



PRESS RELEASE

ORDINARY SHAREHOLDERS' MEETING AND BOARD OF DIRECTORS OF AUGUST 26, 2021

Ordinary Shareholders' Meeting:

- **Presentation of the Group Consolidated Financial Statements as of April 30, 2021, closed with Revenues of Eu 2,037 billion, up by 14.7% Y/Y and a Consolidated Adjusted Net Profit attributable to the shareholders of Eu 57.8 million, up by 40,5% Y/Y**
- **Approval of the financial statements of Sesa S.p.A. as of April 30, 2021 and resolution to distribute a dividend equal to Eu 0.85 per share, with payment starting from September 22, 2021 and coupon detachment on September 20, 2021 (record date September 21, 2021)**
- **Approval of the Remuneration Report**
- **Authorization for the purchase (within the limits of Euro 6 million of equivalent value and 10% of the share capital) and the disposal of ordinary treasury shares**
- **Renewal of the Board of Directors of Sesa for the three-year period ending with the approval of the financial statements as of April 30, 2024, in substantial continuity with the current composition**

Board of Directors:

- **Attribution of powers and management delegations, confirming Paolo Castellacci as Chairman, Alessandro Fabbroni as Chief Executive Officer and Giovanni Moriani and Moreno Gaini as Deputy Chairmen**

Empoli (FI), August 26, 2021

Sesa S.p.A., reference player in Italy in technological innovation and digital services for the business segment, announces that the **ordinary Shareholders' Meeting** was held today. During the **Shareholders' Meeting the consolidated Financial Statements as of April 30, 2021 were presented**, within the terms already made public on July 12, 2021, with revenues of Eu 2.037 billion, up by 14.7% compared to the previous Fiscal Year, an operating profit (Ebitda) of Eu 126.0 million, up by 33.4% Y/Y and an Adjusted Net Profit attributable to shareholders of Eu 57.8 million, up by 40.5% Y/Y, thanks to the development of business in the main areas of digital innovation and the strong growth of skills and human resources that reach the threshold of 3,500 employees (+34.7% Y/Y).

The Shareholders' Meeting approved the financial statements of the parent company Sesa S.p.A. as of April 30, 2021 within the terms proposed by the Board of Directors, resolving to allocate the profit for the current Fiscal Year, equal to Euro 11,627 thousand: (i) for Euro 582 thousand to the legal reserve; (ii) for a maximum amount of Euro 11,045 thousand (gross of treasury shares in portfolio) for the distribution of dividends (also by drawing a maximum of Euro 2,125 thousand from the Extraordinary Reserve). **The dividend amounts, equal to Euro 0.85 per share, will be paid in favour of the entitled parties starting from September 22, 2021, with coupon detachment on September 20, 2021.**

Sesa S.p.A. Shareholders' Meeting also deliberated:

- the approval of the Remuneration Report prepared in accordance with the law;
- the renewal of the authorization to purchase and dispose of ordinary own shares for any purpose permitted by current provisions. The authorization concerns the purchase, even in several tranches, of a number of





Sesa ordinary shares, with no nominal value, not exceeding 10% of the share capital represented by ordinary shares and for a maximum value of Euro 6 million;

- the appointment of the Board of Directors for three Fiscal Years, until the approval of the financial statements as of April 30, 2024, **in substantial continuity with the current composition**, as indicated below:
 - Paolo Castellacci (Chairman), Alessandro Fabbroni (Chief Executive Officer), Giovanni Moriani (Deputy Chairman), Moreno Gaini (Deputy Chairman), Angelica Pelizzari (non-executive director), Angela Oggionni (independent director), Claudio Berretti (non-executive director), Chiara Pieragnoli (independent director) and Giovanna Zanotti (independent director), taken from the majority list presented by the shareholder ITH S.p.A., owner of 52.814% of the share capital;
 - Giuseppe Cerati (independent director), taken from the minority list presented by a group of shareholders, who hold a total of 3.71% of the share capital.

At the end of the Shareholders' Meeting, **the Board of Directors**, gathered in total form, adopted the following resolutions:

- attribution of powers and management delegations in substantial continuity with the current state, confirming Paolo Castellacci as Chairman, Alessandro Fabbroni as Chief Executive Officer and Giovanni Moriani and Moreno Gaini as Executive Deputy Chairmen;
- verification of the independence requirements of four of the ten directors, specifically Angela Oggionni, Giovanna Zanotti, Chiara Pieragnoli and Giuseppe Cerati pursuant to the provisions of the Consolidated Finance Act and the Corporate Governance Code;
- appointment of the Management Control Committee which will also perform the functions of the Control and Risks and Related Parties Committee, composed entirely of independent directors (Giovanna Zanotti, Chiara Pieragnoli and Giuseppe Cerati, the latter with the office of Chairman);
- appointment of the Remuneration Committee composed of the directors Giovanna Zanotti, Claudio Berretti and Angela Oggionni, the latter with the functions of Chairman.

Dr. Alessandro Fabbroni, in his capacity as manager in charge of preparing the Corporate Accounting documents, 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), active on the whole national territory with presence over some foreign countries including Germany, Switzerland, Austria, France, Spain, Romania and China, is the holding of a Group which constitutes the reference player in Italy in technological innovation and digital services for the business segment, with consolidated revenues of approximately Euro 2,037 million and 3,500 employees as of April 30, 2021.

Sesa Group has the mission of offering technological solutions and digital transformation services to companies and organizations, supporting them in their innovation path. Thanks to the skills and specialization of its human resources, Sesa Group operates in the value-added segments of Information Technology, such as Collaboration, Cloud, Digital manufacturing, ERP & Vertical Solutions, Business Services, Digital Security, Customer Experience.

Sesa Group operates through four main business sectors:

- VAD (Value Added Distribution) sector with revenues of about Euro 1,600 million and 425 human resources as of April 30, 2021;
- SSI (Software and System Integration) sector with revenues of about Euro 480 million and 2,500 human resources as of April 30, 2021;
- Business Services sector with revenues of about Euro 47 million and 410 human resources as of April 30, 2021;
- Corporate sector with revenues of about Euro 20 million and 200 human resources as of April 30, 2021.

Sesa Group pursues a sustainable development policy for the benefit of its Stakeholders and has achieved in the period 2011-2021 a track record of continuous growth in employment, revenues (CAGR revenues 2011-2021 +10.6%) and profitability (CAGR Ebitda 2011-2021 +13.9%).

In 2021, the Company introduced sustainability in its bylaw and launched the B Corp certification process.

Sesa S.p.A. is listed on the STAR segment of Borsa Italiana MTA Market (ISIN Code: IT0004729759).





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