



Date, 07/07/2026

## ANNOUNCEMENT

# QnR Group Accelerates International Growth with the Acquisition of a 51% Stake in Poland's E-XIM IT S.A., Expanding its Presence across Central & Eastern Europe and Strengthening its Position in the ServiceNow Ecosystem

QnR Group, as part of its strategy for targeted investments in high value-added cutting-edge technologies, announces that it has signed a definitive agreement for the acquisition of 51% of the share capital of E-XIM IT S.A., a company based in Poland and listed on NewConnect, the alternative market of the Warsaw Stock Exchange.

E-XIM IT S.A. was founded in 2014 and is one of the most specialized companies in Poland in the design, implementation and support of digital transformation projects, with exclusive specialization in the **ServiceNow platform**.

The company holds two of the highest partnership tiers within the global ServiceNow ecosystem, as a ServiceNow Elite Partner (Reseller) and a ServiceNow Premier Partner (Consulting & Implementation), confirming its high level of expertise and specialization in the implementation of complex digital transformation projects.

The total consideration of the transaction amounts to a maximum of EUR 6,901,790, payable in five (5) installments, of which the first two (2) are fixed, while the remaining installments are based on the achievement of specific financial targets. The agreement also provides for the option to acquire an additional stake of up to 31.62% in 2029.

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### *Valuation Basis*

The valuation was prepared by Baker Tilly TPA, with a valuation date of 30.04.2026, and concerns the fair value of a majority shareholding. It was based on the company's business plan for the period 2026–2030.

The valuation was based on financial data, as well as on the strategic importance of the partnership with ServiceNow and the integration of E-XIM IT into the QnR Group ecosystem.

E-XIM IT S.A. does not hold participations in any other companies.

## Information on the Acquired Company

Category	Information
Year of establishment	2014
Country of registered office / Legal form	Poland / Joint-stock company
Business activity	Provision of enterprise IT digital solutions for large organizations, with emphasis on IT Service Management, automation, digital transformation, and the enhancement of information infrastructure security.
Specialization	Enterprise IT, digital transformation, IT service management, cyber resilience, critical enterprise workflows
Client base	Private & Public sector
Client base – geographic classification	Central and Eastern Europe

Source: Company data.

### **Shareholding Structure and Management of the Acquiring Company Before and After the Transaction**

The transaction did not result in any change to the shareholding structure or management of QnR, both of which remain unchanged before and after the completion of the transaction.

### **Financing**

The transaction does not alter the Company's shareholding or capital structure. The transaction consideration will be financed through the Company's own funds, derived from the recent share capital increase, as well as through bank financing.

### **Impact on the Financial and Asset Structure of the Company and the Group – Key Financial Figures of the Acquiring Company and the Acquired Company**

Amounts in € million	QnR Group 31.12.2025	QnR standalone 31.12.2025	E-XIM IT 31.12.2025	E-XIM IT/ QnR Group	E-XIM IT / QnR standalone
Total assets	31,19	28,50	5,85	18,8%	20,5%
Total liabilities	24,45	18,97	5,40	22,1%	28,5%
Equity	6,74	9,53	0,45	6,6%	4,7%
Bank / financial debt	8,50	7,20	~0,00	~0,0%	~0,0%
Cash and cash equivalents	6,22	3,87	0,08	1,3%	2,0%
Revenue for the 2025 fiscal year	21,03	16,50	3,99	19,0%	24,2%
EBITDA for the 2025 fiscal year	3,10	2,70	-0,92	-29,6%	-33,9%

Based on the financial figures for the 2025 fiscal year, E-XIM IT S.A. corresponds to approximately 19.0% of QnR Group's revenue, approximately 18.8% of the Group's total assets, and approximately 22.1% of the Group's total liabilities.

As of 31.12.2025, E-XIM IT S.A.'s equity amounted to approximately €0.45 million, corresponding to approximately 6.6% of QnR Group's equity, while its cash and cash equivalents amounted to approximately €0.08 million.

E-XIM IT S.A. did not have any material bank or financial debt as of 31.12.2025.

E-XIM IT S.A.'s EBITDA for the 2025 fiscal year amounted to approximately €-0.92 million, affected by extraordinary and non-recurring factors, which are not considered to reflect the company's future operating performance.

At QnR Group consolidation level, and taking into account that consolidation will take place from the date of acquisition of control, E-XIM IT S.A.'s contribution to consolidated revenue for the 2026 fiscal year is estimated at approximately €3.0 million, with a positive contribution at operating level.

The actual impact of the transaction on QnR Group's consolidated financial figures will be reflected in the financial statements of the period during which the transaction is completed, in accordance with the applicable accounting standards.

Following completion of the transaction, the Company will hold 51% of the share capital and 58% of the voting rights of E-XIM IT S.A.

Following completion of the transaction, E-XIM IT S.A. will be consolidated in the Group's financial statements from the date of acquisition of control.

### **Strategic Importance of the Investment – Focus on Enterprise Digital Transformation, IT Service Management & Cyber Resilience**

The acquisition of E-XIM IT S.A. constitutes another decisive step in the implementation of QnR Group's international growth strategy. Through its expansion into Poland, the Group strengthens its presence in the Central European market, gaining access to one of Europe's most dynamic technology markets and creating the conditions for further organic growth, new partnerships and future strategic acquisitions.

At the same time, the agreement marks QnR Group's entry into the ServiceNow ecosystem, one of the world's leading platforms for Enterprise AI and Digital Workflow Automation.

Through the expertise and experience of E-XIM IT S.A., the Group creates a new strategic growth pillar around the ServiceNow ecosystem, completing another critical element of the Group's technology ecosystem. The result is an integrated ecosystem that combines AI, Cybersecurity, SAP, Core Banking & Financial Technologies, Digital Twin Technologies, Maritime Intelligence & IoT, and now the ServiceNow platform, expanding its capabilities in Enterprise Service Management and Digital Workflow Automation. This enables the Group to design and implement end-to-end digital transformation projects for large organizations and enterprises across the public and private sectors in Greece and Europe.

At the same time, the integration of E-XIM IT S.A. into QnR Group creates new growth prospects for the people of both organizations, through collaboration between international teams, knowledge sharing, and participation in larger European projects and innovative technology initiatives.

With this new acquisition, QnR Group takes another decisive step toward the implementation of its strategic vision: the creation of a European technology group that grows through targeted investments, strategic partnerships and leading technology platforms, generating long-term value for its customers, people and shareholders.

### **Statement by Panagiotis Paschalakis Chief Executive Officer, QnR Group**

"The acquisition of E-XIM IT S.A. represents another strategic investment that confirms the consistent implementation of our growth plan. Poland, one of the fastest-growing economies in the European Union, is emerging as one of the most important technology and business hubs in Central and Eastern Europe. This investment creates a strong regional growth hub for the Group, which will serve as a springboard for its further expansion into the markets of Central and Eastern Europe.

The integration of E-XIM IT S.A. into QnR Group adds a new strategic growth pillar around the ServiceNow ecosystem, substantially expanding the Group's technology ecosystem and solutions portfolio in areas such as Enterprise Service Management, Workflow Automation, IT Operations, Governance, Risk & Compliance and Cyber Resilience. It also strengthens the Group's position in the Enterprise Digital Transformation market and creates significant growth prospects in Greece and the broader European market.

With the acquisition of E-XIM IT S.A., QnR Group takes another meaningful step in implementing its strategy to create a strong European technology group with international presence, complementary technological capabilities and an integrated ecosystem of solutions that creates lasting value for its customers, people and shareholders.

This is our vision: the creation of a strong European Technology Powerhouse.”

The Company will continue to inform the investing public of any material developments, in accordance with the applicable regulatory framework.