

<p>Informazione Regolamentata n. 20054-9-2023</p>	<p>Data/Ora Ricezione 09 Marzo 2023 11:20:05</p>	<p>Euronext Growth Milan</p>
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Societa' : GROWENS

Identificativo : 173218

Informazione
Regolamentata

Nome utilizzatore : MAILUPN03 - Capelli

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Data/Ora Ricezione : 09 Marzo 2023 11:20:05

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Diffusione presunta

Oggetto : General Shareholders' Meeting

Testo del comunicato

Milan, 9 March, 2023 – Growens S.p.A. – GROW (the “Company” or the “Issuer” or “Growens”), a company admitted to trading on the multilateral trading facility Euronext Growth Milan and operating in the cloud marketing technology field, announced that the Ordinary Shareholders’ Meeting, convened in a single call, was held today in video-conference mode.

The Ordinary and Extraordinary Sessions of the General Shareholders’ Meeting resolved on the three items on discussion.

- Approved the Transaction comprising the sale of the MailUp business unit and the share capital of Contactlab S.p.A., Acumbamail S.L., MailUp Nordics A/S and its subsidiary Globase International A.p.S.
- Approved amendments to the By-Laws



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General Shareholders' Meeting

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The Ordinary and Extraordinary Sessions of the General Shareholders’ Meeting resolved on the three items on discussion, passing the following resolutions.

Ordinary Session

1. *Approval of the Transaction comprising the sale of the MailUp business unit and the share capital of Contactlab S.p.A., Acumbamail S.L., MailUp Nordics A/S and its subsidiary Globase International A.p.S.. Related and resulting resolutions.*

The General Shareholders’ Meeting approved the sale of the MailUp business unit and the share capital of Contactlab S.p.A., Acumbamail S.L., MailUp Nordics A/S and its subsidiary Globase International A.p.S. to TeamSystem S.p.A. (the “ESP sale”) as per the terms and conditions of the binding agreement entered into on 2 February 2023, according to article 15 of Euronext Growth Milan Rules For Companies.

Extraordinary Session

1. *Approval of change of the corporate purpose of Growens S.p.A., and consequent amendment of art. 3 of the By-Laws. Related and resulting resolutions;*

2. *Approval of modification of the By-Laws following the rebranding of AIM Italia into Euronext Growth Milan. Related and resulting resolutions.*

The General Shareholders' Meeting resolved to approve the proposed amendments, thus integrally approving the resulting amended and integrated By-Laws.

With respect to the change of corporate purpose decision under par. 1, non-concurring shareholders will be entitled to the right of withdrawal of all or part of their stake, subject to the effective closing of the ESP sale. The Board of Directors established the liquidation price at 4.39 Euro per share.

Submission of Documentation

The minutes of the Shareholders' Meeting will be made available to the public as per applicable regulations, as well as on the Issuer's website www.growens.io Investor Relations/Information for Shareholders section, and on the Italian Stock Exchange website.

Investor Relations

Growens' CEO and IR will take part to the **Virgilio Mid&Small in London** on 19 April 2023.



Growens (GROW) is a leading European player in the field of Cloud Marketing Technologies, serving thousands of clients worldwide. Its suite of SaaS and CPaaS solutions allows SMEs and large corporations globally to master the evolving ways of communicating with customers. Starting from the original business MailUp the Group grew steadily since 2002, both organically and via M&A, peaking with the launch of innovative products such as BEEfree.io.

The company is admitted to trading on the Euronext Growth Milan (EGM) market managed by the Italian Stock Exchange, with a free float of ca. 35%.

ISIN IT0005040354 - Reuters: GROW.MI - Bloomberg: GROW IM

Media & Guidelines: <https://growens.io/en/media-guidelines>

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