



FIERA MILANO

FIERA MILANO: ORDINARY SHAREHOLDERS 'MEETING

- *Approval of Financial Statements for the year to 31 December 2020*
- *Appointment of the Board of Statutory Auditors for the years 2021, 2022, 2023 and determination of the related remuneration. Monica Mannino appointed Chairperson of the Board of Statutory Auditors*
- *Approval of Report on Remuneration Policy and compensation paid*
- *Approval of Incentive Plan: "Performance Shares Plan 2021-2022"*

Milano, 28 April 2021. The Ordinary Shareholders' Meeting of Fiera Milano SpA ("**Fiera Milano**") met today in single call under the chairmanship of Carlo Bonomi. As required by current legislation on the Covid 19 health emergency, the participation in the Shareholders' Meeting was held exclusively through the Designated Representative, Computershare S.p.A.

▪ **2020 FINANCIAL STATEMENTS**

The Shareholders' Meeting approved the Financial Statements for the year to 31 December 2020 of the Parent Company Fiera Milano S.p.A., which recorded revenues from sales and services of Euro 63.0 million (Euro 230.0 million in 2019) and a net loss of Euro 24.8 million, compared to a net profit of Euro 32.8 million in 2019. The results for the year were significantly impacted by the prolonged suspension of exhibition and congress activities due to the Covid 19 pandemic. The Shareholders' Meeting resolved to carry forward the net loss for the year.

The Consolidated Financial Statements for the year to 31 December 2020 were presented at the meeting, showing a net loss of Euro 34.2 million, compared to a net profit of Euro 34.3 million in 2019.

For more details, please refer to the press release issued on 15 March 2021, at the time of approval by the Board of Directors of the draft separate and of the Consolidated Financial Statements for the year ended 31 December 2020.

Finally, the 2020 Consolidated Disclosure of Non-Financial Information was presented in accordance with Legislative Decree 254/2016.

▪ **APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS FOR THE FINANCIAL YEARS 2021-2023**

The Shareholders' Meeting proceeded to appoint the Company's Board of Statutory Auditors for the three-year period 2021-2023, appointing Monica Mannino as Chairperson.

- Statutory Auditors:
 - 1) Monica Mannino
 - 2) Piero Antonio Capitini
 - 3) Daniele Federico Monarca



- Substitute Auditors:
 - 1) Livia Amidani Aliberti
 - 2) Simone Bruno

All the statutory auditors were drawn from the single list of candidates presented by the majority shareholder Fondazione Ente Autonomo Fiera Internazionale di Milano, holder of 63.82% of the Company's share capital.

The remuneration of the Board of Statutory Auditors was also set as follows: gross annual remuneration of Euro 50,000 for the Chairperson and Euro 35,000 for each Statutory Auditor until 31 December 2021; each amount will be increased by Euro 5,000 from 1 January 2022. The members of the Board of Statutory Auditors will also be entitled to reimbursement of expenses incurred in the performance of their duties.

The statutory have auditors declared that they meet the independence requisites set by article 148, paragraph 3 of Legislative Decree 58/1998 and by the recommendations of the Corporate Governance Code for Listed Companies.

To the best of the Company's knowledge, none of the Statutory Auditors holds shares in the Company.

The curricula vitae of the Statutory Auditors and the additional accompanying documentation required by current legislation are available on the website www.fieramilano.it, in the section Investors/Governance/Shareholders' Meeting.

▪ **REPORT ON REMUNERATION POLICY AND COMPENSATION PAID**

The Shareholders' Meeting approved the first section of the Report on Remuneration Policy and compensation paid (with a binding vote) in accordance with art. 123-ter, paragraph 3-ter of Legislative Decree 58/1998 and the second section of the Report (with a non-binding consultative vote) in accordance with paragraph 6 of the same article.

▪ **INCENTIVE PLAN 2021-2022**

The Shareholders' Meeting approved an incentive plan ("Plan") in accordance with Article 114-bis of Legislative Decree 58/1998, at the terms and conditions set out in the Information Document published in the manner required by law. This plan, called the "Performance Shares Plan 2021-2022", is structured using performance shares and aims to align managements' interests with those of shareholders, and to contribute to the creation of sustainable value in the medium-long term. It links overall remuneration and the incentive system to the actual performance of the Company, and also forms part of the development of retention policies.

The Shareholders' Meeting granted the Board of Directors all necessary or appropriate powers to fully implement said Plan.



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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 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 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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