

**THE EXPRIVIA SHAREHOLDERS APPROVED THE  
FINANCIAL STATEMENTS AS AT 31 DECEMBER 2018**

**APPROVED THE BROAD-BASED SHARE OWNERSHIP PLAN**

**APPROVED THE PERFORMANCE SHARE PLAN 2019-2021**

**APPOINTED MR MAURO FERRANTE AS STATUTORY AUDITOR AND  
MR ANDREA DELFINO AS ALTERNATE AUDITOR FOR THE  
INTEGRATION OF THE BOARD OF STATUTORY AUDITORS**

**STEFANO PILERI APPOINTED AS DIRECTOR IN THE BOARD OF  
DIRECTORS**

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

**April 29th, 2019.** - The shareholders' meeting of **Exprivia** - a company listed on the STAR segment of Borsa Italiana [XPR.MI] - held in Molfetta (BA) today, on the first call, approved the financial statements as at 31 December 2018.

2018 was the first year with Italtel into the consolidation perimeter of the group, following the acquisition of 81% of the capital by Exprivia finalized at the end of December 2017. 2018 registers revenues at 623.2 mln compared with 614.1 mln of the 2017 pro-forma, EBITDA at 41.8 mln euro (equal to 6.7% of revenues) compared to 26.0 million in the 2017 pro-forma, EBIT at 21.0 mln euro (3.4% of revenues) compared to 8.7 million in the 2017 pro-forma, net result at -0,9 mln euro compared to -10 million in the 2017 pro-forma and Net Financial Position improving to -214.6 million euro compared to -222.8 million in 2017.

The parent company revenues are equal to euro 142.4 mln, compared to pro-forma revenues 2017 at 142.6 mln. EBITDA amounts to Euro 16.2 mln, compared to euro 12.2 mln pro-forma in 2017. EBIT is equal to Euro 10.1 mln, compared to 6.1 mln pro-forma in 2017. Profit before taxes amounts to Euro 7.0 mln, compared to 2.8 mln pro-forma in 2017. Net debt at 31 December 2018 is Euro -45.4 mln compared to Euro -48.5 mln at 31 December 2017. Shareholders' Equity at 31 December 2018 is equal to Euro 80.4 mln compared to Euro 73.8 mln at 31 December 2017. The results of the parent company are reported for 2017 in the pro-forma manner following the merger by incorporation of the subsidiaries Advanced Computer Systems Srl and Exprivia Enterprise Consulting Srl.

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The Shareholders approved the broad-based share ownership plan linked to the 2018 performance bonus, established by the “contratto collettivo di secondo livello” of 13<sup>th</sup> November 2018 and reserved to all Exprivia employees, excluding managers and directors. The employees will be able to convert the cash amounts deriving from the performance bonus into listed company shares.

In continuity with the "2018-2020 Performance Share Plan", approved by the Shareholders' Meeting on 27 April 2018, the Shareholders' Meeting today approved the new "Performance Share Plan" 2019-2021” which regulates the free allocation of ordinary shares of Exprivia reserved for directors, managers with strategic responsibilities, first line managers, country managers and persons who hold key roles in the Company and in subsidiaries of the Group based on the results that will be achieved in the three-year period 2019-2021. For all the details, please refer to the Information Document which will be made available to shareholders and the public pursuant to art. 84-bis, third paragraph, of Consob Regulation n. 11971/1999.

The Shareholders appointed Mauro Ferrante as Statutory Auditor and Andrea Delfino as Alternate Auditor of the Board of Statutory Auditors. The curricula are available on the Company's website in the Corporate Governance section.

Appointed by the Shareholders Stefano Pileri as non-independent director of Exprivia. The curriculum of the elected director is available on the Company's website in the Corporate Governance section.

The Shareholders today has also approved the Relazione degli Amministratori sul Governo Societario, the Relazione sulla Remunerazione in accordance with the Codice di Autodisciplina delle Società Quotate promoted by Borsa Italiana and the Dichiarazione Consolidata di Carattere Non Finanziario, pursuant to Legislative Decree 254/16.

In the same meeting, the shareholders approved the grant of a new authorization to purchase and dispose of treasury shares.

The goal of the authorization to purchase and dispose of treasury shares is to provide the company with an important tool that allows to acquire treasury shares as well as utilize those already owned, for possible operations of acquisition or equity participation, for actions to stabilize the share price, for the subservience to the stock option plans or to incentive plans for employees, officers, directors, employees in Italy and abroad and for trading transactions on the treasury shares. The authorization has been granted up to the date of approval of the financial statement of 2019 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 to



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alienation is granted without time limits.

We inform that the financial statements of Exprivia S.p.A. and the consolidated financial statements of the Group as at December 31st 2018, 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 Italiana S.p.A., available to anyone who requests it, and published on the website [www.exprivia.it](http://www.exprivia.it).

The summary statement of voting will be published on the website [www.exprivia.it](http://www.exprivia.it), in compliance with art. 125-  
quater, second paragraph, of the Testo Unico della Finanza (TUF), within the prescribed deadline of five days  
from the Shareholders'

Meeting.

The minutes of the Shareholders' Meeting will be made available to the public according to the methods and  
timescales envisaged by current legislation.

Pursuant to comma 5 article 154 bis of TUF, the executive manager responsible for preparing the corporate  
accounts, Mr. Valerio Stea, states that the financial report in this press release contains and matches the  
documentary records, books and accounting records.

## Exprivia

Exprivia is the parent company of an international group specialized in Information and Communication Technology able to direct drivers of change in the business of its customers thanks to digital technologies.

With a consolidated know-how and a long experience due to the constant presence on the market, the group has a team of experts specializing in various fields of technology and in the main areas within this sector, from the Capital Market, Credit & Risk Management to IT Governance, from BPO to IT Security, from Big Data to Cloud, from IoT to Mobile, from networking to enterprise collaboration to SAP. The group supports its clients in the Banking & Finance, Telco & Media, Energy & Utilities, Aerospace & Defense, Manufacturing & Distribution, Healthcare and Public-Sector sectors. The group offering is made up of solutions that are composed of third-party products, engineering services and consultancy.

Following the acquisition of 81% of Italtel's share capital, an historic Italian company that today operates in the ICT market with a strong focus on the Telco & Media, Enterprises and Public-Sector markets, today the group has about 4,000 professionals distributed in over 20 countries worldwide.

Exprivia S.p.A. is listed on Borsa Italiana Stock Exchange since 2000 to the STAR MTA (XPR).

Exprivia is subject to the direction and coordination of Abaco Innovazione S.p.A.

[www.exprivia.it/en](http://www.exprivia.it/en)

## Contacts

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