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Oggetto : ORDINARY SHAREHOLDERS' MEETING
OF TECNOINVESTIMENTI S.p.A.

Testo del comunicato

Vedi allegato.



TECNOINVESTIMENTI

PRESS RELEASE

ORDINARY SHAREHOLDERS' MEETING OF TECNOINVESTIMENTI S.p.A.:

- **Approved Tecnoinvestimenti S.p.A Financial Statements as of 31 December 2017**
- **Approved the distribution of a dividend of € 0.14 per share**
- **Favourable opinion expressed on the Remuneration Report**
- **Appointed new Board of Directors for the three-year period 2018-2020**
- **Enrico Salza confirmed as Chairman of the Board of Directors**
- **New Board of Statutory Auditors appointed for the three-year period 2018-2020**

BOARD OF DIRECTORS OF TECNOINVESTIMENTI S.p.A. MEETING

- **Confirmed Pier Andrea Chevallard as Managing Director**
- **Evaluated positively the independence requirements for 6 directors**
- **Appointed the members of the Control and Risk Committee which will also fulfil the functions of the Related Parties Committee**
- **Appointed members of the Supervisory Body pursuant to Art. Legislative Decree n. 231/2001**

Milan, 24 April 2018. The Ordinary Shareholders' Meeting, held today under the Chairmanship of Enrico Salza, approved the Financial Statements of **Tecnoinvestimenti S.p.A.** at 31 December 2017 and approved the distribution of a **dividend** equal to **€ 0.14** (gross of withholding taxes) per ordinary share. The total amount to be distributed as dividends, taking into account the Shares currently outstanding (46,573,120), is equal to **€ 6,520,236.80**.

The dividend will be paid as from 6 June 2018, subject to the clipping of the coupon (No. 5) on 4 June 2018 and the record date of 5 June 2018, the date of entitlement to payment of the dividend pursuant to Art. 83-terdecies of the Legislative Decree of 24 February 1998, n. 58 (the "TUF").

The Ordinary Shareholders' Meeting also approved to carry forward the remainder of the Profit for the year (Euro 4,849,615.51), less 5% to be allocated to the Legal reserve for an amount equal to Euro 598,413.28.

During the Ordinary Shareholders' Meeting, the Consolidated Financial Statements at 31 December 2017 were also presented with the following results (compared to 2016 data):

- **Revenues: € 181,018 thousand (+22.9%);**
- **EBITDA: € 40,631 thousand (+38.8%);**



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- **Operating income: €27,243 thousand (+56.4%);** and
- **Net income: € 20,310 thousand (+75.0%).**

The Group's net financial indebtedness at 31 December 2017 amounted to € 104,563 thousand, which increased €33,332 thousand compared to year-end 2016 mainly due to the effects of the consolidation of Warrant Group srl, acquired at the end of November 2017.

The Ordinary Shareholders' Meeting approved the first section of the Remuneration Report prepared by the Board of Directors pursuant to Article 123-ter of the TUF and 84-quater of the Consob Regulation no. 11971/1999, concerning the Company's policy regarding the remuneration of the members of the Board of Directors and of the Managers with Strategic Responsibilities of the Company and the procedures used for the adoption and implementation of this policy. The Report on Remuneration is available on the Company's website at www.tecnoinvestimenti.it "Governance Section/Shareholders' Meeting".

The Ordinary Shareholders' Meeting also determined the number of members of the Board of Directors for the years 2018-2019-2020 to be 11 (eleven) as well as the Board's remuneration.

The new Board of Directors, which will remain in office until the Shareholders' Meeting that will be called to approve the Financial Statements for the year ended 31 December 2020, is made up of:

- Enrico Salza (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Pier Andrea Chevallard (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Alessandro Barberis (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Elisa Corghi (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Giada Grandi (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Laura Benedetto (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Riccardo Ranalli (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Eugenio Rossetti (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Paola Generali (presented by the Majority Shareholder Tecno Holding S.p.A.)
- Alessandro Potestà (presented by the minority shareholder Quaestio Capital SGR S.p.A.)
- Lorena Pellissier (presented by the minority shareholder First Capital S.p.A.)

The Ordinary Shareholders' Meeting confirmed the appointment of Chairman of the Board of Directors as Chairman of the Board of Directors. Enrico Salza.

On the basis of the information available to the Company, as of today's date, none of the Directors holds shares of Tecnoinvestimenti S.p.A. .. The curriculum vitae of the Directors is available on the Company's website at www.tecnoinvestimenti.it "Governance Section/Shareholders' Meeting".

The Ordinary Shareholders' Meeting appointed the Board of Statutory Auditors for the three-year period 2018-2020. The new Board of Statutory Auditors, which will remain in office until the Shareholders' Meeting that will be called to approve the Financial Statements for the year ended



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31 December 2020, is made up of three standing auditors and two alternate auditors. On the basis of the lists presented, the new Board of Statutory Auditors is composed of: Luca Laurini (Chairman, chosen from the list presented by minority shareholders¹), Monica Mannino and Alberto Sodini (chosen from the Majority Shareholder Tecno Holding S.p.A.). As alternate auditors the following have been appointed: Domenica Serra (presented by the Majority Shareholder Tecno Holding S.p.A.) and Maria Cristina Ramenzoni (presented by minority shareholders¹)

On the basis of the information available to the Company, as of today's date, none of the Statutory Auditors holds shares of Tecnoinvestimenti S.p.A. The curriculum vitae of the Statutory Auditors are available on the Company's website at www.tecnoinvestimenti.it "Governance Section/Shareholders' Meeting".

Following the Ordinary Shareholders' Meeting, the Board of Directors of Tecnoinvestimenti S.p.A. met and appointed Pier Andrea Chevallard as Managing Director and Alessandro Barberis as Vice Chairman, conferring upon them and upon the Chairman of the Board of Directors, Enrico Salza, the relative powers.

The Board of Directors verified positively the requisites of independence of the following Directors: Elisa Corghi, Giada Grandi, Laura Benedetto, Eugenio Rossetti, Paola Generali, Lorena Pellissier.

In addition, the Board of Directors appointed the members of the Control and Risk Committee: Giada Grandi (Chair), Riccardo Ranalli, Alessandro Potestà, Eugenio Rossetti and Elisa Corghi. The Control and Risk Committee will also perform the functions of the Committee for transactions with Related Parties.

The members of the Supervisory Body pursuant to Legislative Decree n. 231/2001 for the next three fiscal years.

The Manager in charge of preparing the corporate accounting documents, Nicola Di Liello, declares, pursuant to paragraph 2, Art. 154-bis of the TUF, that the accounting information contained in this press release corresponds to the documented results, books and accounting entries.

The summary report of the votes and the minutes of the Shareholders' Meeting will be made available to the public according to the methods and terms set out by Law.

¹ Soci: Arca Fondi S.G.R. S.p.A. gestore dei fondi: Arca Economia Reale Equity Italia e Arca Economia Reale Bilanciato Italia 30; Eurizon Capital SGR S.p.A. gestore del fondo Eurizon Azioni Italia; Eurizon Capital S.A. gestore del fondo Eurizon Fund - Equity Italy; Fideuram Investimenti SGR S.p.A. gestore dei fondi: Piano Azioni Italia e Fideuram Italia; Fideuram Asset Management (Ireland) gestore dei fondi: Fonditalia Equity Italy e Fideuram Fund Equity Italy; Interfund Sicav - Interfund Equity Italy; Generali Investments Luxembourg S.A. gestore dei fondi GSMART PIR Evoluz Italia e GSMART PIR Valore Italia e Mediolanum International Funds - Challenge Funds - Challenge Italian Equity



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THE TECNOINVESTIMENTI GROUP

The Tecnoinvestimenti Group reported the following **Consolidated results for 2017: Revenues of Euro 181.0 million, EBITDA of Euro 40.6 million and Net profit of Euro 20.3 million.** The Group, listed on the STAR segment of the Milan Stock Exchange, is one of Italy's top operators in its three areas of business: Digital Trust, Credit Information & Management and Innovation & Marketing Services. The Digital Trust Business Unit, through the companies InfoCert, Visura and Sixtema, provides products and services for digitalisation, electronic billing, certified e-mail and digital signature, as well as services for professionals, associations and SMEs. InfoCert is also the biggest European Certification Authority. The Credit Information & Management Business Unit, which includes Assicom Ribes, offers decision-making support services such as Chamber of Commerce and real estate information, aggregate reports, summary ratings, decision-making models, and credit assessment and collection services. ReValuta offers real estate services, including appraisals and valuations. The Innovation & Marketing Services Business Unit, through the companies Co.Mark and Warrant Group, offers a platform of advisory services to SMEs, to support them through the phases of growth in production and expansion of their commercial capacity. At 31 December 2017 the employees of the Group totalled 1,187.

Website: www.tecnoinvestimenti.it; Stock Market Ticker: TECN; Code ISIN IT0005037210

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