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Oggetto : Ordinary Shareholders' Meeting

Testo del comunicato

Vedi allegato



PRESS RELEASE

Expert.ai: Ordinary Shareholders' Meeting

- **The financial statements were approved and the consolidated financial statements as of December 31, 2025, were examined**
- **The allocation of the Net Profit was approved**
- **The new Board of Directors was appointed**

June 30, 2026

Expert.ai S.p.A. (the “**Company**” or “**Expert.ai**”), a leader in the implementation of enterprise artificial intelligence solutions to create business value, announces that the Ordinary Shareholders' Meeting was held today, on second call, under the chairmanship of Mr. Dario Pardi.

The Shareholders' Meeting resolved as follows:

Approval of the financial statements and presentation of the consolidated financial statements of the Group as of December 31, 2025

The Shareholders' Meeting approved the financial statements for the year ended December 31, 2025, and examined the consolidated financial statements for the year ended December 31, 2025.

The main consolidated economic and financial results as of December 31, 2025, include:

- **Total Revenues:** €42.7 million (€27.3 million)¹;
- **Value of Production:** €47.8 million (€32.4 million);
- **Adjusted EBITDA²:** €8.5 million (€3.4 million);
- **EBITDA:** €6.9 million (€3.4 million);
- **Adjusted EBIT:** -€1.0 million (-€5.0 million);
- **Net Financial Debt:** €7.1 million (€1.7 million);
- **Shareholders' Equity:** €44.0 million (€31.9 million).

At the level of the parent company, Expert.ai S.p.A., the main economic and financial results are reported below:

¹ The income and balance sheet data in brackets refer to the consolidated financial statements as of December 31, 2024, approved by the Board of Directors on March 28, 2025.

² Adjusted EBITDA was calculated net of €1.6 million in extraordinary expenses. It should be noted that, in the 2024 financial year, these items were also presented separately in the statutory financial statements, resulting in the coincidence of EBITDA and Adjusted EBITDA. Starting from 2025, in the absence of such separate presentation, extraordinary expenses were included in operating items and subsequently excluded from the calculation of Adjusted EBITDA, in order to ensure comparability between financial years.



- **Total revenues:** €36.7 million (€23.7 million in 2024);
- **Value of Production:** €41.6 million (€28.7 million in 2024);
- **Adjusted EBITDA:** €12.4 million (€4.9 million in 2024);
- **Adjusted EBIT:** €3.7 million (negative €2.7 million in 2024);
- **Net income:** negative €12.5 million (negative €13.7 million in 2024);
- **Net Financial Debt:** €6.8 million (€2.9 million at December 31, 2024);
- **Shareholders' Equity:** €74.0 million (€66.2 million at December 31, 2024).

Allocation of the Net Profit

The Shareholders' Meeting resolved to carry forward the loss for the year of Expert.ai S.p.A. of €12,538,729.

For further information, please refer to the press release issued on May 26, 2026, following the Board of Directors' resolution approving the draft financial statements and consolidated financial statements as of December 31, 2025. The press release is available on the Company's website at <https://www.expert.ai/investors/>.

Appointment of the Board of Directors

The Shareholders' Meeting appointed Expert.ai's new Board of Directors, based on the three lists submitted by shareholders. The Board of Directors was previously set at 11 (eleven) and their term of office was set at 1 (one) financial year, i.e., until the date of approval of the financial statements for the year ending December 31, 2026.

Specifically, 9 (nine) members were appointed from list no. 1 presented by the shareholder GUM Group S.p.A., which holds 11,581,179 ordinary shares, equal to 10.24% of the share capital, also on behalf of the shareholders Brioschi and Crespi Holding S.r.l., Ergo S.r.l., Sofia Holding S.r.l., Yellow Holding S.r.l. and Stefano Pedrini; 1 (one) member from list no. 2 presented by the shareholder Marco Varone, who holds 4,225,509 ordinary shares, equal to 3.73% of the share capital; and 1 (one) member from list no. 3 presented by the shareholder Stefano Spaggiari, who holds 3,687,480 ordinary shares, equal to 3.26% of the share capital.

The Shareholders' Meeting also: (i) appointed Mr. Dario Pardi as president; (ii) determined the compensation of the members of the Board of Directors; (iii) resolved to remove the non-competition clause pursuant to Article 2390, paragraph 1, of the Italian Civil Code.

The new Board of Directors is composed as follows:

- Dario Pardi (Chairman of the Board of Directors)
- Marco di Teodoro (*)
- Ambrosella Landonio (*)
- Stefano Pedrini
- Sara Polatti
- Roberto Sambuco (*)
- Luca Sintoni (*)
- Serena Maria Torielli (*)
- Federico Silvano Mario Protto (*)



From list no. 1

- Marco Varone
From list no. 2

- Stefano Spaggiari
From list no. 3

() Candidate declared to possess the independence requirements set forth in Article 147-ter of Legislative Decree 58/1998 and Article 2396-septies of the Civil Code.*

The directors' CVs and additional supporting documentation are available at the registered office, as well as on the Company's website at <https://www.expert.ai/investors/shareholders-meetings/> and on the website www.borsaitaliana.it – Shares / Documents section.

DOCUMENTATION

The minutes of the Shareholders' Meeting and the summary voting report will be made available to the public within the legal deadlines at the Company's registered office, as well as through publication on the institutional website www.expert.ai and on the website www.borsaitaliana.it – Shares / Documents section.

The financial statements approved by the Shareholders' Meeting containing the financial statements for the year ended December 31, 2025, accompanied by the related reports, as well as the consolidated group financial statements for the year ended December 31, 2025, are available on the Company's website at <https://www.expert.ai/it/investors/financial-report/> and on the website www.borsaitaliana.it – Shares / Documents section.

This press release is available on the Company website www.expert.ai and at www.emarketstorage.com

About Expert.ai

Expert.ai is a company specializing in the implementation of enterprise artificial intelligence solutions to create business value, listed on the Euronext Growth Milan market (EXAI:IM) and operating in Europe and North America. Through EidenAI Suite, Expert.ai supports companies and public administrations in their AI adoption journeys by offering a suite of ready-to-use solutions tailored for vertical markets. With 30 years of pioneering experience in innovation and technological excellence, Expert.ai has successfully implemented hundreds of projects, integrating the best technologies available on the market with its proprietary solutions. Its Hybrid AI approach (a neuro-symbolic AI based on natural language understanding and knowledge graphs, and machine learning/deep learning techniques - large language models, generative AI and agentic AI) is grounded in a vision of responsible, transparent and sustainable AI designed to serve people, address key challenges and achieve meaningful goals. Among Expert.ai's customers, who are served directly and through partners, are AXA XL, Zurich Insurance Group, Generali, Sanofi, The Associated Press, Bloomberg INDG, Dow Jones, and other leading organizations. Dario Pardi, who brings decades of experience at major multinational companies in the ICT sector, is Chairman, Chief Executive Officer, and a key shareholder of Expert.ai.



For more information: <https://www.expert.ai/>

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