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CASTA DIVA GROUP: The Ordinary Shareholders' Meeting of Casta Diva Group S.p.A. approved the financial statements for the year ended 31 December 2025 and the allocation of the result for the year, as well as examined the consolidated financial statements.

The number of members of the Board of Directors has been expanded to 7 with the entry of a new member.

Clarifications on deviations from Plan 23-26

Milan, 29 June 2026

Casta Diva Group (CDG:IM), SME listed on Euronext Growth Milan, active internationally in the communication sector, announces that the Shareholders' Meeting met today in ordinary session and on single call to discuss and resolve on the following

Agenda

1) Approval of the financial statements for the year ended 31 December 2025, accompanied by the report of the Independent Auditors. Presentation of the consolidated financial statements for the year ended 31 December 2025.
2) Allocation of the result for the year.
3) Expansion of the number of members of the Board of Directors from 6 to 7 and appointment of a new member of the Board of Directors.

APPROVAL OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025, ACCOMPANIED BY THE INDEPENDENT AUDITORS' REPORT. PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

The Shareholders' Meeting examined the consolidated financial statements as at 31 December 2025, the main economic and financial results of which were:

- **Revenues: Euro 132.9 million** (+9.0% compared to Euro 121.9 million as of December 31, 2024);
- **Value of Production: Euro 138.2 million** (+12.3% compared to Euro 123.1 million as of December 31, 2024);

- **EBITDA Adj.[1]: Euro 12.0 million** (+15.4% compared to Euro 10.4 million as of December 31, 2024), with **Adj. Margin EBITDA of 9.0%** (8.5% as of December 31, 2024);
- **EBIT: Euro 5.1 million** (in line with Euro 5.2 million as of December 31, 2024), with **an EBIT Margin of 3.7%** (4.2% as of December 31, 2024);
- **Adj EBIT: Euro 8.4 million** (+25.4% compared to Euro 6.7 million as of December 31, 2024), with **Adj EBIT Margin of 6.3%** (5.5% as of December 31, 2024);
- **Net result: Euro 0.7 million** (slightly down from Euro 0.9 million as of December 31, 2024);
- **Net Financial Debt: Euro 8.7 million** (an improvement compared to Euro 9.9 million as of June 30, 2025);
- **Shareholders' Equity: Euro 11.5 million** (+12.8% compared to Euro 10.2 million as of December 31, 2024).

The **Value of Production figure** as of December 31, 2025, amounted to Euro 138.2 million, increased compared to the previous year (+12.3% compared to Euro 123.1 million in 2024). This figure was also slightly higher (+1.3%) than the indication provided in the "2023-2026 Business Plan" (communicated on 4 December 2023, hereinafter the "Plan") for the year 2025 (Euro 136.4 million).

The Plan envisaged, on the one hand, the consolidation of the *Group's core business* on a like-for-like basis with an increase in the volumes generated by active customers and the further expansion of the customer base, and on the other hand, the organic penetration of complementary market segments (in particular local events, fashion shows, medical congresses, ceremonies and major events). In developing the activities outlined in the Plan, the Group has effectively implemented the strategy of entering the segments outlined, albeit favouring development by external lines to organic development.

The figure of the Production Value Plan is substantially in line, therefore, since the volumes originally assumed with internal resources were achieved through the acquired realities, rather than in addition to them.

The **Adjusted EBITDA** figure as of December 31, 2025, amounted to Euro 12.0 million, is higher than the figure for the previous year (+15.4% compared to Euro 10.4 million in 2024) and was lower than the Plan forecast (-17.8% compared to Euro 14.6 million).

This difference is attributable to the opportunity to grow through acquisitions rather than organically. In the hypothesis of organic growth, volumes would have been produced by the internal structure, while with the development by external lines the Company achieved the same revenues, compared to the entire cost structure of the acquired companies.

[1] Adjusted EBITDA is calculated gross of non-recurring costs of Euro 3.2 million, which mainly refer to expenses not directly related to core operations, such as expenses for due diligence, legal advice, year-end bonuses to employees, non-recurring corporate welfare, etc.

The result therefore reflects the replacement of volumes generated by a "*make*" policy with volumes generated by a "buy" policy, incorporating the operating costs of the target companies including structural costs that have not yet been optimized.

The Shareholders' Meeting approved the Financial Statements for the year ended 31 December 2025, which recorded:

- **Value of Production: Euro 4.7 million**, +260% on 2024 (Euro 1.3 million);
- **EBIT: Euro -0.1 million**, although an improvement compared to the 2024 figure (Euro -2.4 million);
- **Net Result: Euro 2.7 million**, an improvement of 19% compared to 2024 (Euro 2.2 million), thanks to optimization processes;
- **Shareholders' Equity: Euro 16.1 million**, an increase compared to the previous year (Euro 12.5 million), due to the subscription of the capital increase by Reload S.p.A. and the result for the year;
- **Net Financial Debt: Euro 5.2 million**, up compared to 2024 (net cash of Euro 0.03 million).

OUTLOOK

In light of the results achieved in the 2025 financial year and the strategic initiatives already underway, the management looks forward to the evolution of management in the current year with confidence. The Company confirms the economic targets (Value of Production and margins) for the 2026 financial year in line with the published Plan, on the basis of the progressive achievement of the synergies expected from the integration of the acquired companies and the development of the initiatives launched, including the strengthening of the presence in the Middle East markets, an area in which the Company has recently signed a memorandum of understanding with a local operator. As regards the Net Financial Position, it will physiologically reflect the cash absorption deriving from the extraordinary M&A transactions concluded, originally not included in the Plan's estimates. The Group will continue on its growth path, also through the possible evaluation of further targeted acquisitions, and will continue to enhance its specialized companies, each characterized by a precise vertical identity and distinctive skills in their respective reference markets. As of today, despite a geopolitical and macroeconomic context characterized by elements of uncertainty, the Company does not detect any significant impact on its businesses and will continue to carefully monitor the evolution of the external scenario.

ALLOCATION OF PROFIT FOR THE YEAR

With regard to the allocation of the result for the year, amounting to **Euro 2,651,815**, the Shareholders' Meeting resolved **to carry forward the profit for the year**.

EXPANSION OF THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS FROM 6 TO 7 AND APPOINTMENT OF A NEW MEMBER OF THE BOARD OF DIRECTORS

The Shareholders' Meeting, having examined the explanatory report of the Board of Directors and recalling Article 16 of the Articles of Association (which provides for a number of members of the Board of Directors between a minimum of 3 and a maximum of 9), resolved to **increase the number of members from 6 (six) to 7 (seven)** and to appoint Mr. Guido Palladini **as a new member with executive functions**.

It is established that the new director thus appointed will remain in office for the remaining term of office of the Board of Directors currently in office and, therefore, expires on the date of the Shareholders' Meeting called to approve the financial statements for the year ending 31 December 2027.

On the basis of the information available to the Company, as of today, Mr. Guido Palladini [holds 91,745 ordinary shares and 65,400 multiple-vote shares of the Issuer.

The appointment is based on the consideration that the current phase of the Group's development requires an *adequate governance* structure to support and stimulate business growth, also through the strengthening of managerial skills and strategic steering skills within the administrative body.

The *curriculum vitae* of the new member will be made available to the public in the terms and in the manner provided for by applicable legislation and the Articles of Association.

FILING OF DOCUMENTATION

The Minutes of the Shareholders' Meeting will be made available to the public within the terms and in the manner provided for by current legislation.

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Press release available on www.castadivagroup.com and www.emarketstorage.com.

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CASTA DIVA GROUP (CDG:IM - ISIN IT0005003782) is a multinational listed on Euronext Growth Milan active in the communication sector for the production of branded content, viral videos, digital content, films and live music entertainment. It is present on 4 continents with offices in 14 cities: Milan, Rome, Modena, London, Prague, Beirut, Istanbul, New York, Los Angeles, Buenos Aires, Montevideo, Cape Town, Dubai and Riyadh. The Group's brands are Casta Diva Pictures, Akita Film, E-Motion, G2 Eventi, Genius Progetti and Blue Note Milano. It represents the most extensive production network of advertising films and events in the world, built through an active and continuous interaction between the different offices and the experience of its professionals in digital communication and live entertainment. It is a talent hub capable of engaging Oscar winners and celebrities from all over the world and discovering and attracting new creative talents who guarantee the highest standards of excellence. Casta Diva Group and its managers have offered innovative and creative communication strategies to over 150 major brands, reinterpreting the rules of conventional communication. Since its foundation in 2005, the group has grown steadily and has been awarded more than 130 international awards, including the Mobius Award, LIA - London International Awards, EuBEA - European Best Event Awards and numerous Lions at the Cannes Lions International Festival of Creativity. He is the owner of Blue Note Milano (part of an international network), the most famous jazz club in continental Europe, opened in 2003, which in the headquarters of Via Borsieri (and beyond) produces over 300 shows a year, invoices about 26% of jazz revenues in Italy (source: Siae) and is a leading reality in the jazz scene worldwide.

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