



PRESS RELEASE

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING AT AUGUST 28, 2020

The ordinary Shareholders' Meeting adopted the following resolutions:

- **Presentation of the consolidated financial statements of the Group at April 30, 2020, showing**
 - Total Revenues and Other Income equal to Euro 1,776.0 million (+14.5% YoY)
 - Consolidated Ebitda equal to Euro 94.5 million (+27.1% YoY)
 - Consolidated Net profit attributable to the Group equal to Euro 37.9 million (+29.5% YoY)
 - Adjusted¹ consolidated Net profit attributable to the Group equal to Euro 41.2 million (+31.1% YoY)
 - Net Financial Position (net liquidity) active for Euro 54.7 million vs Euro 41.8 million at April 30, 2019
- **Approval of the statutory financial statements of Sesa S.p.A at April 30, 2020**
- **Confirmation of the Director Claudio Berretti, already co-opted in the Board held on August 27, 2019**
- **Approval of the Remuneration Report**
- **Approval of the Stock Grant Plan 2021-2023**
- **Authorization for the purchase and disposal of treasury shares**

The Extraordinary Shareholders' Meeting approved the inclusion of the increased vote in the Statute in order to strengthen the management orientation towards long-term sustainable growth.

Empoli, August 28, 2020

Sesa S.p.A., reference operator in Italy in the sector of technological innovation solutions and IT and digital services for the business segment, announces that took place today **the Ordinary and Extraordinary Shareholders' Meeting**, chaired by Dr. Paolo Castellacci.

During the Meeting, it was **showed the Group's consolidated financial statements at April 30, 2020**, in the terms already published on July 14, 2020, which recorded:

- Total Revenues and Other Income equal to Euro 1,776.0 million (+14.5% YoY);
- Consolidated Ebitda equal to Euro 94.5 million (+27.1% YoY);
- Consolidated Net profit attributable to the Group equal to Euro 37.9 million (+29.5% YoY);
- Adjusted consolidated Net profit attributable to the Group equal to Euro 41.2 million (+31.1% YoY).

The Ordinary Shareholders' Meeting resolved as follows:

- **Approval of the statutory financial statements of Sesa S.p.A. as of April 30, 2020** as proposed by the Board of Directors, already published on July 14, 2020, resolving to allocate the profit for the year equal to Euro 11,100 thousand, up by 6.8% compared to Euro 10,397 thousand at April 30, 2019, for Euro 555 thousand to the legal reserve and the remaining part to the extraordinary reserve. Considering the global crisis, the investments supporting the demand for digitalization and the acceleration of the external growth path, the Shareholders' Meeting resolved to not proceed with the distribution of any dividend;
- **Confirmation** pursuant to article 2386 of the civil code and art. 15 of the Statute as **Director of Dr. Claudio Berretti** already co-opted into the Board of Directors on August 27, 2019, until the expiry of the other Directors, ie the date of the Shareholders' Meeting called for the approval of the financial statements for the

¹ The Adjusted Net profit attributable to the Group is gross of the amortisation of intangible assets recorded as a result of the Purchase Price Allocation (PPA) process, net of the related tax effects



fiscal year to April 30, 2021. The curriculum vitae is available to the public on the Company's website www.sesa.it ("Investor Relations/Shareholders' Meetings" section);

- **Appointment of a standing Auditor and a substitute Auditor** pursuant to art. 2401 of the civil code and art. 21 of the Statute, following resignations by the Auditors Fabrizio Berti and Luca Parenti. The Shareholders' Meeting, based on the single list proposed by the majority shareholder ITH S.p.A., with 52.814% of Sesa S.p.A. share capital, appointed Dr. Andrea Mariani as standing Auditor and Dr. Marco Sironi as substitute Auditor. The relative curricula are available to the public on the Company's website www.sesa.it ("Investor Relations/Shareholders' Meetings" section);

- **Approval of the first section of the Remuneration Report** prepared pursuant to art. 123-ter of Legislative Decree 58/1998;

- **Approval of the Stock Grant Plan 2021-2023** pursuant to and for the purposes of art. 114-bis of the Legislative Decree n. 58 of February 24, 1998. In order to adopt a medium-long term incentive tool based on the Company's financial instruments, Sesa S.p.A. approved the Stock Grant Plan 2021-2023 which provides for the right to receive free of charge up to a maximum of n. 265,000 Sesa S.p.A. ordinary shares. The details of this plan can be found in the information document prepared pursuant to Article 114-bis of Legislative Decree 58/1998 and article 84-bis of Consob Regulation no. 11971/1999 made available to the public pursuant to the applicable legislation;

- **Renewal of the authorization to purchase and disposal of Sesa treasury shares with no indication of par value not exceeding 10% of the share capital represented by ordinary shares, and for a maximum amount of Euro 3.5 million**, for the purposes contemplated by art. 5 of EU Regulation no. 596/2014 and the related implementing provisions and with a duration up to the approval date of the financial statements at April 30, 2021, in any case, no later than the period of eighteen months from today;

- **Adoption of a Shareholders' Meeting Regulation** pursuant to article 9.C.3 of the Code of Corporate Governance, to which the Company adheres.

Following the resolution of the Shareholders' Meeting authorizing the purchase of treasury shares took place today, the Company will begin the purchase program of treasury shares up to the maximum value of Euro 3.5 million and in any case within the limit of 10% of the capital. The purchase of treasury shares will be made pursuant to Article 5) paragraph 2, letter C of EU Regulation 596/2014 and will be aimed at feeding the Stock Grant Plan 2021-23 and any future Stock Grant Plans. The treasury shares purchase program will carry on until the approval date of the financial statements at April 30, 2021, in any case, no later than the period of eighteen months from today.

The Extraordinary Shareholders' Meeting also approved the introduction of the increased vote, following the amendment of the art. 6 and the introduction of the art. 7 of the Statute, aimed at further leading Sesa Group management towards long-term objectives and attracting stakeholders focused to long-term sustainable growth.

The manager responsible for drawing up the company's accounts - Alessandro Fabbroni - declares, pursuant to Paragraph 2 of Article 154 bis of the Consolidated Finance Act, that the accounting information contained in this press release matches the information included in the accounting books and records



Sesa S.p.A., based in Empoli (FI), is reference player in Italy in technological innovation solutions and IT and digital services for business segment. The Sesa Group operates on the whole national territory with presence over some European countries including Germany, Spain, Switzerland, with consolidated revenues of Euro 1,776 million, an Ebitda of Euro 94.5 million, a consolidated net profit after tax of Euro 42.2 million with over 2,500 employees (Financial Year data as of April 30, 2020).

The Group has the mission of offering technological innovation solutions and Digital Transformation services to companies and organizations. Thanks to the skills and specializations of its human resources and the solutions developed, Sesa Group operates in sectors such as Collaboration, Cloud, Digital Process, ERP & Vertical Solutions, Security to support digital transformation of partners and customers.

The Sesa Group operates through three main business sectors:

- the VAD (Value Added Distribution) Sector with Revenues of € 1.45 billion and approximately 400 human resources;*
- the SSI (Software and System Integration) Sector with revenues of approximately Euro 400 million and over 1,800 employees;*
- the BS (Business Services) Sector with revenues of approximately Euro 50 million and approximately 300 employees, consolidated since March 2020.*

The Corporate Sector manages Group operating and financial platform as well as the Strategic Governance with revenues of approximately Euro 20 million and 180 human resources.

The Sesa Group pursues a sustainable development policy for the benefit of its Stakeholders and over 2011-2020 period has achieved a track record of continuous growth in employment, revenues (CAGR revenues 2011-2020 +10.1%) and profitability (CAGR Ebitda 2011 -2020 + 11.9%, CAGR EAT Adjusted 2011-2020 +15.2%). Sesa S.p.A. is listed on the STAR segment of Borsa Italiana MTA Market (ISIN Code: IT0004729759).

For Media Information

Community S.r.l.
Lea Calvo Platero
+39 02 89404231 - sesa@communitygroup.it

Idea Point S.r.l.
Alessandro Pasquinucci
+39 0571 99744 - info@ideapoint.it

For Financial Information

Sesa S.p.A.
Conxi Palmero, Investor Relations Manager
+39 0571 997326 - investor@sesa.it