

EDILIZIACROBATICA S.p.A
Headquarters in Milan - Via Turati, 29
Share capital Euro 842,288.50 iv
Tax Code and Company Register of Milan Monza Brianza and Lodi

n. 01438360990

Minutes of the ordinary shareholders' meeting

of the day April 29, 2025

In the year two thousand and twenty-five, on the 29th day of the month of April at 4:00 p.m., at the administrative headquarters of the company, in Genoa, Viale Brigade Partigiane n. 18, the ordinary meeting of the company EdiliziAcrobatica SpA (the **Company**) met, following a regular call, to discuss and deliberate on the following

AGENDA

1. examination and approval of the financial statements of EdiliziAcrobatica SpA closed on 31 December 2024, including the report of the Board of Directors on the performance of operations, the report of the Board of Statutory Auditors, and the report of the independent auditors; presentation of the consolidated financial statements as of 31 December 2024; related and consequent resolutions;
2. resolutions relating to the allocation of the 2024 financial year result; related and consequent resolutions.

Pursuant to Article 14 of the Company's Articles of Association, he assumes the presidency of the ordinary assembly (hereinafter **the Assembly**) Dr. Riccardo Banfo (the **President**) who, with the consent of those present, calls Avv. Martina Lacalamita (the **Secretary**) to act as **Secretary**, who accepts.

The President after having acknowledged and noted that:

1. the Company is not subject to the discipline provided for companies listed on regulated markets contained in Legislative Decree no. 58/1998 and subsequent amendments and additions (the **TUF**), nor to that contained in the Consob Regulation adopted with resolution no. 11971/1999 and subsequent amendments and additions, as:
 - a. the Company's shares are traded on Euronext Growth Milan, a multilateral trading facility organised and managed by Borsa Italiana S.p.A.

Italiana SpA, with specific regulations (the ***“EGM Issuers Regulation”***);

b. except as above, the Company is subject to the discipline of issuers of financial instruments distributed to the public in a significant manner according to the parameters set by art. 2-bis of the Issuers Regulation Consob;

2. the Meeting was convened by means of a notice of call published in full on the company website *www.acrobaticagroup.com* in the specific *“Investors”* section and, in extract, in the Official Journal of the Republic, on 12 April 2025, pursuant to the law and Article 12 of the Statute;
3. the other information requirements set out in the Civil Code and the EGM Issuers Regulation have been duly fulfilled, by making the documentation required by current legislation available to the public at the Company's administrative headquarters and on the Company's website within the legal deadlines;
4. Pursuant to art. 106 of Legislative Decree 17 March 2020, n. 18, converted into law with amendments by Law 24 April 2020, n. 27, the effectiveness of which was lastly extended by Law n. 202/2024 (*“Milleproroghe Decree”*), converted with amendments by Law no. 15/2025, participation in today's Assembly by those who have the right to vote takes place exclusively through remote participation via the telecommunication medium *“Microsoft Teams”*; 2
5. present for the Board of Directors, in addition to the President, the administrator Simone Muzio, while the administrator Fortunato Seminara, CEO Anna Marras and independent director Marco Caneva are connected via video conference;
6. the effective auditors Dr. Francesco Cinaglia and Dr. Giorgio Frediani are present for the Board of Auditors, while the President Dr. Fabio Coacci is connected via audio-video conference, people whose identity the President confirms he has verified;
 - the following members are present, in person and by proxy:
 - ARIM Holding Sarl., holder of 6,116,386 ordinary shares, in its capacity as full owner of 5,606,386 shares, equal to 66.56% of the share capital of the Company and as bare owner of 510,000 shares, equal to 6.05% of the share capital represented by the Directors Anna Marras and Riccardo Banfo;
 - Mrs. Anna Marras, owner of 40,300 shares with voting rights, equal to 0.47% of the share capital;

➤ AZ FUND 1 AZ ALLOCATION PIR ITALIAN EXCELLENCE 70, holder of n. 71,211 shares with voting rights, equal to 0.84% of the share capital, represented by Mr. Stefano Rognoni, by virtue of the proxy dated 21 April 2025 which, subject to verification of its regularity, remains acquired in the corporate documents;

➤ EURIZON ITALIAN FUND – ELTIF, holder of n. 34,388 shares with voting rights, equal to 0.40% of the share capital, represented by Mr. Stefano Rognoni, by virtue of the proxy dated 23 April 2025 which, subject to verification of its regularity, remains acquired in the corporate documents;

➤ SCAGLIARINI DAVIDE, holder of n. 575 shares with voting rights, equal to 0.006% of the share capital;

➤ PELOSI FERRUCCIO, holder of n. 304 shares with voting rights, equal to 0.003% of the share capital;

VOETOLINI GIORGIO, holder of n. 150 shares with voting rights, equal to 0.001% of the share capital; for a total number of shares 6,263,314 out of 8,422,885 equal to 74.36% of the share capital;

7. all shareholders present have sent the Company a specific communication issued by the authorised intermediary, on the basis of their accounting records, which certifies their entitlement to participate and vote as provided for in the notice of the meeting;

8. the share capital of the Company subscribed and fully paid up as of today is Euro 842,288.50, represented by no. 8,422,885 ordinary shares, all without nominal value as per Article 3 of the Company's Bylaws; each ordinary share entitles the holder to one vote in the ordinary and extraordinary meetings of the Company. As of today the Company holds no. 27,190 own shares, equal to 0.32% of the share capital; pursuant to art. 2357-ter, second paragraph, of the Civil Code, the voting rights of own shares are suspended, without prejudice to the provisions of article 2368, third paragraph of the Civil Code, referred to in art. 2357-ter, second paragraph, last period, of the Civil Code, pursuant to which, in companies that resort to the risk capital market, shares for which the right to vote cannot be exercised – treasury shares – are counted for the purposes of the regular constitution of the meeting. The same shares are not counted for the purposes of calculating the majority and the share of capital required for the approval of the relevant resolutions;

9. the Company having acquired the qualification of issuer of financial instruments distributed among the public in a significant manner according to the parameters set by art. 2-bis of the 3

Consob Issuers Regulation, pursuant to art. 2325-bis and art. 2325-ter of the Civil Code, the same also qualifies as a company that uses the risk capital market with consequent application of the relevant provisions of the Code. Therefore, in the first call, the ordinary meeting of the Company is regularly constituted when at least half of the share capital is represented and deliberates by an absolute majority of the share capital represented by ordinary shares with the right to vote present at the meeting; therefore, the quorum for the present Meeting must be calculated on no. 8,422,885 ordinary shares while the quorum for deliberation must be calculated on 5,753,314 ordinary shares (i.e. the shares corresponding to the share capital represented in today's meeting with the right to vote);

10. the only "significant shareholder" of EdiliziAcrobatica SpA pursuant to the EGM Issuers Regulation, as of today, is ARIM Holding Sarl. with no. 6,116,386 shares, equal to 72.62% of the share capital;
11. the Company is not aware of the existence of parasocial agreements pursuant to of Article 2341-bis of the Civil Code;
12. pursuant to and for the purposes of Legislative Decree no. 196/2003 and subsequent amendments and additions as well as EU Regulation 2016/679 (**GDPR**), the personal data of shareholders, necessary for participation in the Meeting, will be processed by the Company as data controller for purposes strictly connected to the execution of the assembly and corporate obligations in such a way as to guarantee, in any case, the security and confidentiality of the data.
Such data may be communicated to the subjects to whom such communication is due based on the law, regulation or community provisions. Each interested party may exercise the rights provided for by art. 15 et seq. of the GDPR;
13. the agenda is known and accepted by all those present and no questions on the items on the agenda or requests for additions to the same have been received by the Company prior to the meeting.

DECLARE

the Assembly legally constituted and valid to deliberate on the matters on the agenda.

On the first item on the agenda, the President illustrates to those present, who declare that they have received it before now, the draft financial statement of the Company as of 31 December 2024, consisting of the balance sheet, income statement and note explanatory memorandum, as well as the management report of the Board of Directors, the report of the Board of Statutory Auditors and the Auditing Company.

The President also recalls that, pursuant to the law and the Statute, the ordinary meeting for the approval of the financial statements must be convened, at least once a year, within one hundred and twenty days of the end of the financial year, or within one hundred and eighty days in the presence of the conditions required by law (art. 2364, paragraph 2, of the Civil Code).

The President briefly illustrates the draft financial statements and consolidated financial statements closed on 31 December 2024, highlighting in particular that the financial statements closed with a net profit for the year of Euro 1,281,105.88 (one million two hundred and eighty-one thousand one hundred and five/88), while the consolidated balance sheet shows a consolidated net loss of Euro 2,801,763.00 (two million eight hundred and one seven hundred and sixty-three/00).

Once the presentation of the draft budget has been completed, the President takes the floor, recalling that all the documentation, including among other things, the draft financial statement, including the management report of the Board of Directors, Administration, the report of the Board of Statutory Auditors and the report of the Auditing Company, together with the consolidated financial statements and the related report of the auditing company, have been made available to the public at least 15 days before the date of today's Meeting on the Company's website at the address www.acrobaticagroup.com (*Investors section – Shareholders Meetings*) as well as on the website www.borsaitaliana.it (Shares/Documents section).

At this point, the President, in reference to what has already been reported in the Explanatory Report made available to the Directors, Auditors and Shareholders, having noted that no other proposals for resolutions have been received with respect to those formulated by the Board of Directors and contained in the explanatory report nor that any of the participants, even following an express invitation to do so, intend to formulate others, the proposed resolution is then put to the vote.

“The Shareholders' Meeting of EdiliziAcrobatica SpA:

- having considered the Explanatory Report of the Board of Directors,*
- having examined the financial statements for the year ended 31 December 2024,*
- having taken note of the Report on the progress of the management of the Board of Directors Administration, the Report of the Board of Statutory Auditors and the Report of the Auditing Company,*
- having taken note of the consolidated financial statements as of 31 December 2024,*

RESOLUTION

- 1. to approve the financial statements for the year ended 31 December 2024, which show a useful net income equal to Euro (one million two hundred and eighty-one thousand one hundred and five/ 88) as presented by*

Board of Directors as a whole, as well as the related Management Report prepared by the Board of Directors;

2. to take note of the consolidated financial statements of the Group as at 31 December 2024 and of the related accessory documentation;

3. to confer on the Board of Directors and on its behalf severally to the Directors pro tempore, with free and separate signature and with the power to sub-delegate for individual acts or for categories of acts, within the limits of the law, every broadest power to give complete and integral execution to the resolutions referred to in the previous points, as well as to make, where necessary, formal additions, modifications and deletions that may be required by the competent authorities for the registration of the resolution in the Company Register.”

The proposal is approved with the favorable vote of no. 5,753,314 shares out of no. 5,753,314, equal to 100% of the share capital represented at the meeting with voting rights.

On the second item on the agenda, the President explains to those present that the financial statements of EdiliziAcrobatica SpA as of 31 December 2024 close with a financial profit of Euro 1,281,105.88 (one million two hundred and eighty-one thousand one hundred and five/88). Having said all of the above, the President proposes to allocate the operating profit of Euro 1,281,105.88 (one million two hundred and eighty-one thousand one hundred and five/88) as follows:

- as for Euro 2,113.20 (two thousand one hundred and thirteen/20) to the legal reserve;
- hundred and at the difference, equal to 1,278,992.68 to - Euroas much as (one million two seventy-eight thousand nine hundred and ninety-two/68) in profits reported to new.

At this point, the President, in reference to what has already been reported in the Explanatory Report made available to the Directors, Auditors and Shareholders, having noted that no other proposals for resolutions have been received with respect to those formulated by the Board of Directors and contained in the explanatory report nor that any of the participants, even following an express invitation to do so, intend to formulate others, the proposed resolution is then put to the vote.

“The Assembly of EdiliziAcrobatica SpA,

having examined the financial statements for the year ended 31 December 2024, in the draft presented by the Board of Directors and accompanied by the related reports presented by the Board of Directors, the Board of Statutory Auditors and the Auditing Company, which shows a net profit for the year of 1,281,105.88 (one million two hundred and eighty-one thousand one hundred and five/ 88);

having examined the explanatory report of the Board of Directors;

RESOLUTION

1. of to allocate the useful For Euro 1,281,105.88

(one million two hundred eighty-one thousand one hundred five/ 88) as follows:

- *as for Euro 2,113.20 (two thousand one hundred and thirteen/ 20) to the legal reserve;*
- *as for the difference, equal to Euro 1,278,992.68 (one million two hundred and seventy-eight thousand nine hundred and ninety-two/68) of profits reported to new.*

The proposal is approved with the favorable vote of no. 5,753,314 shares out of no. 5,753,314, equal to 100% of the share capital represented at the meeting with voting rights.

There being nothing else to deliberate and no one asking to speak, the President declared the Assembly closed at 4.45 pm.

The President

Dr. Riccardo Banfo

The Secretary

Avv. Martina Lacalamita