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Oggetto : SYS-DAT - Share buyback program launch

Testo del comunicato

Vedi allegato



PRESS RELEASE

SHARE BUYBACK PROGRAM LAUNCH

Milan, 9 October 2025 - The Board of Directors of **SYS-DAT S.p.A.**, a company listed on Euronext Milan, STAR segment ("SYS-DAT" or the "Company") (SYS.MI), a successful Italian operator in the ICT sector offering innovative IT services and solutions for the main industrial and service market segments, met today and resolved, in execution of the resolution adopted by the Shareholders' Meeting on 16 April 2025 (the "Resolution"), to launch the program for the purchase of treasury shares (the "Program") starting on 10 October 2025.

The following information is provided pursuant to art. 144-bis, paragraph 3, of the Consob Regulation adopted with resolution no. 11971/1999 (**the "Issuers' Regulation"**) and art. 2, paragraph 1, of Delegated Regulation (EU) 2016/1052.

The Program will be executed in accordance with the *safe harbour* provided for pursuant to art. 5 of Regulation (EU) no. 596/2014; therefore, the purchase transactions will be carried out in compliance with the conditions, including price conditions, set forth in art. 3 of Commission Delegated Regulation (EU) no. 2016/1052.

Purpose of the Program

The Program's sole purpose is to fulfill the obligations arising from the incentive plan called the "2024-2026 Stock Option Plan," approved by the SYS-DAT shareholders' meeting on 20 March 2024, and subsequently amended on 15 April 2024.

Maximum number of shares to be purchased and maximum purchase value

The maximum number of treasury shares to be purchased through the Program, in one or more tranches, will in any case not exceed 500,000 SYS-DAT shares. The maximum purchase value for the Program is set at €4.0 million.

Pursuant to Article 2357, paragraph 1, of the Italian Civil Code, purchases of treasury shares will be made within the limits of distributable profits and available reserves resulting from the latest approved financial statements at the time of each transaction.



As of today, the Company does not hold any treasury shares, nor do its subsidiaries hold any treasury shares.

Methods through which purchases will be made

The purchase of shares will be made in accordance with the provisions of Article 132 of the TUF, Article 144-bis of the Issuers' Regulation, and any other applicable EU and national legislation, using the operating methods permitted pursuant to Article 144-bis, paragraph 1, letter b) of the Issuers' Regulation and, specifically, exclusively on the Euronext Milan market organized and managed by Borsa Italiana S.p.A.

The purchase transactions will be carried out on the market through Intermonte SIM S.p.A. (**the “Intermediary” or “Intermonte”**), an independent authorised intermediary responsible for the implementation of the Program that will operate according to operating methods suitable to ensure equal treatment of shareholders established by the current and applicable legal and regulatory provisions.

Please note that Intermonte is an intermediary authorized to provide order execution services on behalf of clients pursuant to Article 1, paragraph 5, letter b) of Legislative Decree 58/1988 and will operate with full independence and in compliance with the constraints arising from applicable legislation, as well as within the limits of the resolutions of the Company's Shareholders' Meeting and Board of Directors.

The Intermediary will execute purchases starting from 10 October 2025, until 31 March 2026.

Minimum and maximum price and volumes for the purchased treasury shares

Purchases under the Program will be made in compliance with applicable laws and regulations and, in particular, respecting conditions, including pricing, provided by art. 3 of the Commission Delegated Regulation (EU) No. 2016/1052, in order to benefits of the *safe harbour* pursuant to art. 5 of the Regulation (EU) No.596/2014-

Pursuant to Article 3 of Commission Delegated Regulation (EU) No. 2016/1052, purchases must be made at a price not higher than the last independent transaction price and the highest current independent bid price on the trading venue where the purchase is made and the number of daily purchased stocks will not be higher than 25% of the daily average traded volume, calculated based

on the daily average traded volume of the 20 days preceding each purchasing date.

Furthermore, without prejudice to the foregoing, in accordance with the Resolution, purchases will be made at a price per share that must be no more than 20% (twenty percent) lower or higher than the reference price recorded by the stock in the trading session preceding each individual transaction.

Program Duration

The share purchases must be made, in one or more tranches and on a revolving basis, starting from 10 October 2025 until 31 March 2026.

Further information

In accordance with Article 5, paragraphs 1(b) and 3 of Regulation (EU) No. 596/2014 and Article 2 of Delegated Regulation (EU) No. 2016/1052, the Company will disclose the transactions carried out under the Program to Consob and the market in aggregate and detailed form, including through publication on its website, in accordance with the timeframe established by applicable law.

This press release is available in the “Investors” section of the website www.sysdatgroup.com. For the transmission of regulated information, the Company uses the authorized storage mechanism “EMARKET STORAGE”, available at www.emarketstorage.com.

About SYS-DAT Group

SYS-DAT Group is one of the main Italian groups specialized in ICT. It has always been a highly innovative company and oriented to offer its customers, throughout the national and foreign territory, complete and integrated IT solutions for different market sectors. The services offered cover all mission critical business processes, starting from the ERP management area and then extending to different application areas including CRM, SCM, PDM, BI, GDPR and Retail & Distribution developed on-premise or cloud. All this thanks to various advanced technologies, including Cyber Security and Artificial Intelligence solutions.

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