

# ITALIAN EXHIBITION GROUP S.p.A.

Sede Legale - Rimini, Via Emilia 155 Capitale Sociale Euro 52.214.897 i.v. Registro Imprese della Romagna: n. 00139440408 Sito Internet www.iegexpo.it

### **EXCERPT OF THE**

## CALLING OF THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The Shareholders' Meeting of Italian Exhibition Group S.p.A. is convened in ordinary and extraordinary session on 8 June 2020, at 3.00 p.m., in single call, in Rimini, Via Emilia 155, to discuss and resolve on the following:

### **Agenda**

### **Ordinary Section**

- Financial statements of Italian Exhibition Group S.p.A. as at 31 December 2019. Directors' Report on Operations for the year 2019. Report of the Board of Statutory Auditors and Independent Auditors. Presentation of the Consolidated Financial Statements as at December 31<sup>st</sup>, 2019 and the consolidated statement containing non-financial information pursuant to Legislative Decree no. 254 of December 30<sup>th</sup>, 2016 relating to the financial year 2019. Related and consequent resolutions.
- 2. Allocation of the Net Result; related and consequent resolutions.
- 3. Board of Directors's integration.
  - a) Determination of the number of the members.
  - b) Appointment of members of the Board of Directors.
  - c) Possible restatement of the remuneration of the Board of Directors.
- 4. Appointment of the Board of Statutory Auditors.
- 5. Appointment of the Board of Statutory Auditors Chairman.
- 6. Determination of the remuneration of the Board of Statutory Auditors.
- 7. Remuneration policy: approval of section 1 of the Report on remuneration paid. Related and consequent resolutions.
- 8. Remuneration policy: consultation on section 2 of the Report on remuneration policy and remuneration paid

#### Extraordinary Section

1. Amendment of art. 22 of the Corporate by-laws. Related and consequent resolutions.

Pursuant to art. 106 of Legislative Decree no. 18 of March 17, 2010, participation in the Shareholders' Meeting will take place exclusively through the Appointed Representative (Computershare S.p.A., via Nizza 262/73, 10126 Turin), pursuant to art. 135-undecies of Legislative Decree no. 58 of February 24, 1998, therefore the

physical participation of individual shareholders or their delegates other than the Appointed Representative is precluded

#### All information related to:

- Share capital measure;
- Procedures and terms for entitlement to attend the Shareholders' Meeting and exercise the right to vote;
- Procedures and terms for granting proxies and/or sub-delegations to the Computershare S.p.A. Designated Representative;
- Rights to ask questions before the Shareholders' Meeting;
- Rights to request additions to the agenda and submit proposals for resolutions on items on the agenda of the Shareholders' Meeting;
- Procedures for the presentation of proposals for the integration of the Board of Directors;
- Procedures for the presentation of lists for the appointment of the members of the Board of Statutory Auditors (please note that the lists must be presented by 14 May 2020);
- Availability of the full text of the resolution proposals, together with the explanatory reports and the documents that will be submitted to the Shareholders' Meeting;
- Organisational aspects of the Shareholders' Meeting;

are set out in the full notice of call, the text of which - together with the documentation relating to the Shareholders' Meeting - is published on the Company's website at www.iegexpo.it, "Corporate Governance" section, to which reference should be made.

It should also be noted that the Annual Financial Report as at 31 December 2019, together with the reports of the Board of Statutory Auditors and the Independent Auditors, the Corporate Governance Report, the Consolidated Non-Financial Declaration as at 31 December 2019, the Remuneration Report and the illustrative reports of the Board of Directors on the items on the agenda, are available to the public at the Company's registered office in Rimini, Via Emilia 155, on the Company's website (www.iegexpo.it) in the "Corporate Governance" section, at Borsa Italiana S.p.A. and on the 1INFO Storage authorised storage mechanism at www.1info.it.

This excerpt is published in the daily newspaper "Italia Oggi".

Rimini, April 29th 2020

ITALIAN EXHIBITION GROUP S.P.A.

Lorenzo Cagnoni (Chairman)