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Societa' : UNIEURO

Identificativo : 178525

Informazione
Regolamentata

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Oggetto : Unieuro S.p.A.: Shareholders' Meeting

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| <i>Testo del comunicato</i> |
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Vedi allegato.

UNIEURO S.P.A.: SHAREHOLDERS' MEETING

All items on the agenda approved, including the Separate Financial Statements for the fiscal year ended February 28, 2023 and the distribution of a dividend of Euro 0.49 per share, in addition to the change to the “2023-2028 Performance Shares Plan”.

Forlì, June 22, 2023 - The Shareholders' Meeting of Unieuro S.p.A. (Euronext STAR Milan: UNIR), Italy's leading distributor of consumer electronics and household appliances, met today in ordinary session and in single call, under the chairpersonship of Stefano Meloni, and approved all of the items on the agenda.

In accordance with Article 106, paragraph 4 of Decree Law No. 18 of March 17, 2020, converted by Law No. 27 of April 24, 2020 (whose effectiveness was extended by Decree Law No. 198 of December 19, 2022, converted by Law No. 14 of February 24, 2023), attendance by shareholders at the Shareholders' Meeting is exclusively through the Designated Agent.

Separate Financial Statements for the fiscal year ended February 28, 2023

The Shareholders' Meeting approved the Separate Financial Statements for the fiscal year ended February 28, 2023 - accompanied by the Directors' Report, including the Board of Statutory Auditors' Report and Independent Auditors' Report - without making any amendments to the draft financial statements approved by the Board of Directors on May 9, 2023.

In addition, the consolidated financial statements for the fiscal year ended February 28, 2023 were presented, which report revenues of Euro 2.88 billion and an Adjusted Net Profit of Euro 19.3 million, in addition to the Consolidated non-financial statement, drawn up as per Legislative Decree No. 254/2016.

Allocation of the net profit and proposal for the distribution of the dividend

The Shareholders' Meeting approved the proposal to allocate the net profit for the fiscal year of the parent company Unieuro S.p.A. - amounting to Euro 11.9 million, as per the separate financial statements for the fiscal year ended February 28, 2023, to the distribution of dividends in the manner indicated below and, for the residual amount, to the extraordinary reserve of available and distributable profits.

The approved dividend amounts to 0.49 Euro gross for each share entitled to payment on the record date. It will be settled through a single payout on June 28, 2023, with dividend coupon date of June 26, 2023 and record date of June 27, 2023.

The total definitive amount to be allocated as dividend shall be determined according to the effective number of shares with dividend rights at the record date.

Unieuro S.p.A.

Registered and administrative offices Palazzo Hercolani
unieuro.it
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unieurospa.com

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Proposal to amend the “2023-2028 Performance Shares Plan”

The Shareholders' Meeting approved the proposal to amend the “2023-2028 Performance Shares Plan”, regarding the new quantitative performance objectives, set out on the basis of the 2024-2028 Strategic Plan, with the other terms and conditions remaining unchanged compared to the plan approved by the Shareholders' meeting on June 21, 2022.

Remuneration Report

The Shareholders' Meeting approved the first section of the Remuneration policy and report, containing an outline of the remuneration policy of the members of the Board of Directors and of the Board of Statutory Auditors, of the General Manager and of the senior executives, adopted by the company, in addition to the procedures adopted for its implementation.

The Shareholders' Meeting also expressed a favourable opinion upon the second section of this Report, containing the outline of the remuneration accruing in the fiscal year to February 28, 2023 of the Directors, the Statutory Auditors, of the General Manager and of the other senior executives of the company.

Proposal to increase the remuneration of the Board of Directors approved

The Shareholders' Meeting approved the proposal to increase the Board of Directors' remuneration, to be allocated to the remuneration of Giancarlo Nicosanti Monterastelli, as Director and Chief Executive Officer. This follows Giancarlo Nicosanti Monterastelli's retirement and the conclusion of his employment as Chief Strategy Officer, effective June 1, 2023. Giancarlo Nicosanti Monterastelli will continue to serve as Chief Executive Officer, as per the mandate granted by the Board of Directors in 2022.

Authorisation of the purchase and utilisation of treasury shares

The Shareholders' Meeting approved the authorisation to purchase and utilise treasury shares, following the revocation of the previous authorisation granted by the Shareholders' Meeting of June 21, 2022. The authorisation is for the purchase of a maximum 2,000,000 ordinary shares, it being understood that the number of ordinary shares that may be held in portfolio by the Company and its subsidiaries at any given time may not exceed 10% of the Company's *pro-tempore* share capital.

The authorisation was approved, in compliance with legal requirements, for a maximum period of 18 months and for the purposes and according to the means, terms and conditions outlined in the Illustrative Report on matters on the Agenda of the Shareholders' Meeting presented by the Board of Directors and available on the Company website www.unieurospa.com in the Corporate Governance / Shareholders' Meeting / Shareholders' Meeting 2023 section and on the EMARKET Storage mechanism, available at www.emarketstorage.com.

At the opening of today's Shareholders' Meeting, the Company directly held 600,000 treasury shares, representing 2.9% of the share capital.

Updating of the Shareholders' Meeting Regulation

The Shareholders' Meeting approved the new Shareholders' Meeting Regulation, for the purpose of aligning the provisions contained therein with the concrete ways in which Shareholders' Meetings are conducted, detailing certain provisions, and making additional formal changes.

Unieuro S.p.A.

Unieuro is Italy's leading distributor of consumer electronics and household appliances, thanks to an omnichannel approach which integrates direct stores (approx. 280), affiliated sales points (approx. 260) and the unieuro.it digital platform, in addition to the pure digital player Monclick. The company is headquartered in Forlì and has a central logistics platform in Piacenza and approx. 5,700 employees. Listed on the Euronext STAR Milan since 2017, Unieuro reports revenues of Euro 2.9 billion for the fiscal year ending February 28, 2023.

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Fine Comunicato n.1944-21

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