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MEETING

Testo del comunicato

Vedi allegato.

The Exor logo consists of the word "Exor" in a white, serif font, centered within a dark blue square.

PRESS RELEASE

Amsterdam, 27 May 2021

EXOR 2021 ANNUAL GENERAL MEETING

EXOR N.V. (“Exor” or the “Company”) announces that all the resolutions proposed by the Board of Directors to the Annual General Meeting of Shareholders (the “AGM”) held virtually today were approved.

The AGM adopted Exor’s 2020 annual accounts and expressed a positive advice with respect to the 2020 remuneration report. A dividend distribution of €0.43 per outstanding share has been approved, resulting in a maximum distribution of approximately €100 million. The dividends will become payable on 23 June 2021 (ex-dividend date 21 June 2021) and will be paid to the shares of record as of 22 June 2021 (record date).

Mr. Ajay Banga, the executive chairman of the board of directors of Mastercard, has been appointed as non-executive director for a term of two years. Mr. Banga’s CV is attached to this press release. Mr. António Horta-Osório will step down as of today from the Exor Board and as Chair of the Compensation and Nominating Committee and will join the PartnerRe Board.

Mr. Elkann said *“I would like to thank António Horta-Osório for his valuable contribution to Exor’s Board of Directors, and I am pleased that he will remain close to us by joining PartnerRe’s Board of Directors. His experience will be of great value for our reinsurance company. I am also pleased that Ajay Banga has joined our Board of Directors. Ajay brings with him great knowledge and experience, and he will greatly enrich Exor’s capabilities”*.

The AGM also approved the authorization of the Board of Directors to repurchase the Company’s shares on the market for a maximum amount of €500,000,000. Under the authorization, the Company may purchase on the market, for 18 months from the date of the AGM, shares for a maximum number such as not to exceed the limit set by Dutch law and by the Company’s Articles of Association. The repurchase price per share will be between the nominal value of the shares and an amount of 110% of the recorded reference price on the day before each transaction.



Exor

The AGM also approved the possibility for the Board of Directors to cancel any ordinary shares held, or to be held, as treasury stock, in order to optimise the capital structure of the Company and to create more flexibility to manage its capital.

Furthermore, the current authorization allowing the Board of Directors to issue ordinary shares and special voting shares A was renewed for a term of five years, also limiting or excluding pre-emptive rights or granting rights to subscribe for the ordinary shares.

Finally, the other approved agenda items include the appointment of Ernst & Young Accountants LLP for the financial year 2021 and the release from liability of the directors.

The voting results will be available on Exor's website (www.exor.com) in the next few days.

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BIOGRAPHICAL DETAILS AJAYPAL BANGA

Ajay Banga is executive chairman of the board of directors of Mastercard. He moved into this role following 11 years as the company's president and chief executive officer. Ajay is a co-founder of The Cyber Readiness Institute, chairman of the International Chamber of Commerce and a trustee of the United States Council for International Business. Ajay is a founding trustee of the U.S.-India Strategic Partnership Forum, a member of the U.S.-India CEO Forum and is chairman emeritus of the American India Foundation. He served as a member of President Obama's Commission on Enhancing National Cybersecurity. He is a past member of the U.S. President's Advisory Committee for Trade Policy and Negotiations. He was awarded the Padma Shri Award by the President of India in 2016, the Ellis Island Medal of Honor in 2019 and the Business Council for International Understanding's Global Leadership Award. He is a fellow of the Foreign Policy Association and was awarded the Foreign Policy Association Medal in 2012. Ajay is a member of the Weill Cornell Medicine board of fellows. In addition, Ajay serves as a director of Dow Inc. and is a member of its compensation and governance committees. Prior to Mastercard, Ajay served as chief executive officer of Citigroup Asia Pacific. During his career at Citigroup, he held a variety of senior management roles in the United States, Asia Pacific, Europe, Middle East and Africa. He also oversaw the company's efforts in microfinance. Ajay began his career at Nestlé, India, where for 13 years he worked on assignments spanning sales, marketing and general management. He also spent two years with PepsiCo, where he was instrumental in launching its fast food franchises in India as the economy liberalized. He is a graduate of Delhi University and the Indian Institute of Management, Ahmedabad.

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