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Oggetto : Poste Italiane: Nexive re-organization plan

<i>Testo del comunicato</i>

Vedi allegato.

POSTE ITALIANE: THE BOARD OF DIRECTORS APPROVES NEXIVE RE-ORGANIZATION PLAN WITHIN THE FRAMEWORK OF THE GROUP

Rome, 12 May 2021 – Yesterday, the Board of Directors of Poste Italiane S.p.A. ("Poste Italiane") chaired by Maria Bianca Farina, approved the merger and demerger projects relating to the re-organization plan, within the Poste Italiane Group, concerning the following subsidiaries (hereinafter indicated collectively as "Nexive"):

- Nexive Group S.r.l. ("Nexive Group"), whose capital is entirely and directly held by Poste Italiane;
- Nexive Servizi S.r.l. ("Nexive Servizi"), whose capital is entirely owned by Nexive Group;
- Nexive Network S.r.l. ("Nexive Network"), whose capital is entirely owned by Nexive Group;
- Nexive S.c.a.r.l. ("Nexive Scarl"), whose capital is 75% owned by Nexive Network.

The above mentioned re-organization plan includes the following different steps:

- the merger by incorporation of Nexive Group and Nexive Servizi into Poste Italiane;
- the partial demerger of Nexive Network (i) in favour of Poste Italiane, with reference to the business unit relating to mail delivery activities, including the 75% stake in Nexive Scarl, and (ii) in favour of Postel S.p.A. ("Postel"), a subsidiary company which is also entirely and directly owned by Poste Italiane, with reference to the business unit relating to printing activities.

The merger and demerger projects were also approved on 11 May 2021 by the respective Boards of Directors of Nexive Group, Nexive Servizi, Nexive Network and Postel.

The re-organization plan is part of the Nexive integration process – whose acquisition was completed on 29 January 2021 – within the Poste Italiane Group, according to details already disclosed to the market during the '2024 Sustain & Innovate' strategic plan's presentation on 19 March 2021.

The transactions, which will be carried out according to simpler procedures allowed by law for transactions involving wholly owned companies, will become effective as of 1 October 2021 and will not entail any issuance of new shares or allotment of shares by Poste Italiane, as the sole shareholder of all the companies participating in the mergers and demergers indicated above.

The documents regarding the transaction will be promptly made available to the public in compliance with the terms and conditions envisaged by applicable laws and regulations.

Finally, the transactions will not fall under the "Guidelines for the management of Transactions with Related and Associated Parties", adopted by Poste Italiane's Board of Directors, as established in cases of transactions involving subsidiaries, pursuant to art. 14,

paragraph 2, of Consob Regulation no. 17221/2010 (and subsequent amendments and additions) and art. 7.4.5 of the above-mentioned Guidelines.

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