



CASTA DIVA GROUP: The Shareholders' Meeting of Casta Diva Group S.p.A. reviews the consolidated financial statements, approves the statutory financial statements as of 31 December 2024 and the allocation of the net income.

Board of Directors remains in office under prorogatio.

Appointed as independent auditor for the three-year period 2025-2027.

Purchase of treasury shares authorized.

Milan, 30 June 2025

Casta Diva Group S.p.A. (CDG:IM), a company listed on Euronext Growth Milan, active internationally in the communication and creative content production sector, announces that the Shareholders' Meeting met today in ordinary session and on first call.

PRESENTATION OF THE GROUP'S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 AND APPROVAL OF THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

The Shareholders' Meeting then examined the Group's consolidated financial statements as at 31 December 2024, whose main results were:

- **Value of Production** of Euro 123.1 million, +10.4% compared to 2023 (Euro 111.5 million);
- **Adjusted EBITDA**, net of extraordinary and non-recurring items of Euro 1.6 million, amounted to Euro 10.4 million, +1.6% compared to 2023 (Euro 10.2 million);
- **EBIT** of Euro 5.2 million, -4.5% in FY 2023 (€5.4 million);
- **Positive Net Result** of Euro 1.0 million, Euro 1.9 million in 2023;
- **Net Financial Position** of Euro -9.5 million (Euro -5.6 million as of December 31, 2023).

The Shareholders' Meeting approved the Separate Financial Statements for the year ended 31 December 2024, which reported:

- **Value of Production** of Euro 1.3 million, approx. -50% compared to 2023 (Euro 2.6 million);
- **EBIT** of Euro -2.4 million, a decrease compared to 2023 (Euro -0.6 million);
- **Net Profit** of Euro 2.2 million, an improvement of 144% compared to 2023 (Euro 0.9 million);
- **Shareholders' equity** of Euro 12.5 million, an increase compared to the previous year (Euro 11 million), due to the effect of the result for the year;
- **Net Financial Position** consisting of cash of Euro 0.03 million, down by Euro 0.03 million compared to 2023 (Euro 0.06 million).

ALLOCATION OF PROFIT FOR THE YEAR

With regard to the allocation of the result for the year, amounting to Euro 2,235,088, the Shareholders' Meeting resolved to:

- carry forward the full amount of the net income for the year.

BOARD OF DIRECTORS IN PROROGATIO

The Shareholders' Meeting approved all items on the agenda with the exception of the renewal of corporate bodies.

In particular, as no lists of candidates were submitted within the statutory deadline, the Meeting was unable to deliberate on the appointment of a new Board of Directors.

Therefore, the current Board will remain in office under a prorogatio regime pursuant to Article 2385, paragraph 2 of the Italian Civil Code, until the next shareholders' resolution.

The Company will call a new Shareholders' Meeting for the renewal of the Board within the timeframe required by applicable regulations.

APPOINTMENT OF THE INDEPENDENT AUDITORS AND CERTIFICATION OF THE ACCOUNTS FOR THE THREE-YEAR PERIOD 2025-2027

The Shareholders' Meeting resolved to renew the appointment of BDO Italia S.p.A. as independent auditors for the financial years 2025-2027 and the related remuneration is determined.

AUTHORIZATION TO PURCHASE AND DISPOSE OF TREASURY SHARES

The Shareholders' Meeting, upon proposal of the Board of Directors, authorised the Board – through its delegated directors or a qualified intermediary – to carry out transactions involving the purchase and disposal of treasury shares for a period of up to eighteen months from the date of the resolution, pursuant to Articles 2357 and 2357-ter of the Italian Civil Code, Article 132 of the TUF, and Article 144-bis of the Issuers' Regulation.

The purchase can be made for the following reasons:

- a) to stabilise share price trends and support market liquidity, in accordance with applicable rules;
- b) to retain shares for future transactions, including as consideration in extraordinary operations such as exchanges, contributions, or other uses;
- c) to serve future stock-based compensation and incentive plans for directors and employees of the Company or its subsidiaries, including stock options, stock grants, and work-for-equity plans;
- d) to serve any future plans for free share allocation to shareholders.

Purchases of shares may be made at a price of not less than a minimum of 20% and not more than a maximum of 20% of the reference price that the share will have recorded in the stock market session on the day prior to each individual transaction, in compliance in any case with the terms and conditions established by the MAR, by Delegated Regulation (EU) no. 1052 of 8 March 2016 and by accepted practices, where applicable.



The Minutes of the Shareholders' Meeting will be made available to the public within the terms and in the manner provided for by current legislation.

Press release available on www.castadivagroup.com and www.emarketstorage.com

CASTA DIVA GROUP (CDG:IM - ISIN IT0005003782) is a multinational listed on Euronext Growth Milan active in the communication sector for the production of branded content, viral videos, digital content, films and live music entertainment. It is present on 4 continents with offices in 13 cities: Milan, Rome, Sassuolo, London, Prague, Beirut, Istanbul, New York, Los Angeles, Buenos Aires, Montevideo, Cape Town and Dubai. The Group's brands are Casta Diva Ideas, Casta Diva Pictures, G.2 Eventi, Genius Progetti, We are Live and Blue Note Milano. It represents the most extensive production network of advertising films and events in the world, built through an active and continuous interaction between the different offices and the experience of its professionals in digital communication and live entertainment. It is a talent hub capable of engaging Oscar winners and celebrities from all over the world and discovering and attracting new creative talents who guarantee the highest standards of excellence. Casta Diva Group and its managers have offered innovative and creative communication strategies to over 100 major brands, reinterpreting the rules of conventional communication. Since its foundation in 2005, the group has grown steadily and has been awarded more than 120 international awards, including numerous Lions at the Cannes Lions International Festival of Creativity, Mobius Award, LIA - London International Awards, EuBEA - European Best Event Awards. He is the owner of Blue Note Milano, the most famous jazz club and restaurant in continental Europe, opened in 2003 (part of the international Blue Note network) a leading reality in the world jazz scene, which in the headquarters of Via Borsieri, on the Island, (and not only) produces over 300 shows a year, billing about 26% (source: Siae) of jazz revenues in Italy.

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