

Informazione Regolamentata n. 1130-24-2024	Data/Ora Inizio Diffusione 30 Aprile 2024 07:00:02	Euronext Milan
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Societa' : POSTE ITALIANE

Identificativo Informazione  
Regolamentata : 189871

Utenza - Referente : POSTEN03 - Fabio Ciammaglichella

Tipologia : REGEM; 3.1

Data/Ora Ricezione : 30 Aprile 2024 07:00:02

Data/Ora Inizio Diffusione : 30 Aprile 2024 07:00:02

Oggetto : Poste Italiane - 2024 Shareholders' Meeting -  
extract of the notice of call

*Testo del comunicato*

Vedi allegato

# EXTRACT OF THE NOTICE OF CALL OF THE SHAREHOLDERS' MEETING OF POSTE ITALIANE 31.5.2024

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Poste Italiane S.p.A.

Registered Office in Rome - Viale Europa, n. 190

Share Capital € 1,306,110,000.00 fully paid in

Taxpayer Identification and Rome Company Register n. 97103880585

R.E.A. of Rome n. 842633

V.A.T. registration n. 01114601006

## ***Notice of Ordinary and Extraordinary Shareholders' Meeting***

An ordinary and extraordinary Shareholders' Meeting will be held on single call on 31 May 2024 at 2:00 p.m. in Rome, at the premises of the Company located in Viale Europa n. 175, to discuss and resolve on the following

### AGENDA

#### Ordinary session:

1. Poste Italiane S.p.A. Financial Statements for the year ended 31 December 2023. Reports of the Board of Directors, the Board of Statutory Auditors, and the Audit Firm. Related resolutions. Presentation of the consolidated financial statements for the year ended 31 December 2023.
2. Allocation of net income for the year.
3. Report on the 2024 remuneration policy.
4. Report on amounts paid in the year 2023.
5. Equity-based incentive plans.
6. Authorization for the acquisition and the disposal of own shares, serving the equity-based incentive plans. Related resolutions.

#### Extraordinary session:

1. Amendment of the articles 4 (integration of the corporate purpose), 11 (insertion of the clause related to the faculty of providing the attendance and intervention to the Shareholders' Meeting of those entitled to vote solely through the representative appointed), 12 (method of appointment of the secretary of the Shareholders' Meeting),

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14 (naming of the committee within the Board of Directors), 16 (urgent calling of the Board of Directors' meetings), and 20 (naming of the control departments of the BancoPosta Ring-Fenced Capital) of the Company's by-laws. Related resolutions.

It should be noted that the provisions of this notice of call are in line with the provisions of article 106, paragraph 4, of the Law Decree no. 18 of 17 March 2020 (the "Law Decree 18/2020"), converted with amendments by article 1, paragraph 1, of the Law 24 April 2020 No. 27 (the effectiveness of which was extended, lastly, by Law 5 March 2024, No. 21).

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### **Modalities of carrying-out of the Shareholders' Meeting pursuant to Law Decree 18/2020**

The Company has decided to avail itself of the faculty established by article 106, paragraph 4, of the Law Decree 18/2020, providing that the attendance of the Shareholders' Meeting shall be only permitted through the representative appointed by the Company pursuant to article 135-*undecies* of the Legislative Decree 24 February 1998, no. 58 (the "Consolidated Law on Finance") and article 11.5 of the corporate bylaws – *i.e.*, Monte Titoli S.p.A., whose registered office is in Milan (the "Appointed Representative") – according to the modalities indicated in the unabridged Meeting Notice available on the Company's website ([www.posteitaliane.it](http://www.posteitaliane.it)).

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The information regarding:

- the share capital;
- the right to attend the Shareholders' Meeting and to vote (record date 22 May 2024);
- the modalities of attendance of the Shareholders' Meeting, that shall be only permitted through the Appointed Representative pursuant to article 135-*undecies* of the Consolidated Law on Finance, who may be also granted proxies and/or sub-proxies pursuant to article 135-*novies* of the same Consolidated Law on Finance;

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- additions to the agenda and the presentation of new resolution proposals on matters already on the agenda by Shareholders owning at least 2.5% of the share capital pursuant to article 126-bis, paragraph 1, first sentence, of the Consolidated Law on Finance (by 9 May 2024);
- submission of resolution proposals by those entitled to vote pursuant to article 126-bis, paragraph 1, third sentence, of the Consolidated Law on Finance (by 16 May 2024);
- the right to ask questions before the Shareholders' Meeting (by 22 May 2024);

is contained in the unabridged Meeting notice, published in the section of the Company's website ([www.posteitaliane.it](http://www.posteitaliane.it)) dedicated to the present Shareholders' Meeting, to the full content of which you are invited to refer for any other information concerning the Shareholders' Meeting.

The documentation concerning the Shareholders' Meeting, including the explanatory reports of the Board of Directors and the proposed resolutions on the items on the agenda, has been made available to the public, within the time limits provided for by the law, at the Company's registered office, in the section of its website ([www.posteitaliane.it](http://www.posteitaliane.it)) dedicated to the present Shareholders' Meeting, and at the authorized storage mechanism "eMarket STORAGE" ([www.emarketstorage.it](http://www.emarketstorage.it)).

The Chairman of the Board of Directors

Silvia Maria Roverw

