



Informazione Regolamentata n. 1669-6-2019	Data/Ora Ricezione 07 Marzo 2019 19:49:45	MTA
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Societa' : COIMA RES

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Informazione
Regolamentata

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Diffusione presunta

Oggetto : Convocation of Annual Shareholders'
Meeting

Testo del comunicato

Vedi allegato.



COIMA RES - PRESS RELEASE

ANNUAL SHAREHOLDERS' MEETING

Milan, March 7th, 2019 – The Board of Directors of COIMA RES (the "**Company**") meeting today has resolved to convene the Annual Shareholders' Meeting of the Company, in both ordinary and extraordinary sessions, in a single call, for April 17th, 2019.

Ordinary session

1. Approval of the financial statements for the year ended December 31st, 2018 and presentation of the consolidated financial statements as of December 31st, 2018. Related and consequent resolutions.
2. Destination of the result for the year and proposed dividend distribution. Related and consequent resolutions.
3. Report on Remuneration, pursuant to art. 123-ter, paragraph 3, of Legislative Decree no. 24 February 1998, n. 58, as subsequently amended. Related and consequent resolutions.
4. Appointment of the Board of Directors.
5. Authorization to purchase and dispose of own shares pursuant to art. 2357 of the Civil Code. Related and consequent resolutions.

Extraordinary session

1. Attribution, pursuant to Article 2443 of the Civil Code, to the Board of Directors of the authorisation to increase the share capital by payment and in a divisible manner in one or more tranches, within five years from the date of the present resolution, by issue of maximum no. 18,003,500 ordinary shares without indication of nominal value - for a total nominal amount of maximum Euro 7,225,400.00, in addition to any share premium - and having regular rights, to be offered as an option to those entitled pursuant to art. 2441, paragraph 1 of the Civil Code; consequent amendment of Article 5 of the Bylaws. Related and consequent resolutions.

As already communicated to the market on February 22nd, 2019, the Board of Directors will propose to the Annual Shareholders' Meeting the payment of a dividend per share equal to Euro 0.20 for the balance of the payment resolved by the Board of Directors on November 8th, 2019. The ex-dividend date will be on April 23rd, 2019, the record date will be April 24th, 2019 and the payment date will be on April 25th, 2019.

In line with market practice and the main operators in the sector, the Board of Directors, also in the context of an ordinary revision of its Bylaws, has decided to propose to the Annual Shareholders' Meeting to equip the Company with customary instruments adopted by listed companies for the optimal management of their activities.

Purchase and sale of own shares

The Board of Directors resolved to propose to the Annual Shareholders' Meeting the authorization to purchase, sell and dispose of own shares, as indicated below.

Reasons: (i) support liquidity; (ii) use in transactions relating to ordinary operations or extraordinary transactions; (iii) the service of any and future debt instruments convertible into shares; (iv) fulfilment of any future stock option and stock granting programs; and (v) carry out liquidity investment transactions.

Purchases of own shares: purchases may be made within the quantitative limits established by art.2357 c.c. in one or more times.

Duration of the authorization: For the purchase, 18 months from the approval of the Annual Shareholders' Meeting; for sale and disposals, without time limits.

Methods and price: Any purchases will be made in compliance with the operating procedures referred to in art. 144-bis, paragraph 1, letters a), b), c) d) and d) -ter of the Issuers Regulation and art. 5 of the Regulation (EU) no. 596/2014, as well as in different ways, where permitted by art. 132, paragraph 3, of the TUF or other provisions applicable from time to time applicable at the time of the transaction, at price conditions in compliance with the provisions of the law and regulations pro tempore in force (in particular, Article 5, paragraph 1 of Regulation (EU) no. 596/2014 and Article 3 of the Delegated Regulation (EU) 1052/2016).

Attribution to the Board of Directors of the authorisation to increase the share capital with option rights pursuant to art. 2441 paragraph 1 of the Civil Code

The proposal for attribution of the proxy is motivated, in general terms, by the opportunity to grant the Board of Directors the power to implement, through operational procedures characterized by greater speed and flexibility with respect to the resolutions of the Extraordinary Shareholders' Meeting, potential capital transactions aimed at supporting the Company's future development.

The proposal to the Extraordinary Shareholders' Meeting provides for the attribution to the Board of Directors of the authorisation to increase the share capital by payment and in a divisible manner in one or more tranches, within five years from the date of the present resolution, by issue of maximum no. 18,003,500 ordinary shares (equal to 50% of the number of shares that constitutes the current share capital of 36,007,000 shares) to be offered as an option to those entitled pursuant to art. 2441, paragraph 1 of the Civil Code.

As of today, the Company's share capital is equal to Euro 14,450,800.00 fully paid divided into no. 36,007,000 ordinary shares.

The notice of convocation, the explanatory reports on the various items on the agenda and further documentation in view of the aforementioned Annual Shareholders' Meeting will be made available to the public and made available on the company's website www.coimares.com, at the company's legal system and the authorized storage mechanism "eMarket Storage" (www.emarketstorage.com), within the terms and in the manner provided for by the applicable laws and regulations.



COIMA RES is a real estate company listed on Borsa Italiana. COIMA RES manages real estate assets in Italy, primarily focusing on commercial properties. The company operates with the beneficial tax status granted to SIIQs (Società di Investimento Immobiliare Quotate), which is equivalent to the Real Estate Investment Trust (REIT) regime in other jurisdictions. The investment strategy of COIMA RES is focused on creating a high-quality portfolio of real estate assets with the objective of offering stable, growing and sustainable returns to investors.

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