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Informazione Regolamentata n. 1967-28-2022	Data/Ora Ricezione 28 Aprile 2022 16:24:24	Euronext Milan
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Societa' : DOVALUE  
Identificativo : 161127  
Informazione  
Regolamentata  
Nome utilizzatore : DOVALUEN08 - Goretti  
Tipologia : 1.1; REGEM; 3.1  
Data/Ora Ricezione : 28 Aprile 2022 16:24:24  
Data/Ora Inizio : 28 Aprile 2022 16:24:25  
Diffusione presunta  
Oggetto : Ordinary shareholders' meeting of April  
28th, 2022

*Testo del comunicato*

Vedi allegato.

## PRESS RELEASE

### ORDINARY SHAREHOLDERS' MEETING OF APRIL 28<sup>th</sup>, 2022

- *Approved the individual financial statements for the year 2021, the destination of the profit for the year 2021 and the distribution of the dividend*
- *Approved the 2022-2024 incentive plan*
- *Granted a new authorization for the purchase of own shares*
- *Cristina Finocchi Mahne appointed as Director of the Company*
- *Approved the integration of the fees for the year 2021 of the auditing company EY S.p.A.*

**Rome, April 28<sup>th</sup>, 2022** – doValue S.p.A. (“doValue”, or the “Company”) announces that the Ordinary Shareholders' Meeting met today in compliance with the current provisions on the prevention and management of the epidemiological emergency from COVID-19, as indicated in the notice of call published on March 29<sup>th</sup>, 2022, approving all items on the agenda.

#### Financial statements 2021

The Ordinary Shareholders' Meeting approved:

- With 97.388% of the votes cast (corresponding to 80.706% of the share capital), the financial statements of doValue S.p.A. as of December 31<sup>st</sup>, 2021;
- With 97.173% of the votes cast (corresponding to 80.527% of the share capital), the distribution of dividends for approximately €39.5 million (corresponding to a dividend per share of €0.50, payable on May 4<sup>th</sup>, 2022, with ex-dividend date on May 2<sup>nd</sup>, 2022, and record date on May 3<sup>rd</sup>, 2022).

In this regard, reference is also made to the press release issued on March 17<sup>th</sup>, 2022, following the resolution of the Board of Directors approving the draft individual financial statements which reported, as an attachment, the consolidated balance sheet and income statement of doValue. During the session, the consolidated financial statements of the Group as of December 31<sup>st</sup>, 2021, were also presented, which closed with a positive result of €23,743,973.

#### Appointment of corporate officers and setting of remuneration

The Ordinary Shareholders' Meeting confirmed in the role of Board Member for the integration of the Board of Directors the director already co-opted during the meeting of August 4<sup>th</sup>, 2021, Prof. Cristina Finocchi Mahne, who will remain in office until the expiry of the current Board and, therefore, until the Shareholders' Meeting called to approve the financial statements for the financial year 2023. The emoluments approved by the Shareholders' Meeting of April 29<sup>th</sup>, 2021, remain confirmed.

The curriculum vitae of Prof. Cristina Finocchi Mahne will be available on the Company's website [www.dovalue.it](http://www.dovalue.it), in the Governance section.

#### doValue S.p.A.

già doBank S.p.A.

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Sede Legale in Verona, Viale dell'Agricoltura, 7 – Iscrizione al Registro Imprese CCIAA di Verona CCIAA/NREA: VR/19260  
Codice Fiscale n° 00390840239 e Partita IVA n° 02659940239 – Capitale Sociale € 41.280.000 interamente versato.



The verification of the integrity, professionalism and independence requirements of the newly appointed director and the integration of the Board Committees will be carried out by the Board of Directors in the first useful meeting in compliance with the regulatory provisions in force. The market will be notified of the outcome of this verification.

As of today's date, it should be noted that, to the best of the Company's knowledge, Professor Cristina Finocchi Mahne does not hold any shares in doValue S.p.A.

### **Remuneration and remuneration paid policy**

The Ordinary Shareholders' Meeting examined the Report on the remuneration policy and on the remuneration paid, approving with 65.584% of the votes (equal to 54.350% of the total share capital) the remuneration policy relating to the financial year 2021 described in the first section of the same Report and expressing a favourable opinion on the second section of the same concerning the remuneration paid in the financial year 2021 or related thereto, approving with 63.167% of the votes (equal to 52.346% of the total share capital) pursuant to article 123-ter of the TUF and art. 84-quater of Consob Regulation no. 11971/1999 (the "**Issuers' Regulation**").

The Ordinary Shareholders' Meeting also approved with 54.921% of the votes (equal to 45.513% of the total share capital) with a binding resolution the proposal to derogate from the 2021 remuneration policy, concerning the assignment of the variable remuneration referring to the year 2021 in favour of the Chief Executive Officer.

The Ordinary Shareholders' Meeting also approved with 98.703% of the votes (equal to 81.795% of the total share capital) the Incentive Plan 2022-2024 based on financial instruments, which provides for the assignment of an incentive in free ordinary doValue shares, to be paid over a multi-year period to selected beneficiaries subject to the achievement of specific performance objectives.

The Ordinary Shareholders' Meeting also conferred, severally, powers to the Chairman and the Chief Executive Officer to make this resolution executive, also by making any changes and / or additions that may be necessary for the implementation of the resolutions of the Shareholders' Meeting (which do not alter the substance of the resolution).

### **Revocation and new authorization for the purchase and disposal of own shares**

The Ordinary Shareholders' Meeting revoked the authorisation to purchase and dispose of own shares granted by the same to the Board of Directors of the Company with a resolution of April 29<sup>th</sup>, 2021.

At the same time, with 98.818% of the votes (equal to 81.890% of the total share capital), it granted the Board of Directors of the Company a new authorization to purchase treasury shares in one or more transactions, according to substantially the same terms and conditions of referred to in the previous Shareholders' Meeting resolution, as indicated in the resolution proposal approved by the Board of Directors on March 28<sup>th</sup>, 2022, and illustrated in the report available on the company website [ww.dovalue.it](http://ww.dovalue.it) in the section "Governance - Shareholders' Meeting April 28<sup>th</sup>, 2022".

In accordance with the applicable legislation and in a manner that ensures equal treatment of shareholders, the resolution concerns the purchase, in one or more transactions, up to a maximum of n. 8,000,000 ordinary shares of the company, equal to 10% of the total, for a period of 18 months from the approval of the Ordinary Shareholders' Meeting.



### **Integration of the fees for the year 2021 of the auditing company EY S.p.A.**

The Ordinary Shareholders' Meeting, with 97.964% of votes (equal to 81.183% of the total share capital) finally approved the integration of the fees for the year 2021 of the auditing company EY S.p.A..

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The minutes of the Shareholders' Meeting of doValue S.p.A. will be made available to the public in the manner and within the times provided for by current legislation.

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### **Declaration of the executive in charge of preparing the corporate accounting document**

Elena Gottardo, as manager in charge of preparing the corporate accounting documents, declares - pursuant to paragraph 2, article 154-bis of Legislative Decree no. 58/1998 ("**Consolidated Law on Finance**") - that the accounting information contained in this press release corresponds to the documentary results, books and accounting records.

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**doValue** is the main operator in Southern Europe in the field of credit and real estate management for banks and investors. With more than 20 years of experience and approximately €150 billion of assets under management (Gross Book Value) across Italy, Spain, Portugal, Greece and Cyprus, doValue Group's activities contribute to the economic growth by promoting the sustainable development of the financial system. With its 3,200 employees, doValue offers an integrated range of services: servicing of Non-Performing Loans (NPL), Unlikely To Pay (UTP), Early Arrears, and performing credit, real estate servicing, master servicing, data processing and other ancillary services for credit management. The shares of doValue are listed on Euronext Milano (EXM) and, in 2021, the Group reported Gross Revenues of approximately €572 million and EBITDA excluding non-recurring items of approximately €201 million.

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Fine Comunicato n.1967-28

Numero di Pagine: 5