

Informazione Regolamentata n. 0921-27-2023	Data/Ora Ricezione 06 Aprile 2023 18:28:20	Euronext Star Milan
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Societa' : GRUPPO MUTUIONLINE
Identificativo : 174917
Informazione
Regolamentata
Nome utilizzatore : MUTUIONLINEN01 - PESCARMONA
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Diffusione presunta
Oggetto : Fulfillment of public information duties

<i>Testo del comunicato</i>

Vedi allegato.

Milano, 6 April 2023

The information contained herein is not for publication or distribution in the United States. These materials are not an offer of securities for sale in the United States. The securities may not be offered or sold in the United States absent registration with the U.S. Securities and Exchange Commission or an exemption from registration under the U.S. Securities Act of 1933, as amended. Any public offering of the company's securities to be made in the United States will be made by means of a prospectus that may be obtained from the company and that will contain detailed information about the company and its management, including financial statements.

PRESS RELEASE

GRUPPO MUTUI ONLINE S.P.A.: FULFILLMENT OF PUBLIC INFORMATION DUTIES

The Company informs that it has published the following documents, which have been posted on the www.gruppomol.it website as well as deposited at the Company's registered address:

- the consolidated financial statements;
- the draft separate financial statements of the Company;
- the directors' report on operations including the report on corporate governance, pursuant to art. 123-*bis* of the Legislative Decree 58/1998 ("**Unified Code of Finance**") and art. 89-*bis* of Consob Issuer Regulations 11971/1999 ("**Issuer Regulations**").

Concerning the ordinary shareholders' meeting to be held in Milan - via Metastasio n. 5, at ZNR NOTAI Office on April 27, 2023, at 08.30 a.m. (sole call), the Company informs that it has published the following documents, which have been posted on the www.gruppomol.it website as well as deposited at the Company's registered address:

- the explanatory report of the directors prepared pursuant to art. 125-*ter* of the Unified Code of Finance, concerning the approval of 2022 consolidated financial statements, the approval of net income, the appointment of the Board of Directors, with prior determination of the number of members, of the duration of the Board and of the related compensation, and the integration of the Board of Statutory Auditors provided respectively by the first, the second, the fourth and the fifth item of the agenda of the ordinary shareholders' meeting;
- the report on remuneration policy and compensation paid pursuant to article 123-*ter* of the Unified Code of Finance, provided by the third item of the agenda of the ordinary shareholders' meeting;
- the explanatory report of the directors prepared pursuant to art. 125-*ter* of the Unified Code of Finance concerning the report on remuneration policy and compensation paid, the approval of the remuneration policy pursuant to article 123-*ter*, paragraph 3-*bis*, of the Unified Code of Finance and the resolutions concerning "Section II" of the report, pursuant to article 123-*ter*, paragraph 6, of the Unified Code of Finance, provided by the third item of the agenda of the ordinary shareholders' meeting;
- the explanatory report of the directors pursuant to art. 125-*ter* of the Unified Code of Finance, concerning the authorization for the purchase and sale of own shares, provided by the sixth item of the agenda of the ordinary shareholders' meeting;

- the explanatory report of the directors pursuant to art. 72 comma 1 of the Issuer Regulations, concerning the proposal for the attribution to the Board of Directors of the delegation to increase the share capital without the option right, pursuant to articles 2443 and 2441, comma 4, second period, of the Civil Code, to be paid by cash and/or by nature, prior revocation of the delegation attributed by the General Meeting held on 28 May, 2020, and to modify art. 6 of the Articles of Associations, provided by first item of the agenda of the extraordinary shareholders' meeting;
- the explanatory report of the directors pursuant to art. 72 comma 1 of the Issuer Regulations, concerning the proposal for the attribution to the Board of Directors of the delegation to increase the share capital, pursuant to articles 2443 and 2441, comma 8, of the Civil Code, to be paid by cash, prior revocation of the delegation attributed by the General Meeting held on 28 May, 2020, and to modify art. 6 of the Articles of Associations, provided by second item of the agenda of the extraordinary shareholders' meeting;

We also inform that pursuant to art. 144-*octies*, comma 1, of the Issuer Regulations, the shareholder Alma Ventures S.A. has deposited, at the Company's registered address, a slate of candidates for the appointment of the Board of Directors and the shareholder Investmentaktiengesellschaft für langfristige Investoren TGV has deposited a second slate of candidates for the appointment of the Board of Directors, provided by the fourth item of the agenda of the ordinary shareholders' meeting. We inform that in the documents concerning the deposit of the slate of candidates, the shareholder Alma Ventures S.A. made a proposal concerning the determination of the number of members, the duration of the Board and the related compensation.

The shareholders can examine the above mentioned slate of candidates and the attached documents, required by law, at the Company's registered address and at Borsa Italiana S.p.A. as well as on the www.gruppomol.it website, in the section "Governance", "Shareholders' meeting and Company governance", "2023", according to applicable law and regulations.

Concerning the appointment of the Board of Directors, we also inform that on April 3, 2023, no other slate of candidates was deposited at the Company's registered address.

Gruppo MutuiOnline S.p.A., a company listed on the STAR segment of the Italian Stock Exchange, is the holding company of a group of firms operating in online broking of financial products with an aggregator model (main web sites: MutuiOnline.it and Segugio.it) and in the outsourcing of complex processes for the financial services industry in the Italian market.

Only for press information:

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