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Oggetto : SIMONE: SHAREHOLDERS' MEETING  
APPROVES THE 2025 FINANCIAL  
STATEMENTS AND A GROSS DIVIDEND OF  
EURO 0.01 PER SHARE. CORPORATE  
BODIES RENEWED

*Testo del comunicato*

Vedi allegato



## SIMONE: SHAREHOLDERS' MEETING APPROVES THE 2025 FINANCIAL STATEMENTS AND A GROSS DIVIDEND OF EURO 0.01 PER SHARE. CORPORATE BODIES RENEWED

*Naples, 12 June 2026*

The Ordinary Shareholders' Meeting of SIMONE (SMN:IM), held today, reviewed the Consolidated Financial Statements and approved the Separate Financial Statements as of 31 December 2025.

### SEPARATE FINANCIAL STATEMENTS OF SIMONE S.P.A. AS OF 31 DECEMBER 2025

The Shareholders' Meeting approved the following allocation of the Parent Company Simone S.p.A.'s net profit for the financial year, amounting to Euro 532,294:

- distribution of a gross dividend equal to Euro 0.01 for each share outstanding (excluding treasury shares held in portfolio) on the dividend record date, to be paid on 24 June 2026, following coupon no. 3 detachment on 22 June 2026 (record date 23 June 2026), it being understood that the total dividend amount may never exceed the net profit for the financial year;
- Euro 26,615 to legal reserve;
- the residual amount to extraordinary reserve, the exact amount of which will be determined only subsequently in relation to the final number of shares entitled to receive the dividend distribution on the relevant record date.

### APPOINTMENT OF THE BOARD OF DIRECTORS AND THE BOARD OF STATUTORY AUDITORS

The Shareholders' Meeting appointed the Board of Directors for the three-year term 2026–2028 and determined the number of directors at five.

The following directors were appointed from the list submitted by shareholder Giunima S.r.l., holder of 3,861,744 ordinary shares and 1,687,176 multiple-voting shares, representing 67.75% of the share capital in terms of ordinary shares and 80.39% of the voting rights: Luca Misso (Chairman); Domenico Bianco (Director); Michele Caruso (Director); Sergio Marrone (Director). Piero Angelone was appointed as Independent Director from the list submitted by shareholder Agenzia nazionale per l'attrazione degli investimenti e lo sviluppo d'impresa S.p.A. ("Invitalia"), holder of 450,000 ordinary shares, representing 6% of the share capital in terms of ordinary shares and 4.054% of the voting rights.

The Shareholders' Meeting also appointed the Board of Statutory Auditors, which will remain in office until the approval of the financial statements for the year ending 31 December 2028 and will be composed of: Corrado Civile (Chairman); Roberto Coccia (Standing Auditor); Aldo Castellano (Standing Auditor); Massimo Coppin (Alternate Auditor); Gianmarco Giarusso (Alternate Auditor). The members of the Board of Statutory Auditors were elected from the sole list submitted by shareholder Giunima S.r.l., holder of 3,861,744 ordinary shares and 1,687,176 multiple-voting shares, representing 67.75% of the share capital in terms of ordinary shares and 80.39% of the voting rights.

The Shareholders' Meeting also resolved on the remuneration payable to the Board of Directors and the Board of Statutory Auditors.

The curricula vitae of the Directors and Statutory Auditors are available on the Company's website at [www.investors.simone.it](http://www.investors.simone.it) under the "Governance" section.

### AUTHORISATION TO PURCHASE AND DISPOSE OF TREASURY SHARES

The Shareholders' Meeting approved the proposal to authorise the purchase and disposal of treasury shares, revoking the previous authorization granted by the Shareholders' Meeting on 13 June 2025.



The authorization is aimed at providing the Company with a useful strategic investment opportunity for the purposes permitted by applicable regulations, including those set out in Article 5 of Regulation (EU) No. 596/2014 (Market Abuse Regulation, “MAR”) and the practices permitted under Article 13 MAR, including, by way of example but not limited to: (i) supporting the liquidity of the shares in order to facilitate orderly trading and avoid price movements not aligned with market trends, in accordance with applicable market practices; (ii) incentivising and retaining employees, collaborators, directors of the Company, any subsidiaries and/or other categories of individuals discretionarily selected by the Board of Directors (within share incentive plans, in any form structured, such as stock option, stock grant or work for equity plans); (iii) use of shares as consideration in extraordinary transactions, including share exchanges with other entities, to be carried out through swaps, contributions or other acts of disposal and/or use, including their allocation to convertible bonds or bonds with warrants; (iv) allowing the Company, where deemed strategic, to take advantage of investment or divestment opportunities also in relation to available liquidity, in any case within the terms and conditions to be resolved by the competent corporate bodies.

The authorisation allows the purchase of treasury shares for a maximum total consideration of €450,000, in one or more transactions, up to a maximum number of shares which, taking into account the treasury shares held from time to time by the Company and its subsidiaries, does not exceed 20% of the share capital, pursuant to Article 25-bis of the Euronext Growth Milan Issuers’ Regulation or any different maximum amount provided by applicable law.

Purchases of treasury shares will be carried out on the Euronext Growth Milan multilateral trading facility at a unit price not lower or higher than 15% compared with the official stock exchange price recorded in the previous trading session, in compliance with applicable European and national regulations and market practices, and in particular: (i) shares may not be purchased at a price higher than the higher of the price of the last independent trade and the highest current independent bid price on the trading venue; (ii) daily purchase volumes shall not exceed 25% of the average daily trading volume of Simone shares over the 20 trading days preceding each purchase.

The authorisation to purchase treasury shares is granted for a period of 18 months from the date of the Shareholders’ Meeting resolution, while the authorisation to dispose of treasury shares is granted without time limits in order to allow the Board of Directors maximum flexibility in carrying out disposal transactions.

The disposal of treasury shares acquired may take place, on one or more occasions, without time limits, in the ways deemed most appropriate in the interest of the Company and in compliance with applicable regulations, for the purposes referred to, and in particular: (i) the disposal of shares may be carried out, on one or more occasions, even before having exhausted the quantity of treasury shares that may be purchased; (ii) the disposal of shares may be carried out by any method deemed appropriate to achieve the Company’s interest and the purposes set out in the Board’s explanatory report, and in any case in compliance with applicable regulations and market practices permitted from time to time, also granting the administrative body and its representatives the power to determine, in compliance with legal and regulatory provisions, the terms, methods and conditions of the disposal and/or use of treasury shares deemed most appropriate in the interest of the Company.

As of today, the Company holds 139,000 treasury shares, representing approximately 1.9% of the share capital.

## DOCUMENTS AVAILABLE TO THE PUBLIC

The approved financial statements and the consolidated financial statements as of 31 December 2025 are available on the Company’s website, in the Investor Relations / Financial Statements and Reports section, as well as on the website of Borsa Italiana.

The minutes of the Shareholders’ Meeting will be made available to the public within the time limits and according to the procedures provided for by applicable law.

### **About Simone**

The Simone Group, founded in 1968, is the custodian of a unique legal heritage. Predominantly proprietary, updated on a daily basis and complete with current legislation, case law and authored content, it is progressively being transformed into a structured legal dataset



through the proprietary Simone LexCore platform: this infrastructure enables content distribution through B2C digital database subscriptions, integration into third-party software and platforms via APIs, and the supply of data for Legal AI and machine learning applications.

This heritage supports the Advanced Legal Training business delivered through Dike Formazione, accredited by the Scuola Nazionale dell'Amministrazione (SNA), with content, methodologies and training programmes aimed both at key Public Administration professionals and at companies and professionals operating in public procurement markets, positioning itself in a segment characterised by the presence of few truly structured private operators. At the same time, it constitutes the foundation of the Group's historical business in competitive examination publishing, a sector from which the Group derives its experience and established reputation.

Simone is also active in children's publishing, with European initiatives aimed at building a platform of high-quality content and supporting international growth in the sector, and in educational publishing, with a selective and organic approach aimed at enhancing market opportunities in a targeted way.

Press release available at [www.emarketstorage.it](http://www.emarketstorage.it) and [www.investors.simone.it](http://www.investors.simone.it)

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