



SPAFID CONNECT

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Data/Ora Ricezione : 25 Marzo 2020 11:16:56

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Diffusione presunta

Oggetto : GEFRAN S.P.A.: GEFRAN S.P.A. 28
APRIL 2020 SHAREHOLDERS MEETING
CONFIRMED

Testo del comunicato

Vedi allegato.

GEFRAN S.P.A. 28 APRIL 2020 SHAREHOLDERS MEETING CONFIRMED

Gefran S.p.A. today confirmed that its extraordinary and ordinary shareholders meeting is to be held on 28 April 2020 on first call. In order to protect the health of its shareholders, employees and other relevant attendees, Gefran S.p.A. has decided that the shareholders meeting will take place behind closed doors as per the provisions communicated by the Italian government on 17 March 2020.

All relevant information as to grant proxy to the single representative and how to vote, how to ask questions before the meeting, when to get answers from Gefran S.p.A. will be found in the integration of the notice of call that will be published also in the Gefran S.p.A. website (<https://www.gefran.com/en/meetings>) on 30 March 2020.

Following the communication disclosed on 12 March 2020 concerning the extraordinary and ordinary shareholders' meeting called for 28 April 2020 (the "Shareholders' Meeting") and the successive entry into force of the "Cura Italia" Decree Law, no. 18/2020, (the "Decree") which introduced some exceptional provisions related to the COVID-19 emergency applicable to the shareholders' meetings of listed companies, Gefran S.p.A. hereby informs about the amendment and integration of the notice of call published on 12 March 2020.

In particular, in order to minimize the risks connected with the ongoing health emergency, Gefran S.p.A. has decided to make use of the right - established by the Decree - to provide in the notice of call that the shareholders' attendance at the meeting shall be made exclusively through a single representative ("Company-Designated Proxy Holder") provided for by article 135-undecies of the Consolidated Finance Act ("TUF"), without physical participation by the shareholders. In accordance with the aforesaid provision, shareholders who intend to participate in the Shareholders' Meeting must therefore grant proxy and voting instructions to *Computershare S.p.A.*; the aforesaid designated representative may also be granted, by any delegated, sub-delegations pursuant to Article 135-novies TUF, even in derogation of the provisions of Article 135-undecies, paragraph 4, TUF.

In this regard, in order to facilitate the submission of the proxy and voting instructions, from Gefran S.p.A. website dedicated to the Shareholders Meeting (<https://www.gefran.com/en/meetings>) it will be possible to download the relevant form and transmit it within 24 April 2020 to the addresses and with the modalities mentioned in the form.

Pursuant to Article 127 *ter* of Italian Legislative Decree No. 58/98, those who are due the right to vote have the right to propose questions associated with the agenda, until seven days before the shareholders' meeting, in other words by 17 April 2020, sending a registered letter with advice of receipt to the headquarters of the Company, or to the e-mail address gefran@legalmail.it. For the purpose of exercising this right, the Company will have to receive the specific communication issued by the intermediaries' care of which the shares owned by the shareholder are deposited. The Company will answer the questions received by the above deadline, at the latest within 26 April 2020.

All other indications contained in the notice of call, including the agenda remain unchanged. The Board of Directors of Gefran S.p.A. has also approved an amendment to the Explanatory report by the board of directors regarding the sixth item on the agenda in order to facilitate the vote of the shareholders through the Company-Designated Proxy Holder.

Provaglio d'Iseo, 25 March 2020

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