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Oggetto : NSP Shareholders meeting ENG

<p><i>Testo del comunicato</i></p>

Vedi allegato.

PRESS RELEASE**ORDINARY SHAREHOLDERS' MEETING OF NEOSPERIENCE****DOUBLE-DIGIT SALES GROWTH +15.8%**

The Ordinary Shareholders' Meeting approved the financial statements of Neosperience S.p.A. as at 31 December 2022, the directors' report on operations and the proposed allocation of net profit.

The number of members of the board of directors from the current 6 to 9 has also been approved, with the appointment of 3 new members of the board of directors and determination of the relative remuneration.

The Board of Statutory Auditors was appointed for the three financial years 2023-2025, as well as conferred to BDO the assignment of financial audit of the accounts pursuant to Articles 13 and 19-bis of Legislative Decree 39/2010.

The Board of Directors has presented the consolidated financial statements as of December 31, 2022, which recorded:

- Revenues of Euro 21.0 million compared to Euro 18.2 million in 2021 (+15.8%)
- EBITDA of Euro 6.4 million (31% of turnover) compared to Euro 5.9 million in 2021 (+8%)
- EBIT of Euro 1.50 million compared to Euro 1.48 million in 2021 (+2%)
- Group net profit of Euro 675 thousand, compared to Euro 597 thousand in 2021 (+13%)
- Shareholders' equity of Euro 32.5 million, compared to Euro 23.3 million at the end of 2021 (+39%)
- Net financial position equal to Euro 11.6 million, compared to Euro 8.8 million in June 2022
- Strong focus for the rationalization of the group following the 11 strategic acquisitions completed over the last 4 years; after the incorporation of 5 subsidiaries in the parent company completed in 2022, significant savings in G&A costs and a relevant streamlining in operating procedures are expected in the coming years.

Milan, 15 May 2023 –The Ordinary Shareholders' Meeting of Neosperience S.p.A. ("Neosperience" or the "Company"), an innovative software vendor and reference player in Artificial Intelligence, listed

on Euronext Growth Milan since 20 February 2019, was regularly held today, on second call, at the registered office of the Company.

Nine shareholders participated in the Shareholders' Meeting for a total share of 43.91% of the Company's capital.

The Shareholders' Meeting has approved the financial statements of Neosperience S.p.A. as of 31 December 2022, the allocation of net profit and presented the consolidated financial statements as at 31 December 2022

The Shareholders' Meeting approved the Company's statutory financial statements for the year ended 31 December 2022, as proposed by the Board of Directors on 30 March 2023 and already disclosed to the market (Press Release of 30 March 2023).

During the Shareholders' Meeting, the main data relating to the consolidated financial statements for the year ended 31 December 2022 were presented.

The Shareholders' Meeting also approved the proposal to allocate the net profit of Neosperience SpA equal to Euro 1.251.850: a) for Euro 21.752 to the legal reserve; b) for Euro 1.230.098 to the extraordinary reserve.

Integration of the number of members of the board of directors from the current 6 to 9; appointment of 3 new members of the board of directors and determination of the related remuneration

The Shareholders' Meeting appointed an additional 3 members of the Board of Directors who will expire together with the current members of the Board of Directors and therefore with the approval of the financial statements at 31 December 2023; the new BoD members are:

- ing. Emanuele Cerquaglia
- dr. Graziano Greco
- Ing. Gianbattista Schieppati

The remuneration provided for the entire Board shall not exceed EUR 650,000 per year.

Appointment of the Board of Statutory Auditors for the three financial years 2023-2025

The following auditors have been confirmed:

- Franco Imazio, (Chairman);
- Francesca Berti, (Statutory Auditor);
- Giovanni Valcarengi, (Statutory Auditor);
- Pamela Bacchetta, (Standby Auditor);
- Enrico Silvestri, (Standby Auditor).

The auditors will remain in office until the approval of the financial statements at 31 December 2025, with a total annual remuneration of Euro 24,000.

Assignment of the role of financial audit of the accounts pursuant to articles 13 and 19-bis of Legislative Decree 39/2010

The Shareholders' Meeting approved the assignment to BDO Italia S.p.A. for the financial audit of the accounts for the nine-year period 2023-2031 and determined the remuneration of the auditing company at Euro 37,000 per year for the statutory audit activity and Euro 10,000 per year for the half-yearly report.

At the end of the Meeting, **Dario Melpignano, Chairman of Neosperience**, commented: "**2022 was characterized by excellent results achieved in terms of both organic performance and investments aimed at strengthening some business lines from which particular development is expected in the coming years, such as the Artificial Intelligence, Healthtech and Legaltech areas**; in a year that also saw a major corporate reorganisation effort with 5 subsidiaries being incorporated into the parent company, we are very satisfied with the results obtained that have rewarded our efforts and past investments. **We increased both turnover (sales +15,8%) and profitability, with an EBITDA margin of 31%**. At the same time, we have continued to strengthen our team and our entrepreneurial and technological skills.

References and documents

The minutes of the Shareholders' Meeting, the list of participants and the summary report of the votes will be made available to the public at the NSP registered office and at Borsa Italiana S.p.A., and on the Company's website www.neosperience.com, in the Investors/Corporate Documents section. The Company's Financial Statements and the Consolidated Financial Statements for the year ended 31 December 2021, together with the Auditor's Reports, are available to the public at the Company's registered office and on the website www.neosperience.com, in the Investors/Financial Documents.

Neosperience is an **innovative SME** listed on Euronext Growth Milan that operates as a **software vendor in artificial intelligence for digital customer experience and operational processes**. Recently **named by Gartner among the six most innovative software vendors in the world**, together with Adobe, Salesforce and SAS, Neosperience was founded in Brescia in 2006 by Dario Melpignano and Luigi Linotto, respectively, President and Executive Vice President. The Company focuses on **Artificial Intelligence technology and applications with Neosperience Cloud**: a proprietary software platform that allows companies to **take advantage of AI to innovate business and operating models and improve the customer experience to increase revenues and margins**. Neosperience's 750+ clients include leading companies in fashion, retail, healthcare, manufacturing and financial services sectors.

NEOSPERIENCE[•]

www.neosperience.com

Further information:

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