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Societa' : OPENJOBMETIS

Identificativo : 179356

Informazione
Regolamentata

Nome utilizzatore : OPENJOB09 - ESPOSTI

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Oggetto : OJM_Renewal Shareholders' Agreement
and update to the Essential Information

Testo del comunicato

Vedi allegato.

RENEWAL OF THE SHAREHOLDERS' AGREEMENT AND UPDATE TO THE ESSENTIAL INFORMATION

Milan, 18 July 2023 – Openjobmetis S.p.A. (Borsa Italiana: **OJM**), one of the main employment agencies, listed on the Euronext Milan, STAR segment, managed by Borsa Italiana, announces that the text of the Shareholders' Agreement has been published on the Company's website www.openjobmetis.it, under the section "Corporate Governance", sub-section "Shareholder Agreements", as well as through the authorised storage mechanism eMarket STORAGE managed by Teleborsa (www.emarketstorage.com), pursuant to Art. 122 of Italian Legislative Decree no. 58 of 24 February 1998 and subsequent amendments (Consolidated Law on Finance or "TUF"), as well as Arts. 129 and 131 of Consob Regulation no. 11971 of 14 May 1999 and subsequent amendments (the "Issuers' Regulation"). The text is reproduced below.

Using the same methods, the essential information regarding the Shareholder Agreement is published in accordance with Art. 122 of Italian Legislative Decree no. 58 of 24 February 1998, and Art. 130 of Consob Regulation no. 11971 of 14 May 1999.

* * *

Pursuant to Art. 122 of TUF, as well as Arts. 129 and 131 of Issuers' Regulation, it is announced that the Shareholders' Agreement (the "Shareholders' Agreement" or "2020 Shareholders' Agreement") signed on 13 July 2020 between Omniafin S.p.A. ("Omniafin") and MTI Investimenti S.r.l. ("MTI Investimenti" and, jointly, the "Parties"), concerning their shareholding in Openjobmetis S.p.A. - Agenzia per il Lavoro, with its registered office in Milan, via Assietta no. 19, Taxpayer ID Number, VAT Number and Registration Number with the Register of Companies of Milan 13343690155 (the "Company" or "Openjobmetis"), was automatically renewed for a further three years from the first expiry date (until 11:59 p.m. on 13 July 2026), not getting by one of the Parties to the other notice of termination within the period prescribed by the Shareholders' Agreement.

The Shareholders' Agreement constitutes an agreement regulating voting rights in accordance with Article 122, Paragraph I of the TUF.

It is also announced that, following the cancellation of 342,800 treasury shares without reduction of share capital, pursuant to the resolution passed by Company's Extraordinary Shareholders' Meeting on 21 April 2023, the percentage represented by ordinary shares and voting rights bound by Shareholders' Agreement with respect to the total number of the shares representative of the share capital of the Company and to the total number of the voting rights exercisable at the general meeting has been changed.

The following table shows the situation updated as at 18 July 2023.

| Shareholder | No. of the voting rights bound by the 2020 Shareholders' Agreement | % of the voting rights of the total outstanding voting rights | % of voting rights of the total voting rights bound by the 2020 Shareholders' Agreement | No. of the shares bound by the 2020 Shareholders' Agreement | % of shares of total share capital | % of shares of total shares bound by the 2020 Shareholders' Agreement |
|------------------|--|---|---|---|------------------------------------|---|
| Omniafin | 4,909,405 | 25.960 | 78.254 | 2,466,789 (**) | 18.451 | 78.182 |
| MTI Investimenti | 1,364,294 | 7.214 | 21.746 | 688,397 (**) | 5.149 | 21.818 |
| Total | 6,273,699 | 33.174 | 100 | 3,155,186 | 23.600 | 100 |

(*) of which no. 2,442,616 shares with increased voting rights.

(**) of which (i) no. 675,897 shares with increased voting rights, (ii) no. 12,500 shares without increased voting rights and given by MTI to Equita SIM S.p.A., in its capacity as a specialist operator pursuant to Art. 2.3.5. of the Regulations for markets organized and managed by Borsa Italiana S.p.A.

The provisions of the Shareholder Agreement will also apply to any shares of the Company that Omniafin and/or MTI Investimenti may own, directly or indirectly, during the term of the Shareholder Agreement.

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Openjobmetis - an overview: Openjobmetis is the Employment Agency established in 2011 as a result of the merger of Openjob SpA and Metis SpA, combining the unique skills and experiences for which they have always been known. Listed since December 2015, Openjobmetis SpA is the first and only Employment Agency in the STAR segment of Euronext Milan (EXM) operated by Borsa Italiana, and is positioned among the leading Italian operators in its field, with revenue of approximately EUR 768,4 million in the year ended 31 December 2022. Openjobmetis SpA, which provides temporary work employment, operates through a network of 150 branches and Specialized Divisions in a wide range of labour market sectors, including: Healthcare, Banking and Finance, Large-Scale Retail Trade, Big Clients, I&CT, Agro-Industrial and, as well as Techne specialized in aerospace, naval and energy thanks to the acquisition of Quanta S.p.A., a company merged into Openjobmetis with effect from 1 January 2022. Among the services offered, there are also research and selection solutions for direct entry into a company of qualified junior profiles through the Permanent Placement team and the division UNA Forza Vendite which deals with commercial figures and sales agents. Openjobmetis also has the following subsidiaries: (i) Openjob Consulting Srl, active in the management of the financed training activities; (ii) Seltis Hub Srl, the highly specialized vertical competence center focused on recruitment and selection that also operates through the digital platforms Meritocracy and Jobmetoo, (iii) Family Care Srl, APL dedicated to family assistance. Finally (iv) Lyve Srl, a 52.06% subsidiary, a training company.

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