PRESS RELEASE

ACQUISITION OF A 19% STAKE IN SOLVER, A SPANISH COMPANY SPECIALIZED IN THE DEVELOPMENT OF ADVANCED ARTIFICIAL INTELLIGENCE MODELS

THE TRANSACTION, CARRIED OUT BY VAR GROUP, STRENGTHENS THE GROUP'S EXPERTISE IN LINE WITH ITS INDUSTRIAL PLAN BASED ON ORGANIC GROWTH AND HIGH VALUE-ADDED TARGETED ACQUISITIONS

THE BUSINESS COMBINATION EXPANDS THE OFFERING OF ARTIFICIAL INTELLIGENCE SOLUTIONS SUPPORTING THE DIGITAL TRANSFORMATION OF ENTERPRISES AND ORGANIZATIONS

Empoli (FI), July 14, 2026

Sesa, ("SESA" – SES.MI), leading player in Technology, Digital Platform and Vertical Application for businesses and organizations, with Revenues equal to Eu 3,357 million as of April 30, 2025, listed on the Euronext STAR segment of Italian Stock Exchange, announces the **acquisition of a 19% stake in Solver Machine Learning S.L. ("Solver")**, with provisions for call option mechanisms enabling the progressive acquisition of up to 100% of the company's share capital. The transaction was completed by **Var Group**, a leading Digital Integrator in digital services and solutions and part of the Sesa Group.

Founded in 2016 as a spin-off of the Universitat Politècnica de València, Solver specializes in the development of advanced Artificial Intelligence, Machine Learning and Advanced Analytics models designed to improve decision-making processes and operational efficiency through predictive models and AI techniques. The company operates with a team of approximately 26 highly specialized professionals and has developed AI platforms and vertical models in Generative AI, demand forecasting and computer vision. Solver closed FY 2025 with revenues of approximately **Euro 1.5 million** and **EBITDA of approximately Euro 0.35 million**, serving both public and private organizations across several industries

The business combination represents the natural evolution of a collaboration established over the years, which has enabled the development of joint projects and the successful validation of the complementary expertise and shared vision of the two companies in Artificial Intelligence. Solver's integration into the Var Group ecosystem forms part of its **international growth path** and represents a strategic step aimed at strengthening capabilities in Artificial Intelligence projects and leveraging them across the Group's offering in the **Iberian Peninsula**, contributing to the creation of a **European AI Competence Center.**

The acquisition and the exercise of the options are based on valuation criteria consistent with those generally adopted by the Sesa Group. The transaction envisages the operational involvement of the company's management and founders, sharing medium-to-long-term objectives focused on sustainable growth, skills development and technological innovation.

As an integral part of Sesa's Industrial Strategic Plan, based on organic growth and high value-added targeted acquisitions, the transaction contributes to strengthening the Group's distinctive competencies in Artificial Intelligence and Digital Enablers, consistently with its purpose of creating long-term sustainable value for all stakeholders by enabling innovation, including digital innovation, for enterprises and organizations, while fostering people's well-being

"With Solver we are integrating a highly qualified team, recognized for its scientific expertise and its ability to transform Artificial Intelligence into tangible value for enterprises. This step is fully coherent with the investments that Var Group has long pursued to enable AI adoption across organizations. It is a journey that requires an integrated approach, combining technological innovation, process transformation and the enhancement of people's skills. Solver's entry also reinforces our ambition to build a European AI Competence Center," said **Francesca Moriani, CEO of Var Group.**

"Joining Var Group represents a significant opportunity to accelerate our growth path and expand the impact of our expertise. We share a common vision based on innovation, talent development and the ability to create value for clients. The combination of Solver's experience and Var Group's international scale will allow us to address new challenges, develop even more ambitious projects and contribute increasingly to the evolution of Artificial Intelligence applied to business," said **Victoria Corral, CEO of Solver.**

"This transaction represents a further step in the execution of our industrial plan and strengthens the development of the Group's distinctive competencies in Artificial Intelligence, one of the main drivers of digital transformation. We continue to pursue a strategy based on organic growth and targeted business combinations with high value-added content, with the objective of creating sustainable long-term value for all stakeholders," said **Alessandro Fabbroni, CEO of Sesa.**

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***Sesa S.p.A**., headquartered in Empoli (Florence), leads a Group operating throughout Italy and in several foreign countries, including Germany, Switzerland, Austria, France, Spain, and Romania, and is the reference operator in the Technology, Digital Platforms, and Vertical Application sector for companies and organizations, with consolidated revenues of Eu 3,356.8 million (+4.6% Y/Y) and 6,532 employees as of 30 April 2025 (+14.8% Y/Y).*

Sesa has the mission of offering a platform for enablement and innovation, including digital innovation, and sustainable growth for enterprises and organizations, operating at Group level as a Digital Integrator that supports enterprises and organizations in their digital transformation journey, through the following business sectors:

- *SSI (Software and System Integration) with revenues of Eu 875.7 million and 4,243 Human Resources as of 30 April 2025;*
- *BS (Business Services) with revenues of Eu 153.5 million and 962 Human Resources as of 30 April 2025;*
- *ICT VAS (ICT Value Added Solutions) with revenues of Eu 2,075.5 million and 711 Human Resources as of 30 April 2025;*
- *Digital Green VAS (Digital Green Value Added Solutions) with revenues of Eu 343.8 million and 95 Human Resources as of 30 April 2025;*
- *Corporate with revenues of Eu 62 million and 521 Human Resources as of 30 April 2025.*

The Sesa Group pursues a policy of sustainable development for the benefit of its stakeholders and, over the period 2012–2025, has achieved a continuous growth track record in revenues (CAGR revenues 2012–2025 +11.5%), profitability (CAGR Ebitda 2012–2025 +14.53%) and employment (CAGR Human Resources 2012–2025 +16.8%). The long-term value generation strategy is based on the development of skills and applications and the adoption of digital enablers such as AI, Automation and Digital Platforms, with attention to environmental sustainability, social responsibility and the remuneration of all stakeholders.

As of 30 April 2025, the Group distributed a total economic value of Eu 450 million (+15% Y/Y), of which over 70% was allocated to the remuneration of human resources, with 6,532 employees (+14.8% Y/Y), the expansion of hiring, education and corporate welfare programs in support of work-life balance and the well-being of human resources. Sesa has integrated sustainable growth targets into its Articles of Association among the priority tasks of the Board of Directors and, starting from the 2022 fiscal year, prepares an Integrated Annual Report that represents, in a single, complete and transparent document, in application of international reporting standards, both financial and ESG performance. In terms of sustainability governance, the main Group companies are ISO 14001 certified and adhere to the UN Global Compact. Sesa has obtained the Ecovadis Platinum rating, the highest level of sustainability achievable, as well as the MSCI ESG BBB rating and the CDP B rating.

Sesa is listed on the Euronext STAR Milan market (ISIN Code: IT0004729759) and is included in the FTSE Italia Mid Cap index. Moreover, Sesa is part of Euronext Tech Leaders, a Euronext initiative dedicated to high-growth tech companies.

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For Media Information	**Stakeholder Relations**
Community Società Benefit a.r.l. Giuliano Pasini, Federico Nascimben +39 02 89404231 - sesa@communitygroup.it Sesa S.p.A Corporate Communications Elisabetta Natali +39 0571 900179 – e.natali@sesa.it	Sesa Team Stakeholder Relations Jacopo Laschetti: Stakeholder and Sustainability +39 0571 900179 – stakeholder@sesa.it