



PRESS RELEASE

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF AUGUST 28, 2023

- **ORDINARY SHAREHOLDERS' MEETING**
- **Presentation of the Integrated Consolidated Annual Report as of April 30, 2023 (in the terms published last July 18th 2023)**
 - Consolidated Revenues and Other Income: Eu 2,907.6 million (+21.7% Y/Y)
 - Consolidated Ebitda: Eu 209.4 million (+24.9% Y/Y), Ebitda margin 7.2% Vs 7.0% Y/Y
 - Consolidated Adjusted Net profit attributable to the Group¹: Eu 100.1 million (+21.1% Y/Y)
 - Progress of sustainability programs for the benefit of Human Resources, environment and stakeholders
 - Human Resources growth with 4,717 employees as of April 30, 2023 (+13.3% Y/Y)
- **Approval of the Financial Statements of Sesa S.p.A. and dividend distribution equal to Eu 1.0 per share**
 - Approval of the Financial Statements of Sesa S.p.A. as of April 30, 2023, with a Net profit of Eu 21,437 thousand (+24.7% Y/Y)
 - Dividend distribution equal to Eu 1.0 per share (compared to Eu 0.90 of the previous year), with payment starting from September 20, 2023 and coupon detachment on September 18, 2023 (record date September 19, 2023)
- **Approval of the Report on Remuneration Policy and Compensations**
- **Approval of the Stock Grant Plan 2024-2026**
- **Authorisation to purchase and disposal of ordinary treasury shares, up to maximum amount of Euro 10 million, also to serve the Stock Grant Plan 2024-2026 as previously approved by the Ordinary Shareholders' Meeting**
- **EXTRAORDINARY SHAREHOLDERS' MEETING**
- **The Extraordinary Shareholders' Meeting approved (i) the amendment to the Statute providing the possibility of free Share Capital increase to serve Stock Grant Plans reserved to Group Human Resources with strategic responsibilities (ii) to delegate the Board of Directors to a free Share Capital Increase, for a maximum nominal amount of Eu 491,400, with the issue of maximum n. 204,750 ordinary shares, which may be activated to serve the Stock Grant Plan 2024-2026, already approved by Ordinary Shareholders' Meeting**

Empoli (FI), August 28, 2023

Sesa ("SESA" – SES.MI), reference player in technological innovation and digital services for the business segment, announces that the Ordinary and Extraordinary Shareholders' Meeting was held today, in Empoli headquarters, chaired by the Chairman Paolo Castellacci.

During the Shareholders' Meeting the **Integrated Consolidated Annual Report as of April 30, 2023 has been presented**, within the terms already published last July 18th, 2023, with revenues equal to Eu 2.908 billion, up by 21.7% compared to the previous Fiscal Year, an operating profit (Ebitda) for Eu 209.4 million, up by 24.9% Y/Y and a Group Consolidated Adjusted Net profit after minority interests

(1) Adjusted Net Profit attributable to the Group before amortisation of intangible assets (client lists and know-how) deriving from PPA, equal to Eu 13,010 thousand net of the related tax effect, compared to Eu 8,328 thousand in FY 2022, as well as gross of non-recurring costs of Stock Grant Plan referring to the 3Y period net of tax effect equal to Eu 2,598 thousand net of the related tax effect, compared to Eu 809 thousand in FY 2022



(Adjusted EAT attributable to the Group¹) for Eu 100.1 million, up by 21.1% Y/Y, thanks to the development of business in the main areas of digital innovation and the strong growth in digital skills and human resources that achieved the threshold of 4,720 employees (+13.3% Y/Y).

During the Year the Group achieved a **strong improvement in the ESG performance thanks to the strengthening of the main sustainability programs for the benefit of Human Resources, environment and stakeholders.**

As of April 30, 2023, the Group distributed a total economic value of Eu 309 million (+24% Y/Y), of which over 60% towards Human Resources, totalling **4,717 employees, with further growth compared to the previous Year (+13.3% Y/Y)**, improving the programs of hiring (760 in FY22, +25% Y/Y), education (over 69,000 training hours +14% Y/Y) and welfare, progressively widened, to support parenting, diversity, well-being and work-life balance of coworkers.

Environmental performance KPIs strongly improved with a reduction in emissions per capita, down by 10.3% Y/Y (1.22 tCO₂ compared to 1.36 tCO₂ Y/Y), the increase of green energy produced by photovoltaic systems (1.30 million kWh, +25% Y/Y), and the decrease of natural resources consumption and waste per capita (0.03 tons in FY23 compared to 0.04 tons in FY22). In terms of sustainability governance, we highlight the achievement of the Gender Equality Certification UNI/PDR 125:2022, the extension of the ISO 14001 environment certification to the main Group companies, the **improvement of the Ecovadis rating to Gold level and the CDP rating to B level**, confirming the main sustainability awards (Integrated Governance Index and Sustainability Leader 2023).

The Ordinary Shareholders' Meeting approved the Financial Statements of the parent company Sesa S.p.A. as of April 30, 2023 under the terms proposed by the Board of Directors, resolving to allocate the **profit for the current Fiscal Year, equal to Eu 21,437 thousand (+24.7% Y/Y)** for Euro 1,072 thousand to the Legal Reserve, for Euro 4,870 thousand to the Extraordinary Reserve and for a maximum amount of Euro 15,495 thousand for the **distribution of dividends, equal to Eu 1.0 per share, up compared to Eu 0.90 per share of the previous Year.** The total amount of dividend will be determined according to the number of shares entitled to the dividend at record date, also on the basis of the Company's buy back plan. **The dividend will be paid to shareholders entitled starting from September 20, 2023, with coupon detachment on September 18, 2023 and record date September 19, 2023.**

The Ordinary Shareholders' Meeting also approved:

- **the Report on Remuneration Policy and Compensations** prepared in accordance with the law;
- **the Stock Grant Plan 2024-2026**, according to the terms published last July, 18 and included in the Summary Document published on the Company's website (section "Investors – Shareholders' Meetings");
- **the renewal of the authorization to purchase and dispose of ordinary own shares** for any purpose permitted by current provisions and also to serve the Stock Grant Plan 2024-2026 as formerly approved in the Ordinary Shareholders' Meeting. The authorization concerns the purchase, even in several tranches, of a number of Sesa ordinary shares, not exceeding 10% of the share capital represented by ordinary shares and **for a maximum value of Euro 10 million.**

The Extraordinary Shareholders' Meeting also approved (i) the possibility of free Share Capital increase to serve Stock Grant Plans reserved to Group Human Resources with strategic responsibilities following the amendment of the art. 6 of the Statute (ii) to delegate the Board of Directors to a free Share Capital increase, divisible into several tranches, for a maximum nominal amount of Eu 491,400, with the issue of maximum n. 204,750 ordinary shares, which may be activated to serve the Stock Grant Plan 2024-2026, already approved by the Ordinary Shareholders' Meeting for Sesa Group employees with strategic responsibilities.

This press release is also available on the company's website www.sesa.it, as well as on the authorized storage mechanism eMarket Storage consultable at the website www.emarketstorage.com.



Alessandro Fabbri, in his capacity as Director in charge of Corporate Accounting Documents, declares pursuant to article 154 bis, paragraph 2 of the Consolidated Law on Finance, that the accounting information contained in this press release matches the information included in the accounting books and records.

Sesa S.p.A., with Headquarters in Empoli (Florence), is the operating holding company of a Group with presence on the whole Italian territory and foreign countries as Germany, Switzerland, Austria, France, Spain, Romania and China that represents the reference player in Italy in technological innovation and digital services for the business segment, with consolidated revenues of Euro 2,908 million (+21.7% Y/Y) and 4,717 employees in the Fiscal Year as of April 30, 2023 (+13.3% Y/Y).

Sesa Group has the mission of offering technological solutions, digital services and business applications to support the digital transformation and innovation towards sustainability of Enterprises and Organizations, through four main business Sectors:

- Corporate, with about revenues of Euro 20 million and 150 human resources as of April 30, 2023;
- VAD (Value Added Distribution), with about revenues of Euro 2,236 million and 655 human resources as of April 30, 2023;
- SSI (Software and System Integration), with about revenues of Euro 703 million and 3,345 human resources as of April 30, 2023;
- Business Services, with about revenues of Euro 84 million and 570 human resources as of April 30, 2023.

Sesa Group pursues a sustainable development strategy for the benefit of all Stakeholders, with a track record in the period 2012-2023 of continuous growth in employment, revenues (CAGR revenues 2012-2023 +12.0%) and profitability (CAGR Ebitda 2012-2023 +16.2%). Sesa Group strategy of long-term value generation for all stakeholder is based on human resources skill development, environmental sustainability and social responsibility, with continuous improvement of ESG performance.

As of April 30, 2023, the Group distributed a net economic value of about Eu 309 million (+26% Y/Y), of which for over 60% to the remuneration of Human Resources, with 4,717 employees(+13% Y/Y), improved hiring programs (760 hires in FY23, +25% Y/Y), education (over 69,000 training hours, +14% Y/Y) and welfare programs to support parenting, diversity, well-being and work-life balance of Human Resources. Sesa introduced in its corporate bylaw the sustainable growth as Board of Directors priority and starting from FY 2022 Sesa has published the Integrated Annual Report, providing a complete, measurable, and transparent representation of the Group value generation, at financial and ESG performance level. In terms of sustainability governance, the Group's main companies achieved the ISO 14001 certification and the UN Global Compact membership.

In 2022 Sesa reached the Gold level issued by Ecovadis and achieved the increase to BBB level of MSCI, and the B level of sustainability rating issued by CDP. Sesa S.p.A. is listed on the Euronext STAR Milan (ISIN Code: IT0004729759) and is part of FTSE Italia Mid Cap index.

| For Media Information | For ESG and Financial Information |
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