



SPAFID CONNECT

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Societa' : CFT S.p.A.

Identificativo : 118267

Informazione
Regolamentata

Nome utilizzatore : CFTSPAN01 - Eslava

Tipologia : REGEM; 3.1

Data/Ora Ricezione : 10 Maggio 2019 16:32:18

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Diffusione presunta

Oggetto : CFT ordinary and extraordinary
shareholders' meeting

Testo del comunicato

Vedi allegato.

CFT ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

- ✓ Approved the financial statements of CFT S.p.A. as of 31 December 2018
- ✓ Approved the purchase and disposal of treasury shares
- ✓ Approved the voluntary reduction of the Company's share capital in order to improve the structure and flexibility of the Company's equity reserves and optimize operating efficiency
- ✓ Approved the amendments to the Company By-laws

Parma, May 10th 2019 – The shareholders of CFT S.p.A. (“CFT” or the “Company”) met today for the ordinary and extraordinary meeting in second call and approved all the points of the agenda.

Approved the financial statements of CFT S.p.A. as of 31 December 2018

The ordinary Shareholders' Meeting, having acknowledged the relevant explanatory note by the Board of Directors, the report of the Board of Statutory Auditors and the report of the independent external auditor, resolved to approve the financial statements of the Company as of 31 December 2018, which show a net profit equal to Euro 1,596,306. The Shareholders' Meeting also resolved allocate such net profit to reserves.

Presentation of 2018 consolidated results of CFT Group

The main data resulting from the consolidated financial statements of CFT Group, presented to the Shareholders' Meeting, are summarized here below.

Figures in Euro thousands	31 December 2018	31 December 2018 pro-forma ¹
Revenues	223.759	248.589
EBITDA	17.016	20.854
EBITDA %	7,6 %	8,4%
Net profit	3.195	6.104
Net profit attributable to equity holders of the Parent	957	2.998
Net Financial Indebtedness	14.238	14.238

For further information on the results of the financial year, both consolidated and pro-forma, please refer to press release dated 29 March 2019 and to the annual financial report as of 31 December 2018 available on the

¹ Pro-forma figures at 31 December 2018 were calculated considering a general consolidation of the companies acquired during 2018 as it would have been if the companies acquired during 2018 had been consolidated with effect from 1 January 2018. Such unaudited pro-forma figures are included in the consolidated financial statements.



Company's website www.cft-group.com, in the Investor relations/Financial data/Financial documents section.

Approved the authorization for the purchase and disposal of treasury shares

The ordinary Shareholders' Meeting, having acknowledged the relevant explanatory note by the Board of Directors, resolved to:

- (1) revoke the existing authorisation for the purchase and disposal of treasury shares granted by the ordinary Shareholders' Meeting held on 19 April 2018, with effects from the date the resolution becomes effective;
- (2) authorize the purchase and disposal of treasury shares for the purposes set forth in the relevant explanatory note by the Board of Directors, for the 18-month period starting from the date the resolution becomes effective, at terms and conditions and within the limits provided for by applicable laws and regulations and, in any event, for a maximum consideration of Euro 10 million.

Approved the voluntary reduction of the Company's share capital

The extraordinary Shareholders' Meeting, having acknowledged the relevant explanatory note by the Board of Directors, resolved to reduce the Company's share capital, pursuant to art. 2445 of the Italian Civil Code, from € 98,300,000.00 to € 10,000,000.00, and establish a new equity reserve amounting to € 88,300,000.00 called "Available reserve". The number of shares in circulation, with no par value, will remain unchanged. The resolution may be performed only after 90 days from the relevant registration in the Companies' Register of Parma provided that within such period no creditor (which has become creditor prior to such registration) will have filed opposition in Court, unless the circumstances of article 2445, paragraph 4, of the Civil Code recur.

Approved the amendments to the Company By-laws

The extraordinary Shareholders' Meeting, having acknowledged the relevant explanatory note by the Board of Directors and consequently the resolutions in the previous points, resolved to amend the by-laws of CFT. The updated version will be available on CFT website www.cft-group.com in the Investor relations/Governance/Corporate Documents section.

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For further details please see documents available to the public in CFT registered offices and on the website www.cft-group.com in the Investor relations/Shareholders' Meeting section.

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CFT SpA



CFT is the operational holding company of the CFT Group, active in Italy and abroad in the design, development and production of machines and turnkey plants mainly for the Food & Beverage sector.

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This press release is available on the CFT website: www.cft-group.com in the Investor relations/Press Release SDIR section.

For further information:

CFT S.p.A.

Via Paradigna 94/A

43122 - Parma

Email: info@cft-group.com

Investor Relations

Nicola Eslava

investor.relations@cft-group.com

NOMAD

CFO SIM S.p.A.

Via dell'Annunciata n. 23/4, 20121 Milano

Tel. +39 02303431

Email: ecm@cfosim.com

SPECIALIST

Intermonte SIM S.p.A.

Galleria de Cristoforis, 7/8 – 20122 Milano

Tel. +39 02771151

Email: cb@intermonte.it

Media Relations:

CDR Communication

Marianna Tremolada - Tel. +39 3482423039

marianna.tremolada@cdr-communication.it

Angelo Brunello - Tel. +39 329 2117752

angelo.brunello@cdr-communication.it

CFT SpA

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