

<p>Informazione Regolamentata n. 20053-71-2026</p>	<p>Data/Ora Inizio Diffusione 22 Aprile 2026 16:10:06</p>	<p>Euronext Star Milan</p>
--	---	----------------------------

Societa' : TINEXTA

Utenza - referente : TINEXTANSS01 - MASTRAGOSTINO JOSEF

Tipologia : 3.1

Data/Ora Ricezione : 22 Aprile 2026 16:10:06

Data/Ora Inizio Diffusione : 22 Aprile 2026 16:10:06

Oggetto : Shareholders' Meeting approves the financial statements as at 31 december 2025

Testo del comunicato

Vedi allegato



PRESS RELEASE

SHAREHOLDERS' MEETING APPROVES THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2025

The Ordinary Shareholders' Meeting of Tinexta SpA has approved:

- The Financial Statements as at December 31, 2025;
- The allocation of the operating result for the financial year ended 31 December 2025;
- The first section of the report on Remuneration policy and compensation paid, pursuant to art. 123-ter, paragraph 3, 3-bis and 3-ter of Legislative Decree no. 58/1998 and approved the second section of the aforementioned report pursuant to art. 123-ter, paragraph 6, of Legislative Decree no. 58/1998 on compensation paid for the 2025 financial year.

April 22, 2026 – The Ordinary Shareholders' Meeting of Tinexta S.p.A. ("**Tinexta**" or the "**Company**") held today, via video and teleconference, with shareholders' participating exclusively through their designated representative, in accordance with Art. 7 of the Articles of Association and Art. 135-undecies.1 of Italian Legislative Decree No. 58/1998 (the "**Consolidated Finance Act**"), approved the Financial Statements as at 31 December 2025, as presented by the Board of Directors on 5 March 2026.

CONSOLIDATED GROUP RESULTS AS AT DECEMBER 31, 2025

The Consolidated Financial Statements as of December 31, 2025 (including the consolidated sustainability report, prepared pursuant to Italian Legislative Decree no. 125 of 6 September, 2024), presented to the Ordinary Shareholders' Meeting as approved by the Board of Directors on 5 March 2026, report the following results (compared to 2024¹):

¹ The 2024 comparative data have been restated in relation to:

- upon completion in the first quarter of 2025 of the fair value identification activities of the assets and liabilities of Lenovys Srl consolidated fully from 1° April 2024; upon completion in the third quarter of 2025 of the fair value identification activities of the assets and liabilities of Defence Tech Holding SpA Benefit Company (later, Tinexta Defence SpA Benefit Company), and its subsidiaries, fully consolidated from 1° August 2024 to 30 December 2025;
- the change of the accounting policy related to the accounting of the adjustment of the liabilities for the purchase of minority interests in relation to the PUT options granted to minority shareholders of subsidiaries, as better specified in Note 3. Changes in accounting policies and correction of errors in the Explanatory Notes to the Consolidated Financial Statements;
- the reclassification of the contribution of Tinexta Defence Holding Srl and its subsidiaries in the result from discontinued operations, as further detailed in Note 15. *Assets available for sale and Discontinued Operations* of the Explanatory Notes to the Consolidated Financial Statements.



- Revenues: €457 million (+3.7% vs FY 2024);
- Adjusted EBITDA: €103 million (-2.8% vs FY 2024);
- EBITDA: €91 million (-3.9% vs FY 2024);
- Adjusted Operating Profit: €63 million;
- Operating Result: € -68 million;
- Adjusted Net Profit from continuing operations: €35 million;
- Net profit from continuing operations: € -58 million;
- Net Profit: €46 million;
- Adjusted Free Cash Flow from continuing operations: €70 million (vs €44 million as of December 31, 2024);
- Net Financial Indebtedness: €240 million (vs €322 million as at 31 December 2024) with a leverage ratio (NFP/Adjusted EBITDA) of 2.33x.

ALLOCATION OF THE PROFIT OF THE FINANCIAL YEAR 2025

The Ordinary Shareholders' Meeting has resolved, upon proposal of the Board of Directors, to carry forward the net loss for the financial year ended 31 December 2025, amounting to €5,546,120.26.

REPORT ON REMUNERATION POLICY

The Ordinary Shareholders' Meeting, having examined the Report on the remuneration policy and compensation paid drafted pursuant to Art. 123-ter of the Consolidated Finance Act, Art. 84-quater and Annex 3A, Schedule 7-bis of CONSOB Regulation No. 11971/1999 (the "**Issuers' Regulation**") and Art. 5 of the Corporate Governance Code adopted by the Corporate Governance Committee of Borsa Italiana S.p.A., has approved the remuneration policy for the financial year 2026 pursuant to Art. 123-ter, paragraphs 3-bis and 3-ter of the Consolidated Finance Act and has expressed its approval, pursuant to Art. 123-ter, paragraphs 6 of the Consolidated Finance Act, on compensation paid in the financial year 2025.

DOCUMENTATION

The approved Financial Statement and the Consolidated Financial Statement, with the relevant report required by the law, are available at the Company's registered office and on the Company's website www.tinexta.com "Company/Governance/Shareholders' Meeting" and in "Investor Relations/Financial Calendar and Data".

The Shareholders' Meeting minutes and the summary report of the votes will be available within terms and conditions of the law.

The Manager responsible for preparing the company's financial reports, Oddone Pozzi, declares, pursuant to Art. 154-bis(2) of the Consolidated Finance Act, that the accounting information contained in this press release corresponds to the results in the documents, books, and accounting records.



TINEXTA SpA

Tinexta is an industrial Group that offers innovative solutions for the digital transformation and growth of companies, professionals and institutions. Listed on the Euronext STAR Milan (MIC: MTAA), it is included in the European Tech Leader index as a high-growth tech company. Based in Italy with representatives in 12 countries spread across Europe and Latin America and over 3,000 employees, Tinexta is active in the strategic Digital Trust, Cybersecurity and Business Innovation sectors. As of 31 December 2025, the Group reported consolidated revenues of €457 million, Adjusted EBITDA of €103 million and Adjusted Net Profit from continuing operations of €35 million.

[tinexta.com](https://www.tinexta.com) | Stock ticker: TNXT, ISIN Code IT0005037210

Corporate Communication

Alessandra Ruzzu
Tel. +39 06 42 01 26 31
alessandra.ruzzu@tinexta.com

Press Office

Carla Piro Mander
Tel. +39 06 42 01 26 31
carla.piro@tinexta.com

Investor Relations

Josef Mastragostino
Tel. +39 06 42 01 26 31
investor@tinexta.com

Barabino & Partners
Stefania Bassi
Tel. +39 335 6282 667
s.bassi@barabino.it

Fine Comunicato n.20053-71-2026

Numero di Pagine: 5