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Oggetto : Notice of call of the ordinary shareholders' meeting of 28 April 2026

Testo del comunicato

Vedi allegato



PRESS RELEASE

NOTICE OF CALL OF THE ORDINARY SHAREHOLDERS' MEETING OF 28 APRIL 2026

Rome, March 18th, 2026 - The Board of Directors of doValue S.p.A. (the "**Company**" or "**doValue**"), which met today, resolved, among others, to convene the Ordinary Shareholders' Meeting on 28 April 2026, on a single call.

The notice of the Ordinary Shareholders' Meeting will be published within the terms of the law and in the manner set forth in the regulations in force.

The Board has decided to avail itself of the power, provided for in Article 8 of the Articles of Association, to convene the Shareholders' Meeting without participation in person of the shareholders and exclusively through their proxy to the Appointed Representative pursuant to Article 135-*undecies* of the Consolidated Law on Finance.

The Shareholders' Meeting will be called upon to resolve on:

1. Annual Financial Statements and Consolidated Financial Statements as of 31 December 2025:

- 1.1 Approval of the financial statements of Special Gardant S.p.A. as of December 31, 2025, following the merger by incorporation into doValue S.p.A., accompanied by the Directors' Report on Operations and the Independent Auditors' Report;
- 1.2 Approval of the financial statements of Gardant S.p.A. as of December 31, 2025, following the merger by incorporation into doValue S.p.A., accompanied by the Directors' Report on Operations and the Independent Auditors' Report;
- 1.3 Approval of the financial statements of doValue S.p.A. as of December 31, 2025, accompanied by the Directors' Report on Operations, the Report of the Board of Statutory Auditors and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as of December 31, 2025, and the sustainability report;
- 1.4 Proposal to cover the 2025 operating loss; proposal for the distribution of dividends.

2. Remuneration policies:

- 2.1 Report on the remuneration policy and compensation paid - Binding resolution on the updated version of the 2025/2026 remuneration policy corresponding to section 1 of the report pursuant to art. 123-*ter*, paragraph 3-*bis* of Legislative Decree no. 58 of 24 February 1998;
- 2.2 Report on the remuneration policy and compensation paid - Non-binding resolution on the second section pursuant to art. 123-*ter*, paragraph 6 of Legislative Decree no. 58 of 24 February 1998.
- 2.3 Incentive plans in financial instruments:
 - 2.3.1 Long-Term Incentive Plan 2026;
 - 2.3.2 "Share Value" Plan for the Group Chief Executive Officer.

3. Integration of the fees of the auditing company KPMG S.p.A., in charge of the statutory audit for the period 2025 - 2033.

4. Authorization to purchase and dispose of treasury shares and to execute actions on the same, including the possibility of operating through a Tender Offer,

doValue

subject to revocation of the authorisation resolution passed by the Ordinary Shareholders' Meeting on 29 April 2025.

- 5. Appointment of a Director for integration of the Board.**
- 6. Amendments to the doValue S.p.A. Shareholders' Meeting Regulation.**

During today's meeting, the Board also approved all the Explanatory Reports relating to the items on the agenda, which will be made available with the related documentation, within the terms and according to the procedures indicated by law, at the registered office, subject to appointment, and on the Company's website www.dovalue.it, within the Governance section - "Shareholders' Meeting 28 April 2026", as well as at the "eMarket Storage" mechanism available at www.emarketstorage.it.

Other resolutions of the Board of Directors

During today's meeting, the Board assessed that the Directors James B. Corcoran, Fotini Ioannou, Cristina Alba Ochoa, Camilla Cionini Visani, Isabella de Michelis di Slonghelo, Giuseppe Pisani and all the members of the Board of Statutory Auditors meet the independence requirements set forth in Article 148, paragraph 3, of the Consolidated Law on Finance and Article 2 of the Corporate Governance Code for listed companies. The Board also assessed that the Chairman Alessandro Rivera and the Director Elena Lieskovska are independent pursuant to Article 148, paragraph 3, of the Consolidated Law on Finance. This situation overall coincides with that verified in the previous year.

doValue Group is a European financial services provider offering innovative products along the entire credit lifecycle, from origination to recovery and alternative asset management. With more than 25 years of experience and €136 billion gross assets under management (Gross Book Value) as of 31 December 2025, it operates in Italy, Spain, Greece and Cyprus. doValue Group contributes to economic growth by fostering sustainable development of the financial system and offers an integrated range of credit management services: servicing of Non-Performing Loans (NPL), Unlikely To Pay (UTP), Early Arrears, Performing Loans, Master Legal, Due Diligence, financial data processing, Master Servicing activities and asset management specialised in investment solutions, dedicated to institutional investors and focused on the sector of impaired and illiquid credits. doValue's shares are listed on Euronext STAR Milan (EXM). In 2025, the Group reported Gross Revenue of €580 million and EBITDA excluding non-recurring items of €217 million, and had approximately 3,000 employees.

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