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EXTRAORDINARY SHAREHOLDERS'
MEETING

Testo del comunicato

Vedi allegato.



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MAPS: RESOLUTIONS ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

Parma, 03 August 2022

The Ordinary and Extraordinary Shareholders' Meeting of **MAPS (MAPS:IM; IT0005364333)**, Innovative SME listed on Euronext Growth Milan and active in the digital transformation sector, met on 29th July 2022, chaired by Marco Ciscato.

Delegation to the Board of Directors pursuant to art. 2443 of the Civil Code, to increase the share capital, against payment, for a maximum amount of Euro 15,000,000

The Extraordinary Meeting resolved the revocation of the Delegation to increase the share capital, against payment, up to a maximum amount of Euro 10,000,000 adopted on 20 October 2020 and the simultaneous conferral to the Board of Directors, pursuant to art. 2443 of the Civil Code, of a new delegation to increase the share capital, against payment, up to a maximum total amount of Euro 15,000,000, including any premium, to be carried out in a divisible manner, in one or more tranches, within 5 years from the date of the resolution, through the issue of shares with no indication of the nominal value having the same characteristics as those in circulation and regular entitlement, with the exclusion of the option right pursuant to art. 2441, paragraphs 4, first sentence, and 5, of the Civil Code, as to be made: i) with contributions in kind; and/or ii) in favour of subjects identified by the Board of Directors, all with the power to define terms and conditions of the increase, in compliance with any current legal and regulatory provisions and the consequent amendment of the Articles of Association (the "**2022 Aucap Delegation**").

The 2022 Aucap Delegation aims to ensure the Board of Directors the necessary flexibility and timeliness in the execution of one or more share capital increases in order to seize the most favourable conditions for the conclusion of agreements with any partners and/or investors, which would bring money and/or shareholdings and/or business units and/or industrial activities for the pursuit of the strategic objectives set out in the business plan (the "**Strategic Objectives**").

2022-2024 Stock Option Plan

The Ordinary Meeting approves the "2022-2024 Stock Option Plan" (the "**Stock Option Plan**"), to be allocated to the directors and/or employees and/or strategic consultants of the Company and of the subsidiaries of the latter pursuant to art. 2359 of the Civil Code (the "**Beneficiaries**" and the "**Subsidiaries**" respectively).

In the Extraordinary session, the Meeting approved a share capital increase with exclusion of the pre-emption right, pursuant to article 2441, paragraphs 5 and 8, of the Civil Code, for a maximum total amount of Euro 1,200,000, including share premium, and by issuing a maximum of 337,500 new ordinary shares with no indication of nominal value to service the stock option plan.

2022-2024 Stock Grant Plan

The Ordinary Meeting approved the "2022-2024 Stock Grant Plan" for the free assignment of Maps S.p.A. ordinary shares (the "**Shares**") to the Directors and employees of the Company and of the subsidiaries of the latter pursuant to art. 2359 of the Italian Civil Code (the "**Stock Grant Plan**").

In the Extraordinary session, the Meeting approved a free share capital increase, pursuant to article 2349, paragraph 1, of the Civil Code, in one or more instalments, up to a maximum amount of Euro 387,000, to be fully allocated to share capital, through the issue of a maximum of 112,500 new ordinary shares with no indication of the nominal value and with regular entitlement, to service the "2022-2024 Stock Grant Plan", reserved for directors of the Company and employees of the Group.

Maps Group remuneration and incentive policy for 2022-2024

The Ordinary Meeting approved the 2022-2024 Remuneration and Incentive Policy as a tool to align the needs of shareholders and management, also considering the needs of all stakeholders. The



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Policy contains the guidelines and criteria of the remuneration and incentive system that the Company intends to adopt for the members of the Board of Directors and Top Management.

MAPS GROUP

Founded in 2002, MAPS is an Innovative SME operating in the digital transformation sector. With its registered office in Parma and with approximately 200 employees, it produces and distributes software for the analysis of big data that allows client companies to manage and analyse large quantities of data and information, helping them make strategic and operational decisions and define new business models. Operating in a context characterised by high growth potential: investments in digital transformation estimated for the three-year period 2022-2024 are approximately \$6.3 billion with a CAGR of 16.5% (Source: IDC). MAPS operates through three business units focused respectively on the Health, Energy and Sustainability (ESG) sectors, providing solutions to a portfolio of over 500 highly loyal customers. Through its *Patient Journey* product line, MAPS is positioned as a leader in the field of patient reception in healthcare facilities, presiding over the market with over 1,500 installations, managing 36 million patient admissions nationwide. Thanks to ROSE, an intelligent energy management platform, MAPS now supports the main trends in the energy transition leading to the emergence of new business models based on flexibility, such as the energy communities. In terms of sustainability, GZOOM's *value governance* solution is now used by over 70 Italian organisations to measure objectives, manage risks, and share their non-financial performance. The Group is investing on an ongoing basis in R&D: in the last 3 years it has allocated a total of €5.3 million to innovation. The *Research & Solutions* division, set up in 2016, is responsible for identifying market needs and evolving software solutions.

The Group closes 2021 with consolidated revenues of €21.5 million (+20% compared to 2020) - with significant growth in revenues from Healthcare (+62%) and ESG (+69%) markets - and EBITDA of €5 million (23.3% EBITDA Margin). In the last three years MAPS has more than tripled its revenues from its proprietary solutions (15.2 million in 2021, or 72% of consolidated revenues). The company is characterised by high levels of recurring revenues: recurring fee revenues reached 34% of consolidated operating revenues in 2021 (CAGR 2018-2021 of 38%). The Group's organic growth has been accompanied by significant M&A activity, with the acquisition of IG Consulting (2011), Artexe (2018), Roidaly (2019), SCS Computers (2020), IASI (2021) and I-TEL (2022).

Release available on www.emarketstorage.com and on www.mapsgroup.it

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