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Diffusione presunta
Oggetto : New incentive plans based on financial
instruments to be submitted to the next
Shareholders' Meeting

Testo del comunicato

Vedi allegato.

PRESS RELEASE

Equita will submit to the next Shareholders' Meeting two new incentive plans based on financial instruments to further align interests and comply with the new regulation on remuneration and incentive policies

Long-term value creation in terms of Total Shareholders Return (TSR) and individual goals linked to Equita 2024 business plan are the targets of the new incentive plan addressed to Top Management

- = The Board of Directors resolved to submit to the next Shareholders' Meeting two new incentive plans, one addressed to Group's professionals and one to Top Management

Milan, March 25th, 2022

The Board of Directors of Equita Group S.p.A. (the "**Company**" and, together with its subsidiaries, "**Equita**" or the "**Group**") resolved to submit to the next Shareholders' Meeting the approval of two new incentive plans based on financial instruments to further align interests and comply with the new regulation on remuneration and incentive policies.

The first plan, namely "**Equita Incentive Plan 2022-2024**", **is addressed to all Group's professionals and foresees the award of financial instruments issued by the Company** (shares, performance shares, stock options, phantom shares and subordinated bonds), as required by the new applicable regulation on remuneration.

Financial instruments will be awarded to beneficiaries in three annual cycles, subject to the achievement of **key performance indicators, both at Group and at individual levels**. Award of financial instruments will be subject to deferral and vesting period, in line with applicable regulation.

The maximum number of financial instruments to be potentially awarded is 2.500.000 equity and equity-like instruments (shares, performance shares, stock options, phantom shares) **and 10.000 subordinated bonds**. The maximum dilution of the share capital is approx. 4.7% in total, over three annual cycles, and the value of the subordinated bonds will not exceed €10 million.

The second plan, namely "**Equita Incentive Plan 2022-2024 for the Top Management**", is addressed to Group's top managers and foresees the award of a variable number of **phantom shares subject to the achievement of a minimum target of Total Shareholders Return (TSR) of 40%** of the Equita Group share (EQUI:MI).

The number of phantom shares awarded to beneficiaries will increase as a function of the value created for shareholders in terms of TSR, aligning long-term interests and rewarding beneficiaries in case of significant performance.

In addition to value creation for shareholders, the number of phantom shares awarded to each beneficiary will be subject to individual targets linked to the three-year business plan *Equita 2024*

announced by the Company on March 17th, 2022, and related to revenues generation, cost discipline and increase in net profits by 2024.

The maximum number of phantom shares that could be awarded in 2025 amounts to 2,000,000. This latter case would imply: i) a TSR higher than 60% and ii) individual targets linked to *Equita 2024* business plan successfully achieved by all beneficiaries.

Expenses related to the Equita Incentive plan 2022-2024 for the Top Management (to be considered as non-recurring) will be recorded over a four-year period (2022-2025), with a relevant part of such non-recurring items recorded in 2024 and 2025 fiscal years.

For more details, please read the documentation that will be made available to the public within the terms set forth by applicable law (Corporate Governance section, Shareholders' Meeting area).

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Equita Group
Investor Relations – Andrea
Graziotto
ir@equita.eu

Close to Media
Adriana Liguori
adriana.liguori@closetomedia.it

Finelk
Cornelia Schnepf
equita@finelk.eu

Equita, the leading Italian independent investment bank, has been offering its expertise and insight on financial markets to professional investors, corporates and institutions for more than 45 years. The holding Equita Group, **listed on the "STAR" segment of the Italian Stock Exchange**, counts its managers and professionals among shareholders (with approximately 54% of the share capital) and this ensures a strong alignment of interests with investors. With its global markets activities, today Equita is **the leading independent broker in Italy** that offers to its institutional clients brokerage services on equities, fixed income, derivatives and ETFs. Moreover, thanks to the continuous engagement of the **award winning research team** – acknowledged for its top quality research – the trading floor supports investors' decisions with valuable analyses and investment ideas on Italian and European financial markets. Equita also leverages on a **unique investment banking platform** that combines independent strategic advice with unparalleled access to capital markets. The wide offering proposed includes advisory services in M&A, other extraordinary financial transactions, along with equity and fixed income capital raising solutions. Our aim is to best serve all clients, from large industrial groups to small and medium enterprises, from financial institutions to the public sector. Lastly, **Equita Capital SGR** offers to institutional investors and banking groups its asset management competences and its deep understanding of financial markets, especially in mid and small caps. The **strong focus on alternative assets** like private debt and the **asset management strategies based on distinctive areas of expertise of the Group** make Equita Capital SGR the best partner for both investors looking for interesting returns and banking groups that would like to co-develop new products for their retail networks.

Fine Comunicato n.20115-31

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