MAPS GROUP: BINDING AGREEMENT FOR THE ACQUISITION OF 100% OF BI HEALTH S.R.L.

The transaction expands Maps Group's presence in the Italian public healthcare sector and strengthens its leadership in solutions for healthcare data analytics and enhancement

Parma, 15 September 2026

Maps S.p.A. (MAPS; IT0005364333), a company listed on Euronext Growth Milan and active in the digital transformation sector, announces that today its subsidiary Maps Healthcare S.p.A. entered into binding agreements for the acquisition of the entire share capital of BI Health S.r.l. ("BI Health").

BI Health, headquartered in Rome, supports healthcare organisations and Regional Authorities in leveraging data to improve operational, management and decision-making processes. The company's solutions integrate and organise clinical, organisational and administrative information, transforming it into readily accessible indicators and analytical tools. Through these solutions, healthcare organisations can monitor the efficiency and quality of the services provided, analyse costs and performance, strengthen clinical governance activities and identify healthcare needs more promptly, enabling decisions based on structured, reliable and continuously updated information.

BI Health's offering is addressed to healthcare operators, hospitals and Regional Authorities, with a particularly well-established presence in the Lazio region. In 2025, the company recorded Revenues of Euro 2.612 million and EBITDA of Euro 0.992 million, while Net Financial Position stood at Euro 0.449 million (net debt).

Through the integration of BI Health's expertise and market presence, Maps Group will significantly strengthen its positioning in Data Driven Governance for healthcare, establishing a leading position in the Italian public healthcare market, with a particularly significant presence in Abruzzo, Basilicata, Emilia-Romagna, Lazio, Lombardia, Marche, Piemonte, Puglia, Trentino-Alto Adige and Veneto.

Marco Ciscato, Executive Chairman of Maps Group, commented: *"The acquisition of BI Health marks an important strategic step in the growth of Maps Healthcare and further strengthens our role in the Italian public healthcare sector. BI Health's expertise in Business Intelligence and healthcare data analytics is highly complementary to our existing offering and will enable us to provide healthcare organizations, hospitals and Regional Authorities with an even broader range of solutions to support planning, monitor performance and improve decision-making. The transaction also strengthens our presence in complementary geographical areas and broadens the Group's footprint across Italy, bringing us even closer to our customers and to the needs of regional healthcare systems. By combining the capabilities of our two organizations, we expect to generate significant industrial synergies, accelerate innovation and create new opportunities for growth and value creation for our customers, employees and stakeholders."*

Virgilio Ritzu, Chief Executive Officer of BI Health, commented: "Joining Maps Group represents an important opportunity for BI Health to accelerate its growth and further enhance the expertise we have developed over the years. The complementary nature of our solutions and services and Maps Healthcare's offering will enable us to support an even broader range of healthcare organizations in using data to improve planning and decision-making. We share the same vision: to combine technology, deep process expertise and analytical capabilities to help build a healthcare system that is more efficient, more informed and more responsive to people's needs."

Acquisition by Maps Healthcare S.p.A. of 100% of the share capital of BI Health
The Agreement provides for the acquisition of 100% of the share capital of BI Health from its current shareholders (the "Sellers") for an aggregate consideration of Euro 3,706,492.47, determined on the basis of the financial statements as at 31 December 2025 and the current Net Financial Position, calculated as at 31 July 2026 (the "Purchase Price"). The Purchase Price will be subject to customary adjustment mechanisms based on the actual Net Financial Position as at the date of transfer of the entire shareholding (the "Closing"). Closing is expected to take place by 30 November 2026, or on such other date as may be agreed between the Parties, subject to the completion of certain pre-Closing requirements, including obtaining Golden Power clearance. The Agreement provides for terms and conditions customary for transactions of this nature, including specific indemnification obligations on the part of the Sellers and related guarantees.

The Purchase Price will be paid to the Sellers in several instalments, according to the following schedule:

a) a first instalment of Euro 1,000,000.00, payable in cash at Closing using immediately available funds, to all shareholders, including both manager shareholders and non-operating shareholders (the "Manager Shareholders" and the "Non-Operating Shareholders" and, collectively, the "Shareholders");
b) a second instalment of Euro 1,123,194.38, payable to the Non-Operating Shareholders 12 months after the Closing Date;
c) a third instalment of Euro 1,123,194.38, payable to the Non-Operating Shareholders 24 months after the Closing Date;
d) a fourth instalment of Euro 460,103.72, payable exclusively to the Manager Shareholders following the approval of the 2028 financial statements.

The amounts set out above may be subject to change as a result of the Purchase Price adjustment mechanism to be applied at Closing.

Manager Shareholders' Earn-Out
In addition to the above, following the approval of the financial statements for the 2028 financial year, the Manager Shareholders may be entitled to receive an additional consideration based on the achievement of KPIs contractually agreed between the Parties.

Governance of BI Health
The Agreement provides that, at Closing, a shareholders' meeting attended by all BI Health shareholders will be held which, after acknowledging the resignation of the current directors, will appoint the new members of BI Health's governing body.

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The Transaction qualifies as a non-significant transaction pursuant to Article 12 of the Euronext Growth Milan Issuers' Rules, as none of the applicable significance ratios exceeds 25%.

Advisors
With regard to the legal aspects of the transaction, Maps Healthcare S.p.A. was assisted by STARCLEX – Studio Legale Associato, with a team coordinated by Managing Partner Carlo Riganti. Thymos Business & Consulting acted as financial advisor to the Company, with a team coordinated by its Founder and Chairman Fabio Tesei. PwC provided assistance in connection with the financial due diligence, with a team coordinated by Partner Federico Mussi; tax due diligence, with a team coordinated by Partner Nicola Broggi; and employment and labour law due diligence, with a team coordinated by Partner Marzio Scaglioni. The shareholders of BI Health S.r.l. were assisted by Studio Perno, Cremonese & Associati as financial and legal advisor.

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Please note that this release is available in English for informational purposes only. Should there be any discrepancies or inconsistencies between this version and the Italian one, the Italian version shall prevail and be regarded as the official and legally binding document.

MAPS GROUP

Maps S.p.A., founded in 2002 and listed on the Euronext Growth Milan segment of Borsa Italiana since 2019, heads Maps Group, a group comprising six companies and over 300 employees, headquartered in Parma and operating through 13 offices across Italy.
Active in the field of Digital Transformation, the Group focuses on the Healthcare and Energy sectors, supporting its clients in extracting value from data to make better decisions and innovate their operating models.

Through Maps Healthcare S.p.A., the Group addresses key trends in Patient Experience and Data-Driven Governance, while also providing Diagnostic and Hospital Information Systems to both public and private entities.
Through Maps Energy S.r.l., the Group supports the ongoing energy transition by developing integrated, data-driven software solutions for energy monitoring, control and management in the areas of energy sustainability, energy efficiency and Energy Communities.
The Group also markets solutions designed to measure the achievement of corporate and staff objectives, manage risks and share non-financial performance, as well as offering a portfolio of cross-market products dedicated to omnichannel solutions and document management for suppliers.
In addition, Maps Group operates within an Open Innovation framework to meet specific needs through tailored products or solutions developed for Best-in-Class clients in their respective markets.

In 2025, Maps Group recorded consolidated revenues of Euro 31.6 million, EBITDA of Euro 5.6 million, corresponding to an EBITDA margin of 18%, and a Net Financial Position of Euro 12.7 million.
As evidence of the strength of its business model, focused on the development of highly scalable software products, revenues from products amounted to Euro 28.6 million, representing 95% of core revenues, while recurring fee revenues accounted for 41% of core revenues, equal to Euro 12.3 million.
The Group's growth has also been supported by significant M&A activity, including IG Consulting S.r.l. (2011), Artexe S.p.A. (2018), Roialty S.r.l. (2019), SCS Computers S.r.l. (2020), IASI S.r.l. (2021), I-Tel S.r.l. (2022), Energenius S.r.l. (2022), Ellysse S.r.l. (2025) and Energy Audit S.r.l. (2026).

This press release is available at **www.emarketstorage.com** and **www.mapsgroup.eu**.

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MAPS GROUP
Marco Ciscato – Investor Relations Manager
Matteo Gasparri – Investor Relations Specialist

T: (+39) 0521 052300
ir@mapsgroup.it

EURONEXT GROWTH ADVISOR
BPER Banca
T: (+39) 0272 74 92 29
maps@bper.it