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Societa'	:	LANDI RENZO
Utenza - referente	:	LANDIN02 - Cilloni Paolo
Tipologia	:	REGEM
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Oggetto	:	Information upon request art 114 relating to preliminar financial results as of September 30 2026

Testo del comunicato

Vedi allegato

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Information upon request of Consob pursuant to art. 114, paragraph 5, of Legislative Decree no. 58/1998 ("TUF") concerning additional information relating to the "unaudited" preliminary financial results as of September 30, 2026

Cavriago (RE), November 16, 2026 – Landi Renzo S.p.A. (the "**Company**" and, together with its subsidiaries, the "**Group**" or the "**Landi Renzo Group**"), in compliance with the request received from Consob on September 17, 2024 pursuant to Article 114, paragraph 5, of Legislative Decree No. 58/1998 (the "**TUF**"), hereby publishes the following additional information on the Group's unaudited preliminary financial results as at September 30, 2026.

On September 10, 2026, the Company, its subsidiary Metatron S.p.A. ("**Metatron**") and the financial institutions signed the agreement implementing a certified restructuring plan pursuant to art. 56 of the CCII (the "**Agreement**"), based on the 2026-2030 plan approved by the Board of Directors on July 23, 2026 and certified by Dott. Franco Carlo Papa on July 31, 2026. In summary, the Agreement provides for the rescheduling of the maturities of the existing debt, with repayment of the various debt components by 2030, together with measures for the partial write-off of unsecured debt against an earn-out and for the conversion of a portion of unsecured debt into equity-like hybrid financial instruments, amounting to approximately Euro 12 million and Euro 13 million respectively, as well as compliance with certain financial covenants. The signing of the Agreement marked the successful conclusion of the negotiated settlement of the crisis ("**CNC**") initiated on August 7, 2025, as confirmed by the final report of the independent expert, Prof. Avv. Antonio Rossi, pursuant to art. 17, paragraph 8, of the CCII.

The effectiveness of the Agreement was subject, in addition to certain customary conditions precedent, to the completion by November 1, 2026 of the extraordinary transactions provided for under the agreements signed on April 29, 2026 with Heliaca Investments and Westport Fuel Systems Italia S.r.l. ("**WFSI**"). In this context, on October 26, 2026, the deed of merger by incorporation of Metatron into Landi Renzo, with statutory effect from October 28, 2026, and the deed of partial demerger of the Green Transportation business unit in favour of the newly incorporated beneficiary company Landi Fuel Systems S.r.l. (the "**NewCo**"), wholly owned by the Company and effective immediately after the merger, were executed. On October 30, 2026, the Company contributed its entire shareholding in the NewCo to WFSI; as a result of the contribution, Landi Renzo holds approximately 15% equity interest of WFSI, in addition to its majority stake in SAFE S.p.A., a minority stake in Krishna Landi Renzo India Private Limited and other minor shareholdings. As the conditions precedent were fulfilled, the Agreement became effective, as announced to the market on October 30, 2026.

The Shareholders' Meeting of October 26, 2026, as announced to the market on the same date, approved the separate financial statements as of December 31, 2025 and, pursuant to art. 2446 of the Italian Civil Code, resolved to cover the losses for the 2024 and 2025 financial years, amounting to a total of Euro 88,435 thousand, through the use of profits and reserves and the reduction of the share capital from Euro 23,526 thousand to Euro 3,382 thousand. Furthermore, in its extraordinary session, the Shareholders' Meeting granted the Board of Directors the authority, pursuant to art. 2443 of the

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Italian Civil Code, to increase the share capital with the exclusion of pre-emption rights, reserved to Sagitta SGR, to be subscribed through the voluntary set-off of the related receivable pursuant to art. 1252 of the Italian Civil Code, and approved the issue of hybrid financial instruments, as provided for under the Agreement. Following the Shareholders' Meeting, the Board of Directors resolved (i) to issue non-convertible and subordinated hybrid financial instruments, reserved to Sagitta SGR and Gireimm S.r.l., against the conversion of their respective receivables, and (ii) to sell 100% of Landi Technologies Inc. to Girefin S.p.A. for a consideration of Euro 3,000 thousand, with simultaneous mutual waiver of any claims, subject to the favourable opinion of the Related Party Transactions Committee, as this is a transaction of greater importance.

The "unaudited" preliminary financial results as of September 30, 2026 set out below do not reflect the effects of the extraordinary transactions and of the measures provided for under the Agreement described above, which were completed after that date.

Net financial position of the Company and of the Group it heads, with short-term components disclosed separately from medium/long-term components

As of September 30, 2026, Landi Renzo S.p.A.'s net financial position amounted to Euro 88,060 thousand, of which Euro 2,397 thousand was medium-long term and Euro 85,663 thousand short term.

(Thousands of Euro)		
Net financial position	**30/09/2026**	**31/12/2025**
A. Cash	5,534	7,989
B. Cash equivalents	0	0
C. Other current financial assets	2,478	2,587
D. Financial liquidity (A + B + C)	**8,012**	**10,576**
E. Current financial liabilities	-86,827	-83,115
F. Current portion of non-current financial liabilities	-6,848	-7,522
G. Current financial liabilities (E + F)	**-93,675**	**-90,637**
H. Net current financial liabilities (G - D)	**-85,663**	**-80,061**
I. Non-current financial liabilities	-2,397	-5,044
J. Debt instruments	0	0
K. Trade payables and other non-current payables	0	0
L. Non-current financial debt (I + J + K)	**-2,397**	**-5,044**
M. Net financial debt (H + L)	**-88,060**	**-85,105**

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As of September 30, 2026, the Landi Renzo Group's net financial debt amounted to Euro 95,809 thousand, of which Euro 4,754 thousand was medium-long term and Euro 91,055 thousand short term.

(Thousands of Euro)

Net financial position	30/09/2026	31/12/2025
A. Cash	17,007	21,771
B. Cash equivalents	0	0
C. Other current financial assets	843	701
D. Financial liquidity (A + B + C)	**17,850**	**22,472**
E. Current financial liabilities	-98,150	-97,386
F. Current portion of non-current financial liabilities	-10,755	-12,361
G. Current financial liabilities (E + F)	**-108,905**	**-109,747**
H. Net current financial liabilities (G - D)	**-91,055**	**-87,275**
I. Non-current financial liabilities	-4,154	-8,131
J. Debt instruments	0	-1,750
K. Trade payables and other non-current payables	-600	-551
L. Non-current financial debt (I + J + K)	**-4,754**	**-10,432**
M. Net financial debt (H + L)	**-95,809**	**-97,707**

Given the Company's inability, as from June 30, 2025, to meet on time its contractual commitments and financial covenants relating to certain medium/long-term loan agreements, the relevant financial debts were reclassified in full as short-term liabilities for the purposes of presentation in accordance with IAS/IFRS international accounting standards. Although the Agreement was signed on September 10, 2026, its effectiveness was subject to the fulfilment of the conditions precedent referred to above, which had not yet occurred as of September 30, 2026 (and were fulfilled on October 30, 2026); this classification has therefore also been maintained in the figures as of September 30, 2026, which do not reflect the effects of the write-off and conversion measures provided for under the Agreement.

The overdue debt positions of the Company and of the Group it heads, divided by type (financial, commercial, tax, social security and towards employees) and any related creditor reaction initiatives (solicitations, injunctions, supply suspensions, etc.)

As of September 30, 2026, Landi Renzo S.p.A.'s overdue debt positions towards third parties amounted to Euro 22,515 thousand in total (Euro 16,148 thousand as of December 31, 2025), distributed as follows:

i. overdue financial debts for an amount equal to Euro 14,727 thousand (Euro 9,056 thousand as of December 31, 2025), relating to the instalments and related interest on the Pool loans of Landi Renzo S.p.A.;

ii. overdue commercial debts for an amount equal to Euro 7,788 thousand (Euro 7,092 thousand as of December 31, 2025).

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(Thousands of Euro)

	Debts by days overdue					Total overdue
	0-60	61-90	91-120	121-180	Over 180	
Financial debts	613		4,184		9,930	**14,727**
Trade payables	1,302	866	712	810	4,098	**7,788**
Social security liabilities						
Debts to employees						
Tax payables						
Total	**1,915**	**866**	**4,896**	**810**	**14,028**	**22,515**

As of September 30, 2026, the Landi Renzo Group's overdue debt positions towards third parties amounted to Euro 27,226 thousand in total (Euro 20,474 thousand as of December 31, 2025), distributed as follows:

i. overdue financial debts for an amount equal to Euro 15,306 thousand (Euro 9,345 thousand as of December 31, 2025), relating to the instalments and related interest on the Pool loans of Landi Renzo S.p.A. and certain Metatron S.p.A. loans;

ii. overdue commercial debts for an amount equal to Euro 11,920 thousand (Euro 11,129 thousand as of December 31, 2025).

(Thousands of Euro)

	Debts by days overdue					Total overdue
	0-60	61-90	91-120	121-180	Over 180	
Financial debts	613	15	4,202	127	10,349	**15,306**
Trade payables	2,008	1,425	906	1,196	6,385	**11,920**
Social security liabilities						
Debts to employees						
Tax payables						
Total	**2,621**	**1,440**	**5,108**	**1,323**	**16,734**	**27,226**

It is noted that the above-mentioned overdue trade payables as of September 30, 2026 include Euro 1,791 thousand relating to the related party Gireimm S.r.l., a company directly controlled by the reference shareholder, relating to invoices for rent of the Landi Renzo S.p.A. headquarters, whose payments are suspended in the context of the Agreement. As described above, on October 26, 2026, the Board of Directors resolved to issue hybrid financial instruments reserved to Gireimm S.r.l. against the conversion of the receivable for rent unpaid as of that date.

The Company has contested the defectiveness of its products to a German supplier, which was confirmed by the findings of the expert investigations carried out as part of the preliminary technical consultation procedure specifically initiated in Italy. Consequently, by way of self-protection, the Company suspended all payments to said supplier which, denying liability, at the beginning of April 2025 initiated proceedings on the merits in Germany for the assessment of its alleged receivable, equal to approximately Euro 766 thousand in principal (of which Euro 572 thousand for invoices issued, included in overdue trade payables, and Euro 194 thousand for materials not delivered to the Company), plus interest and legal costs, and for an order against the Company to pay the same. The

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Company appeared in the proceedings arguing, among other things, that the German court lacked jurisdiction, prompting the German supplier to withdraw the lawsuit.

As of today, there is no evidence of injunctions received either in relation to the aforementioned debt positions or in relation to other positions, and no supply suspensions have been implemented that would compromise ordinary business operations.

As of September 30, 2026, there are no overdue tax, social security or employee debt positions, either for the Company or for the Group.

Main changes in related party transactions of the Company and of the Group it heads with respect to the latest annual or half-year financial report approved pursuant to Article 154-ter of the TUF

Details of transactions with related parties of Landi Renzo S.p.A. as of September 30, 2026 are provided below.

(Thousands of Euro)

	Right-of-use assets	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial liabilities and leasing	Revenues and operating income	Costs and depreciation	Financial income (expenses)
Gestimm S.r.l.	578			-268	-616		-347	-15
Gireimm S.r.l.	219			-2,254	-225		-656	-26
Total parent companies	**797**	**0**	**0**	**-2,522**	**-841**	**0**	**-1,003**	**-41**
SAFE S.p.A. (*)		1,667		-38		160		
Landi Renzo Polska		6,686		-601		1,649	-331	
Beijing Landi Renzo China		17		-422				
LR Industria e comercio Ltda		545		-275		124	-269	
Landi Renzo Pars		186		-216				
Landi Renzo Ro S.r.l.		4,513		-785		2	-63	
Landi Technologies Inc.						108	-41	
AEB America		1,425		-189		395		
Landi Renzo RUS		438						
Metatron S.p.A.		4,255	2,350	-1,799		4,510	-2,221	
Metatron Control System Ltd		781		-491		411	-221	
Total subsidiaries	**0**	**20,513**	**2,350**	**-4,816**	**0**	**7,359**	**-3,146**	**0**
Krishna Landi Renzo India Priv. Ltd		6,778		-55		10,529		
Total other related parties	**0**	**6,778**	**0**	**-55**	**0**	**10,529**	**0**	**0**
TOTAL	**797**	**27,291**	**2,350**	**-7,393**	**-841**	**17,888**	**-4,149**	**-41**

(*) Receivables and other assets from SAFE S.p.A. include the estimated receivable under the tax consolidation scheme, amounting to Euro 1,298 thousand as of September 30, 2026.

It is noted that the "unaudited" preliminary financial results of Landi Renzo S.p.A. as of September 30, 2026 include provisions for risks on equity investments of approximately Euro 11.6 million, relating to provisions made to cover the losses recorded by certain subsidiaries.

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Details of transactions with related parties of the Landi Renzo Group as of September 30, 2026 are provided below.

(Thousands of Euro)

	Right-of-use assets	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial liabilities and leasing	Revenues and operating income	Costs and depreciation	Financial income (expenses)
Gestimm S.r.l.	578			-268	-616		-347	-15
Gireimm S.r.l.	331			-2,704	-348		-992	-29
Total parent companies	**909**	**0**	**0**	**-2,972**	**-964**	**0**	**-1,339**	**-44**
Krishna Landi Renzo India Priv. Ltd		6,778		-55		10,529		
Reggio Properties LLC	25			-40	-26		-75	-1
Clean Energy Fuels Corp. (*)		45				924		
Total other related parties	**25**	**6,823**	**0**	**-95**	**-26**	**11,453**	**-75**	**-1**
TOTAL	**934**	**6,823**	**0**	**-3,067**	**-990**	**11,453**	**-1,414**	**-45**

(*) Following the completion of the sale of IMW Industries Ltd. on July 22, 2026, this table includes only the income statement transactions recorded by IMW Industries Ltd. with the related party Clean Energy Fuels Corp. up to that date. The balance sheet relationships of SAFE S.p.A. with this related party remain in place.

Transactions with related parties, both of Landi Renzo S.p.A. and of the Landi Renzo Group, are neither atypical nor unusual, as they are part of the ordinary course of business of the Group companies. Such transactions are carried out at market conditions, taking into account the characteristics of the goods and services provided.

With regard to the requests concerning "any failure to comply with covenants, negative pledges and any other clause of the Group's indebtedness involving limits on the use of financial resources, with an up-to-date description of the degree of compliance with these clauses" and "the status of implementation of the Economic and Financial Plan, highlighting the deviations of the actual figures from the planned ones", it should be noted that the effectiveness, on October 30, 2026, of the Agreement signed on September 10, 2026 with the financial institutions has made it possible to overcome these matters by setting new financial parameters for the Company.

The statements contained in this press release are expressed in thousands of Euro and the amounts have not been audited.

This press release is a translation. The Italian version prevails.

Landi Renzo is a world leader in the sectors of sustainable mobility and infrastructure for natural gas, biomethane and hydrogen. The Group is characterised by an extensive global presence in over 50 countries, with almost 90% of its sales generated abroad. Landi Renzo S.p.A. has been listed on Euronext Milan since June 2007.

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