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Regolamentata

Utenza - Referente : NEXIN03 - MANTEGAZZA STEFANIA

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Oggetto : Call of the Shareholders' Meeting

Testo del comunicato

Vedi allegato

Call of the Shareholders' Meeting

Milan, February 28, 2025 - Nexi S.p.A. ("**Nexi**" or the "**Company**") announces that yesterday the Board of Directors, as per the corporate events calendar already released to the public, resolved to convene the ordinary and extraordinary shareholders' meeting for April 30, 2025, with the following agenda:

Ordinary Shareholders' Meeting

1. Approval of the Financial Statements as of December 31, 2024, together with the Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the external Statutory Auditor. Presentation of the Consolidated Financial Statements as of December 31, 2024. Related and consequent resolutions including the completion of the formation of the legal reserve, through partial utilisation of the equity item 'Other Reserves'.
2. Proposed distribution of available reserves. Related and consequent resolutions.
3. Report on remuneration policy and compensation paid
 - a. Section I: report on the remuneration policy for the financial year 2025 (binding resolution);
 - b. Section II: report on remuneration granted in the financial year 2024 (non-binding resolution).
4. Proposed authorisation to purchase and dispose of treasury shares. Related and consequent resolutions.
5. Appointment of the Board of Directors
 - a. determination of the number of the Board of Directors;
 - b. determination of the term of office of the Board of Directors;
 - c. appointment of the members of the Board of Directors;
 - d. appointment of the President of the Board of Directors;
 - e. determination of the remuneration of the members of the Board of Directors.
6. Appointment of the Board of Statutory Auditors:
 - a. appointment of the members of the Board of Statutory Auditors;
 - b. appointment of the Chairman of the Board of Statutory Auditors;
 - c. determination of the remuneration of the members of the Board of Statutory Auditors.
7. Approval of an employee incentive plan called "Piano LTI". Related and consequent resolutions.

Extraordinary Shareholders' Meeting

1. Cancellation of treasury shares without reduction of share capital; consequent amendments to Article 6 of the Articles of Association. Related and consequent resolutions.
2. Issue of a maximum of 32,248,030 ordinary shares with no par value, having the same characteristics as the outstanding ordinary shares, to service the 'LTI Plan', pursuant to Article 2349 of the Italian Civil Code. Related and consequent resolutions

The meeting will be held by remote telecommunication means and with the participation of shareholders exclusively through designated representatives (rappresentante designato) pursuant to Law Decree No. 18 of March 17, 2020, as subsequently extended.

The notice of the meeting and the documents related to the individual items on the agenda will be made available to the public within the terms and in the manner prescribed by current regulations.

Nexi

Nexi is Europe's PayTech company operating in high-growth, attractive European markets and technologically advanced countries. Listed on Euronext Milan, Nexi has the scale, geographic reach and abilities to drive the transition to a cashless Europe. With its portfolio of innovative products, e-commerce expertise and industry-specific solutions, Nexi provides flexible support for the digital economy and the entire payment ecosystem globally, across a broad range of different payment channels and methods. Nexi's technological platform and the best-in-class professional skills in the sector enable the company to operate at its best in three market segments: Merchant Solutions, Issuing Solutions and Digital Banking Solutions. Nexi constantly invests in technology and innovation, focusing on two fundamental principles: meeting, together with its partner banks, customer needs and creating new business opportunities for them. Nexi is committed to supporting people and businesses of all sizes, transforming the way people pay and businesses accept payments. It offers companies the most innovative and reliable solutions to better serve their customers and expand. By simplifying payments and enabling people and businesses to build closer relationships and grow together, Nexi promotes progress to benefit everyone. www.nexi.it/en www.nexigroup.com

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