

PRESS RELEASE**ORDINARY SHAREHOLDERS' MEETING OF CELLULARLINE S.P.A.**

- *The financial statements as at 31 December 2025 have been approved.*
- *The allocation of the profit for the year and the distribution of an ordinary dividend partly in cash and partly through the allocation of treasury shares held in portfolio have been approved.*
- *Report on the remuneration policy and fees paid approved.*
- *New Board of Directors appointed for FYs 2026-2028, and Chairman Antonio Luigi Tazartes*
- *New Board of Statutory Auditors appointed for FYs 2026-2028, and Chairman Massimiliano Fontani*
- *The authorisation to purchase and dispose of treasury shares subject to revocation of the authorisation resolution passed by the Ordinary Shareholders' Meeting on 17 April 2025 for the unexecuted portion has been approved.*

Reggio Emilia, 30 April 2026 - The Shareholders' Meeting of Cellularline S.p.A. (hereinafter "**Cellularline**" or the "**Company**" or the "**Group**"), a leading European company in the smartphone and tablet accessories sector, listed on Euronext STAR Milan, met today in ordinary session at the registered office and approved all the proposals on the agenda and appointed the new Board of Directors and the new Board of Statutory Auditors

Approval of the financial statements as at 31 December 2025.

The Shareholders' Meeting has approved the financial statements as at 31 December 2025, as proposed by the Board of Directors on 16 March 2026. Cellularline S.p.A. closed the year with revenues from sales of Euro 122.6 million, a period economic result of Euro 28.8 million and shareholders' equity equal to Euro 96.2 million. The Group's Consolidated financial statements for the year as at 31 December 2025 report revenues from sales of Euro 156.6 million, a Group net profit of Euro -36.3 million, and a Group shareholders' equity equal to Euro 96.7 million, which includes a non-cash impairment of goodwill and other non-current assets following impairment tests in the amount of EUR 38.9 million. This impairment loss is mainly attributable to the update of the 2026–2029 Business Plan, which reflected a revision of the growth assumptions compared to the previous plan, in light of changes in the competitive and macroeconomic environment.

Approval of the allocation of the profit for the year and distribution of an ordinary dividend¹, partly in cash and partly through the allocation of treasury shares held in portfolio.

The Shareholders' Meeting resolved to cover the Company's loss for the year, amounting to Euro 28,755,504, through the use of the share premium reserve.

¹ The term 'ordinary' is also used in accordance with stock exchange practice.

The Shareholders' Meeting resolved the distribution of a ordinary dividend partly in cash and partly in shares, as follows:

- Cash dividend for an amount equal to Euro 0.108 per ordinary share entitled thereto, using available reserves; and
- Dividend through the free allocation to shareholders of a maximum total of 340,714 treasury ordinary shares, at a ratio of 1 treasury ordinary share for every 61 ordinary shares held (rounded down to the nearest whole unit), with a corresponding reduction of the relevant reserve, excluding treasury shares held on the day preceding the dividend ex-date.

It should be noted that the assignment of treasury shares is part of the distribution of dividends for the 2025 financial year.

The dividend distribution schedule is as follows: ex-dividend date 18 May 2026 (coupon no. 9, which includes all the dividends that will be distributed, both the cash and stock portions), record date 19 May 2026 and payment as from 20 May 2026.

The shares allocated will be made available to those entitled to them, through the intermediaries belonging to the centralised management system at Euronext Securities Milan. In the event that the shares held by the shareholder on 19 May 2026 (record date) do not entitle the shareholder to a whole number of shares, the Cellularline shares, to be allocated on 20 May 2026 will be rounded down to the nearest whole number.

In this regard, it is also announced that the information document prepared pursuant to Article 1, paragraph 4, letter h) of Regulation (EU) 2017/1129, containing information on the number and nature of the treasury shares subject to allocation and the reasons and details of the transaction, is available to the public, as of today, at the registered office in Reggio Emilia, via Lambrakis 1/A, on the authorised storage mechanism "1infostorage" of Computershare S.p.A. at the address www.1info.it and published on the Company's website at the address www.cellularlinegroup.com.

Approval of the Report on the remuneration policy and fees paid.

The Shareholders' Meeting has examined the Report on the Remuneration Policy and fees paid (the "**Report on Remuneration**") prepared by the Company's Board of Directors in accordance with Articles 123-ter and Italian Legislative Decree no.58/1998 ("TUF") and Article 84-*quater* of Consob Regulation no. 11971/1999 and prepared in accordance with Annex 3A, Schedule 7-bis of the same Issuers' Regulation.

The Shareholders' Meeting has approved the first section of the Report on remuneration and, therefore, the policy for the remuneration of members of the Company's administrative bodies, general managers and key managers.

The Shareholders' Meeting has also resolved in favour of the second section of the Report on remuneration.

New Board of Directors appointed for FYs 2026-2028.

The Shareholders' Meeting has appointed the new Board of Directors, whose term expires with the approval of the Financial Statements for FY 2025, which will remain in office for three financial years, until the Shareholders' Meeting that will be convened to approve the Financial Statements for the financial year ending 31 December 2028.

The Shareholders' Meeting - after having determined the number of members of the new Board of Directors as 10 - resolved to appoint 9 members from List 1 submitted by the Shareholder Christian Aleotti and to appoint 1 member from List 2 submitted by the Shareholder First SICAF S.p.A..

The Shareholders' Meeting then appointed Antonio Luigi Tazartes as Chairman of the Board of Directors.

The Directors elected from list no. 1 filed by the Shareholder Christian Aleotti are listed below: • Antonio Luigi Tazartes (Chairman) • Christian Aleotti • Marco Cagnetta • Mauro Borgono • Donatella Busso (Independent pursuant to TUF and Corporate Governance Code) • Paola Vezzani (Independent pursuant to TUF and Corporate Governance Code) • Gaia Marisa Carlotta Guizzetti (Independent pursuant to TUF and Corporate Governance Code) • Paola Tesio (Independent pursuant to TUF and Corporate Governance Code) and • Giovanna Galli (Independent pursuant to TUF and Corporate Governance Code).

The Director elected from list no. 2 filed by the Shareholder First SICAF is listed below: • Marco Di Lorenzo.

The Shareholders' Meeting has also resolved to set the total compensation for the Board of Directors at a maximum of Euro 350 thousand, including remuneration for directors holding special offices and members of the board committees.

New Board of Statutory Auditors appointed for FYs 2026-2028

The Shareholders' Meeting has appointed the new Board of Statutory Auditors, whose term expires with the approval of the Financial Statements for FY 2025, which will remain in office for three financial years, until the Shareholders' Meeting that will be convened to approve the Financial Statements for the financial year ending 31 December 2028.

Below are the members of the Board of Statutory Auditors appointed by the Shareholders' Meeting, including the Chairman and an alternate auditor elected from the list submitted by the shareholder First SICAF, and the other auditors elected from the list submitted by the shareholder Christian Aleotti: Standing Auditors • Massimiliano Fontani (Chairman) • Francesca Baldi • Paolo Chiussi; Alternate Auditors: • Deborah Righetti • Guido Prati.

The Shareholders' Meeting resolved in favour of the members of the Board of Statutory Auditors, for the entire duration of their office, a gross annual emolument of Euro 30 thousand for the Chairman and of Euro 22 thousand for each Standing Auditors.

Approval of the authorisation to purchase and dispose of treasury shares subject to revocation of the authorisation resolution passed by the Ordinary Shareholders' Meeting on 17 April 2025 for the unexecuted portion.

The Shareholders' Meeting approved the proposal on the agenda, resolving to authorise the Board of Directors to purchase and dispose of the Company's treasury shares.

For further details regarding the proposed authorisation to purchase and dispose of treasury shares, please refer to the press release of 16 March 2026 and the Board of Directors' Explanatory Report to the Shareholders' Meeting, available on the Company's website www.cellularlinegroup.com.

This press release is available on the Company's website www.cellularlinegroup.com, Investors/Press Releases section and on the authorised storage system www.1info.it.

The Annual Report containing the Financial Statements for the year 2025 as approved by the Shareholders' Meeting, containing the Report on Operations, the certifications pursuant to Article 154-bis, paragraph 5 of TUF, as well as the Reports prepared by the Independent Auditors and the Board of Statutory Auditors, is available on the website at <https://www.cellularlinegroup.com/in> in the section "*Governance/Shareholders' Meeting/2026*".

The summary report of votes and the minutes of the shareholders' meeting will be made available on the Company's website www.cellularlinegroup.com, in the section "*Governance/Shareholders' Meeting/2026*", in accordance with the terms and conditions laid down by current legislation.

*Cellularline S.p.A., founded in Reggio Emilia in 1990, is, together with its brands **Cellularline, Interphone, MusicSound, Ploos+, Skross, Q2Power, Nova, Coverlab, Allogio, Peter Jäckel, Newrban, Film&Go e Style&Go**, the leading company in the smartphone and tablet accessories sector. The Group is at the technological and creative forefront of the multimedia device accessories industry, striving to deliver products synonymous with outstanding performance, ease of use and a unique user experience. The Group currently has 300 employees. Cellularline brand products are sold in about 55 countries.*

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