



Sede in Milano - Piazza A. Diaz n. 7  
Capitale Sociale € 87.907.017 i.v.  
Iscritta al Registro Imprese di Milano al n. 00742640154  
[www.mittel.it](http://www.mittel.it)

## PRESS RELEASE

### **Ordinary Shareholders Meeting and Board of Directors meeting of 28 January 2019**

- **The Shareholders' Meeting appoints the Board of Directors for the three-year period 2019/2021, whose Chairman is dr. Michele Iori, and integrates the Board of Statutory Auditors**
  
- **The Board of Directors:**
  - o **appoints Deputy Chairman dr. Marco Giovanni Colacicco;**
  - o **confirms, in continuity with the resolutions adopted at the end of 2018, the adoption of an Executive Committee for ordinary management, made up of dr. Marco Giovanni Colacicco (Chairman), by dr. Michele Iori and eng. Anna Francesca Cremascoli;**
  - o **elects the new Internal Committees**

#### **Milan, 28th January 2019**

Shareholders of Mittel SpA in the Shareholders' Meeting held today and chaired by dr. Michele Iori, have deliberated unanimously:

- to determine in seven the number of members of the Board of Directors;
- to appoint a Board of Directors, which will remain in office for three years, or until the date of the Shareholders' Meeting called to approve the financial report as of December 31, 2021: dr. Michele Iori (Chairman), dr. Marco Giovanni Colacicco, eng. Anna Francesca Cremascoli, prof. Riccardo Perotta, lawyer Anna Saraceno, lawyer Patrizia Galvagni and dr. Gregorio Napoleone, indicated in the list filed by the Shareholder Project Co-Val S.p.A. .;
- to establish, in Euro 140,000.00 (Euro one hundred and forty thousand / 00), the remuneration of the Board of Directors, in relation to the duties assigned, for each of the three time periods, requesting a Board of Directors to grant additional compensation for the directors invested with particular duties;

- to exempt administrators from the prohibition pursuant to art. 2390 of the civil code;  
- to confirm the appointments - taken by the Board of Directors on 30 November pursuant to art. 2401 of the Italian Civil Code – as an effective statutory auditor of dr. Giulio Tedeschi and Chairman of the Board of Statutory Auditors of Dr. Maria Teresa Bernelli and to appoint as alternate auditors, in addition to the current Board of Statutory Auditors - which will remain in office until the date of the Shareholders' Meeting called to approve the financial statements for the year ended December 31, 2018 - and in compliance with the discipline dictated by the balance between genders, dr. Alessandro Valer and dr.ssa Stefania Trezzini, proposed by the Shareholder Progetto Co-Val S.p.A.

The Shareholders' Meeting has, inter alia, deliberated unanimously - in line with the commitments made by the Company, on November 30, 2010, in the context of the agreement of consensual and early termination of the collaboration with eng. Rosario Bifulco - to irrevocably renounce the social action of responsibility, ex art. 2393 of the Italian Civil Code, in relation to any fact and / or behavior of the latter in execution of the office of Director, Chairman of the Board of Directors and Chief Executive Officer covered by the same in the Company and / or of the aforementioned collaboration agreement, in any case, except for cases of fraud.

\*\*\*\*

The Board of Directors of Mittel S.p.A., which met at the end of the Shareholders' Meeting, confirmed the governance model of the Company which sees, in continuity, the appointment of a Deputy Chairman (dr. Marco Giovanni Colacicco) and the institution, for the operational management, of an Executive Committee composed by dr. Marco Giovanni Colacicco (Chairman) and by dr. Michele Iori and eng. Anna Francesca Cremascoli.

The Board of Directors confirmed the existence of the independence requirements - pursuant to art. 3.P.2 of the Corporate Governance Code and the combined provisions of art. 147-quinquies and of art. 148 of the TUF - for Directors prof. Riccardo Perotta, lawyer Patrizia Galvagni and dr. Gregorio Napoleone, taking into account the statements made by them.

The Board of Directors also proceeded to appoint the members of the Internal Committees to the Board, namely:

- Control and Risk Committee: Chairman prof. Riccardo Perotta, component lawyer Patrizia Galvagni;
- Remuneration and Appointments Committee: Chairman prof. Riccardo Perotta, component dr. Gregorio Napoleone;
- Related Parties Committee: Chairman lawyer Patrizia Galvagni, members prof. Riccardo Perotta and dr. Gregorio Napoleone;

- Director in charge of the internal control and risk management system: eng. Anna Francesca Cremascoli.

The curricula vitae of the members of the Board of Directors and newly appointed Auditors are available on the Company's website at [www.mittel.it](http://www.mittel.it) in the Corporate Governance section.

\*\*\*\*

**MITTEL S.p.A.**

**MITTEL S.p.A.**

Paolo Facchi – Investor Relator

tel. 02.721411, fax 02.72002311, e-mail [investor.relations@mittel.it](mailto:investor.relations@mittel.it)

**Moccagatta Associati (Media)**

Tel. 02.86451419 / 02.86451695, e-mail [segreteria@moccagatta.it](mailto:segreteria@moccagatta.it)