

MARE GROUP: ELES BOARD INTEGRATION PROPOSALS REJECTED

- INDEPENDENT DIRECTOR BOSCO CEASES FROM OFFICE
- REVISION OF STATUTORY AUDITORS' REMUNERATION BLOCKED
- MARE GROUP'S CENTRAL ROLE IN THE RESOLUTION PROCESS

URGENT REQUEST FOR THE CONVENING OF A NEW SHAREHOLDERS' MEETING TO RESTORE THE ELES BOARD TO SIX MEMBERS

Salerno, January 7, 2026

Mare Group S.p.A. (ticker **MARE.MI**), a high-technology engineering company listed on Euronext Growth Milan and operating in Italy and abroad in innovation through enabling technologies ("**Mare Group**" or the "**Company**" or the "**Group**"), with reference to the press release issued today by Eles Semiconductor Equipment S.p.A. ("**Eles**"), acknowledges the outcome of the Ordinary Shareholders' Meeting held today and, pending receipt of the relevant official minutes of the meeting and **expressly reserving any and all assessments and actions to protect its rights**, notes the following.

The Eles Shareholders' Meeting of January 7, 2026 did not approve any of the items on the agenda and, in particular, it **did not resolve on the confirmation of independent director Bosco**, who had been appointed by co-optation by the Eles Board of Directors on September 30, 2025, with the **consequent cease** of his office.

This outcome gives rise to a situation in which the **Eles Board of Directors does not currently meet the minimum composition requirements set forth in the by-laws**, both with respect to the presence of at least two independent directors and to the number of the members of the Board of Directors, which had been determined in six members by the Shareholders' Meeting of May 5, 2026.

In light of the above, and in the interest of the proper functioning of the corporate bodies, the continuity of governance and the protection of the market, **Mare Group announces that it has requested the urgent convening of a new Shareholders' Meeting** of Eles, with the purpose of **restoring the requirements for the composition of the Board of Directors**, through the appointment of at least one independent director, as provided for by the by-laws and by the aforementioned shareholders' resolution.

In any event, **the outcome of the votes shows the absence of a deliberative majority capable of independently supporting the proposals of the current governance**, both with regard to the appointment of an independent director and with regard to the non-approval of the revision of the remuneration of the Board of Statutory Auditors. Mare Group notes that, **based on the information communicated by Eles, approximately 77.775%** of the share capital with voting rights was represented at the Shareholders' Meeting. In this context, based on the information currently available, the voting rights attributable to Mare Group and to Massimiliano Bellucci jointly represent **at least 46%** of the votes calculated on the quorum present at the Shareholder's Meeting. **This scenario highlights the central role of Mare Group in the shareholders' decision-making process, as the leading reference shareholder of Eles.**

Mare Group will inform the market of any further material developments within the timeframes and in the manner required by applicable regulations.

This press release is available on the Company's website at <https://www.maregroup.it/investor-relations> and on the authorized storage and dissemination system for regulated information "1INFO", available at <https://www.1info.it/>

Mare Group

Founded in 2001, Mare Group is an Italian high-tech engineering hub operating in the strategic sectors of Aerospace & Defense, Industry, Critical Infrastructure, and the Twin Transition. Listed on Euronext Growth Milan, Mare Group operates with an asset-light model based on proprietary platforms. With over 2,000 clients, more than 30 research projects completed with Italian and international universities, 500 people, and 24 operational and commercial sites in 5 countries, Mare Group has completed 16 acquisitions since 2019, consolidating its position as one of the main aggregators of innovation in Italy and Europe.

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