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Oggetto : Unieuro S.p.A.: Shareholders' Meeting of
15 June 2021

Testo del comunicato

Vedi allegato.

UNIEURO S.P.A.: SHAREHOLDERS' MEETING OF 15 JUNE 2021

- **Financial Statements as of 28 February 2021 approved**
- **Net income allocation and dividend distribution of € 2.60 per share, equal to maximum € 54.2 million, approved**
- **First section of the Report on policy for remuneration and recompense paid, approved and favourable vote on the second section**
- **Proposal that the remuneration of the Board of Directors and of the Board of Auditors be increased approved**
- **Favourable vote on the appointment of two Directors, following the increase from 9 to 11 of the number of the members of the Board of Directors**
- **Articles 13.1, 13.9 and 14 of the By-Laws amended; article 17.1 not amended**

Forlì, 15 June 2021 – The Shareholders' Meeting of Unieuro S.p.A. (MTA: UNIR), leader in the distribution of consumer electronics and household appliances in Italy, met today under the chairmanship of Stefano Meloni, in ordinary and extraordinary session, in a single call. In view of the emergency regulations in force for the containment of COVID-19 contagion, the Shareholders' Meeting was attended exclusively by the Appointed Representative.

With 48.299% of the share capital present, the Shareholders' Meeting resolved on the items on the agenda in ordinary and extraordinary session, in particular:

Financial Statements as of 28 February 2021

The Shareholders' Meeting approved the Financial Statements as of 28 February 2021 – along with the Board of Directors' Management Report including the Statutory Auditors' Report and the Independent Auditors' Report – without any change to the draft financial statements approved by the Board of Directors on 6 May 2021.

In addition to that, the Annual Shareholders' Meeting acknowledged the Consolidated Financial Statements as of 28 February 2021 - showing revenues increased by 9.8% at € 2,685.2 million and Adjusted Net Income equal to € 66.9 million, increased by 58.8% -, as well as the Consolidated non-financial statement drafted pursuant to Legislative Decree 254/2016.

Allocation of Net income and proposal for dividend distribution

The Shareholders' Meeting resolved upon the proposal of allocation of the Parent Company Unieuro S.p.A.'s profits, equal to € 54.4 million in total as showing in the financial statements

Unieuro S.p.A.

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as at 28 February 2021, to the shareholders approving the distribution of a dividend of € 2.60 per ordinary shares as outstanding on the ex-dividend date, in addition to the mandatory allocation to the legal reserve as provided for by Article 2430 of the Italian Civil Code and to the extraordinary reserve available and distributable, for an amount that will be defined in relation to the final exact number of ordinary shares, as outstanding on the ex-dividend date.

In detail, the amount of € 2.60 compares to €1.07 of the last coupon paid, in June 2019, and has been calculated by applying to the Adjusted Net Income for both financial years 2019/20 and 2020/21 the Dividend Policy of the Company, which provides for the annual payment of dividends in an amount not less than 50% of the Adjusted Net Income reported, until the maximum amount of distributable profit for the year is exhausted.

The decision to settle the unpaid coupon from 2019/20 profits stems from the desire to reward Shareholders, who in 2020 - in light of the serious uncertainty induced by the pandemic - have prudently and responsibly waived the remuneration of capital in order to help preserve the company's solidity.

The dividend will be paid on 23 June 2021 (with ex-dividend date no. 4 on 21 June, in accordance with Italian Stock Exchange's calendar, and record date on 22 June 2021), in a lump sum.

Remuneration Report

The Shareholders' Meeting approved Section I of the Report on the Policy for Remuneration and recompense paid, describing the Company's remuneration policy for the members of the Board of Directors, of the Statutory Auditors and other executives with strategic responsibilities, as well as the procedures for the adoption and implementation of the policy.

The Shareholders' Meeting also voted in favour of Section II of the above-mentioned Report, containing the recompense paid for the financial year ended 28 February 2021 of the Company's Directors, Statutory Auditors and other executives with strategic responsibilities.

Increase of the remuneration of the Board of Directors and of the members of the Board of Statutory Auditors

The Shareholders' Meeting, with effect from the aforementioned Shareholders' Meeting and for the remaining term of office, approved to increase the total gross annual emolument granted to the Board of Directors from Euro 580,000 to Euro 710,000 , if applicable, as well as the total gross annual emolument granted to the Board of Statutory Auditors from Euro 60,000 to Euro 105,000. It is understood that said emoluments are not inclusive of VAT and social security charges.

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Appointment of two Directors

The Shareholders' Meeting resolved to redetermine from nine to eleven the number of the members of the Board of Directors and approved the appointment of Mr. Benedetto Levi and Mr. Giuseppe Nisticò as new Directors of the Company.

Amendments to the By-laws

In its extraordinary session, the Shareholders' Meeting amended Articles 13.1, 13.9 and 14 of the By-laws with reference to the list voting process for the appointment of the Board of Directors and the presentation of the list by the outgoing Board of Directors.

On the other hand, the Shareholders' Meeting resolved not to amend Article 17.1 of the By-laws, and to retain the right to appoint the Chairman of the Board of Directors.

Please note that the summary voting report and the minutes of the Shareholders' Meeting will be made available to the public within the terms and according to the procedures set forth in the applicable regulations.

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Unieuro S.p.A.

Unieuro is the Italian leader in the distribution of consumer electronics and household appliances, thanks to an omnichannel approach that integrates directly operated stores (about 270), affiliated stores (about 250) and the unieuro.it digital platform. The company is based in Forlì, has a central logistics hub in Piacenza and has a staff of about 5,400 employees. Listed on the STAR segment of the Italian Stock Exchange since 2017, Unieuro reported revenues of approximately Euro 2.7 billion in the fiscal year ended at 28 February 2021.

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