



SPAFID CONNECT

Informazione Regolamentata n. 2043-45-2018	Data/Ora Ricezione 10 Settembre 2018 19:42:20	MTA - Star
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Societa' : GUALA CLOSURES

Identificativo : 108266

Informazione
Regolamentata

Nome utilizzatore : GUALASPANSS01 - Claudia Banfi

Tipologia : REGEM; 3.1

Data/Ora Ricezione : 10 Settembre 2018 19:42:20

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Diffusione presunta

Oggetto : MEETING APPOINTS THE BOARD OF
STATUTORY AUDITORS AND
APPROVES THE NUMERICAL
REPORTING OF TRANSACTIONS ON
SHARES FOLLOWING THE RELEVANT
TRANSACTION

Testo del comunicato

Vedi allegato.

THE SHAREHOLDERS' MEETING APPOINTS THE BOARD OF STATUTORY AUDITORS AND APPROVES THE NUMERICAL REPORTING OF TRANSACTIONS ON SHARES FOLLOWING THE RELEVANT TRANSACTION

The ordinary and extraordinary shareholders' meeting:

- **Appoints the Board of Statutory Auditors and its Chairman for the financial years 2018-2019-2020**
- **Approves the gross annual remuneration of the Board of Statutory Auditors**
- **Confirms the statutory results relevant to the Significant Transaction.**

Alessandria, 10 September 2018 - The Shareholders' Meeting of Guala Closures S.p.A., which met today under the chairmanship of Marco Giovannini, resolved as follows:

➤ In ordinary session:

- appointed the standing and alternate members of the Board of Statutory Auditors, who will remain in office for the years 2018, 2019 and 2020, until the date of the shareholders' meeting called to approve the financial statements at 31st December 2020.
The members of the Board of Statutory Auditors, get from the only list submitted by the majority shareholder GCL HOLDINGS SCA, are: Benedetta Navarra - Standing Auditor; Piergiorgio Valente - Standing Auditor; Franco Aldo Abbate - Standing Auditor; Ugo Marco Luca Maria Pollice - Alternate Auditor and Daniela Delfrate - Alternate Auditor (whose candidature was presented following the dismissal from the position of Alternate Auditor of Franco Fumagalli Romario on the list submitted);
- appointed the Statutory Auditor Benedetta Navarra as Chairman of the Board of Statutory Auditors;
- set in Euro 50,000 the amount of the annual remuneration for the Chairman of the Board of Statutory Auditors and Euro 35,000 annual amount for the others Standing Auditors, gross of taxes.

➤ In extraordinary session:

- ascertained and confirmed the results of the Articles of Association related to the Business Combination; in particular, the share capital of Euro 68,906,646 and its distribution in 67,184,904 shares, of which no. 62,049,966 ordinary shares, no. 4,322,438 shares B and no. 812,500 shares C, resulting from (i) the cancellation, without reduction of the share capital, of no. 3,162,992 treasury shares purchased following withdrawal by shareholders who did not participate at the Business Combination, (ii) increase to the merger's service of the merged company Guala Closures S.p.A. with a nominal value of 17,566,646 Euro divided into a total of 17,566,646 shares of which 13,244,208 ordinary shares and 4,322,438 share B and (iii) conversion of 437,500 share C into 1,968,750 ordinary shares.

Guala Closures, founded in 1954, is today the world's leading manufacturer of spirits and wine closures. It operates in 5 continents with 27 production sites and has a commercial presence in over 100 countries; about 90% of the group's turnover is generated outside of Italy. Since taking control of the company in 1998, Marco Giovannini and his team have been able to transform a standard commodity into a high valued added product, growing the turnover from around €70 million to €535 million in 2017 (up 7% vs 2016), with EBITDA margin constantly above 20% in the last ten years (in 2017 the adjusted EBITDA amounted to Euro 111 million). Thanks to a policy of continuous commercial development and technological innovation, Guala Closures is a globally recognized standard, in a context of highly differentiated and constantly growing markets. Worldwide leader in the "safety" (anti-counterfeiting) closures sector for spirits and in the production of aluminum closures for wine and spirits, with a wide range of patents (over 140) and the continuous innovation of products, processes, technologies and materials. The group is present throughout all mature markets and is constantly



expanding on new emerging markets. Guala Closures is listed on the STAR segment of the Italian Stock Exchange with an initial capitalization of approximately Euro 650 million, making it one of the largest manufacturing companies on the STAR by capitalization and free float size.

For information

Guala Closures S.p.A.

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Fine Comunicato n.2043-45

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