

<p>Informazione Regolamentata n. 20317-12-2026</p>	<p>Data/Ora Inizio Diffusione 30 Aprile 2026 15:14:39</p>	<p>Euronext Growth Milan</p>
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Societa' : NEXT GEOSOLUTIONS EUROPE

Utenza - referente : NEXTGEOESTN01 - -

Tipologia : 1.1; 3.1

Data/Ora Ricezione : 30 Aprile 2026 15:14:39

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Oggetto : NEXT GEOSOLUTIONS' ORDINARY  
SHAREHOLDERS' MEETING

*Testo del comunicato*

Vedi allegato



## NEXT GEOSOLUTIONS' ORDINARY SHAREHOLDERS' MEETING

### APPROVED THE ANNUAL FINANCIAL STATEMENTS AND EXAMINED THE CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 DECEMBER 2025 APPROVED THE ALLOCATION OF THE RESULT FOR THE YEAR AUTHORIZATION GRANTED FOR THE PURCHASE AND DISPOSAL OF TREASURY STOCK APPOINTMENT MADE FOR THE STATUTORY AUDIT OF THE FINANCIAL STATEMENTS FOR THE FISCAL YEARS 2026–2028

**Naples, April 30, 2026** – Next Geosolutions, one of the leading international groups in marine geosciences and offshore construction support services, primarily in the energy sector ('NextGeo' or the 'Company'), listed on the Euronext Growth Milan market, announces that the Ordinary Shareholders' Meeting met today.

#### APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS AS AT 31 DECEMBER 2025 AND ACKNOWLEDGEMENT OF THE CONSOLIDATED GROUP FINANCIAL STATEMENTS AS AT 31 DECEMBER 2025

The Annual General Meeting of Shareholders approved the annual financial statements and took note of the consolidated financial statements as at 31 December 2025.

#### MAIN RESULTS OF THE COMPANY AS AT DECEMBER 31, 2025

The **Value of production** stands at **€ 186.9 million** (€ 161.8 million in 2024). **EBITDA** amounts to **€ 50.2 million** (€ 45.4 million in 2024), with an EBITDA margin of **26.8%** (28.0% in 2024). **EBIT** is **€ 43.4 million** (€ 40.8 million in 2024), with an EBIT margin of **23.2%** (25.2% in 2024). **Net income** for the year is **€ 41.6 million** (€ 42.9 million in 2024).

#### MAIN CONSOLIDATED RESULTS AS AT DECEMBER 31, 2025

During the fiscal year, NextGeo reported consolidated value of production of **€ 267.3 million** (€203.3 million in 2024), **EBITDA** amounted to **€ 69.8 million** (€ 54.0 million as of December 31, 2024), with an **EBITDA margin** of **26.1%** (26.5% in 2024). **EBIT** amounted to **€ 58.4 million** (€ 47.9 million in 2024), with an **EBIT margin** of **21.8%** (23.6% in 2024). **Net income** for the year is **€ 49.9 million** (€ 43.1 million as of December 31, 2024).

#### ALLOCATION OF THE RESULT FOR THE YEAR

The NextGeo Shareholders' Meeting resolved to allocate the profit for the year equal to **€ 41,599,790** as follows:

- (i) **€ 5.760.000**, the distribution of an ordinary dividend, gross of statutory withholding taxes, of € 0.12 per share, with a coupon detachment date of 18 May 2026 (record date 19 May 2026) and payment from 20 May 2026;
- (ii) **€ 1.710.073**, to the equity investment revaluation reserve;
- (iii) **€ 63.634**, to the foreign exchange gains reserve;
- (iv) **€ 34.066.083**, to the retained earnings reserve.

## **AUTHORIZATION TO PURCHASE AND DISPOSE OF TREASURY SHARES**

The Shareholders' Meeting approved the proposal to authorize the purchase and disposal of treasury shares for a total period of 18 months from the date of authorization by the Shareholders' Meeting itself. Specifically, the purchase of treasury shares may take place, in one or more transactions, for a maximum of 160,000 shares, pursuant to Articles 2357 and 2357-ter of the Italian Civil Code and under the following terms and conditions:

- shares may be purchased until the end of the eighteenth month following the date of the shareholders' meeting resolution; the final purchase made by that date must involve a number of shares sufficient to ensure compliance with the overall limit of 160,000 shares set forth above;
- at a price not exceeding 20% and not lower than 20% of the official stock exchange prices recorded during the trading session preceding the sale, as determined by the Board of Directors with regard to the nature of the transaction and relevant best practices, and in any case at a price not exceeding the higher of the price of the most recent independent transaction and the price of the highest current independent buy offer available on the trading venue where the purchase is made;
- the purchase may be made in accordance with any of the methods provided for and permitted by applicable law, including Regulation (EU) No. 596/2014 and its implementing provisions, as well as, where applicable, market practices accepted and recognized by Consob.

The main objectives underlying the authorization are as follows: (i) to hold treasury shares to be used in incentive plans for employees or collaborators of the Company and its subsidiaries that involve the distribution or allocation of shares or financial instruments convertible into shares; (ii) to maintain a securities portfolio (so-called "securities inventory") to be used in accordance with the Company's strategic guidelines.

The disposal of treasury shares purchased pursuant to the resolution adopted by the Shareholders' Meeting may be carried out in one or more transactions, in compliance with applicable laws, regulations, and current accepted practices. There is no time limit on the disposal of treasury shares.

For further information, please refer to the Board of Directors' explanatory report on the agenda of the Ordinary Shareholders' Meeting, available in the governance section of the website <https://www.nextgeo.eu/>.

## **APPOINTMENT OF THE AUDITOR FOR THE FINANCIAL STATEMENTS FOR THE FISCAL YEARS 2026–2028**

The Shareholders' Meeting, upon a reasoned proposal from the Board of Statutory Auditors, resolved to appoint the auditing firm PricewaterhouseCoopers S.p.A., in accordance with the firm's proposal, for the fiscal years 2026–2028, the mandate to perform the statutory audit of the Company's separate financial statements and the Group's consolidated financial statements, as well as a limited audit of the consolidated half-year financial report as of June 30 of each fiscal year. The Shareholders' Meeting also approved the related fees.

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It is hereby announced that the summary voting statement containing the number of shares represented at the shareholders' meeting and the shares for which votes were cast, the percentage of capital that these shares represented, as well as the number of votes for and against resolutions and the number of abstentions, and the minutes of the ordinary shareholders' meeting, will be made available to the public in the manner and timing provided for by the regulations in force and will be available in the governance section of the website <https://www.nextgeo.eu/>.

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This press release is available in the Investor/Financial Press Releases section of the website <https://www.nextgeo.eu/>. Please also note that, for the dissemination of regulated information, the Company uses the eMarket SDIR circuit managed by Teleborsa S.r.l.

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## **ABOUT NEXTGEO GROUP**

Next Geosolutions ("NextGeo") is a leading international group providing marine geoscience investigation and offshore infrastructure support services for the energy industry, with a strong focus on renewable energy. Founded at the end of 2014 and part of the Marnavi Group – the largest Italian shipowner operating globally in the offshore sector – NextGeo offers engineering consulting, high-end survey and turnkey solutions, leveraging deep expertise and operational excellence in the offshore domain. With a modern fleet of DP2-class vessels (owned or operated within the Group) and a multicultural team of over 600 qualified professionals, the Company delivers a broad range of services including geophysical and geotechnical marine surveys, environmental and archaeological investigations, UXO identification and clearance, and integrated offshore construction support. In 2025, NextGeo reported a production value of €267.3 million and a net profit of €49.9 million.

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Fine Comunicato n.20317-12-2026

Numero di Pagine: 6