PRESS RELEASE

MARE GROUP APPROVES THE COMMON MERGER PLAN FOR THE MERGER BY INCORPORATION OF EASYGO AND EMM

Salerno, 17 September 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 proprietary platforms ("**Mare Group**" or the "**Company**"), announces that today the Board of Directors of the Company approved the common merger plan for the merger by incorporation, pursuant to Article 2505 of the Italian Civil Code, of **EasyGo** S.r.l. ("EasyGo") and of E.M.M. S.r.l. ("**EMM**" and, together with EasyGo, the "**Merging Companies**" and, together with Mare Group, the "**Companies Participating in the Merger**") into the Company (the "**Merger Plan**").

The mergers by incorporation (the "**Mergers**") are part of the broader process of integration and corporate reorganisation of Mare Group, aimed at creating new synergies, including through the simplification of the governance structure, and at enhancing the operating, administrative and management synergies existing between Mare Group and the companies it controls.

The Mergers qualify pursuant to and for the purposes of Article 2505 of the Italian Civil Code and, therefore, the simplifications provided for by the applicable legislation apply.

In particular, as a result of the Mergers, the quotas representing the share capital of the Merging Companies will be cancelled without any exchange ratio or cash adjustment and without the issue of new quotas to Mare Group, which will instead have its own interest cancelled, held directly in EasyGo and indirectly in EMM, since it holds 100% of the share capital of EasyGo, which in turn holds 100% of the share capital of EMM.

Furthermore, Mare Group will not make any change to its share capital and will take over the assets and liabilities of the Merging Companies once the Mergers have been completed. For further information on the Mergers, reference is made to the content of the relevant Merger Plan, which will be made available to the public at the registered office and on the website of Mare Group, together with the complete financial statements for the last three financial years of each of the Companies Participating in the Merger. In this respect, it is noted that Mare Group, EasyGo and EMM are not in any of the circumstances preventing the merger set out in Article 2501, paragraph 2, of the Italian Civil Code.

It is also noted that the resolution on the Mergers will be adopted: (i) for Mare Group, by the Board of Directors, as provided for by Article 24.1 of the by-laws of the Company, without prejudice to the right of the shareholders of Mare Group holding shares representing at least 5% of the share capital to request (pursuant to Article 2505, paragraph 3, of the Italian Civil Code), within 8 days of the registration of the Merger Plan with the competent Companies' Register, that such resolution be adopted by the shareholders' meeting (the "Exercise of the Right under Article 2505 of the Italian Civil Code"); (ii) for EasyGo, the resolution will be adopted by its quotaholders' meeting before a notary; and (iii) for EMM, the resolution will be adopted by its quotaholders' meeting before a notary. In the absence of a request relating to the Exercise of the Right under Article 2505 of the Italian Civil Code, the Board of Directors of Mare Group will proceed to approve the Mergers.

Requests (together with the certification of ownership of the Mare Group shares issued by an intermediary authorised under applicable law) must be received within 8 days of the registration of the Merger Plan with the competent Companies' Register, by certified electronic mail to maregroup@pec.it.

The civil law effects of the Mergers will occur, pursuant to Article 2504-bis, paragraph 2, of the Italian Civil Code, alternatively (i) on the date of the last of the registrations of the deed of merger with the Companies' Register, or (ii) on a later date set out in the deed of merger. The accounting and tax effects of the Mergers will instead run from the first day of the financial year in progress on the date on which the Mergers become effective for civil law purposes.

Finally, it is noted that, pursuant to the "Related Party Transactions Procedure" approved by the Board of Directors of the Company on 10 May 2024 (the "RPT Procedure"), EasyGo and EMM qualify as related parties of Mare Group. However, it is noted that, pursuant to Article 2.1, letter (h) of the RPT Procedure, the latter does not apply to transactions with or between companies controlled by Mare Group, as there are no significant interests of other related parties of the Company in the case at hand, without prejudice to the disclosure obligations incumbent on the Company as an issuer of securities admitted to trading on Euronext Growth Milan.

The Merger Plan will be filed by Mare Group and EMM with the Companies' Register of Naples and by EasyGo with the Companies' Register of Milano Monza Brianza Lodi and will be made available to the public at the registered office of Mare Group and on the website of the Company https://www.maregroup.it in the "Investor Relations" section.

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

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Mare Group

With a history that began in 2001, Mare Group is a High-Technology Engineering company operating in strategic sectors such as Aerospace & Defence, Industry & Transportation, Critical Infrastructure and Building. Listed on Euronext Growth Milan, the company operates as an industrial platform built on proprietary technologies and platforms, thanks to more than 700 people, 35 offices in 5 countries and the experience of more than 30 research projects completed with Italian and foreign universities. The numerous acquisitions and subsequent integrations carried out since 2019 make Mare Group one of the leading independent players in innovative engineering, in Italy and Europe.

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