

SHAREHOLDERS' MEETING APPROVES THE 2025 FINANCIAL STATEMENTS AND A DIVIDEND OF €0.30 PER SHARE

ALL OTHER ITEMS ON THE AGENDA WERE ALSO APPROVED

Milan, April 29, 2026 – Nexi S.p.A. (“Nexi” or the “Company”) announces that the Ordinary Shareholders’ Meeting was held today.

The Shareholders’ Meeting approved the financial statements for the year ended 31 December 2025, as presented by the Board of Directors, including the coverage of the loss amounting to €3,280,528,105 through the use of available reserves. The Shareholders’ Meeting also reviewed the consolidated financial statements of the Nexi Group, which closed with a Group net loss of €3,377 thousand, as well as the Sustainability Report for the 2025 financial year, prepared pursuant to Legislative Decree No. 125 of 6 September 2024.

In addition, in line with the proposals submitted by the Board of Directors, the Shareholders’ Meeting:

- approved the distribution of an ordinary dividend, for stock exchange purposes, of €0.30 gross per share, to be paid out of the available portion of the reserve called “Other Reserves”, for each Nexi share outstanding on the coupon detachment date, excluding treasury shares held on the payment entitlement date pursuant to Article 83-terdecies of Legislative Decree No. 58/1998 (the so called “record date”). The dividend will be paid starting 20 May 2026, with record date on 19 May 2026 and coupon detachment date no. 2 on 18 May 2026;
- approved the first section of the Report on the remuneration policy and on remuneration paid, prepared pursuant to Article 123 ter of the Italian Consolidated Finance Act (TUF), and expressed a favorable vote on the second section of the same report;
- authorized, for a period of 18 months, the purchase and disposal of treasury shares pursuant to Articles 2357 and 2357 ter of the Italian Civil Code;
- confirmed the appointment of the directors Alessandro Daffina, Maurizio Dainelli, Bernardo Mingrone, Saba Nazar and Luca Velussi, who had already been co-opted by the Board of Directors. These directors will remain in office for the remainder of the current mandate, i.e. until the Shareholders’ Meeting is convened to approve the financial statements for the year ending 31 December 2027;
- appointed EY S.p.A. as independent auditor for the nine-year period 2028–2036 and as external assurer of the of the consolidated sustainability reporting for the three-year period 2028–2030 (renewable for a further three years, up to a maximum of two renewals).



Following confirmation at today's shareholder meeting of Mr. Mingrone as director, the Board of Directors reconfirmed onto him the powers as Chief Executive Officer, in addition to those as General Manager. Nexi has entered a new phase of development. The resignation of Mr. Bertoluzzo and the appointment of Mr. Mingrone as CEO, reaffirmed today, are motivated by the Board's belief – with the support of the reference shareholders – that this new phase can be even better navigated with a new managerial profile, in an increasingly challenging payments market environment. This succession reflects such approach.

The Board of Directors has also resolved to appoint Luca Velussi as a member of the Remuneration and Nomination Committee and, on the basis of the information provided by the relevant parties and the information available to the Company, has further assessed that the directors Alessandro Daffina and Saba Nazar meet the independence requirements pursuant to Legislative Decree 58/98 and the Corporate Governance Code.

The minute of the shareholders' meeting and the report showing details of the voting on the items on the agenda will be made available within the terms and in compliance with the applicable laws.

Nexi

Nexi is Europe's PayTech company operating in high-growth, attractive European markets and technologically advanced countries. Listed on Euronext Milan, Nexi has the scale, geographic reach and abilities to drive the evolution of digital payments in Europe. With its portfolio of innovative products, e-commerce expertise and industry-specific solutions, Nexi provides flexible support for the digital economy and the entire payment ecosystem globally, across a broad range of different payment channels and methods. Nexi's technological platform and the best-in-class professional skills in the sector enable the company to operate at its best in three market segments: Merchant Solutions, Issuing Solutions and Digital Banking Solutions. Nexi constantly invests in technology and innovation, focusing on two fundamental principles: meeting, together with its partner banks, customer needs and creating new business opportunities for them. Nexi is committed to supporting people and businesses of all sizes, transforming the way people pay and businesses accept payments. It offers companies the most innovative and reliable solutions to better serve their customers and expand. By simplifying payments and enabling people and businesses to build closer relationships and grow together, Nexi promotes progress to benefit everyone. www.nexi.it/en www.nexigroup.com

Nexi - External Communication & Media Relations

Daniele de Sanctis

daniele.desanctis@nexigroup.com
Mobile: +39 346/015.1000

Matteo Abbondanza

matteo.abbondanza@nexigroup.com
Mobile: +39.348/406.8858

Søren Winge

soeren.winge@nexigroup.com
Mobile: +45 29 48 26 35

Danja Giacomini

danja.giacomini@nexigroup.com
Mobile: +39.334/225.6777

Nexi - Investor Relations

Stefania Mantegazza

stefania.mantegazza@nexigroup.com
Mobile: +39.335.5805703