

Comunicato Stampa**Franchetti S.p.A.: The Board of Directors is proposing to the Extraordinary General Meeting that it be authorised to carry out a capital increase of up to €10 million to support the company's growth strategy, to be implemented within 3 years**

Arzignano (VI), 10th June 2026 – **Franchetti S.p.A.** (Ticker BIT: FCH), a multinational company specialising in advanced diagnostic solutions, digital monitoring and predictive maintenance of infrastructure, announces that the Board of Directors, which met today under the chairmanship of Paolo Franchetti, has resolved to propose to the **Extraordinary General Meeting of Shareholders, to be convened by approximately 5th July 2026**, that the Board be granted authority pursuant to Article 2443 of the Italian Civil Code to increase, on one or more occasions, the share capital against payment, including by excluding pre-emption rights pursuant to Article 2441, paragraphs 4 and 5 of the Italian Civil Code, through the issue of ordinary shares, for a maximum total amount of **€10,000,000.00 (ten million)**, including any share premium..

The proposed Delegation will concern the possibility, pursuant to Article 2443 of the Civil Code, of increasing the share capital, in one or more instalments, on a divisible basis, through the issue of ordinary shares: (i) to be offered on a rights basis to those entitled, pursuant to Article 2441, paragraph 1, of the Civil Code, against payment, establishing on each occasion the issue price of the ordinary shares to be issued and their dividend entitlement, or (ii) to be offered in whole or in part to third parties, excluding the right of option pursuant to Article 2441, paragraph 4, second sentence, and paragraph 5, of the Civil Code.

The Delegation will also include the power to determine, on a case-by-case basis, the issue price of ordinary shares, including any share premium, the date from which dividends are payable, the beneficiaries of the capital increase and the allocation ratio in the event of capital increases offered on a rights basis to the Company's eligible shareholders. It should be noted that, in accordance with the provisions of Article 2441(6) of the Italian Civil Code (where applicable), the issue price of the ordinary shares to be issued pursuant to the Delegation shall be determined, from time to time, by the Board of Directors, taking into account, amongst other things, general market conditions, the performance of Franchetti shares and market practice for similar transactions, with the power to apply a discount in line with such practice. To this end, the Board of Directors may, where appropriate, refer to the valuation methods most commonly recognised and used in professional practice, including at international level, subject to compliance with the relevant legislative and regulatory provisions.

The delegation must be exercised within 3 years of the date of the resolution.

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The total amount of the capital increase (including any share premium) authorised under the Delegated Powers may not, in any event, exceed a maximum total of **€10,000,000.00 (ten million)**, including any share premium.

The authorisation, within the scope of the proposed terms, enables the Company to benefit from greater flexibility and speed of execution, so as to identify, on a case-by-case basis, the transaction best suited to its needs in raising the financial resources required to support its growth trajectory, as well as to be able to seize, at the appropriate time, the most favourable conditions for carrying out extraordinary transactions where it is appropriate to act with particular urgency.

The funds raised through the exercise of the Delegation may be allocated not only to growth strategies but also to the optimisation of existing investments, as well as, more generally, to meeting any future financial requirements of the Company.

This press release is available on <https://www.franchetti.tech/investor-relations#ComunicatiStampaFinanziari> and www.linfo.it.

Franchetti S.p.A.

Franchetti S.p.A. is the head of the Franchetti Group, a pioneer in the field of management, diagnostics and predictive maintenance of infrastructures, bridges and viaducts in particular. Founded in 2013 in Arzignano (VI) with subsidiaries in Brazil and Canada, activities in the USA and India, Franchetti is an innovative SME that has operated on over 40,000 equivalent motorway and railway bridges worldwide. The Group boasts a technical and scientific curriculum that places it among the leading international experts in the sector. The activity is divided into two main business lines: diagnosis and therapy services for infrastructure maintenance with inspections and assessments, design of interventions and, construction management and ICT services for predictive planning of infrastructure maintenance. Franchetti has in fact developed two proprietary software that exploit the potential of artificial intelligence and predictive data analysis: Argan®, which makes it possible to estimate the life cycle of the infrastructure and therefore automatically derives the trend of the level of safety over time in the different scenarios and maintenance contexts, Pathwork®, which allows optimized management of road and motorway construction sites, infrastructures and for sustainable mobility and SIDECHECK®, able to intelligently compare the data collected relating to inspections, inspectors, planning, work estimates to make the evaluation process as objective and complete as possible.

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