



FIERA MILANO

FIERA MILANO: ORDINARY SHAREHOLDERS' MEETING

- *Approval of Financial Statements for the year to 31 December 2019 and the distribution of a dividend of Euro 13 cents per share*
- *Appointment of the Board of Directors for the financial years 2020, 2021, 2022*
- *Approval of the Report on the Remuneration Policy and remuneration paid*
- *Approval of authorisation to buy back and dispose of treasury shares*
- *The Board of Directors confirms Fabrizio Curci as Chief Executive Officer*

Milan, 20 April 2020. The Ordinary Shareholders' Meeting of Fiera Milano S.p.A. chaired by Lorenzo Caprio was held today.

■ **Financial Statements 2019 and Allocation of Net profit.** The Shareholders' Meeting approved the financial statements for the year to 31 December 2019 of the parent company, Fiera Milano S.p.A., which show Revenues from sales and services of Euro 230.0 million (Euro 196.4 million in 2018) and a Net profit of Euro 32.8 million representing an improvement compared with Euro 16.6 million in 2018.

The Shareholders' Meeting also approved the distribution of a dividend of Euro 0.13, gross of withholding taxes, for each of ordinary shares in circulation, which will be paid on 6 May 2020, with detachment of coupon no. 9 on 4 May 2020 and record date on 5 May 2020. Payment will be made through the authorized intermediaries with which the shares were recorded in the Monte Titoli System.

During the Meeting, the Consolidated Financial Statements for the year to 31 December 2019 were presented, showing revenues of Euro 279.7 million (Euro 247.2 million in 2018), and a Net profit of Euro 34.3 million, which was an improvement on Euro 18.6 million in 2018. Lastly, the 2019 Consolidated disclosure of non-financial information pursuant to Italian Legislative Decree 254/2016 was presented.

■ **Appointment of the Board of Directors.** The Shareholders' Meeting appointed the Board of Directors of the Company for the three financial years 2020-2022 and appointed Antonio Caorsi as its Chairperson. Alberto Baldan, Stefania Chiaruttini, Francesca Golfetto, Angelo Meregalli, Marina Natale and Elena Vasco were re-appointed to the Board of Directors, while Anna Gatti was appointed for the first time to the Board, along with the Chairperson. All directors were taken from the candidate list presented by the controlling shareholder Fondazione Ente Autonomo Fiera Internazionale di Milano, owing 63.821% of the share capital of the Company, with 99.99% of the votes of the attendees to the Shareholders' Meeting.

The curricula vitae of the Directors are available on the Company website www.fieramilano.it, in the Investors section.

■ **Report on the Remuneration Policy and remuneration paid.** The Shareholders' Meeting approved the first section and the second section of the Report on the Remuneration Policy and remuneration paid pursuant to Article 123-ter of Italian Legislative Decree 58/98.



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■ **Purchase and disposal of treasury shares.** The Shareholders' Meeting approved a new authorisation to purchase treasury shares, following prior cancellation of the previous authorisation. The buyback authority is valid for 18 months and provides that the maximum number of shares purchased, including shares already held by the Company and its subsidiaries, may not exceed 5% of the number of ordinary shares in circulation. The unit price of the shares purchased may not be higher than 10% and no lower than 10% of the reference price recorded by Fiera Milano shares on the Italian stock exchange in the trading session preceding each individual transaction. The shares may be sold, even before the buyback authority has been exhausted, in one or more tranches and the selling price must be no lower than that of the lowest purchase price. This price limit will not be applicable in the event the shares are disposed of as part of an equity-based incentive scheme.

At today's date Fiera Milano holds no. 939,018 treasury shares representing 1.31% of its share capital.

Following the Shareholders' Meeting, the Board of Directors met under the Chairmanship of Antonio Caorsi, and confirmed Fabrizio Curci as Chief Executive Officer of Fiera Milano S.p.A.

The Board of Directors has evaluated and verified the independent status of the Directors Alberto Baldan, Stefania Chiaruttini, Anna Gatti, Francesca Golfetto, Angelo Meregalli and Elena Vasco, in accordance with the Self-Regulatory Code of Borsa Italiana and in accordance with Article 148, paragraph 3, of Italian Legislative Decree 58/98. The Director Marina Natale is considered as independent in accordance with Article 148, paragraph 3, of Italian Legislative Decree 58/98.

The Director, Ms. Chiaruttini, was confirmed Chairperson of the Control and Risk Committee, while the Directors Ms. Golfetto and Mr. Meregalli were confirmed designated members of the same Committee. The Director, Ms. Vasco was confirmed Chairperson of the Appointments and Remuneration Committee, while the Directors Mr. Baldan and Ms. Natale were confirmed as members of the same Committee.

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

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

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

Fiera Milano

Fiera Milano is the domestic market leader and one of the main integrated operators worldwide in the exhibition and congress sector. The Group manages the leading exhibition site in Italy and dominates events in numerous manufacturing sectors: fashion, publishing, furniture and furnishings, home and lifestyle, mechanical tooling industry, tourism, professional hospitality, food, plant engineering and energy, construction, art, and sailing. Specifically, the business of the Group is focused on the management, organisation and hosting of fairs, exhibitions and other events through ensuring the availability of equipped exhibition space, project support and related services. Its offer is completed by engineering services, stand-fitting services - for both pre-fabricated and customised stands - stand-fitting technical and logistic services, as well as a multichannel platform that includes specialist publications, web content and congresses.

Fiera Milano has been listed in the STAR segment of the Mercato Telematico Azionario of the Italian stock market since 2002.



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