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Informazione
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Diffusione presunta

Oggetto : Press release - Shareholders' meeting
Newlat Food

Testo del comunicato

Vedi allegato.

Head office: Via J. F. Kennedy, 16 – 42124 Reggio Emilia – Telephone: 0522.7901 Fax: 0522.790266
Share Capital € 43,935,050.00 fully paid-up – Economic and Administrative Index of Reggio Emilia (REA) no. 277595 – VAT and Tax ID 00183410653
Company subject to management and coordination by Newlat Group S.A. pursuant to articles 2497 et seq. of the Italian Civil Code.

PRESS RELEASE
NEWLAT FOOD S.P.A.
ORDINARY SHAREHOLDERS' MEETING

- **APPROVAL OF THE FINANCIAL STATEMENTS AND NET INCOME ALLOCATION FOR THE YEAR ENDED 31 DECEMBER 2021.**
- **APPROVAL OF THE REPORT ON THE REMUNERATION POLICY AND ON THE REMUNERATION PAID PURSUANT TO ART. 123-TER OF LEGISLATIVE DECREE OF 24 FEBRUARY 1998, N. 58.**
- **APPOINTMENT OF THE NEW BOARD OF DIRECTORS FOR THE PERIOD 2022-2024**
- **APPOINTMENT OF THE NEW BOARD OF STATUTORY AUDITORS FOR THE PERIOD 2022-2024**
- **AUTHORIZATION FOR THE PURCHASE AND DISPOSAL OF OWN SHARES, AFTER REVOCATION OF THE PREVIOUS AUTHORISATION.**

Reggio Emilia, 28 April 2022 – The ordinary Shareholders' Meeting of Newlat Food S.p.A. ("**Newlat Food**" or the "**Company**") met today, on first call, under the chairmanship of Angelo Mastrolia and with the representation of 74.80% of voting rights, exclusively through proxies and sub-proxies conferred to the Designated Representative, Studio Segre S.r.l., pursuant to art. 135-undecies and to art. 135-novies of the TUF and in compliance with the provisions of art. 106 of Legislative Decree 18/2020.

Approval of the Financial Statements for the year ended 31 December 2021

The ordinary Shareholders' Meeting examined and approved the financial statements and acknowledged the consolidated financial statements, as well as the report on operations, for the year ended 31 December 2021, as approved by the Board of Directors on 18 March 2022 and already announced through the press release issued on the same day and available on the Company's website at www.newlat.it, as well as at the authorized eMarket Storage mechanism at www.emarketstorage.com, to which reference should be made.

The figures relating to 2021 confirm a positive trend in the main aggregate economic and financial figures of the Group.

Consolidated revenues were equal to **Euro 555.86 million**, compared to Euro 469.83 million in 2020. **Consolidated net profit** was **Euro 6.23 million**, compared to Euro 38.64 million in the previous year. The net profit of the previous year was affected by the positive effect of the income from business combinations.

The **standalone financial statements** in for the year ended 31 December 2021 recorded revenues equal to **Euro 157.08 million** compared to Euro 265.61 million in 2020, while the **standalone net profit** was equal



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to **Euro 860.16 thousands** compared to Euro 7.25 million in 2020.

The **proforma revenues of the Group** in the year 2021 were equal to **Euro 625.23 million**, a decrease of 2.6% compared to 2020 with the same consolidation perimeter, while the **adjusted proforma consolidated EBITDA** was equal to **Euro 58 million** with a decrease of 6% compared to the previous year.

The **proforma net income** was equal to **Euro 8 million**.

Net Financial Position, including the effects resulting from the application of IFRS 16, was negative by **Euro 68.6 million**. In 2020, NFP was equal to Euro 5.2 million. The change in NFP at 31 December 2021 vs. 31 December 2020 is primarily due to the Symington's acquisition, which occurred on 4 August 2021.

Net profit allocation

In addition, the Shareholders' Meeting of Newlat Food resolved to allocate the net profit for the year, equal to **Euro 860,156** in the amount of 5% to the legal reserve and the remaining 95% to the extraordinary reserve.

Report on remuneration pursuant to art. 123-ter of the TUF

The Shareholders' Meeting also approved the report on the remuneration policy and the remuneration paid, prepared pursuant to art. 123-ter of the TUF, relating to the remuneration policy of the members of the Board of Directors and of the Executives with Strategic Responsibilities.

Appointment of the new Board of Directors for the period 2022-2024 and the relative remunerations

The Shareholders' Meeting, on the basis of the list presented by the shareholder Newlat Group S.A., appointed the new Board of Directors for the years 2022-2024 in the persons of:

1. Angelo Mastrolia Chairman
2. Giuseppe Mastrolia
3. Benedetta Mastrolia
4. Stefano Cometto
5. Valentina Montanari Independent
6. Eric Sandrin Independent
7. Maria Cristina Zoppo Independent

Appointment of the new Board of Statutory Auditors for the period 2022-2024 and the relative remunerations

The Shareholders' Meeting, on the basis of the list presented by the shareholder Newlat Group S.A., appointed the new Board of Statutory Auditors for the years 2022-2024 in the persons of:

- As Standing Auditors:

1. Massimo Carlomagno Chairman
2. Ester Sammartino



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3. Antonio Mucci

As Alternative Auditors:

1. Giovanni Rayneri
2. Cinzia Voltolina

Authorization for the purchase and disposal of own shares

The Shareholders' Meeting, having acknowledged the good financial health of the Company and the opportunity to use own shares for future acquisitions, authorized, pursuant to art. 2357 of the Civil Code, as well as the combined provisions of art. 132 of the TUF and art. 144-bis of Consob Issuer Regulation no. 11971/99, the purchase and disposal of own shares up to a maximum number which, taking into account the Newlat Food shares held in the portfolio from time to time by the Company and by its subsidiaries, is not overall greater than one fifth of the Company's share capital, pursuant to art. 2357, paragraph 3, of the Italian Civil Code or to any different maximum amount provided for by the pro tempore law in force.

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The Shareholders' Meeting documentation will be made available within the terms and in the manner provided for by current legislation.

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This press release is available on the Company's website www.newlat.it and on the authorized storage mechanism eMarketstorage at the following address www.emarketstorage.com.

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FOR MORE INFORMATION:

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The Newlat Group

The Newlat Group is a relevant multinational, multi-brand and multi-channel player in the Italian and European agri-food sector, having a large portfolio of products and brands well known in Italy and internationally. The Newlat Group holds a consolidated positioning in the Italian and German markets and sale products in more than 60 countries. The Newlat Group is mainly active in the pasta, dairy, bakery and special products sectors, and in particular in the health & wellness, gluten free and baby food sectors.

For more information, visit our website www.newlat.it.



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