

Informazione Regolamentata n. 1130-36-2024	Data/Ora Inizio Diffusione 31 Maggio 2024 15:40:16	Euronext Milan
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Societa' : POSTE ITALIANE

Identificativo Informazione  
Regolamentata : 191538

Utenza - Referente : POSTEN03 - Fabio Ciammaglichella

Tipologia : 3.1

Data/Ora Ricezione : 31 Maggio 2024 15:40:16

Data/Ora Inizio Diffusione : 31 Maggio 2024 15:40:16

Oggetto : Poste Italiane: outcomes of the AGM 2024

*Testo del comunicato*

Vedi allegato


 Posteitaliane

## POSTE ITALIANE: RESOLUTIONS OF THE SHAREHOLDERS' MEETING 2024

- *Approved the Financial Statements as of 31 December 2023 and overall dividend of 0.800 euros per share resolved (0.237 euros already paid as interim dividend in November 2023 and the balance of 0.563 euros to be paid in June 2024);*
- *Approved the Report on the policy regarding remuneration for the year 2024 and the Report on amounts paid in the year 2023, as well as the equity-based incentive plans;*
- *Authorization for the acquisition and disposal of company's own shares – destined to fulfil the incentives plans – granted;*
- *Approved, in the Extraordinary session, some changes of the Company's By-Laws.*

Rome, 31 May 2024 – Poste Italiane (“Poste Italiane”) S.p.A.’s Ordinary and Extraordinary Shareholders’ Meeting, chaired by Silvia Maria Rovere, was held today in Rome.

Pursuant to Article 106, paragraph 4, of Law Decree no. 18 of 17 March 2020, converted with amendments by Law no. 27 of 24 April 2020 (the effectiveness of which was extended, lastly, up to 31 December 2024 by Law 5 March 2024, No. 21), the Shareholders’ participation took place exclusively through the Appointed Representative pursuant to article 135-*undecies* of Legislative Decree No. 58 of 24 February 1998 (“Consolidated Law on Finance”), to which proxies/sub-proxies were also conferred pursuant to article 135-*novies* of the Consolidated Law on Finance, as an exception to article 135-*undecies*, paragraph 4, of the Consolidated Law on Finance.

In the Ordinary session, the Shareholders’ Meeting first approved Poste Italiane’s financial statements as of 31 December 2023, while the consolidated financial statements were also presented.

Acting on the Board of Directors’ proposal, the Ordinary Shareholders’ Meeting then approved an overall dividend for the year 2023 of 0.800 euros per share and the distribution of 0.563 euros per share as the balance of the dividend, following the interim dividend of 0.237 euros per share already paid in November 2023. The balance dividend will be paid – before withholding tax, if any – on 26 June 2024, with the ex-dividend date of coupon no. 14 falling on 24 June 2024 and the record date (the date which determines the shareholders who are entitled to the dividend) falling on 25 June 2024.

Therefore, the Ordinary Shareholders’ Meeting:

- approved, through a binding resolution, the Report on the policy regarding remuneration for the year 2024 – including the guidelines on the policies of remuneration and incentive plans of BancoPosta’s Ring-Fenced Capital – that illustrates the remuneration policy for the Directors, the General Manager and the Executives with strategic responsibilities;
- voted in favour, through a non-binding resolution, of the Report on amounts paid in the year 2023;
- approved the equity-based Incentive Plans.

The Ordinary Shareholders' Meeting also granted the Board of Directors authorization for the acquisition and subsequent disposal of up to a maximum of 3.5 million of Poste Italiane's shares, representing about 0.27% of the share capital, for a total outlay of up to 56 million euros. The acquisition of the company's own shares has been authorized for 18 months from today's shareholders' meeting resolution. On the other hand, no time limit has been set for the disposal of the shares purchased. The Shareholders' Meeting also defined, in accordance with the Board of Directors' proposal, purposes – referred to the destination of the own shares to the fulfillment of the incentive plans – terms and conditions of the acquisition and disposal of the company's own shares, also identifying the rules for calculating the purchase price, as well as the operational rules concerning the execution of the purchasing transactions.

Lastly, the Extraordinary Shareholders' Meeting approved some changes of the Company's By-Laws, among which in particular (i) a clarification of the corporate purpose, in order to specify – within the scope of carrying out the Group's core activities – the supply of proprietary and/or third parties ICT (Information Communication Technology) digital solutions and/or services, and (ii) the insertion of the clause concerning the right of those entitled to attend and participate in the Shareholders' Meetings exclusively through the appointed representative.

For further information:

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