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Societa' : KALEON

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Oggetto : Kaleon: Shareholders' Meeting approves the
2026-2028 Stock Grant Plan

Testo del comunicato

Vedi allegato



Kaleon: Shareholders' Meeting approves the 2026-2028 Stock Grant Plan

Milan, July 14, 2026 – **Kaleon S.p.A.** ("Kaleon" or the "Company") a company linked to the Borromeo family, specialized in the management and enhancement of significant artistic, natural, and museum heritage for tourism purposes, announces that the Ordinary Shareholders' Meeting, held on July 13, 2026, approved the adoption of the incentive plan based on ordinary shares of the Company, named the **"2026-2028 Stock Grant Plan"**, reserved for executive directors, employees and consultants of the Company and/or the Group, in accordance with the terms and features described in the report of the Board of Directors and in the relevant regulations (the **"Plan"** and the **"Beneficiaries"**).

The Plan is structured over a three-year period and provides Beneficiaries with the opportunity to vest rights to receive ordinary shares of the Company free of charge in proportion to the achievement of certain objectives related to: (i) an increase in consolidated Adjusted EBITDA compared with the previous financial year; (ii) an increase in the consolidated Adjusted EBITDA Margin compared with the previous financial year; (iii) an increase in the number of tourism sites managed by the Group; and (iv) an increase in the average market price of the Company's shares. For Beneficiaries belonging to the employee category, specific individual objectives will also be established.

The rights will be granted to Beneficiaries by the Company's Board of Directors in three tranches, with progressive vesting over three financial years (33%, 33% and 34% respectively); whereas, for third-level employee Beneficiaries, as identified in the Plan, each tranche will vest in full on the closing date of the relevant financial year (the **"Rights"**).

Each Right entitles the Beneficiary to receive, free of charge, one ordinary share in the Company, up to a maximum of 706,250 shares, arising from a bonus issue pursuant to Article 2349(1) of the Civil Code and/or from treasury shares held by the Company.

The Rights will vest provided that Beneficiaries maintain their employment or directorship relationship, as applicable, with the Company and/or the Group and achieve the Group performance targets assigned in relation to each tranche.

Verification of the achievement of the objectives will be carried out at the sole discretion of the Company's Board of Directors, with the support of the Group Chief Financial Officer, based on the accounting results set out in the Group's consolidated financial statements as at **31 December 2026** for the objectives relating to the first tranche, **31 December 2027** for the objectives relating to the second tranche, and **31 December 2028** for the objectives relating to the third tranche.

The shares subject to the Plan will not be subject to any lock-up restrictions but will be subject to an obligation to inform the Company in the event of a sale during the first six months following their allocation. The Plan also includes **claw-back provisions** allowing the Board of Directors to revoke the Rights or refrain from allocating ordinary shares in the event of fraudulent conduct or breaches of applicable laws or contractual obligations by Beneficiaries.

The Plan aims to incentivise and retain the Group's strategic human capital, promote alignment between management and shareholders' interests, and support the Company's profitable and sustainable long-term growth.



KALEON™

HERITAGE MANAGEMENT

For further information on the details of the Plan, please refer to the explanatory report of the Board of Directors and the Plan Regulations, which will be made available to the public within the deadline for publication of the notice of call of the Shareholders' Meeting, in accordance with applicable regulations.

For further information on the details of the Plan, please refer to the Board of Directors' explanatory report and the Plan Regulations, which are available to the public on the Company's website www.kaleon.com under the Investor Relations/Shareholders' Meetings section.

This press release is available at Borsa Italiana S.p.A., at the Company's registered office, and in the Investor Relations/Price Sensitive Press Releases section of the Company's website at www.kaleon.com.

For the dissemination of regulated information, Kaleon uses the eMarket SDIR system operated by Teleborsa S.r.l., with registered office at Piazza Priscilla 4, Rome.

About Kaleon:

Kaleon is the new name of SAG S.r.l., a company founded in 1983 by the Borromeo family, specializing in the management, protection, and enhancement of major artistic, natural, and museum heritage assets. Its business model is innovative, separating asset ownership from asset management, thereby promoting an entrepreneurial approach to operations. The Company's core business, Terre Borromeo, is the brand that identifies the prestigious cultural and natural sites on Lake Maggiore linked to the Borromeo family, such as Isola Bella and Isola Madre in the Borromean Islands archipelago, the Pallavicino Park in Stresa, the Mottarone Park with its 500 hectares of forest, the Rocca di Angera on the Lombardy side in the province of Varese, and the Cannero Castles in Upper Verbano, opened to the public on 28 June 2025 after a ten-year restoration project. With 225 employees and over 40 years of experience in the tourism sector, Kaleon positions itself as a pioneer in high-quality cultural tourism. In 2023, Kaleon welcomed more than one million visitors. In 2025, the Company reported revenues of €23.2 million, with an Ebitda margin of 26.3%. Following steady growth (CAGR 2015–2024: +10%), the Company now aims to expand its activities in Italy and internationally, offering authentic and sustainable cultural experiences for future generations. For more information: <https://kaleon.com/>

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