

Informazione Regolamentata n. 0259-27-2015	Data/Ora Ricezione 28 Aprile 2015 11:45:03	MTA - Star
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Societa' : BANCA FINNAT EURAMERICA

Identificativo : 57132

Informazione  
Regolamentata

Nome utilizzatore : FINNATN06 - Ascani

Tipologia : IRAG 01

Data/Ora Ricezione : 28 Aprile 2015 11:45:03

Data/Ora Inizio : 28 Aprile 2015 12:00:04

Diffusione presunta

Oggetto : THE GENERAL MEETING OF  
SHAREHOLDERS OF BANCA FINNAT  
HAS APPROVED THE FINANCIAL  
STATEMENTS AT 31 DECEMBER 2014

*Testo del comunicato*

Vedi allegato.



**PRESS RELEASE**

**THE GENERAL MEETING OF SHAREHOLDERS OF BANCA FINNAT HAS APPROVED THE:**

- **FINANCIAL STATEMENTS AT 31 DECEMBER 2014, WHICH RECORD A NET CONSOLIDATED PROFIT OF € 4.25 MILLION**
- **DISTRIBUTION OF GROSS DIVIDENDS OF € 0.010 PER SHARE, EQUAL TO 5% OF THE NOMINAL VALUE OF THE SHARES**
- **APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS**
- **APPOINTMENT OF THE MEMBERS OF THE BOARD OF STATUTORY AUDITORS**
- **REMUNERATION POLICIES**
- **RENEWAL, UP TO 29 APRIL 2016, OF THE BOD'S AUTHORISATION TO PURCHASE OR SELL OWN SHARES**

**Rome, 28 April 2015** – The ordinary General Meeting of Banca Finnat Euramerica S.p.A., meeting today at first call, resolved to approve the financial statements at 31 December 2014. The General Meeting also examined the Consolidated Financial Statements at 31 December 2014, which highlight:

- increased **Net Commissions** by 6.5%, from 24.2 million euros in the previous year to 25.8 million euros.
- A dropping **Interest Margin** by 14.3%, from 14.7 million euros at 31.12.2013 to 12.6 million euros.
- A growing **Earnings Margin** by 11%, from 40.8 million euros at 31.12.2013 to 45.3 million euros.
- A **Consolidated Group Net Profit** standing at 4.25 million, compared to the previous year's 4.85 million (-12.4%).

## DIVIDENDS

The General Meeting also resolved to distribute gross dividends, unchanged compared to last year, of € 0.010 per share (equal to 5% of the nominal share value). The dividends shall be due for payment on 20 May 2015, while the coupon 31 detachment date is 18 May 2015.

## PURCHASE AND DISPOSAL OF OWN SHARES

The General Meeting resolved to revoke the previous resolution for the purchase of own shares, valid until 28 April 2015, and to once again authorise the BoD to empower one or more of its members, or the General Manager, to purchase, for market making purposes and on the regulated markets, in one or more transactions, between 29 April 2015 and 29 April 2016, up to a revolving limit of 5,000,000 additional ordinary shares of the company, compared to those already held and, in any case, for an additional maximum value of no more than € 2,177,280.

To this end, the General Meeting resolved to transfer to the "Extraordinary Reserve" the remaining "Own Shares Purchasing Fund", due to the currently expired plans, while at the same time establishing a new "Own Shares Purchasing Fund" by withdrawing € 2,177,820 from the Extraordinary Reserve. The General Meeting also authorised the Board of Directors to empower one or more of its members, or the General Manager, to dispose of the own shares held by the Bank in its portfolio, subject to the following conditions:

- a) the authorisation is granted without an expiry date;
- b) the disposal of the own shares purchased in accordance herewith may take place before the exhaustion of the purchase quantity authorised hereunder, in one or more transactions, with no time limits and and by adopting the instruments deemed most appropriate, from time to time, provided the interest of the bank is preserved and existing regulations are abided by.

Following the purchases made during the authorisation term, as determined from time to time, at 24 April 2015 Banca Finnat Euramerica S.p.A. holds a total of 25,307,589 own shares, corresponding to a value of 12,491,192 euros.

#### APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS

The General Meeting then resolved to appoint the members of the Board of Directors, for the three-year period 2015/2017, their term expiring at the date of approval of the financial statements at 31/12/2017, from a single list presented by the relative majority shareholder Mr. Arturo Nattino and so unanimously voted, namely: Mr. Ermanno Boffa, Mr. Leonardo Buonvino, Mr. Carlo Carlevaris, Mr. Roberto Cusmai, Mr. Arturo Nattino, Mr. Giampietro Nattino, Ms. Giulia Nattino, Ms. Maria Sole Nattino, Mr. Lupo Rattazzi, Mr. Andreina Scognamiglio, and Mr. Marco Tofanelli.

It is highlighted that Mr. Ermanno Boffa, Mr. Roberto Cusmai, Mr. Andreina Scognamiglio and Mr. Marco Tofanelli have declared that they possess the necessary independence requirements that the Consolidation Act on Finance and the Self-Governance Code of the Borsa Italiana prescribe for the position of Director.

Carlo Carlevaris has been appointed Honorary Chairman of Banca Finnat.

#### APPOINTMENT OF THE MEMBERS OF THE BOARD OF STATUTORY AUDITORS

The General Meeting also appointed the members of the Board of Statutory Auditors, for the three-year period 2015/2017, their term expiring at the date of approval of the financial statements at 31/12/2017, from a single list presented by the relative majority shareholder Mr. Arturo Nattino and so unanimously voted, namely: Mr. Alberto De Nigro, Ms. Barbara Fasoli Braccini, Mr. Francesco Minnetti as permanent members, and Mr. Antonio Staffa and Ms. Laura Bellicini as alternate members.

Alberto De Nigro has been appointed Chairman of the Board of Statutory Auditors.

#### REMUNERATION POLICIES

The General Meeting then approved the Remuneration Report, pursuant to article 123-ter of Legislative Decree 58/98, including the statement on the remuneration policies for Directors, Employees and freelance Collaborators.

**The manager in charge of preparing the corporate reports and accounting documents (Paolo Colletti) hereby declares, pursuant to paragraph 2 of article 154bis of the Consolidated Law on Financial Intermediaries, that the disclosure provided in this press release is in keeping with the company's accounting records, books and entries.**

**(PURSUANT TO ART. 66 OF CONSOB RESOLUTION 11971 OF 14 MAY 1999)**

This press release shall be published in the Investor Relations - Press Releases - section of the website [www.bancafinnat.it](http://www.bancafinnat.it).

Contacts:

**BANCA FINNAT EURAMERICA S.p.A.** ([www.bancafinnat.it](http://www.bancafinnat.it))

IR Manager: Gian Franco Traverso Guicciardi – Tel. +39 06 699 331 E-mail: [g.traverso@finnat.it](mailto:g.traverso@finnat.it)

**SEC – Ufficio Stampa** – Marco Fraquelli – Tel. +39 02 6249 9979 E-mail: [fraquelli@secrp.it](mailto:fraquelli@secrp.it)

Fine Comunicato n.0259-27

Numero di Pagine: 6