



Head Office in Milan - Via Borromei, 5

Share Capital € 87,907,017 fully paid-in

Listed on the Milan Register of Companies under n° 00742640154

www.mittel.it

PRESS RELEASE

SHAREHOLDERS' MEETING AND BOARD OF DIRECTORS ON JUNE 21, 2022

The Shareholders' Meeting:

- approves the Directors' Report on Operations and the Financial Statements as at 31 December 2021
- votes in favour of the "Remuneration paid in FY2021" as set out in Section II of the "Report on Remuneration Policy and Remuneration Paid"
- appoints the Board of Directors for the three-year period 2022/2024, with Dr. Marco Giovanni Colacicco as Chairman and Dr. Michele Iori as Deputy Chairman
- appoints the Board of Statutory Auditors, with Dr. Mattia Bock as Chairman.

The Board of Directors:

- confirms the adoption, for ordinary management, of an Executive Committee, composed of Dr. Marco Giovanni Colacicco (Chairman), Dr. Michele Iori and Eng. Anna Francesca Cremascoli;
- establishes the composition of internal committees;
- confirms the appointment of the "Manager responsible for preparing corporate financial reports".

Milan, 21st of June 2022

The Shareholders of Mittel S.p.A., who met today through telecommunication means – in line with the option provided for by art. 106, paragraph 4, of Legislative Decree 18/2020, which is converted into Law n° 24/2020, with an extended application – discussed and unanimously resolved on the following points:

Directors' Report on Operations, Report of the Board of Statutory Auditors, Financial Statements as at 31 December 2021

The Shareholders' Meeting resolved to approve the financial statements for the financial year from 1st January 2021 to 31st December 2021, as well as the proposal to cover the loss for the year equal to EUR 4,969,591 through the use of available reserves;

Report on the Remuneration Policy and remuneration paid pursuant to Article 123 ter TUF

Taking into account the favourable binding vote cast on 15 December 2021 on the "Remuneration Policy for financial years 2022 – 2024", the Shareholders' Meeting resolved, in an advisory manner, to vote in favour of the "Remuneration paid in FY2021" set out in Section II of the "Report on the Remuneration Policy and remuneration paid";

Appointment of the Board of Directors

The Shareholders resolved to:

- set the number of Board members at seven;
- appoint the following Board members, who will remain in office for three financial years, i.e. until the date of the Shareholders' Meeting called to approve the financial statements for the year ending 31 December 2024: Marco Giovanni Colacicco (Chairman), Michele Iori (Deputy Chairman), Anna Francesca Cremascoli, Anna Saraceno, Gabriele Albertini, Patrizia Galvagni and Riccardo Perotta, indicated in the only list deposited by the Shareholder Progetto Co-Val S.p.A.; the Directors Gabriele Albertini, Patrizia Galvagni and Riccardo Perotta declared to meet the independence requirements set forth in Article 148, paragraph 3 of TUF, the Articles of Association and the recommendations of the Corporate Governance Code;
- set the gross remuneration of the Board of Directors at EUR 140,000.00 (one hundred and forty thousand) on an annual basis, in relation to the offices assigned, for each of the three financial years, in continuity with the remuneration already recognised during the previous office terms, delegating the distribution of this amount to the Board of Directors and giving the latter the power to attribute additional compensation for participation in the committees established within it and that for directors invested with special offices;
- exempt the Directors from the prohibition in art. 2390 of the Civil Code;

Appointment of the Board of Statutory Auditors

The Shareholders resolved to:

- appoint the following members of the Board of Statutory Auditors: Mattia Bock (Chairman), Fabrizio Colombo and Federica Sangalli (Standing Auditors), Giulia Camillo and Lorenzo Bresciani (Alternate Auditors) and to determine the duration of their office until the approval of the financial statements for the year ending 31 December 2024. These names were taken from the only list of candidates submitted by the shareholder Progetto Co-Val S.p.A.;
- set the following remuneration of the Statutory Auditors: EUR 60,000 to the Chairman and EUR 40,000 to each Standing Auditor, in addition to the reimbursement of expenses that may be incurred in during the performance of their duties.

The summary report of the votes and the minutes of the Shareholders' meeting will be published within the timeframe foreseen by the regulations in force.

The Board of Directors of Mittel S.p.A., who met at the end of the Shareholders' Meeting, confirmed the continuity of the corporate governance model, which establishes, for operational management, an Executive Committee composed of Marco Giovanni Colacicco (Chairman), Michele Iori and Anna Francesca Cremascoli. The Board of Directors, on the basis of declarations made at the moment of candidacy, confirmed that Gabriele Albertini, Patrizia Galvagni and Riccardo Perotta meet the requirements of independence – pursuant to Art. 2 of the Corporate Governance Code (Recommendations 7 and 9) and the combined provisions of Articles 147-ter, paragraph 4 and 148, paragraph 3, of the Consolidated Law on Finance.

The Board of Directors also appointed the members of the Board's Internal Committees, namely:

- Control and Risk Committee: Riccardo Perotta (Chairman), Patrizia Galvagni (member);
- Remuneration Committee: Riccardo Perotta (Chairman), Gabriele Albertini (member);
- Related Parties Committee: Patrizia Galvagni (Chairman), Riccardo Perotta and Gabriele Albertini (members);
- Director in charge of Internal control & Risk management: Anna Francesca Cremascoli.

Mr. Pietro Santicoli was appointed as "Manager in charge of preparing corporate accounting documents" pursuant to Article 154-bis of Legislative Decree 58/1998, who will remain in charge until the date of approval of the financial statements as of 31 December 2024; the appointment was based upon the favourable opinion of the Board of Statutory Auditors and in compliance with requirements of integrity and professionalism set forth by the current regulations and the Articles of Association.

The *curricula vitae* of the Board Directors and the Statutory Auditors are posted on the corporate website at www.mittel.it within the Corporate Governance section.

MITTEL S.p.A

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