



PRESS RELEASE

## FAE TECHNOLOGY: ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

- **2025 statutory annual accounts approved and 2025 consolidated annual accounts reviewed**
- **Allocation of net profit for the year approved**
- **2026-2032 Stock Option Plan regulation reviewed and approved**
- **Purchase and disposal of FAE Technology treasury shares authorized**
- **Capital increase to service the 2026-2032 Stock Option Plan for up to 1,800,000 new ordinary shares approved**

*Gazzaniga (BG), May 28, 2026* – FAE Technology S.p.A. – Benefit Company (“**FAE Technology**” or the “**Company**”), the high-tech industrial group which designs, engineers and produces advanced electronics-based systems for high-reliability terrestrial and space markets (the “**Group**”), announces that today the Shareholders' Meeting met in first call in Ordinary and Extraordinary session under the chairmanship of Board Member Attorney Massimo Bondioni, and approved all the proposed resolutions as presented by the Board of Directors.

### Ordinary session

The Shareholders' Meeting reviewed the consolidated financial statements at December 31, 2025 and unanimously approved the statutory financial statements of FAE Technology at December 31, 2025, together with accompanying reports.

### **Consolidated Financial Statements at December 31, 2025 - Highlights**

- **Revenues:** Euro 66.5 million, vs Euro 71.8 million in 2024
- **Value of Production:** Euro 67.6 million, vs Euro 75.5 million in 2024
- **EBITDA:** Euro 5.8 million, vs Euro 8.1 million in 2024
- **EBITDA margin:** 8.6%, vs 10.8% in 2024
- **Net Financial Debt:** Euro 3.5 million, vs Euro 3.7 million at 31.12.2024
- **Shareholders' Equity:** Euro 32.9 million, vs Euro 27.5 million at 31.12.2024



## Separate Financial Statements at December 31, 2025 - Highlights

- **Revenues:** Euro 52.6 million, vs Euro 60.4 million in 2024
- **Value of Production:** Euro 53.1 million, vs Euro 62.7 million in 2024
- **EBITDA:** Euro 5.5 million, vs Euro 7.8 million in 2024
- **EBITDA margin:** 10.3%, vs 12.4% in 2024
- **Net Financial Debt:** -Euro 1.3 million, vs Euro 0.2 million at 31.12.2024
- **Shareholders' Equity:** Euro 34.3 million, vs Euro 28.1 million in 2024

## Allocation of the Net Profit for the year

Regarding the allocation of the net profit for the year of Euro 2,384,145, the Shareholders' Meeting approved the Board of Directors' proposal to allocate the net profit for the year as follows:

- to the legal reserve, until reaching one-fifth of the share capital (Article 2430 of the Civil Code), Euro 11,965;
- the residual, to the extraordinary reserve, for Euro 2,372,180.

## 2026-2032 Stock Option Plan

The Shareholders' Meeting also reviewed and approved the "2026-2032 Stock Option Plan" regulation which seeks to incentivize, retain and attract the Company's key personnel, ensuring the direct engagement in the Company and Group value creation process of individuals contributing to their growth and development, while also aligning the interests of individuals who, in the view of the Board of Directors, may be strategic for the Company, the Group and the shareholders, while focusing the Company's key personnel on strategies driving the medium to long-term results.

The Stock Option Plan regulation stipulates the granting of a total of 1,800,000 options (the "Options"), equal to approximately 8.2% of the number of shares issued by the Company as of the date of the approving Shareholders' Meeting, each of which grants the right to purchase or subscribe to 1 Company share. The Options allow the Beneficiaries, upon fulfillment of the conditions set out in the Regulation, to purchase or subscribe to the shares of the Company resulting from the Reserved Capital Increase referred to below or, at the discretion of the Board of Directors, treasury shares in portfolio, at a pre-set price. The Company will implement the provisions through the Reserved Capital Increase for Plan Beneficiaries and/or through the use of any treasury shares purchased in execution of the existing treasury share purchase program.

The allocation of Options will take place over two allocation periods, as follows:

- the first grant period (the "First Tranche") by September 30, 2026, for a number of Options to be determined by the Board of Directors;



- the second allocation period (the "Second Tranche") by December 31, 2028, for a number of Options to be determined by the Board of Directors, it being understood that the total number of Options allocated under the First Tranche and the Second Tranche may not exceed the maximum number of 1,800,000 Options.

The Stock Option Plan Regulations provide that the Exercise Price of each Option shall be determined on the basis of the Volume Weighted Average Price (VWAP) of the Company's shares on Euronext Growth Milan during the VWAP Reference Period, differentiated according to the relevant allocation tranche. In particular, with reference to the First Tranche, the Exercise Price is the same for all Vesting Dates and is equal to the VWAP calculated over the 3 (three) calendar months preceding 30 April 2026, corresponding to Euro 2.59 per share. With reference to the Second Tranche, the Exercise Price shall be equal to the VWAP calculated over the 3 (three) calendar months preceding the Allocation Date of the Second Tranche.

#### **Authorization granted for the purchase and utilization of treasury shares**

At the same session, the Shareholders' Meeting approved the authorization for the Board of Directors to purchase and dispose of FAE Technology's ordinary treasury shares, following the withdrawal of the previous authorization granted on May 29, 2025, subject to the applicable regulations and conditions and, where applicable, accepted market practices, in particular pursuant to Article 13 of Regulation (EU) 596/2014 (MAR). Authorization is granted for a period of 18 months from the date of authorization, for a maximum value of Euro 2,000,000.00.

Purchase transactions may be carried out at a price for each share that is not less than the average value of the FAE Technology share on the Euronext Growth Milan market on the day prior to that on which the purchase transaction will be carried out, reduced by 10%, and not more than the average value of the share on the Euronext Growth Milan market on the day prior to that on which the purchase transaction will be carried out, increased by 10%.

The Shareholders' Meeting also authorized the Board of Directors, without time limits, to dispose of and utilize, even partially and in advance, treasury shares in portfolio, in one or more solutions and in any manner deemed appropriate in the interest of the Company, in compliance with current regulations. Broad powers are granted to the Chairperson and Chief Executive Officer, with the power to sub-delegate, to establish terms, timing, conditions, and operational appointments.



## **Extraordinary session**

### **Capital increase to service the 2026-2032 Stock Option Plan**

The Extraordinary Shareholders' Meeting resolved a paid-in capital increase, in divisible form and excluding option rights pursuant to Article 2441, fifth and eighth paragraphs, of the Civil Code, to service the "2026-2032 Stock Option Plan". The transaction provides for the issuance, by the deadline of December 31, 2033 and also in several tranches, for a maximum nominal amount of Euro 54,000.00, plus share premium, of a maximum of 1,800,000 new ordinary shares without indication of par value, having the same characteristics as those already in circulation, reserved for the beneficiaries of the Plan.

The Capital Increase was approved, pursuant to Article 2441(6) of the Civil Code, following the approval of the Board of Directors' explanatory report and receipt of the Board of Statutory Auditors' favorable opinion on the fairness of the issue price of the new shares.

The subscription price of the new shares was determined according to the tranche of the allotment, based on the VWAP (Volume Weighted Average Price) of the Company's shares on Euronext Growth Milan during the VWAP Reference Period, as better specified in the Stock Option Plan Regulation, with Euro 0.03 allocated to cover the implied par value and the remainder as the share premium.

### **Filing of documentation**

The Company announces that the minutes of the Shareholders' Meeting will be made available to the public, within the terms prescribed by current regulations, at the registered office and on the Company's website at <https://fae.technology/> (Investor Relations/Shareholders' Meeting Section), in addition to the website of Borsa Italiana <https://www.borsaitaliana.it/>, Shares/Documents section.

The financial statements document approved by the Shareholders' Meeting containing the consolidated financial statements at December 31, 2025, in addition to the statutory financial statements at December 31, 2025, together with the Directors' Report, the Board of Statutory Auditors' Report and the Independent Auditors' Report, are available to Shareholders on the Company's website, in the Investor Relations/Financial Statements and Periodic Reports section, and on the website of Borsa Italiana, Shareholders' Report/Documents section.

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**FAE Technology S.p.A. - Benefit Company** is a high-tech industrial Group listed on the Euronext Growth Milan market and engaged in the design, engineering and production of advanced electronics-based systems for high-reliability terrestrial and space sector markets. Through the Electronics Division, the Group operates as an Original Design Manufacturer (ODM) and comprises several highly-specialized companies: FAE Technology, Elettronica GF, IpTronix and MAS Elettronica. The Space division operates through Kayser Space, providing technology and support for space exploration activities and microgravity experimentation. Together, the various entities form a technology platform that covers the entire life cycle of a solution: from R&D to co-design, from material supply to prototyping and production and from advanced testing to after-sales support. Founded in 1990 in Gazzaniga (BG) by Francesco Lanza, who began by producing a small series of electronic boards, FAE Technology has been led since 2008 by his son Gianmarco Lanza, current Chairperson and Chief Executive Officer. FAE Technology is known for its focus on innovation - promoting open innovation and shared research at the "Kilometro Rosso" hub - and on sustainability and corporate social responsibility, becoming a Benefit Company on May 13, 2022. FAE Technology benefits from memberships with renowned universities and research centers, including the "Senseable City Lab" at the MIT (Massachusetts Institute of Technology) in Boston, in addition to strategic partnerships with major sector players. The Group's ability to tap into both organic and acquisition-led growth opportunities, including through supply chain and market consolidation, strengthens its role as a strategic technology development partner to companies and organizations. The Group reported a consolidated value of production in 2025 of Euro 67.6 million.

ISIN FAE Ordinary Shares IT0005500688 - ISIN Warrants WFAE25 IT0005500639

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