

Press Release

**CY4GATE'S ORDINARY SHAREHOLDERS' MEETING**

- **Approved the Company's financial statements and examined the Group consolidated financial statements as at 31 December 2025, including the Consolidated Sustainability Report for the year 2025**
- **Approved the destination of the result for the period**
- **Appointed the New Board of Directors**
- **Appointed the New Board of Statutory Auditors**
- **Approved the authorisation to purchase and dispose treasury shares**
- **Approved the remuneration policy for the financial year 2026 contained in the first section of the Report on the policy regarding remuneration and fees paid and voted in favour of the second section of the Report**
- **Approved the long-term stock incentive plan for the 2026–2028 period pursuant to Article 114-bis of TUF**

Rome, April 28, 2026 - **CY4GATE Group (CY4.MI)**, national and European player in cyber security and cyber intelligence announces that the ordinary Shareholders' Meeting met today under the chairmanship of Mr. Enrico Peruzzi. Shareholders' Meeting is convened exclusively by telecommunication means and by participation of the Shareholders exclusively through the Appointed Representative, in accordance with the applicable provisions of law and the Articles of Association.

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APPROVAL OF THE COMPANY'S FINANCIAL STATEMENTS, PRESENTATION OF THE GROUP CONSOLIDATED FINANCIAL STATEMENTS, INCLUDING THE CONSOLIDATED SUSTAINABILITY REPORT, AS AT 31 DECEMBER 2025

The Annual Shareholders' Meeting approved the financial statements of the parent company, Cy4Gate S.p.A., as of December 31, 2025.

**Financial statements as at 31 December 2025**

The parent company Cy4Gate S.p.A. recorded operating revenues of € 18.0 million (€ 22.0 million in 2024) and a value of production of € 20.0 million (€ 24.9 million in 2024) and an EBITDA of -€ 4.8 million (€ 1.4 million as of December 31, 2024). The loss for the year amounted to € 13.8 million (loss of € 5.9 million in 2024).

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ALLOCATION OF THE 2025 FINANCIAL YEAR RESULT

The Shareholders' Meeting approved to carry forward the loss of €13,871,762.00.

The Ordinary Meeting took note of the Consolidated Financial Statements and the Sustainability Report relating to the 2025 financial year.

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### Consolidated Financial Statements to 31 December 2025 including the Consolidated Sustainability Report

**Operating revenue** totaled € 99.1 million, representing a 37% increase (€ 72.4 million in 2024), while the **value of production**, at € 101.5 million, rose by 35% (€ 75.1 million in 2024). **EBITDA** amounted to € 20.8 million (€ 11.6 million in 2024), with an **EBITDA margin** of 20.4%. The **net loss** for the year is € 8.0 million (net loss of € 6.6 million in 2024). The **net financial position** is negative by € 13.8 million, an improvement of € 17.1 million compared to December 31, 2024 (€ 30.9 million).

In addition, pursuant to Legislative Decree No. 125 of 6 September 2024, transposing the so-called Corporate Sustainability Reporting Directive (CSRD), the Parent Company has prepared consolidated sustainability reporting integrated into the annual financial report (by inclusion in a separate section of the management report), which contains the information necessary for understanding how sustainability issues affect the Group's performance, results and position. The Cy4Gate Group's primary commitment remains to ensure the creation and preservation of value for all stakeholders through the responsible and sustainable management of its operations. The Group focuses its efforts on supporting growth, innovation, and social responsibility, with a particular emphasis on strengthening its internationalization strategy with the goal of establishing a European center of excellence in the cybersecurity sector. At the same time, the Group consistently promotes innovation and supports the development of domestic entrepreneurship in the cybersecurity field, thereby contributing to the growth of the technological and digital ecosystem. Finally, the Group reaffirms its commitment to sustainability and respect for human rights by adhering to and promoting the principles of the United Nations Global Compact, with the goal of building a digital environment that is increasingly sustainable, inclusive, and respectful of fundamental rights.

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### APPOINTMENT OF THE NEW BOARD OF DIRECTORS

Based on the four lists submitted, the Shareholders' Meeting appointed the new Board of Directors, whose term will expire upon approval of the financial statements as of December 31, 2028, with the election of 6 members from List No. 1 submitted by Elettronica S.p.A., which holds 9,045 912 ordinary shares, equal to approximately 38.38% of the share capital, and 2 members from list no. 2 submitted by TEC Cyber S.p.A., which holds 3,809,524 ordinary shares, equal to approximately 16.16% of the share capital and 1 member from List No. 3 submitted by a Group of asset management companies and institutional investors, holding a total of 1,324,315 shares, equal to approximately 5.62% of the share capital, for a total of 9 Board members.

The new Board of Directors is composed as follows:

- Enrico Peruzzi
- Emanuele Galtieri
- Domitilla Benigni
- Alessandra Bucci
- Anna Polico
- Alessandro Chimenton

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*From List No.1;*

- Roberto Ferraresi
- Maria Giovanna Calloni

*From List No.2*

and

- Roberta Berlinghieri

*From List No.3*

The Shareholders' Meeting also appointed Mr. Enrico Peruzzi as Chairman of the Company's Board of Directors. The resumes of the board members and other supporting documentation are available at the Company's registered office and on the Company's website at <https://www.cy4gate.com/en/company/governance/shareholders-meeting/year-2026/>

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### APPOINTMENT OF THE NEW BOARD OF AUDITORS

Based on the three lists submitted, respectively, by the shareholder Elettronica S.p.A., which holds 9,045,912 common shares, representing approximately 38.38% of the share capital, by the shareholder Tec Cyber S.p.A., which holds 3,809,524 ordinary shares, equal to approximately 16.16% of the share capital, and by a group of asset management companies and institutional investors, holding a total of 1,324,315 shares, equal to approximately 5.62% of the share capital, the Shareholders' Meeting appointed the new Board of Statutory Auditors, consisting of 3 standing auditors and 2 alternate auditors, setting their respective compensation, which will expire upon approval of the financial statements as of December 31, 2028.

The new Board of Statutory Auditors is composed as follows:

Standing auditors

- Stefano Fiorini
- Daniela Delfrate
- Paolo Grecco

Alternate auditors

- Enrico Ascione
- Lorenzo Taglione

The Shareholders' Meeting also appointed Mr. Stefano Fiorini as Chairman of the Company's Board of Statutory Auditors.

The resumes of the statutory auditors and other supporting documentation are available at the Company's registered office and on the Company's website at <https://www.cy4gate.com/en/company/governance/shareholders-meeting/year-2026/>

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### AUTHORIZATION TO PURCHASE AND DISPOSE OF TREASURY SHARES

The Shareholders' Meeting resolved to revoke, with respect to the portion not yet executed as of the date of the Meeting, the authorization granted to the Board of Directors to purchase treasury shares, as approved by the Meeting on November 26, 2024, and, at the same time, to authorize the purchase and disposal of treasury shares for a total period of 18 months starting from the date of authorization by the Meeting itself. Specifically, the purchase of treasury shares may take place, in one or more transactions, up to a maximum of 454,643 shares, representing 1.93% of the Company's share capital as of the date of the meeting, pursuant to Articles 2357 and 2357-ter of the Italian Civil Code and under the following terms and conditions:

- shares may be purchased until the end of the eighteenth month following the date of the shareholders' meeting resolution; the final purchase made by that date must involve a number of shares sufficient to ensure compliance with the total authorized limit;
- at a price not more than 10% higher and not less than 10% lower than the official stock market prices recorded in the trading session preceding each individual transaction and, in any case, at a price not exceeding the higher of the price of the last independent transaction and the price of the highest current independent buy offer at the trading venue where the purchase is made;
- the purchase may be carried out in accordance with any of the methods provided for and permitted by applicable regulations, including Regulation (EU) No. 596/2014 and its implementing provisions, as well as, where applicable, market practices permitted and recognized by Consob.

The main objectives underlying this authorization are as follows: (i) to use the shares held in the portfolio (including through exchange, swap, contribution, sale, or other disposition) in connection with extraordinary transactions related to the implementation of potential industrial and financial projects or in connection with extraordinary financing transactions, consistent with the strategic objectives the Company intends to pursue; (ii) to fulfill obligations arising from stock option programs or other stock grants to employees or members of the administrative or supervisory bodies of the Company or of subsidiaries or affiliates, within the scope of existing equity-based incentive plans and any future equity incentive plans, in accordance with the compensation policies adopted by the Company; (iii) to enhance shareholder value, including by improving the Company's financial structure and through the possible subsequent cancellation of treasury shares without reducing the share capital, in compliance with the necessary corporate requirements; and (iv) carry out transactions to support the liquidity of the Company's shares, so as to facilitate the smooth conduct of trading and avoid price movements inconsistent with market trends, as well as to normalize trading and price trends in the face of temporary distortions linked to excessive volatility or low trading liquidity.

The disposal of treasury shares purchased pursuant to the resolution adopted by the Shareholders' Meeting may be carried out in one or more transactions in compliance with applicable laws, regulations, and current accepted practices. There is no time limit on the disposal of treasury shares.

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For further information, please refer to the Board of Directors' explanatory report on the agenda of the ordinary General Meeting, available on the Company's website at <https://www.cy4gate.com/en/company/governance/shareholders-meeting/year-2026/>

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### REPORT ON REMUNERATION POLICY AND FEES PAID

The Ordinary Shareholders' Meeting examined the report on remuneration and fees paid pursuant to the art. 123-ter TUF and 84-quater of Consob Regulation no. 11971 of 14 May 1999, to approve the 2026 remuneration policy pursuant to the first section of the Report and to express a favorable vote on the second section of the abovementioned Report on compensation paid in 2025 or relating to them.

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### 2026–2028 LONG-TERM STOCK PLAN

The Ordinary Shareholders' Meeting resolved to approve, pursuant to and for the purposes of Article 114-bis of Legislative Decree No. 58 of February 24, 1998, the adoption of the 2026–2028 long-term equity plan entitled "2026–2028 Stock Grant Incentive Plan," with the characteristics (including conditions and implementation requirements) set forth in the Board of Directors' explanatory report and in the information document made available prior to the Meeting in accordance with the law.

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### **FILING OF DOCUMENTATION**

The Minutes of the Meeting and the Summary Report of the votes will be made available to the public within the legal deadlines at the registered office, as well as by publication on the website [www.cy4gate.com](http://www.cy4gate.com) in the "Governance/Shareholders' Meeting/Year 2026" section on the Borsa Italiana website [www.borsaitaliana.it](http://www.borsaitaliana.it) and on the authorized storage mechanism [www.1info.it](http://www.1info.it).

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This press release is available on the "1info" storage mechanism ([www.1info.it](http://www.1info.it)) and on the Company's website [www.cy4gate.com](http://www.cy4gate.com)

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#### **About Cy4Gate Group**

The Company was founded in 2014 to meet an unconventional demand for cyber security. Listed on Euronext Growth Milan in June 2020, CY4Gate S.p.A. has also been listed on the Euronext Milan Star segment since June 2023. CY4Gate S.p.A. was conceived to design, develop and manufacture technologies and products, systems and services that meet the most stringent and modern "Cyber Intelligence & Cyber Security" requirements expressed by Law Enforcement Agencies, Armed Forces, Institutions and Companies, both at home and abroad. Representing a unique Italian industrial project, CY4Gate S.p.A. operates in all facets of the cyber market, with proprietary products that meet both information collection and analysis and security needs: QUIPO in the world of Decision Intelligence; RTA, Diateam and XTN in the world of Cyber Security.

#### **For further information:**

**Specialist**  
Equita SIM S.p.A.

**Investor Relation CY4Gate S.p.A.**  
Emanuele Galtieri, Investor Relator [investors@cy4gate.com](mailto:investors@cy4gate.com)

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Marco Clerici +39 335 775 0702 [m.clerici@equita.eu](mailto:m.clerici@equita.eu)

### Investor Relation e Media Relations

#### CDR Communication

Silvia Di Rosa: +39 335 786 4209 [silvia.dirosa@cdr-communication.it](mailto:silvia.dirosa@cdr-communication.it)  
Luca Gentili: +39 348 292 0498 [luca.gentili@cdr-communication.it](mailto:luca.gentili@cdr-communication.it)  
Angelo Brunello: +39 329 211 7752 [angelo.brunello@cdr-communication.it](mailto:angelo.brunello@cdr-communication.it)  
Marianna Tremolada: +39 348 242 3039 [marianna.tremolada@cdr-communication.it](mailto:marianna.tremolada@cdr-communication.it)

#### **CY4GATE S.p.A. – Part of ELT**

Registered Office Via Coponia 8 – 00131 Rome  
Share Capital 1,441,499.94 euro  
Rome Business Register, Tax Code, VAT no. 13129151000  
REA RM-1426295  
[www.cy4gate.com](http://www.cy4gate.com) – [www.elettronicagroup.com](http://www.elettronicagroup.com)