

PRESS RELEASE

- **Board of Directors initiates procedure for transcription of the minutes of the December 28, 2024 Extraordinary Shareholders' Meeting in CCIA**
- **Adopted policy of dialogue with shareholders**

Rome, January 28, 2025 - Olidata S.p.A. (the “**Company**”), a system integrator at the head of a leading group in the IT sector in Italy (the “**Olidata Group**”), with shares listed on the Euronext Milan market organized and managed by Borsa Italiana, announces that on January 9, 2025, Notary Public Alessandro Di Zillo, who notarized the Minutes of the Extraordinary Shareholders' Meeting of December 28, 2024, formally notified the Company of his intention not to request registration of the resolutions referred to in Item 4 of the aforementioned Shareholders' Meeting with the Companies Register. Specifically, these resolutions, which were unanimously approved by the Shareholders' Meeting, had to do with a voluntary reduction of the share capital (see Explanatory Report and Minutes of the Shareholders' Meeting available on the Company's website in the *Investor Relations Section - Shareholders' Meeting - December 28, 2024* - <https://olidata.com/tag/assemblea-28-dicembre-2024/>).

In this regard, the President immediately activated an interlocution with the Notary Public, aimed at clarifying the reasons for this refusal, receiving as clarification, in summary: (i) that for the resolutions taken would not have been “*fulfilled the conditions established by law, specifically by Article 2445 Civil Code, which does not contemplate the indicated modalities for the execution of said reduction*”; and (ii) that “*capital reductions with modalities other than the creation of an available reserve - as in the case at hand through the creation also of a legal reserve, therefore non-distributable - are practicable but with the consent of 100% of the share capital (so that each shareholder can express himself and can personally abdicate his right to repayment codified by the aforementioned art. 2445 c.c.)*”

Therefore, the Notary Public justified the refusal to transcribe the resolutions passed by the Shareholders' Meeting, in summary, arguing that the necessary quorum (i.e. unanimity of shareholders) would not be achieved.

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In this regard, the Board of Directors, with the support of the attorneys assisting the Company, vice versa believes that the majorities required by law for extraordinary shareholders' meeting decisions are sufficient to approve the reduction of the share capital in the manner provided for by the resolutions passed on December 28, 2024; moreover - the Notary Public could well have raised the exception at the shareholders' meeting at the outcome of the voting and not subsequently.

In light of the above, today the Board of Directors resolved to promote a complaint pursuant to Article 2436 of the Italian Civil Code before the Court of Rome, in order to assess the legitimacy of the Shareholders' Meeting resolution of December 28, 2024 and the subsequent denial of registration by the disbursing Notary Public in the exercise of its homologating power, to be proposed within 30 days from the communication of the denial occurred on January 9, 2025, conferring to the Managing Director, Dr. Claudia Quadrino, the power to raise the objection at the Shareholders' Meeting. ssa Claudia Quadrino, the broadest powers to undertake all initiatives necessary for the proposition and defense of the appeal, including the powers to represent in court, to settle and to perform all necessary and appropriate acts.

In addition, the Board of Directors has adopted the Shareholder Dialogue Policy, which is posted on the company's website and at the 1info storage mechanism at www.1info.com.

This press release is available on the company's website at www.olidata.com and from the authorized storage mechanism 1Info at www.1info.it

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