



Ordinary General Shareholders' Meeting
October 27th, 2025 (single call) at 9.00 a.m.

Directors' explanatory report on the first item on the agenda of the Ordinary General Shareholders' Meeting: "Financial Statements as of June 30th, 2025 and proposal for the allocation of the fiscal year operating result"

Please consider this is an Italian to English translation and that the Italian version shall always prevail in case of any discrepancy or inconsistency

Item no. 1 on the agenda

“Financial Statements as of June 30th, 2025 and proposal on the allocation of the fiscal year operating result:

1.1 approval of the Financial Statements as of June 30th, 2025 and the Directors’ Report; approval of the Board of Statutory Auditors Report and the Audit Report; presentation of the Consolidated Financial Statements as of June 30th, 2025;

1.2 allocation of Digital Bros S.p.A. net result for the fiscal year”

Dear Shareholders,

Please refer to the Directors’ Report accompanying the Financial Statements as of June 30th, 2025 made available to the shareholders and published in accordance with the Law.

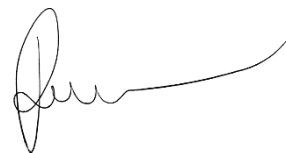
If you agree with the proposal submitted by the Board of Directors, we recommend the following resolution:

Proposed resolution

“The Shareholders’ General Meeting, having considered the reports submitted by the Board of Statutory Auditors and the Audit Firm concerning the Financial Statements as of June 30th, 2025 as well as the Consolidated Financial Statements as of June 30th, 2025 and the accompanying reports, hereby resolve to approve:

- *the Directors’ Report;*
- *the Financial Statements as of June 30th, 2025 in its parts and in its entirety, which reports a net profit for the year of Euro 144,461.76;*
- *to allocate the net profit to Retained Earnings.*

Milan, September 25th, 2025



DIGITAL BROS S.P.A.

CHAIRMAN OF THE BOARD OF DIRECTORS

signed ABRAMO GALANTE

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