

## **EDGELAB S.p.A.**

Registered Office: Via della Ferriera 1, 57037 Portoferraio (LI), Italy

Tax Code and VAT No.: 01668200494

Share Capital: € 76,913 fully paid-in | REA: LI 147515

### **Explanatory Report of the Board of Directors**

#### **Ordinary Shareholders' Meeting – April 29, 2026**

Dear Shareholders,

Following the notice of call published in *Italia Oggi* and on the Company's website, the Ordinary Shareholders' Meeting of EdgeLab S.p.A. has been convened on April 29, 2026, at 14:30 (CEST), exclusively by means of telecommunication, to discuss and resolve upon the following:

#### **AGENDA**

1. Approval of the financial statements as at December 31, 2025;
2. Coverage of the loss for the year through the use of available reserves;
3. Ratification of the adjustment of the remuneration of the independent director Mr. Bertolo Nardini.

#### **Item 1 on the Agenda**

##### **Approval of the financial statements as at December 31, 2025 and related resolutions**

Dear Shareholders,

The Board of Directors submits for your approval the financial statements as at December 31, 2025, prepared in accordance with Italian accounting principles and the provisions of the Italian Civil Code, as well as in compliance with the regulations applicable to companies admitted to trading on Euronext Growth Milan.

The financial statements, together with the Management Report, the Notes to the Financial Statements, the Cash Flow Statement and the reports of the Board of Statutory Auditors and the Independent Auditors, show a loss for the year amounting to Euro 680,868.

The 2025 financial year reflects a transition phase towards full industrialization of the Company, characterized by the completion of key technological development activities and the strengthening of production capacity.

The financial statements have been duly filed at the Company's registered office, published in accordance with applicable regulations, and made available to the Shareholders.

### **Proposed resolution**

The Shareholders' Meeting resolves to approve the financial statements as at December 31, 2025, together with all accompanying documents, as presented by the Board of Directors.

### **Item 2 on the Agenda**

#### **Coverage of the loss for the year**

Dear Shareholders,

The financial statements as at December 31, 2025 show a loss for the year amounting to Euro 680,868.

The Board of Directors proposes to fully cover such loss through the use of the extraordinary reserve, which is available and sufficient within the Company's equity.

#### **Proposed resolution**

The Shareholders' Meeting resolves to cover the loss for the year amounting to Euro 680,868 through the use of the extraordinary reserve.

### **Item 3 on the Agenda**

#### **Ratification of the adjustment of the remuneration of the independent director Mr. Bertolo Nardini**

Dear Shareholders,

The Board of Directors submits for your ratification the adjustment of the annual gross remuneration of the independent director Mr. Bertolo Nardini, redefined at Euro 10,000 gross per year, in addition to any applicable statutory charges, in consideration of the evolution of the role, the different contractual framework, as well as the responsibilities and duties associated with the position.

Such adjustment has been deemed appropriate and consistent with the Company's governance structure, also in light of its growth path and the obligations arising from its status as a company admitted to trading on Euronext Growth Milan.

**Proposed resolution**

The Shareholders' Meeting resolves to ratify the annual gross remuneration of the independent director Mr. Bertolo Nardini, set at Euro 10,000 gross per year, in addition to any applicable statutory charges, as resolved by the Board of Directors.

**Closing**

Portoferraio, April 10, 2026

On behalf of the Board of Directors

A handwritten signature in black ink, appearing to read "Michele Lodi". The signature is written in a cursive style with a large initial "M" and a long, sweeping underline.

**The Chairman**