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Informazione Regolamentata n. 0217-70-2021	Data/Ora Ricezione 26 Ottobre 2021 18:34:00	Euronext Star Milan
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Societa' : RENO DE MEDICI
Identificativo : 153348
Informazione
Regolamentata
Nome utilizzatore : RENON01 - Buonanno
Tipologia : REGEM
Data/Ora Ricezione : 26 Ottobre 2021 18:34:00
Data/Ora Inizio : 26 Ottobre 2021 18:34:02
Diffusione presunta
Oggetto : The Board of Directors appoints Directors
by co-option

Testo del comunicato

Vedi allegato.

Press release

RENO DE MEDICI S.P.A.

APPOINTMENTS BY CO-OPTION FOLLOWING THE RESIGNATION OF THREE DIRECTORS

- **CO-OPTION FOLLOWING THE RESIGNATION OF THREE DIRECTORS**
- **UPDATED THE COMPOSITION OF THE INTERNAL COMMITTEES DUE TO CO-OPTIONS**
- **RESIGNATION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS**
- **CALL OF AN ORDINARY SHAREHOLDERS' MEETING TO APPOINT A NEW BOARD OF DIRECTORS FOLLOWING THE RESIGNATION OF THE ENTIRE BOARD OF DIRECTORS**

Milano, 26 October 2021 – It should be noted that, today, Dr. Gloria Marino, Ms. Sara Rizzon and Mr. Alan Hogg resigned from their positions as directors of the Company. The Directors have tendered their resignations in consideration of the change of corporate control completed today as a result of the acquisition by Rimini BidCo S.p.A. of a majority stake in Reno De Medici S.p.A. (hereinafter, also the "Company") equal to 66.68% of the share capital from the Company's two largest shareholders, Cascades Inc. and Caisse de dépôt et placement du Québec.

The Board of Directors, which met today, therefore proceeded - subject to the favorable opinion of the Appointments Committee, and with a resolution approved by the Board of Statutory Auditors - to appoint by co-optation pursuant to Article 2386 of the Italian Civil Code the following three non-executive and non-independent directors: Mark Evan Becker, Monta Ozolina and Jordan Saint John Lubkeman, whose nominations were proposed by Rimini BidCo S.p.A.

The Board of Directors is therefore currently composed as follows: Eric Laflamme (Chairman), Michele Bianchi, Giulio Antonello (independent), Laura Guazzoni (independent), Mark Evan Becker, Monta Ozolina and Jordan Saint John Lubkeman.

Following the co-options made, the Board of Directors also adjusted the composition of the internal committees, which are currently composed as follows:

Control and Risk Committee consisting of Giulio Antonello and Laura Guazzoni, the latter appointed as Chairman;

Remuneration Committee consisting of Laura Guazzoni, Mark Evan Becker and Giulio Antonello, the latter designated as Chairman;

Appointments Committee consisting of Mark Evan Becker, Laura Guazzoni and Giulio Antonello, the latter designated as Chairman;

Related Parties Committee consisting of Giulio Antonello and Laura Guazzoni, the latter appointed as Chairman;

As regards the Supervisory Board, following the resignation of Ms. Gloria Marino, the Board will be composed of Laura Guazzoni and Daniele Ripamonti, the latter as Chairman.

At the end of the meeting of the Board of Directors, the Chairman of the Board of Directors, Mr. Eric Laflamme, also resigned from his office, always justified in the context of finalizing the change of control, with effect deferred to the earliest date between (i) the expiry of the term of 45 calendar days from today's date; (ii) the end of the day preceding the date on which the next Ordinary General Meeting of the Company is to be held.

Pursuant to Article 12 of the Articles of Association, the entire Board of Directors shall be deemed to have resigned on the effective date of the resignation of the Chairman, Mr. Eric Laflamme, since the majority of the directors appointed by the Shareholders' Meeting has ceased to hold office.

The Board of Directors therefore resolved to convene the Ordinary Shareholders' Meeting for the appointment of the new Board of Directors on 9 December 2021, on first call, and, if necessary, on second call on 10 December 2021, granting the Chairman the power to proceed with the convocation and carry out the consequent fulfilments required by law.

This document is an English translation from Italian. The Italian original shall prevail in case of difference in interpretation and/or factual errors.

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