

<p>Informazione Regolamentata n. 20053-59-2024</p>	<p>Data/Ora Inizio Diffusione 12 Dicembre 2024 16:17:20</p>	<p>Euronext Star Milan</p>
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Societa' : TINEXTA

Identificativo Informazione Regolamentata : 199341

Utenza - Referente : TINEXTANSS01 - JOSEF

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Data/Ora Ricezione : 12 Dicembre 2024 16:17:20

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Oggetto : The Ordinary and Extraordinary Shareholders' Meeting appoints a Director following resignation and subsequent co-optation and approves the amendments of the Articles of Association

Testo del comunicato

Vedi allegato



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PRESS RELEASE

THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING APPOINTS A DIRECTOR FOLLOWING RESIGNATION AND SUBSEQUENT CO-OPTATION AND APPROVES THE AMENDMENTS OF THE ARTICLES OF ASSOCIATION

12 December 2024 - The Ordinary and Extraordinary Shareholders' Meeting of Tinexta S.p.A., held today under the Chairmanship of Enrico Salza, by means of video and telecommunication in compliance with the provisions of Art. 106, paragraph 4 of Italian Decree Law no. 18 of 17 March 2020, the application of which was most recently extended to 31 December 2024 by Art. 11, paragraph 2 Law no. 21 of 5 March 2024, with the participation of those with voting rights exclusively through the Designated Representative, approved the Board of Directors' proposals on the agenda and in particular, in ordinary session, confirmed the appointment of a Director following resignations and subsequent co-optation and in extraordinary session approved the proposed amendments of the Articles of Association.

APPOINTMENT OF A DIRECTOR FOLLOWING RESIGNATIONS AND SUBSEQUENT CO-OPTATION

The ordinary session of the Shareholders' Meeting confirmed the appointment as non-executive and independent Director of Mr. Eugenio Rossetti, previously co-opted as Director upon resolution of the Board of Directors meeting held on 25 September 2024. Mr. Rossetti will remain in office until the expiry of the mandate of the Board of Directors (set to take place on the date of approval of the Annual Report as at 31 December 2026).

During the next Board of Directors meeting will be evaluated Mr. Eugenio Rossetti independence requirements, as already assessed at the time of co-optation. The curriculum vitae of the Director as well as his statements for the purposes of the application are available at the Company's headquarters and on the website www.tinexta.com.

At the date of this press release, as far as known by the Company, the newly appointed member of the Board, Mr. Eugenio Rossetti, holds no shares in the Company.

AMENDMENT OF ARTICLES 7, 11 AND 13 OF THE ARTICLES OF ASSOCIATION

The extraordinary session of the Shareholders' Meeting approved the following amendments of the Articles of Association:

- amendment of Article 7 in order to introduce the possibility of holding shareholders' meetings by exclusive participation through a designated representative and the possibility of holding shareholders' meetings by means of telecommunication exclusively;



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- amendment of Article 11 in order to clarify the rules for directors in the event of loss of the independence requirements;
- amendment of Article 13 regarding the Board of Directors' meetings and the reporting obligations of the managing directors.

Documentation

The minutes of the Shareholders' Meeting, in Ordinary and Extraordinary Session, the updated Articles of Association and the summary report of the votes will be made available in accordance with the terms and conditions of law.

TINEXTA S.p.A.

Tinexta is an industrial Group that offers innovative solutions for the digital transformation and growth of companies, professionals and institutions. Listed on the Euronext STAR Milan (MIC: MTAA), it is included in the European Tech Leader index as a high-growth tech company. Based in Italy with representatives in 12 countries ranging from Europe to Latin America and over 2,500 employees, Tinexta is active in the strategic Digital Trust, Cybersecurity and Business Innovation sectors. As at 31 December 2023, the Group reported consolidated revenues of € 395.8 million, Adjusted EBITDA of € 103.0 million and Net profit of € 69.9 million.

[tinexta.com](https://www.tinexta.com) | Stock ticker: TNXT, ISIN Code IT0005037210

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