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Oggetto : ORDINARY SHAREHOLDERS' MEETING

Testo del comunicato

Vedi allegato



Press Release

EVISO: ORDINARY SHAREHOLDERS' MEETING

- **Separate financial statements as at 30 June 2026 approved and consolidated financial statements as at 30 June 2026 presented**
 - **Allocation of the net result for the year approved**
- **Authorization for the purchase and disposal of treasury shares approved**
 - **Board of Directors appointed**
 - **Board of Statutory Auditors appointed**

Saluzzo (CN), 26 October 2026 – **eVISO S.p.A. (ticker: EVISO)** – a technology company, listed on the EGM – announces that the Ordinary Shareholders' Meeting of eVISO S.p.A. ("**eVISO**" or the "**Company**") was held today, on first call.

APPROVAL OF THE SEPARATE FINANCIAL STATEMENTS AS AT 30 JUNE 2026 AND PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS AS AT 30 JUNE 2026

The Shareholders' Meeting of eVISO S.p.A. approved the separate financial statements for the year ended 30 June 2026 and was presented with the consolidated financial statements as at 30 June 2026, prepared for the first time in accordance with the International Accounting Standards (IAS/IFRS).

In the financial year, the Group recorded **revenues of Euro 341.0 million**, up **8%** from Euro 315.6 million in the previous financial year, mainly driven by an increase in volumes in the direct channel, in both electricity and gas. **Gross Margin** stood at **Euro 21.8 million**, up 9% from Euro 20.0 million recorded in the previous financial year, and **EBITDA** amounted to **Euro 10.4 million**, up 3% from Euro 10.1 million in the previous financial year. **Net profit** amounted to **Euro 5.2 million**, up 4% from Euro 5.0 million in the previous financial year. Lastly, the **monetary Net Financial Position** stood at **Euro 8.8 million** (cash), compared with a positive Net Financial Position of approximately Euro 9.2 million (cash) as at 30 June 2025.

ALLOCATION OF THE NET RESULT FOR THE YEAR

The Shareholders' Meeting of eVISO S.p.A. resolved to allocate the net profit for the year, amounting to Euro 5,112,514, as follows:

- a dividend (coupon no. 04) of Euro 0.06 per share, for a total amount of Euro 1,397,921, corresponding to a payout ratio of approximately 27%. The ex-dividend date is set for 9





November 2026 (record date 10 November 2026), with payment starting from 11 November 2026;

- the remaining amount, totalling Euro 3,714,593, to the extraordinary reserve.

AUTHORIZATION FOR THE PURCHASE AND DISPOSAL OF TREASURY SHARES

The Shareholders' Meeting of eVISO S.p.A. granted the Board of Directors the authorization for the purchase and disposal of treasury shares, subject to the revocation of the previous authorization resolved by the Shareholders' Meeting on 27 October 2025.

In particular, the purchase of treasury shares may be carried out up to a maximum number of eVISO S.p.A. ordinary shares that would bring the Company, if the purchase option is exercised in full, to hold a stake of no more than 10% of the Company's share capital.

It should be noted that, based on the data available as of today, the Company holds 1,362,940 treasury shares, representing 5.5% of the share capital.

The authorization for the purchase was requested for the maximum duration permitted under Article 2357, paragraph 2, of the Italian Civil Code and, therefore, for a period of 18 months from the date of authorization by the Shareholders' Meeting, subject to the revocation of the previous authorization resolution, for the portion that remains unexecuted.

The purchase and disposal of treasury shares is based on the opportunity to provide the Company with an effective tool that allows it to:

- I. hold treasury shares to be used to service any future incentive plans for members of the management body, employees or collaborators of the Company involving the disposal or allocation of shares or financial instruments convertible into shares;
- II. hold a securities portfolio (the so-called "share warehouse") to be used, consistently with the Company's strategic guidelines, to service any extraordinary transactions and/or the possible use of the shares as consideration in extraordinary transactions, including equity swaps, with other parties in connection with transactions of interest to the Company;
- III. pursue an efficient use of the liquidity generated by the Company's core business, including through medium- and long-term investment in treasury shares.

Purchases must be carried out in compliance with the price limits set out in the applicable laws and regulations in force from time to time:

- (i) at a price that does not deviate, either downward or upward, by more than 20% from the reference price recorded for the share in the stock exchange session on the day preceding each individual transaction, and in any case;
- (ii) at a consideration not higher than the higher of the price of the last independent transaction and the price of the highest current independent purchase offer on the trading venue where the purchase is carried out.



APPOINTMENT OF THE BOARD OF DIRECTORS

The Shareholders' Meeting of eVISO S.p.A. appointed, by slate voting pursuant to Article 27 of the Company's by-laws, the new Board of Directors of eVISO S.p.A., composed of 7 (seven) members, who will remain in office for 3 (three) financial years, until the date of the Shareholders' Meeting called to approve the financial statements for the financial year ending 30 June 2029.

The following were elected from the slate submitted jointly by the shareholders O Caminho S.r.l. and Santiago S.r.l., which jointly hold 14,064,976 shares, equal to 57.03% of the share capital:

- Gianfranco Sorasio
- Lucia Fracassi
- Corinna zur Nedden Eschner
- Guillaume Buhours
- Alessandro Gino
- Roberto Vancini

The following was elected from the slate submitted jointly by the shareholders Iscat S.r.l. and Pandora S.S., which jointly hold 4,275,696 shares, equal to 17.34% of the share capital:

- Mauro Bellino Roci

Based on the documentation produced to the Company by the parties concerned, directors Guillaume Buhours, Alessandro Gino and Roberto Vancini declared that they meet the independence requirements set out in Article 148, paragraph 3, of Legislative Decree No. 58/1998 (the "TUF" – the Italian Consolidated Law on Finance), as referred to in Article 147-ter, paragraph 4, of the TUF.

The Shareholders' Meeting also confirmed Gianfranco Sorasio as Chairman of the Board of Directors.

The Ordinary Shareholders' Meeting also resolved to grant the Board of Directors an aggregate gross annual remuneration of Euro 165,000, to be allocated among the members of the Board of Directors, it being understood that any further fixed and variable remuneration for members of the Board of Directors holding special offices will be determined by the Board of Directors, after consulting the Board of Statutory Auditors.

The *curricula vitae* of the directors and the further supporting documentation are available at the Company's registered office, as well as on the Company's website at www.eviso.ai, in the Investor Relations/Governance section.

APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

The Shareholders' Meeting of eVISO S.p.A. also appointed, through the slate voting mechanism, the new Board of Statutory Auditors of eVISO, which will remain in office for three financial years, and more



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precisely until the date of the Shareholders' Meeting called to approve the financial statements for the financial year ending 30 June 2029, also setting the related remuneration.

The members of the new Board of Statutory Auditors were drawn from the only slate filed, submitted jointly by the shareholders O Caminho S.r.l. and Santiago S.r.l., which jointly hold 14,064,976 shares, equal to 57.03% of the share capital.

The new Board of Statutory Auditors is composed as follows:

Standing Statutory Auditors

- Roberto Schiesari
- Monica Marisa Piacenza
- Paolo Ferrato

Alternate Statutory Auditors

- Gianluca Pavanello
- Alain Devalle

Pursuant to the Company's by-laws, the Shareholders' Meeting appointed Mr. Roberto Schiesari as Chairman of the Board of Statutory Auditors.

The Shareholders' Meeting also resolved to set the aggregate remuneration due to the Standing Statutory Auditors at Euro 56,000 per year, of which Euro 24,000 to the Chairman and Euro 16,000 to each of the other standing members.

The *curricula vitae* of the statutory auditors and the further supporting documentation are available at the Company's registered office, as well as on the Company's website www.eviso.ai, in the Investor Relations/Governance section.

Please be advised that the summary report of the votes, containing the number of shares represented at the Shareholders' Meeting and the number of shares for which votes were cast, the percentage of capital represented by such shares, as well as the number of votes in favour of and against the resolutions and the number of abstentions, together with the minutes of the Shareholders' Meeting, will be made available to the public in the manner and within the timeframe provided for by applicable regulations, and will be available on the website www.eviso.ai, in the Investor Relations/Governance section.

GRANTING OF POWERS TO THE DIRECTORS AND ASSESSMENT OF THE INDEPENDENCE REQUIREMENTS OF THE INDEPENDENT DIRECTORS

The Company's new Board of Directors met for the first time following eVISO's Shareholders' Meeting and, in continuity with the Company's previous management structure, confirmed Gianfranco Sorasio



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as Chairman and Chief Executive Officer, together with Lucia Fracassi, confirmed as Chief Executive Officer, to whom certain powers were granted.

The Board of Directors, moreover, based on the statements made by the parties concerned and following the appropriate checks, assessed that directors Guillaume Buhours, Alessandro Gino and Roberto Vancini meet the independence requirements set out by law and the by-laws.

This press release is available in the Investor Relations section of the website www.eviso.ai. For the transmission of Regulated Information, the Company uses the EMARKET SDIR dissemination system available at www.emarketstorage.com, managed by Teleborsa S.r.l. – with headquarters Piazza di Priscilla, 4 – Rome – following the authorization and CONSOB resolutions n. 22517 and 22518 of 23 November 2022.

eVISO is a technology company that has developed a proprietary artificial intelligence platform that creates value in the commodities market. In the power and gas segment, eVISO operates across the entire energy value chain. Through its direct channel, eVISO serves more than 39,000 collection points across electricity and gas—small and medium-sized enterprises (SMEs), agricultural businesses, retail stores, and restaurants—via its sales network, agency channel, retail channel, and digital channel. The company also operates upstream by providing dedicated services to renewable energy producers throughout Italy. Through its reseller channel, eVISO serves more than 100 partner energy suppliers, supporting their commercial growth and operational management.

For more information, visit <https://eviso.ai/en/>

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