marco Di Teodoro (\*)
- Ambrosella Landonio (\*)

*From list no. 1*

- Marco Varone

*From list no. 2*

- Stefano Spaggiari

*From list no. 3*

(\*) Candidate self-declared to meet the independence requirements pursuant to Article 147-ter of Legislative Decree 58/1998 and Article 2399 of the Italian Civil Code.



The curricula vitae of the directors and additional supporting documentation are available at the Company's registered office, as well as on the Company's website at <https://www.expert.ai/it/investor-relations/documenti-societari-e-assemblee/> and on the website [www.borsaitaliana.it](http://www.borsaitaliana.it) – Shares / Documents section.

### **Appointment of BDO Italia S.p.A. as independent auditors for the 2025–2027 period**

The Ordinary Shareholders' Meeting of Expert.ai resolved to appoint BDO Italia S.p.A. as the independent auditors of the Company and the Group for the period 2025–2027, pursuant to Legislative Decree No. 39/2010, based on the reasoned proposal of the Board of Statutory Auditors. The related remuneration was also approved.

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### **DOCUMENTATION**

The minutes of the Shareholders' Meeting and the summary report of the votes will be made available to the public within the terms provided by law at the Company's registered office, as well as through publication on the institutional website [www.expert.ai](http://www.expert.ai) and on the website [www.borsaitaliana.it](http://www.borsaitaliana.it) – Shares / Documents section.

The approved financial statements package, including the statutory financial statements as of December 31, 2024, together with the related reports, as well as the consolidated financial statements package as of December 31, 2024, is available on the Company's website at <https://content.expert.ai/it/investor-relations/financial-report/> and on the website [www.borsaitaliana.it](http://www.borsaitaliana.it) – Shares / Documents section.

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*This release is available on the Company's website [www.expert.ai](http://www.expert.ai) and [www.emarketstorage.com](http://www.emarketstorage.com)*

### **About expert.ai**

Expert.ai is a company specializing in the implementation of enterprise artificial intelligence solutions to create business value, listed on the Euronext Growth Milan market (EXAI:IM) and operating in Europe and North America. Through EidenAI Suite, expert.ai supports companies and public administrations in their AI adoption journeys by offering a suite of ready-to-use solutions tailored for vertical markets. With 30 years of pioneering experience in innovation and technological excellence, expert.ai has successfully implemented hundreds of projects, integrating the best technologies available on the market with its proprietary solutions. Its Hybrid AI approach (a neuro-symbolic AI based on natural language understanding and knowledge graphs, and machine learning/deep learning techniques - large language models, generative AI and agentic AI) is grounded in a vision of responsible, transparent and sustainable AI designed to serve people, address key challenges and achieve meaningful goals. Among expert.ai's customers, who are served directly and through partners, are AXA XL, Zurich Insurance Group, Generali, Sanofi, The Associated Press, Bloomberg INDG, Dow Jones, and other leading organizations. Dario Pardi, who brings decades of experience at major multinational companies in the ICT sector, is Chairman, Chief Executive Officer, and a key shareholder of expert.ai.

For more information: [www.expert.ai](http://www.expert.ai)



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