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Oggetto : FIRST MEETING OF THE NEW BOARD
OF DIRECTORS OF GIGLIO GROUP
S.P.A. FOLLOWING THE
SHAREHOLDERS' MEETING OF 21 JUNE
2021

Testo del comunicato

Vedi allegato.



FIRST MEETING OF THE NEW BOARD OF DIRECTORS OF GIGLIO GROUP S.P.A. FOLLOWING THE SHAREHOLDERS' MEETING OF 21 JUNE 2021 - ASSESSMENT OF REQUIREMENTS AND ATTRIBUTION OF POWERS

Milan, 21 June 2021. Today, following the Shareholders' Meeting, the new Board of Directors of Giglio Group S.p.A., a company listed on the STAR segment of Borsa Italiana S.p.A. (Ticker GG), met in quorate without regular notice of call, pursuant to Art. 16.2 of the By-laws.

With regard to the **assessment of the requirements for Board members and auditors**, the Board of Directors, having examined the documents presented with regard to the provisions set forth in Art. 147-quinquies of the CFA and to Art. 148, par. 3 and 4 of the CFA (grounds for ineligibility or forfeiture of the appointment/independence requirements), as well as to the Corporate Governance Code of Borsa Italiana S.p.A., by consensus:

Expressed its favourable opinion on the existence of the integrity, professionalism and independence requirements of independent members:

- Francesco Gesualdi, Independent Member;
- Sara Armella, Independent Member.

Expressed its favourable opinion on the existence of the integrity, professionalism and independence requirements of independent members:

- Alessandro Giglio, Chairman;
- Marco Riccardo Belloni;
- Anna Maria Lezzi.

Acknowledged the existence of integrity, professionalism and independence requirements set forth in the current regulation of the following auditors:

- Giorgio Mosci, Chairman of the Board of Statutory Auditors;
- Marco Andrea Centore, Statutory Auditor;
- Gianluca Fantini, Alternate Auditor.

With regard to the **composition of the Board of Statutory Auditors**, the Board of Directors acknowledged the failure to appoint a statutory and an alternate auditor following the waivers announced on 20 June 2021, already shared with the market, and resolved to call another Shareholders' Meeting for integrating the Board of Statutory Auditors, pursuant to the existing regulations on gender equality principles.

With regard to the **allocation of functions and proxies**, the Board of Directors resolved:

- to confirm Anna Maria Lezzi, as Vice-Chairwoman of the Board of Directors;
- to confirm Marco Riccardo Belloni, as CEO of the Company, granting him the same powers held up to now;
- to grant to the Chairman Alessandro Giglio the same powers held up to now.

With regard to the **composition of the intra-board committees**, the Board of Directors resolved to appoint independent members Francesco Gesualdi and Sara Armella as members of the Appointments and Remuneration Committee and of the Internal Control, Risks and Related-Parties Committee (Sara Armella President of the Appointments and Remuneration Committee and Francesco Gesualdi President of the Internal Control, Risks and Related-Parties Committee).

The Board of Directors also appointed Francesco Gesualdi as new Lead Independent Director of the Company.

Information on Giglio Group:

Founded in 2003 and listed on the STAR segment of Borsa Italiana ever since 2018, Giglio Group is the leading company for the design, creation and management of high value-added e-commerce platforms in Italy for Fashion, Design, Lifestyle and, more recently, Food and Healthcare sectors. The Company is based in Milan, but it is also present with offices in New York, Shanghai, Rome, Lugano and Genoa. Thanks to its remarkable expertise, Giglio Group accompanies its customers in the online distribution of their products through a unique platform, starting from the implementation of fully tailor-made and managed monobrand e-store. Moreover, the Company integrates its business with the dedicated placement on main marketplaces worldwide, ensuring the online management of both new collections and inventories stock. The uniqueness of a “complete-supply-chain” online service thus ensures a 100% sell-through rate.

For further information:

Investor Relations: ir@giglio.org (+39)0283974207

Public Relations: elena.gallo@giglio.org (+39)0283974207

Press Office: Antonio.bellantoni@giglio.org

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