

Current report no. 3/2025**Date:** 26 February 2025**Abbreviated name of issuer:** Spyrosoft**Topic:** Launch of review of strategic options**Legal basis:** MAR Art. 17(1) – inside information**Content of report:**

The Management Board of Spyrosoft S.A. (the “Company”) announces that on 26 February 2025 it adopted a decision to launch a review of strategic options. This process is aimed at analysing and selecting the most advantageous method of pursuing the Company’s long-term growth, leading to maximization of value for its current and future shareholders, and is connected with the Company’s plans announced on 23 May 2022 under the “Spyrosoft Group Strategy for 2022–2026” (current report no. 13/2022).

In accordance with the Strategy, consolidation of the shares of the subsidiaries within the Spyrosoft Group is planned. This will be carried out on the basis of share exchange ratios based on the subsidiaries’ EBITDA for 2026 and market multipliers. The exchange is planned for 2027, in order to maintain high motivation to achieve the targets set forth in the Group’s Strategy.

In accordance with the plans stated in the Strategy, after carrying out the consolidation the Group also plans to list on a foreign stock exchange. Thanks to this, the Company seeks to increase the value of the firm for shareholders, recruit and retain the best specialists covered by the option program, and add large global players to the set of customers.

In order to carry out these plans, the Management Board of the Company plans to launch preparatory activities and to consider all alternative strategic options for the Company’s future, so that it can recommend the most optimal scenario to shareholders. The review of strategic options may include, among others, a potential capital partnership with a strategic investor, identifying a financial investor to support the process of listing the Company’s shares on a foreign stock exchange, conducting an alternative transaction with a different structure, retaining an appropriate financial adviser, or not taking any actions in connection with the aforementioned potential scenarios.

As of the date of publication of this report, the Company has not taken any binding actions or decisions connected with the process of the review of strategic options. The Company will release information about the course of this process in accordance with the applicable legal regulations. The Company’s intention is to complete this process by the end of 2025.

While the review of strategic options is underway, the Spyrosoft Group will continue to consistently implement its Strategy.