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Societa' : SYS-DAT

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Oggetto : SYS-DAT Ordinary Shareholders' Meeting 22 April 2026

Testo del comunicato

Vedi allegato



PRESS RELEASE

ORDINARY SHAREHOLDERS' MEETING

- **Approved the financial statements as of December 31, 2025 and noted the consolidated financial statements as of December 31, 2025**
- **Approved the allocation of the net result and the distribution of a gross unit dividend equal to Euro 0.04 per ordinary share**
- **Approved the report on the remuneration policy and compensation paid**
- **Renewed the authorization to purchase and dispose of company's own shares**

Milan, 22 April 2026 - 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 that offers innovative IT services and solutions for the main industrial segments and services market, announces that the Ordinary Shareholders' Meeting of the Company met today, in a single call, with attendance exclusively through the designated representative, in accordance with art. 16.4 of the Bylaws and art. 135-undecies.1 of Legislative Decree no. 58 of 24 February 1998, under the chairmanship of Mr. Vittorio Neuroni.

Financial statements as of December 31, 2025 and acknowledgement of the consolidated financial statements as of December 31, 2025

The Ordinary Shareholders' Meeting examined and approved the financial statements for the year ended December 31, 2025, without making any changes to the draft financial statements approved by the Board of Directors on March 11, 2026, which were made public pursuant to the law, and examined the consolidated financial statements for the year ended December 31, 2025.

The following are the main consolidated economic and financial results of the SYS-DAT Group as of December 31, 2025:

- **Total revenues** of €89.6 million (€57.5 million in 2024), up 55.9% YoY
- **EBITDA** of €17.1 million (€11.6 million in 2024), up 47.6% YoY
- **Adjusted net result**¹ of €8.7 million (€6.3 million in 2024), up 38.2% YoY

¹ Adjusted net result was calculated excluding €1.8 million relating to PPA amortization and one-off M&A effects in 2025.

SYS-DAT S.p.A.

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 Tel. +39 02 507 241 info@sys-datgroup.com • www.sys-datgroup.com
 Capitale Sociale: € 1.564.244,00 i.v.
 P. IVA - Codice Fiscale: 03699600155 • REA: MI-963005



- **Net result** of €6.9 million (€6.2 million in 2024), up 11.5% YoY
- **Net financial position** of €17.4 million (€32.2 million at December 31, 2024), down €14.8 million
- **Liquidity** of €48.5 million (€48.3 million at December 31, 2024), up €0.2 million

Allocation of the net result and dividend distribution

The Ordinary Shareholders' Meeting approved the allocation of the 2025 net profit, amounting to €3,973,640, as follows:

- €0.04 as a dividend per ordinary share outstanding, net of treasury shares held on the date of payment entitlement pursuant to Article 83-terdecies of Legislative Decree 58/1998 (the so-called record date), equal to a total of €1,237,376.04, to be distributed gross of any legal withholdings. It is understood that any changes in the number of treasury shares held at the time of distribution will not impact the amount of the dividend per share as indicated above, and that the final total amount to be allocated to the dividend payment will be calculated based on the exclusion of the actual number of treasury shares on that date, with a consequent increase or decrease in the amount allocated to the extraordinary reserve;
- as for the residual amount, equal to an estimated €2,736,263.96, to be allocated to the extraordinary reserve.

The Shareholders' Meeting established that the dividend will be paid starting May 20, 2026, with the ex-dividend date for coupon no. 2 being May 18, 2026, and the record date pursuant to Article 83-terdecies of Legislative Decree no. 58/1998 being May 19, 2026.

Report on remuneration policy and compensation paid

The Ordinary Shareholders' Meeting, having examined the Report on the remuneration policy and compensation paid, prepared pursuant to current legislation and legal and regulatory provisions: (i) approved the first section of the report on the remuneration policy and compensation paid, pursuant to art. 123-ter, paragraphs 3-bis and 3-ter of Legislative Decree no. 58 of 24 February 1998 ("**TUF**"); and (ii) resolved in favor of the second section of the aforementioned Report, pursuant to art. 123-ter, paragraph 6, of the TUF.

For further information, please refer to the relevant "Report on the Remuneration Policy and Compensation Paid" available on the website www.sys-datgroup.com, in the "Governance/Shareholders' Meeting" section, and on the "EMARKET STORAGE" storage mechanism (www.emarketstorage.it).

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Authorization to purchase and dispose of company's own shares

The Ordinary Shareholders' Meeting has authorized the Board of Directors to purchase and dispose of own shares, subject to revocation of the previous authorization resolved by the Ordinary Shareholders' Meeting on 16 April 2025 for the portion not yet executed.

In particular, the Company may purchase, for a period of 18 months from today, SYS-DAT ordinary shares for a maximum number of 3,128,488 ordinary shares, equal to 10% of the share capital.

- i. to invest in the Company's own shares from a medium-to-long-term perspective;
- ii. to operate in the market to counter abnormal price movements, regulate trading trends, and manage price fluctuations in the event of excess volatility or low liquidity in trading;
- iii. to establish a portfolio of own shares that can be disposed, in line with the Company's strategic guidelines, within the framework of capital operations or other extraordinary transactions, as well as for the purpose of fulfilling obligations arising from incentive plans;
- iv. to initiate share buyback programs for the purposes set out in Article 5 of Regulation (EU) No. 596/2014 (Market Abuse Regulation or MAR).

The purchase of treasury shares is permitted within the limits of distributable profits and available reserves. The purchase price for each SYS-DAT share will be determined from time to time, taking into account the method chosen to execute the transaction, the price performance of the SYS-DAT stock, and the best interests of the Company, and in compliance with any applicable national and European laws and regulations.

Purchases must be made at a price per share that must not be more than 20% (twenty percent) lower or higher than the reference price recorded by the stock in the trading session preceding each individual transaction or in the trading session preceding the announcement date of the transaction. Purchases of treasury shares are permitted in any manner permitted by applicable law.

The Company currently holds 389,194 treasury shares.

For further information, please refer to the Board of Directors' explanatory report on the agenda of the Ordinary Shareholders' Meeting, available on the website

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DOCUMENTATION DEPOSIT

The minutes of the Shareholders' Meeting will be made available to the public within the legal deadlines at the Company's registered office, as well as through publication on the website www.sys-datgroup.com, in the "Governance/Shareholders' Meeting" section, and on the "EMARKET STORAGE" storage mechanism (www.emarketstorage.it).

The summary voting report will be made available on the Company's website pursuant to Article 125-quater of the TUF within five days of the Shareholders' Meeting.

This press release is available in the "Investors" section of the website www.sys-datgroup.com.

For dissemination and storage of Regulated Information, the Company uses the "EMARKET STORAGE" system available at www.emarketstorage.it.

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. www.sys-datgroup.com

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