

THE SHAREHOLDERS' ORDINARY MEETING OF EXPRIVIA S.P.A. APPROVED THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2013

APPOINTMENT OF THE NEW BOARD OF DIRECTORS AND STATUTORY AUDITORS OF EXPRIVIA S.P.A.

DOMENICO FAVUZZI APPOINTED AS CHAIRMAN OF THE B.O.D.

PWC APPOINTED AS NEW AUDITOR

IN THE SAME MEETING HAS BEEN RENEWED THE AUTHORIZATION TO BUY AND SELL OWN SHARES

April 23, 2014. The Shareholders' Ordinary Meeting of Exprivia SpA, which met in Molfetta (BA) today, on the first call, approved the financial statements as at 31 december 2013.

Revenues were equal to Euro 79.5 million, up 13.32% compared to 2012 when it was Euro 70.1 million. **Net revenues** were equal to Euro 75.5 million, in growth of 12% compared to 2012 when they are Euro 67.4 million. **EBITDA** amounted to Euro 7.03 million (Euro 2.2 million in 2012). **EBIT** amounted to Euro 4.2 million (Euro – 1.4 million in 2012). Lastly, **profit of the year** is equal to Euro 5 million compared to Euro 2.6 million in 2012.

In 2013 the **consolidated revenues** amounted to Euro 131.1 million, stable comparing to 2012, equal to Euro 132.5 million. **Consolidated net revenues** stood at Euro 126.6 million, stable comparing to 2012 (Euro 129 million). **Consolidated EBITDA** amounted to Euro 13,1 million, 10% of revenues, in growth of 5.3% comparing to last year (Euro 12.4 million in 2012). **Consolidated EBIT** amounted to Euro 8.7 million, that also increased significantly too compared to the value recorded last year (Euro 7.2 million in 2012). **Profit before taxes** amounted to Euro 6 million, 4.6% on revenues, with a clear improvement compared to 2012 with a growing of 42.8% (Euro 4.2 million in 2012). Lastly, **profit of the year** amounted to Euro 2.9 million (2.2% on revenues) in growth of 17.8% comparing to 2012.

The Shareholders of Exprivia S.p.A. also approved the Report on Corporate Governance and Ownership Structure and the Remuneration Report.

The Shareholders of Exprivia has appointed a new Board of Directors and Board of Statutory Auditors who will serve for three financial years until the financial statements at 31 December 2016.

On the proposal of shareholder Abaco Innovazione S.p.A. the Shareholders elected as directors of the Company: **Domenico Favuzzi (Chairman), Vito Albino, Dante Altomare, Angela Stefania Bergantino,**

Rosa Daloiso, Mario Ferrario, Marco Forneris, Alessandro Laterza, Valeria Anna Savelli, Gianfranco Viesti.

At the same meeting, on the proposal of shareholder Abaco Innovazione S.p.A., has been appointed the new Statutory Auditors' board: **Ignazio Pellecchia (Chairman), Anna Lucia Muserra, Gaetano Samarelli** and, as substitute members, **Mauro Ferrante e Valeria Cervellera**.

The curricula vitae of the Directors and Auditors are available at the registered office of Molfetta and on the website www.exprivia.it, under Investor Relations> Corporate Governance> Shareholders> Shareholders' Meeting of 23-24 April 2014.

The Shareholders appointed PricewaterhouseCoopers S.p.a. as auditors of the statutory accounts for the period 2014-2022.

Finally, the Shareholders approved the granting of a new authorization to purchase and dispose of treasury shares in accordance with Articles 2357 and 2357 of the Civil Code.

The main goal of the **authorization to purchase and dispose of treasury shares** is to provide the company with an important tool of strategic and operational flexibility, that allows to dispose of treasury shares acquired, as well as those already held, for operations of acquisition or equity participation, actions to stabilize the share price, if any subservience to the stock option plans and trading in the shares, in compliance with the new wording of Article 2357 of the Civil Code.

The authorization would be granted up to the date of approval of the financial statement of 2013 and not later than 18 months from today's date, to a maximum number of shares whose nominal value does not exceed one fifth of the share capital, taking into account for this purpose any shares already held by the Company and may be owned by subsidiaries. Permission is granted to alienation without time limits. The minimum purchase price shall not be less than 20% compared to the simple average of the reference price of the share recorded in the three trading days prior to the completion of each transaction. The maximum purchase price may not exceed 20% compared to the simple average of the reference price of the share recorded in the three trading days prior to the completion of each transaction. The disposal operations to be carried out on the stock market of Borsa Italiana, will be made at the market price of the day in which the operation will be carried out. The other operations of alienation may be made at a price which shall not be less than 20% of the simple average of the official price of the Exprivia on the relevant market in the 90 days prior to the date of sale.

Transactions for the purchase of own shares will be effected pursuant to art. 132 of DLgs. 58/1998 and art. 144-bis, paragraph 1, letter b) and c) of Regolamento Emittenti issued by Consob with resolution of 14 May 1999, n. 11971, as amended, in accordance with procedures established by the regulations for the organization and management of markets in order to ensure equal treatment of all shareholders.

Finally, we inform that the financial statements of Exprivia S.p.A. and the consolidated financial statements of the Group as at 31 December 2013, accompanied by the documentation required by the actual regulations, shall be deposited, in accordance with law, at the Company's registered office and at Borsa Italian S.p.A., available to anyone who requests it and published on the website www.exprivia.it.

Please be informed that, with reference to the press release of last April 16 relating to the completion of the acquisition of Devoteam auSystems S.p.A., the company name was changed in **Exprivia Telco & Media S.r.l.** and the registered office was transferred to Milan, Via dei Valtorta. 43.

BOARD OF DIRECTORS' MEETING AFTER THE SHAREHOLDERS' MEETING

At the end of the Shareholders Meeting the new Board of Directors met and confirmed **Domenico Favuzzi** as Chairman and Chief Executive Officer and **Dante Altomare** as Vice Chairman, both as Executive Directors.

On the basis of the statements made by the Directors and the information available to the Company, the Board of Directors considered that the requirements of independence, under both the DLgs. 58/1998 and Codice di Autodisciplina adopted by the Company, on the reference of those Directors who have declared to be in possession: **Vito Albino, Angela Stefania Bergantino, Alessandro Laterza, Gianfranco Viesti**.

The Board of Directors has evaluated the existence of the independence requirements pursuant to DLgs. 58/1998 of the Board of Statutory Auditors, confirming that status. All members of the Board of Statutory Auditors said they were also in possession of the independence requirements provided for by art. 3 of the Codice di Autodisciplina.

EXPRIVIA

Exprivia S.p.A. is a company specialised in the design and development of innovative software technologies and in supplying IT services for the banking, financial institution, industry, energy, telecommunications, utilities, healthcare and public administration markets.

The company today is listed on the Borsa Italiana MTA, Star segment (XPR), and it is subject to the direction and coordination of Abaco Innovation Spa.

The company numbers a total of approximately 1800 resources, and has head offices in Molfetta, Bari, Milan, Rome, Piacenza, Padua, Trento, Vicenza, Genoa, Madrid, Barcelona, Las Palmas, Mexico City, Monterrey, Guatemala City, Lima, Sao Paulo do Brazil and Beijing.

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