



FIERA MILANO

THE SHAREHOLDERS' MEETING OF FIERA MILANO SPA APPROVES THE FINANCIAL STATEMENTS FOR 2014 AND APPOINTS THE BOARD OF DIRECTORS FOR THE THREE YEAR PERIOD 2015-2017

- **Financial Statements for the year to 31 December 2014 approved**
- **Appointment of the Board of Directors and the Board of Statutory Auditors for the financial years 2015, 2016, 2017**
- **Roberto Rettani Chairperson, Attilio Fontana Deputy Vice Chairperson and Licia Ronzulli Vice Chairperson of the Board of Directors. Federica Nolli Chairperson of the Board of Statutory Auditors**
- **Approval of the Company's Remuneration Policy**
- **The Board of Directors has appointed Corrado Arturo Peraboni as Chief Executive Officer**

Milan, 29 April 2015. The Ordinary Meeting of Shareholders of Fiera Milano SpA took place today under the Chairmanship of Michele Perini in the Auditorium of the Exhibition Centre of fieramilano (Rho).

There were four items on the agenda for the Shareholders' Meeting:

- The Financial Statements at 31 December 2014, the Board of Directors' Management Report, and the Report of the Board of Statutory Auditors; resolutions pertaining thereto and resulting therefrom, including measures taken in accordance with Article 2446 of the Italian Civil Code.
- Appointment of the Board of Directors and its Chairperson following a prior decision on the duration of its mandate and the number of its members; the relevant remuneration.
- The Appointment of the Board of Statutory Auditors and its Chairperson; the relevant remuneration of its members.
- The Report on Remuneration pursuant to Article 123-ter of Legislative Decree 58/98.

■ **Financial Statements for the 2014 financial year.** The Shareholders' Meeting approved the Financial Statements of the Parent Company, Fiera Milano SpA, for the year to 31 December 2014, showing Revenue from Sales and Services of Euro 181.1 million compared to Euro 194.5 million in 2013; Negative Gross Operating Result of Euro 12.9 million compared to a Negative Gross Operating Result of Euro 5.0 million in 2013, Negative Net Result of Euro 30.7 million compared to a Negative Net Result of Euro 12.7 million in the previous year.

The Company's results were also adversely affected by a less favourable exhibition calendar due to the absence of significant directly organised biennial exhibitions, the inclusion of non-recurring expenses relating to the relaunch and internationalisation of the exhibition HOMI, and by impairment charges relating to investments in the Company's portfolio, which included negative adjustments relating to Fiera Milano Media SpA amounting to Euro 11.1 million and negative adjustments relating to Eurofairs International Consultoria e Participações Ltda amounting to Euro 3.8 million.



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The Shareholders' Meeting approved the proposal to postpone the eventual adoption of the provisions required by article 2446 paragraph 2 of the Italian Civil Code until the Shareholders' Meeting to approve the Financial Statements for the year to 31 December 2015, assuming that such requirements have been met.

■ **Appointment of the Board of Directors.** The Shareholders' Meeting approved the appointment of the Company's Board of Directors for the three year period 2015-2017, and appointed Roberto Rettani as Chairperson, Attilio Fontana as Deputy Vice Chairperson and Licia Ronzulli as Vice Chairperson. Renato Borghi, Pier Andrea Chevallard, Attilio Fontana and Romeo Robiglio were re-appointed to the Board of Directors, while the following Directors were appointed for the first time to the Board, along with the new Chairperson, Joyce Victoria Bigio, Corrado Arturo Peraboni, Licia Ronzulli, Vincenza Patrizia Rutigliano.

■ **Appointment of the Board of Statutory Auditors.** The Shareholders' Meeting also approved the appointment of the Board of Statutory Auditors for the three year period 2015-2017, appointing Federica Nolli, Antonio Guastoni and Carmine Pallino as Statutory Auditors, and Francesca Maria D'Alessandro and Alessandro Carlo Galli as Substitute Auditors.

The Curricula Vitae of the Directors and Statutory Auditors are available in the Investor Relations/Corporate Governance/Shareholders' Meeting section of the Company's website www.fieramilano.it.

■ **Remuneration Report.** The Shareholders' Meeting approved the first section of the Remuneration Report pursuant to Article 123-ter of Legislative Decree 58/98.

Following the Shareholders' Meeting, the Board of Directors met under the Chairmanship of Roberto Rettani, and appointed Corrado Arturo Peraboni as Chief Executive Officer of Fiera Milano SpA.

The Board of Directors has evaluated and verified the independent status of the Directors Ms. Bigio, Mr. Chevallard, Mr. Fontana, Mr. Rettani, Ms. Ronzulli, Ms. Rutigliano, in accordance with the Self-Regulatory Code of Borsa Italiana and in accordance with Article 148, paragraph 3, of Legislative Decree no.58 of 24 February 1998. The Director Mr. Borghi is considered as independent in accordance with Article 148, paragraph 3, of Legislative Decree no.58 of 24 February 1998.

The Director, Ms. Bigio, was appointed Chairperson of the Control and Risk Committee, while the Directors Mr. Borghi and Ms. Rutigliano were appointed designated members of the same Committee. The Director, Mr. Fontana was appointed Chairperson of the Remuneration Committee, while the Directors Mr. Robiglio and Ms. Ronzulli were appointed as members of the same Committee. The Supervisory Body, pursuant to Legislative Decree no. 231/01, is composed of the Director, Mr. Chevallard, Chairperson, the Chairperson of the Board of Statutory Auditors Ms. Nolli and the independent lawyer, Mr. Ugo Lecis.

The Directors have stated that they do not currently own shares in Fiera Milano.



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The Board of Directors, finally, confirmed Mr. Flaminio Oggioni as Manager responsible for preparing the Company's financial statements.

The Manager responsible for preparing the Company's financial statements, Flaminio Oggioni, in accordance with paragraph 2 article 154-*bis* of the Consolidated Financial Law herewith declares that the accounting information contained in the present press release is consistent with the official documents, books and accounting records.

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