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Oggetto : SICIT GROUP: THE SHAREHOLDERS'  
MEETING APPROVES THE FINANCIAL  
STATEMENT AS OF 31 DECEMBER 2020  
AND THE DISTRIBUTION OF A  
DIVIDEND OF €0,55 PER SHARE

*Testo del comunicato*

Vedi allegato.



SICIT GROUP:

THE SHAREHOLDERS' MEETING APPROVES THE FINANCIAL STATEMENT AS OF 31 DECEMBER 2020 AND THE DISTRIBUTION OF A DIVIDEND OF €0,55 PER SHARE

- **Approval of the financial statements as of 31.12.2020**
- **Approval of the distribution of a dividend of €0.55 per share**
- **Integrated the composition of the Board of Statutory Auditors**
- **Approved the Report on the Remuneration Policy**
- **Authorization of the new share buyback plan**
- **Approval of a plan for the free assignment of shares to employees**

*Chiampo, 29 April 2021* – **SICIT Group SpA** (the "Company"), listed on the MTA (Italian Equities Market)- Star Segment- of Borsa Italiana SpA, informs that the Ordinary Shareholders' Meeting was held today approved:

Financial statement as of 31 December 2020 and distribution of profits

The SICIT shareholders' meeting held today has:

- **Approved the financial statement as of 31 December 2020** reporting a profit of €7,393,580 and reviewed the consolidated financial statement as of 31 December 2020;
- **Approved the distribution of a total gross dividend of €0.55 per ordinary share** of the Company (excluding treasury shares held by the Company), of which €0.33 per ordinary share through the distribution of a corresponding amount of the profit for the year, corresponding to €6,844,619 as at today's date, and €0.22 per ordinary share, corresponding to €4,563,080 as at today's date, using the "extraordinary reserve" up to its full amount and for the further amount necessary, through the use of the "share premium reserve".

The dividend will be paid on 12 May 2021 (with ex-coupon No. 3 on 10 May 2021 and record date on 11 May 2021).

Appointment of Members of the Board of Auditors

The Shareholders' Meeting **also integrated the members of the Board of Statutory Auditors, appointing Michele Graziani as statutory member and Chairman of the Board of Statutory Auditors and Francesca Cecchin as alternate member of the Board of Statutory Auditors**. All the positions assigned take effect from the date of today's shareholders' meeting and until the expiry of the term of office of the current Board of Statutory Auditors and, therefore, until the date of the ordinary shareholders' meeting called to approve the financial statements for the year ending 31 December 2022.



As of the date of today's shareholders meeting, the Board of Statutory Auditors is therefore composed of: Michele Graziani (President), Manfredo Turchetti (Statutory Auditor) Elena Fornara (Statutory Auditor) Sergio Zamberlan (Alternate Auditor) e Francesca Cecchin (Alternate Auditor).

The professional curricula of the members of the Board of Statutory Auditors are available on the website [www.sicigroup.com, corporate governance area/Shareholders' meeting](http://www.sicigroup.com/corporate_governance_area/Shareholders_meeting)

#### Report on remuneration policy and compensation paid

Today's SICIT shareholders' meeting has:

- pursuant to the combined provisions of paragraphs 3-bis and 3-ter of article 123-ter of Legislative Decree 58/1998, approved the first section of the Report on remuneration policy and compensation paid;
- pursuant to the combined provisions of paragraph 6 of Article 123-ter of Legislative Decree 58/1998, expressed its favourable opinion on the second section of the Report on Remuneration Policy and Compensation Paid.

#### Purchase and disposal of own shares

The SICIT Group S.p.A. shareholders' meeting approved:

- **to revoke the resolution authorizing the purchase and disposal of treasury ordinary shares**, voted by the ordinary shareholders' meeting on 20 April 2020 for the part not executed, as of the date of this resolution;
- **to renew the authorization for the purchase and disposal of treasury ordinary shares.**

The purpose of the request to renew the authorisation to purchase and dispose of the Company's treasury ordinary shares is to continue to allow the Company to have a useful strategic investment opportunity for the purposes permitted by the provisions in force - including the purposes contemplated in art. 5 of Regulation (EU) 596/2014 (Market Abuse Regulation, hereinafter "MAR") and in the market practices permitted under art. 13 MAR in force at the time - including, by way of example and without limitation, to service share option programmes or other allocations of shares to employees or members of the management or control bodies and for the purposes of the possible use of the shares as consideration in extraordinary transactions, including the exchange of shareholdings with other parties, as part of transactions in the interest of the Company, all within the terms and according to the procedures that may be decided by the competent corporate bodies.

The Shareholders' Meeting therefore authorised, pursuant to, for the purposes of and within the limits of Article 2357 of the Italian Civil Code, the purchase, on one or more occasions, for the maximum period allowed by the applicable pro tempore regulations, of a number of ordinary shares of the Company up to a maximum which, taking into account the ordinary shares of the Company from time to time held in the portfolio by the Company and its subsidiaries, does not exceed the overall limit provided for by the regulations in force and in any case for a maximum counter value of Euro 2,000,000. The Board of Directors shall be given a mandate to identify the purposes (within the scope of those indicated above), the amount of



shares to be purchased and the relative maximum value in relation to the launch of each individual purchase programme, at a price which shall not exceed the highest price between the price of the last independent transaction and the price of the highest current independent bid on the trading venues where the purchase is made, provided that the unit price shall not in any case be lower by a minimum of 20% (twenty per cent) and higher by a maximum of 10% (ten per cent) than the arithmetic average of the official prices recorded by the Company's shares on the Mercato Telematico Azionario organised and managed by Borsa Italiana S.p.A. in the 10 (ten) trading days prior to each purchase transaction.

Purchases of ordinary shares will be made in accordance with the procedures set out in the applicable provisions of Consob Regulation No. 11971/1999 (as subsequently amended) implementing Article 132 TUF and in compliance with the conditions and restrictions on trading set out in Articles 3 and 4 of Delegated Regulation (EU) No. 2016/1052, where applicable, with the gradualness deemed appropriate in the interest of the Company.

As of today, the share capital amounts to €2,462,729.90 and is divided into 21,045,480 ordinary shares and the Company owns 304,209 treasury shares equal to 1.45% of the share capital.

#### Plan for free allocation of shares to employees

Finally, the Ordinary Shareholders' Meeting of SICIT Group S.p.A. **approved, pursuant to and for the purposes of Article 114-bis of Legislative Decree no. 58/1998, the Plan having as its object the one-off free allocation of SICIT Group S.p.A. ordinary shares to employees of the Company and/or Sicit Chemitech S.p.A.**, under the terms specified in the Information Document, using for this purpose the treasury shares already available to the Company at the date of this resolution.

*The minutes of the Shareholders' Meeting and the Summary Voting Report will be made available to the public within the terms and in the manner provided for by the regulations in force.*

Suspension of the exercise of the warrants SICIT Group S.p.A.

Further to the press releases of 1 March, 5 March and 12 March cy, we inform that, as the acceleration condition has occurred and a Restricted Period has started pursuant to the "Regulation of SICIT Group S.p.A. Warrants" (the "Regulation") (ISIN code T0005275034), the exercise of the warrants is automatically suspended from the date of 12 March 2021 (included) on which the Board of Directors of the Company resolved to convene the Shareholders' Meeting to approve the financial statement and the proposal for the distribution of dividends, until the day (included) on which the Shareholders' Meeting itself will take place and, in any case, until the ex-dividend date (excluded) of any dividends resolved by the Shareholders' Meeting.

Therefore, in consideration of the resolution of today's Shareholders' Meeting approving the distribution of dividends, the Expiry Date is postponed until 28 June 2021.

As also stated in the press release of 5 March, the Conversion Shares servicing the warrants for which conversion has been requested by the day prior to the Board of Directors' resolution of 12 March 2021 will be made available in time to receive the dividend approved by today's Shareholders' Meeting.



## **SICIT Group**

Founded in 1960 in Chiampo (VI), **SICIT** was one of the first companies in the world to introduce protein hydrolysates of animal origin to the world market of biostimulants. The company, one of the pioneers of the circular economy, uses a process of hydrolysis of residues from the tanning industry to create a product with high added value for agriculture (biostimulants) and the gypsum industry (retardants). Thanks to the work of a qualified team, highly automated and technological production facilities, state-of-the-art laboratories and constant investments in R&D, SICIT has become an international reference player, supplying the main players in the agrochemical and industrial sectors.

Since June 2020 SICIT has been listed on the MTA, STAR segment, of the Italian Stock Exchange.

Web: [www.sicitgroup.com](http://www.sicitgroup.com)

LinkedIn: <http://bit.ly/32Q1nrc>

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