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Oggetto : ASTM'S BOARD OF DIRECTORS
APPOINTS ALBERTO RUBEGNI AS
CHAIRMAN AND UMBERTO TOSONI AS
CEO

Testo del comunicato

ASTM'S BOARD OF DIRECTORS APPOINTS ALBERTO RUBEGNI AS
CHAIRMAN AND UMBERTO TOSONI AS CEO



PRESS RELEASE

**ASTM'S BOARD OF DIRECTORS APPOINTS
ALBERTO RUBEGNI AS CHAIRMAN AND UMBERTO TOSONI AS CEO**

Tortona (Alessandria), Italy, 18 February 2020 - The Board of Directors of ASTM S.p.A. was held today.

The Board decided to appoint **Alberto Rubegni** as the Company's new **Chairman of the Board of Directors**. Mr Rubegni, among the numerous and prestigious positions he has held in the infrastructure sector, has been CEO of ASTM since September 2015, achieving significant results, including the industrial and strategic reorganisation process focused on the "One Company" business model, which reached completion upon the merger of the subsidiary SIAS into ASTM, the consolidation of the Italian market and the growth on international markets which have made the Group the world's second largest player in the management of motorway concessions today; as well as the entrance of Ardian, one of the leading private equity investment companies in the world, as shareholder of Nuova Argo Finanziaria.

The Board also appointed **Umberto Tosoni** as **Chief Executive Officer** of the company. Tosoni, 45, has considerable experience at the helm of leading companies. In the motorway concessions sector, among the various positions he has held, his time as CEO of Sias S.p.A., as well as other motorway concession companies, are worthy of mention. In the technology sector, he was CEO of Sinelec S.p.A., the Group's information technology epicentre.

The Board gave Mr Tosoni its best wishes for success in his new role, certain that he will be able to face the new challenges to be addressed by the Group, in Italy and abroad, creating long-term value, taking into account the interests of all stakeholders.

"I am extremely honoured to be taking the helm of the ASTM Group's operations from Alberto Rubegni at such a challenging time, after it has achieved significant results in recent years, which have ranked the Group among the leading global players in the infrastructure and motorway concessions sector", stated Mr. Tosoni. "Together with the entire Board, we will continue in this direction, with the goal of encouraging the growth and geographic diversification of our businesses, always placing our people, the safety of our infrastructure, technological innovation and sustainable development at the centre of our work".

The Board also appointed the director **Franco Moschetti** as **Vice-Chairman** of the company, who held important position, among whom are worthy to be mentioned his previous offices as CEO of Air Liquide, Amplifon Group, Il Sole 24 Ore, as well as being currently Chairman of OVS and Vice President of Fideuram Investimenti SGR.

Based on the Directors' statement and the information available to the Company, during the meeting, the Board certified that Directors Caterina Bima, Giulio Gallazzi, Giuseppe Gatto, Patrizia Giangualiano, Venanzio Iacozzilli, Fabiola Mascardi, Valentina Mele, Franco Moschetti, Andrea Pellegrini, Barbara Poggiali and Micaela Vescia all meet the independence requirement under Article 148(3) of Italian Legislative Decree no. 58/98 and Article 3 of the "Corporate Governance Committee for Listed Companies" of Borsa Italiana S.p.A. Additionally, the Board noted and confirmed the positive results of the Board of Statutory Auditors' verification of the independence, integrity and suitability requirements of standing statutory auditor Massimo Berni, appointed by the Ordinary Shareholders' Meeting of 12 February 2020.



Upon completion of this process, the Board proceeded to establish the following Committees from amongst its members, composed as indicated:

- **Audit and Risk Committee**

Andrea Pellegrini (Chairman)
Giuseppe Gatto
Patrizia Giangualano

- **Appointments and Remuneration Committee**

Franco Moschetti (Chairman)
Giulio Gallazzi
Micaela Vescia

- **Sustainability Committee**

Fabiola Mascardi (Chairperson)
Valentina Mele
Barbara Poggiali

Finally, the Board of Directors:

- identified CEO Umberto Tosoni as “**Director Responsible for the Internal Audit and Risk Management System**”
- appointed, following the opinion of the Board of Statutory Auditors, Alberto Pernigotti as “**Manager in Charge of Drawing up the Corporate Accounting Documentation**”.

ASTM S.p.A.

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