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Oggetto : VALTECNE S.P.A.: ORDINARY
SHAREHOLDERS' MEETING AND BOARD OF
DIRECTORS

Testo del comunicato

Vedi allegato



PRESS RELEASE

THE ORDINARY SHAREHOLDERS' MEETING HAS:

- APPROVED THE SEPARATE FINANCIAL STATEMENTS AND REVIEWED THE CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2025;
- APPROVED THE ALLOCATION OF THE PROFIT FOR THE YEAR;
- RESOLVED TO DISTRIBUTE AN ORDINARY DIVIDEND OF €0.10 PER ORDINARY SHARE THROUGH THE USE OF AVAILABLE RESERVES;
- APPOINTED THE NEW BOARD OF DIRECTORS FOR THE 2026-2028 THREE-YEAR PERIOD, CONFIRMING VITTORIO MAINETTI AS CHAIRMAN AND ANDREA CAVALLINI AS INDEPENDENT DIRECTOR;
- APPOINTED THE NEW BOARD OF STATUTORY AUDITORS (INCLUDING THE CHAIRMAN) FOR THE 2026-2028 THREE-YEAR PERIOD;
- DETERMINED THE REMUNERATION OF THE STATUTORY AUDITORS.

THE BOARD OF DIRECTORS HAS:

- CONFIRMED PAOLO MAINETTI AS CHIEF EXECUTIVE OFFICER;
- VERIFIED THE FULFILMENT OF THE REQUIREMENTS APPLICABLE TO THE INDEPENDENT DIRECTOR.

Berbenno di Valtellina (SO), 30 April 2026 – The Board of Directors of **Valtecne S.p.A.** (ISIN IT0005532525, ticker VLT.IM) – a company operating in the field of high-precision mechanics for medical devices and industrial applications – announces that today, on first call, the Ordinary Shareholders' Meeting was held under the chairmanship of Vittorio Mainetti, as indicated in the notice of call published on April 15, 2026.

ORDINARY SHAREHOLDERS' MEETING

APPROVAL OF THE SEPARATE FINANCIAL STATEMENTS AS OF DECEMBER 31, 2025 AND REVIEW OF THE GROUP CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2025

As provided for under the first item on the agenda, the Ordinary Shareholders' Meeting approved the separate financial statements as of December 31, 2025, accompanied by the management report, the report of the Board of Statutory Auditors and the Independent Auditors' report, and reviewed the consolidated financial statements as of December 31, 2025. The main economic and financial results as of December 31, 2025 are set out below:

MAIN RESULTS OF PARENT COMPANY VALTECNE S.P.A. AS OF DECEMBER 31, 2025

- Revenues: €30.1 million (€30.4 million as of December 31, 2024), -1.0% YoY;
- Value of Production: €31.4 million (€29.9 million as of December 31, 2024), +5.2% YoY;
- EBITDA: €6.5 million (€6.2 million as of December 31, 2024), +3.8% YoY;



- Net Profit: €3.6 million (€3.4 million as of December 31, 2024), +3.9% YoY;
- Net Financial Position: €-1.2 million (cash positive) compared to €-6.8 million (cash positive) in 2024.

For any further information, reference should be made to the press release issued on March 31, 2026 following the resolution of the Board of Directors approving the draft financial statements for the year ended December 31, 2025.

MAIN CONSOLIDATED RESULTS AS OF DECEMBER 31, 2025

- Revenues: €35.7 million (€36.9 million as of December 31, 2024), -3.3% YoY;
- Value of Production: €37.3 million (€36.5 million as of December 31, 2024), +2.0% YoY;
- EBITDA: €8.1 million (€8.4 million as of December 31, 2024), -4.1% YoY;
- Adjusted EBITDA: €9.7 million (€10.1 million as of December 31, 2024), -4.4% YoY;
- Net Profit: €3.3 million (€4.8 million as of December 31, 2024), -31.0% YoY;
- Net Financial Position: €-1.8 million (cash positive) compared to €0.5 million in 2024;
- Adjusted Net Financial Position: €-0.06 million (cash positive) compared to €3.7 million in 2024
- Shareholders' Equity: €27.1 million (€25.8 million as of December 31, 2024), +4.8% YoY.

For any further information, reference should be made to the press release issued on March 31, 2026 following the resolution of the Board of Directors approving the draft financial statements for the year ended December 31, 2025.

ALLOCATION OF THE PROFIT FOR THE YEAR AND DISTRIBUTION OF A DIVIDEND OF €0.10 PER SHARE

The Shareholders' Meeting resolved to allocate the profit for the year, amounting to €3,553,018, entirely to the extraordinary reserve. Furthermore, the Shareholders' Meeting resolved to distribute a total dividend of €610,970, corresponding to €0.10 for each of the 6,109,700 outstanding shares, through the use of part of the extraordinary reserve. It is specified that this dividend qualifies as an ordinary dividend for stock market purposes.

The ex-dividend date (so-called ex-date) is set for May 11, 2026, the record date for May 12, 2026 and the payment date for May 13, 2026.

APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Shareholders' Meeting appointed the Board of Directors on the basis of the slate of candidates submitted by shareholder KPM S.r.l., holder of 4,606,061 ordinary shares of the Company, equal to 75.4% of the share capital of Valtecne S.p.A. The Board will remain in office for three financial years, i.e. until the approval of the financial statements as of December 31, 2028, determining the number of members at 6 and setting the related remuneration. The Shareholders' Meeting therefore reaffirmed continuity in the Company's



governance, renewing the Board of Directors in line with the previous structure. For further information on the composition of the new Board of Directors, including the CVs of the new Directors, reference should be made to the proposal submitted by shareholder KPM S.r.l., published on the Company's website in the "Investors/Info for Shareholders/Shareholders' Meetings/Year 2026" section and on Borsa Italiana website in the "Shares/Documents" section.

APPOINTMENT OF THE MEMBERS OF THE BOARD OF STATUTORY AUDITORS

Lastly, the Shareholders' Meeting appointed the Board of Statutory Auditors and the Chairman of the Board of Statutory Auditors, on the basis of the slate of candidates submitted by shareholder KPM S.r.l., holder of 4,606,061 ordinary shares of the Company, equal to 75.4% of the share capital of Valtecne S.p.A., determining the related remuneration. The Shareholders' Meeting therefore reaffirmed continuity in the Company's governance, renewing the Board of Statutory Auditors in line with the previous structure. For further information on the composition of the new Board of Statutory Auditors, including the CVs of the new Statutory Auditors, reference should be made to the proposal submitted by shareholder KPM S.r.l., published on the Company's website in the "Investors/Info for Shareholders/Shareholders' Meetings/Year 2026" section and on Borsa Italiana's website in the "Shares/Documents" section.

FILING OF DOCUMENTATION

The minutes of the Shareholders' Meeting will be made available to the public within the time limits set out by applicable regulations at the Company's registered office in Berbenno di Valtellina (SO), Via al Campo Sportivo 277, and on the Company's website www.valtecne.com (section "Investors/Info for Shareholders/Shareholders' Meetings"), as well as on Borsa Italiana's website www.borsaitaliana.it (section "Actions/Documents").

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MEETING OF THE BOARD OF DIRECTORS

Following the close of the Shareholders' Meeting, the newly appointed Board of Directors of the Company met today and confirmed Paolo Mainetti as Chief Executive Officer.

In compliance with the provisions of Article 6-bis of the Euronext Growth Milan Issuers' Regulation, as well as the Company's By-Laws and the relevant Policy on quantitative and qualitative criteria for assessing independence requirements (confirmed today and available on the Company's website, section "Investors/Corporate Governance/Procedures"), the Board of Directors also verified: (i) that the Directors meet the integrity requirements set out in Article 147-quinquies of the Consolidated Finance Act; and (ii) that Andrea Cavallini meets the independence requirements set out in the Company's By-Laws and Article 148, paragraph 3, of the Consolidated Finance Act, as referred to by Article 147-ter, paragraph 4, of the



Consolidated Finance Act, also taking into account the aforementioned Policy criteria. With regard to the Board of Statutory Auditors, the Board of Directors verified that the Statutory Auditors meet the independence, professionalism and integrity requirements set out in Article 148, paragraphs 3 and 4, of the Consolidated Finance Act, as referred to by the Company's By-Laws.

For further information on the Directors and Statutory Auditors appointed by the Shareholders' Meeting, please refer to the relevant CVs available on the Company's website www.valtecne.com, section "Investors/Corporate Governance", and on Borsa Italiana's website www.borsaitaliana.com, section "Actions/Documents".

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This press release is also available on the Company's website www.valtecne.com (section "Investors/Financial Press Releases") and on www.emarketstorage.it.

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About Valtecne

Founded in 1983, Valtecne is a leading company in high-precision mechanics. It manufactures components used in the medical sector – particularly surgical instruments for orthopedics and implantable components – as well as in various industrial sectors such as power transmission, automotive, and energy. As of 31 December 2025, Valtecne reported Production Value of € 37.3 million and Adjusted EBITDA of € 9.7 million, corresponding to an EBITDA margin of 26.0%.

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