

Informazione Regolamentata n. 0957-54-2025	Data/Ora Inizio Diffusione 22 Dicembre 2025 14:26:59	Euronext Milan
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Societa' : DIASORIN

Utenza - referente : DIASORINN01 - Ulisse Spada - Valerio Vaccarone

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Data/Ora Ricezione : 22 Dicembre 2025 14:26:59

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Oggetto : The Board of Directors approved to submit to the Shareholders' Meeting the authorization for the purchase and cancellation of treasury shares for the purpose of shareholder remuneration.

*Testo del comunicato*

See attachment.

## THE BOARD OF DIRECTORS APPROVED TO SUBMIT TO THE SHAREHOLDERS' MEETING THE AUTHORIZATION FOR THE PURCHASE AND CANCELLATION OF TREASURY SHARES FOR THE PURPOSE OF SHAREHOLDER REMUNERATION. ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING CONVENED

**Saluggia, Italy – December 22, 2025** – The Board of Directors of Diasorin S.p.A. (FTSE MIB: DIA) ("**Diasorin**" or the "**Company**") met today and resolved to submit to the Shareholders' Meeting the proposal to authorize the purchase of treasury shares ("**Buyback**") up to a total disbursement of up to Euro 250 million and, in any case, for a maximum amount not exceeding 4.5 million shares Diasorin (equal to approximately 8% of the share capital) pursuant to the combined provisions of art. 2357 and 2357-ter of the Civil Code, as well as art. 132 of Legislative Decree 58/1998, aimed at subsequent annulment.

It will therefore be proposed to the same Shareholders' Meeting to authorise the cancellation, without reduction of the share capital, of all the shares purchased in execution of the Buyback and of an additional quantity of shares already in the Company's portfolio, up to a maximum of no. 2 million shares. In order to allow the cancellation of the shares to be implemented without reducing the share capital, it will be proposed to the Shareholders' Meeting at the same time to amend Article 5 of the Articles of Association to eliminate the indication of the nominal value of the shares.

Authorizations for the purchase and cancellation of treasury shares will be requested for a period of 18 months from the date of the authorization resolution of the Shareholders' Meeting.

The transaction aims to remunerate shareholders by improving the *Total Shareholder Return* of Diasorin shares and, in particular, (i) return value to shareholders in ways other than the distribution of dividends; (ii) improve financial metrics, in particular earnings *per share*. The Buyback represents an important sign of confidence on the part of Diasorin's management, which believes that the current share prices do not fully reflect the Company's future prospects. The transaction substantially unchanged the Company's ability to invest in organic and inorganic growth opportunities that will arise, in line with the Company's development strategy.

The authorization to purchase treasury shares is requested for a maximum total quantity lower than the limit of one fifth of the share capital referred to in art. 2357, paragraph 3, of the Italian Civil Code, it being understood that the purchases of treasury shares must be considered authorized and therefore must be contained pursuant to art. 2357, paragraph 1, of the Italian Civil Code, exclusively within and not beyond the limit of distributable profits and available reserves resulting from the last financial statements (including interim financial statements) duly approved at the time of carrying out the transaction, taking into account the consideration actually paid by the Company for the aforementioned purchases.

The share purchases will be carried out in accordance with the procedures established in the applicable provisions of Consob Regulation 11971/1999 (as subsequently amended) in

implementation of Article 132 of the TUF, in compliance with the conditions and restrictions relating to trading referred to in Articles 3 and 4 of Delegated Regulation (EU) 2016/1052 and with the gradual steps deemed appropriate in the interest of the Company. The unit price may not be lower by a minimum of 10% and higher by a maximum of 5% than the official price of the Diasorin share in the stock exchange session prior to each individual purchase transaction. The Buyback will be executed as part of one or more buyback programmes and also in several *tranches*, on regulated markets or multilateral trading facilities, in accordance with the operating procedures established in the regulations for the organisation and management of the same, so as to ensure equal treatment between shareholders. Once the shareholders' meeting authorization has been obtained, the Company will notify the market of the start of the Buyback and the details of the purchase transactions carried out, until the conclusion of the program.

As of today, Diasorin's share capital amounts to Euro 55,948,257 (fully subscribed and paid-in), represented by the same number of shares with a nominal value of Euro 1.00 each. The Company holds a total of 2,947,590 treasury shares, equal to 5.27% of the share capital.

For further information, please refer to the Board of Directors' Explanatory Reports for the Shareholders' Meeting, which will be made available within the terms of the law.

Today, the Board of Directors also resolved to call the Shareholders' Meeting in ordinary and extraordinary session for 27 January 2026, in a single call. For further information, please refer to the notice of call of the Shareholders' Meeting that will be made available on the Company's website <https://int.diasorin.com/it/> ("Group/Governance/Shareholders' Meeting/2026" section), on the authorised storage mechanism "eMarketStorage" (available on the [www.emarketstorage.com](http://www.emarketstorage.com) website) and, in extract, in the newspaper "La Stampa".

#### About Diasorin

Diasorin, an Italian multinational company listed on the FTSE MIB index, is a global leader in the field of In Vitro Diagnostics (IVD) and since 2021 has also been active internationally in the Life Science sector. For more than 50 years, the Company has been developing, manufacturing and marketing reagent kits used by diagnostic laboratories worldwide.

The Group is present on 5 continents with 30 companies, 4 branches, 10 production sites and 9 research centres. The wide range of diagnostic tests and Life Science solutions, made available through continuous investments in research, positions Diasorin as the player with the widest range of specialty solutions available in the sector and identifies the Group as the "Diagnostics Specialist".

More about [www.diasorin.com](http://www.diasorin.com)

#### FOR FURTHER INFORMATION CONTACT:

##### INVESTOR RELATIONS

###### Riccardo Fava

Corporate VP Communication, ESG & Investor Relations  
[riccardo.fava@diasorin.com](mailto:riccardo.fava@diasorin.com)

###### Eugenia Boy

Corporate Investor Relations & ESG Analyst  
[eugenia.ragazzo@diasorin.com](mailto:eugenia.ragazzo@diasorin.com)

##### MEDIUM

###### Cristina Fossati

Tel: +39 335.1245186  
[c.fossati@imagebuilding.it](mailto:c.fossati@imagebuilding.it)

###### Laura Filosi

Tel: +39 349.1439823  
[l.filosi@imagebuilding.it](mailto:l.filosi@imagebuilding.it)

