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Oggetto : WIIT_PR_Ordinary Shareholders' Meeting
May 4, 2023

Testo del comunicato

Vedi allegato.



THE PREMIUM CLOUD

PRESS RELEASE

ORDINARY SHAREHOLDERS' MEETING

- **Approved the annual financial statements as at 31 December 2022, the allocation of the profit for the year and the distribution of a gross dividend of Euro 0.30 per share**
- **The appointment of director Chiara Grossi, co-opted by the Board of Directors on 13 September 2022, is confirmed**
- **Authorised purchase and sale of treasury shares**
- **Approved the plan called "2023 - 2027 RSU Plan"**

Milan, 04 May 2023 – WIIT S.p.A. ("**WIIT**" or the "**Company**"; ISIN: IT0005440893; WIIT.MI), one of the leading European players in the market of Cloud Computing services for enterprises focused on the provision of continuous Hybrid Cloud and Hosted Private Cloud services for critical applications, a company listed on the Euronext STAR Milan segment of the Euronext Milan market, organised and managed by Borsa Italiana S.p.A., hereby announces that the Shareholders' Meeting, which met today in ordinary session, resolved on the items on the agenda as follows.

Approval of the annual financial statements as at 31 December 2022, allocation of profit for the year and dividend distribution

The Shareholders' Meeting approved the financial statements for the year ended 31 December 2022, which show a profit for the year of Euro 6,011,746, and the allocation of the entire profit for the year as a dividend, with distribution to the shareholders, through the use, in order of priority, of Euro 6,011,746 taken from the profit for the year and a maximum of Euro 2,394,452 drawn from the reserve called "Retained earnings", of a dividend equal to Euro 0.30 gross for each share outstanding and entitled to payment, with payment according to the following calendar: ex-dividend date (coupon no. 2) 8 May 2023 (ex date), date of entitlement to receive the dividend 9 May 2023 (record date) and date of payment of the dividend 10 May 2023 (payment date).

Appointment of a director to supplement the board of directors

Director Chiara Grossi, who was co-opted by the Company's Board of Directors on 13 September 2022, was confirmed by the Shareholders' Meeting and, therefore, like the other directors, will remain in office until the Shareholders' Meeting to approve the financial statements for the year ending 31 December 2023.

Report on remuneration policy and remuneration paid

The Shareholders' Meeting approved Section I of the "Report on remuneration policy and remuneration paid" (the "**Remuneration Report**") pursuant to article 123-ter, paragraph 3-bis, of the Consolidated Law on Finance, and expressed a favourable opinion on Section II of the Remuneration Report pursuant to article 123-ter, paragraph 6, of the Consolidated Law on Finance.

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Authorisation to buy and sell treasury shares

The Meeting approved the authorisation to purchase treasury shares targeted at providing the Company with a stock of treasury shares to be used (i) as consideration in the context of extraordinary finance transactions and/or for other uses considered of financial-managerial and/or strategic interest for the Company, also for exchange, trade, swap, contribution or other deed that includes the use of treasury shares, and (ii) for the service of incentive plans based on financial instruments intended for employees and/or directors of Group companies.

In particular, the authorisation to purchase, on one or more occasions, on a revolving basis, ordinary shares of the Company was granted, taking into account the shares held in the Company's portfolio from time to time, up to the maximum number allowed by law (equal, as of today, to 20% of the share capital) and, in any case within the limits of the distributable profits and available reserves resulting from the latest approved financial statements at the time of each transaction, for the duration of 18 months, according to the further terms and conditions described in the illustrative report of the Board of Directors made available to the public at the Company's registered office and on the Company's website (<http://www.wiit.cloud/>), in the Section "Company - Governance - Shareholders' Meeting", as well as, at the authorised storage mechanism "eMarket STORAGE" (www.emarketstorage.com).

As regards the disposal of treasury shares, the authorisation was granted as follows (i) without time limits and (ii) at a consideration that must not, nonetheless, be lower than the arithmetic mean of the official price of the shares in the five days prior to each individual sale, reduced by a maximum of 15%.

It is noted that as of today's date, the Company holds 1,960,280 treasury shares, equal to 7% of WIIT ordinary shares.

Share-based compensation plan called "2023 - 2027 RSU Plan"

The Shareholders' Meeting approved the remuneration plan called "*2023 - 2027 RSU Plan*", reserved for the Group's employees - with the exclusion of executives with strategic responsibilities - to be identified by WIIT Board of Directors and based on restricted stock units, i.e., conditional, free and non-transferable rights *inter vivos*, each of which, in the event of vesting, attributes the right to the free assignment of one WIIT ordinary share. For further information, please refer to the information document made available to the public at the company's registered office and on the company's website (<http://www.wiit.cloud/>), in the "Company - Governance - Shareholders' Meeting" section, as well as at the authorised storage mechanism "eMarket STORAGE" (www.emarketstorage.com).

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The summary voting statement and the minutes of the meeting will be published in the manner and within the time limits established by the regulations in force.

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Declaration pursuant to article 154-bis, paragraph 2 of Legislative Decree no. 58/1998.

The Manager in charge of drawing up the corporate accounting documents, Mr. Stefano Pasotto, hereby declares, pursuant to article 154-bis, paragraph 2 of Legislative Decree no. 58/1998, that the accounting information contained in this press release corresponds to the documented results, books and accounting records.

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WIIT S.p.A.

WIIT S.p.A., a company listed on the Euronext Star Milan ("STAR") segment, is a leader in the Cloud Computing market. The company has a pan-European footprint and is present in key markets, such as Italy and Germany, positioning itself among the leading players in the provision of innovative Hosted Private and Hybrid Cloud technology solutions. WIIT operates 19 of its own Data Centres – 3 in Italy, 2 of which are Tier IV-certified by the Uptime Institute, and 16 in Germany – and has 6 SAP certifications at the highest specialisation levels. Its end-to-end approach enables the company to provide its partner companies with customised, high value-added services with the highest security and quality standards for the management of critical applications and business continuity, while guaranteeing maximum reliability in the management of the main international application platforms (SAP, Oracle and Microsoft). (www.wiit.cloud)

For more information:

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