

Informazione Regolamentata n. 1693-26-2025	Data/Ora Inizio Diffusione 10 Aprile 2025 14:19:01	Euronext Star Milan
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Societa' : GENERALFINANCE S.p.A.

Identificativo Informazione : 203919  
Regolamentata

Utenza - Referente : GENERALFINANCEN01 - Saviolo Stefano

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Data/Ora Ricezione : 10 Aprile 2025 14:19:01

Data/Ora Inizio Diffusione : 10 Aprile 2025 14:19:01

Oggetto : Generalfinance: Shareholders' Meeting  
resolutions of April, 10th 2025.

*Testo del comunicato*

Vedi allegato



## **PRESS RELEASE**

### **RESOLUTIONS ADOPTED BY THE SHAREHOLDERS' MEETING**

**The Ordinary Shareholders' Meeting approved:**

- the Financial Statements as at 31 December 2024;
- the distribution of a dividend of Euro 0.83 per share;
- the Annual Report on Remuneration Policies (first and second section);
- the 2025-2027 Long Term Incentive Plan;
- the renewal of the Board of Directors;
- the renewal of the Board of Statutory Auditors.

**The Shareholders' Meeting also resolved to allocate the residual profit for the year as follows:**

- Euro 10,612,044.47 to the Extraordinary Reserve.

**Milan, 10 April 2025.** It should be noted that the Ordinary Shareholders' Meeting of Generalfinance S.p.A. (the “Company” or “Generalfinance”) met today in single call under the chairmanship of Mr. Maurizio Dallochio.

#### **Financial statements as at 31 December 2024**

The Shareholders' Meeting examined and approved the financial statements as at 31 December 2024 of Generalfinance, relating to the year ended 31 December 2024, which recorded a profit of Euro 21,099,149.25.

The individual financial statements were audited by Deloitte & Touche S.p.A., which expressed an opinion of compliance, issuing its audit report without findings and without any emphasis of matter disclosure

#### **Allocation of the profit for the year**

The Shareholders' Meeting resolved:

- to allocate Euro 10,612,044.47 to reserves, and specifically to the extraordinary reserve, given that the Legal Reserve has already reached the limit envisaged by law;
- the distribution of a dividend of Euro 0.83 - gross of legal withholdings - for each of the ordinary shares in circulation. In compliance with the Stock Exchange calendar, the dividend will be paid on 16 April 2025. The “ex-dividend” date and the “record date” (date of entitlement to dividend payment) will be 14 April 2025 and 15 April 2025, respectively.

#### **Report on the remuneration policy and remuneration paid**

Pursuant to Article 123-ter of the Consolidated Law on Finance, the Shareholders' Meeting (i) approved by binding vote the first section of the report on the remuneration policy and remuneration paid, which illustrates the Company's remuneration policy, and (ii) resolved in a favourable sense with an advisory vote on the second section, concerning the remuneration received in 2024 by the members of the management and control bodies and by the executives with strategic responsibilities.

#### **Approval of the 2025-2027 Long-Term Incentive Plan**

The Shareholders' Meeting approved the 2025-2027 Long-Term Incentive Plan linked to the achievement of the pre-established objectives of the 2025/27 Plan approved on 28 February by the Board of Directors of Generalfinance. It concerns the Chief Executive Officer and the executives with strategic responsibilities. The main characteristics of the Plan are described in the information document prepared by the Company pursuant to Article 84-bis, paragraph 1, of the Issuers' Regulation adopted by Consob with Resolution no. 11971 of 14 May 1999, and made available to the public at the registered office, in the section of the Company's website ([www.generalfinance.it](http://www.generalfinance.it)) dedicated to the Shareholders'

Meeting and on the authorised storage mechanism called “eMarket Storage” ([www.emarketstorage.it](http://www.emarketstorage.it)).

### Renewal of the Board of Directors

The Ordinary Shareholders' Meeting also resolved to appoint the new Board of Directors for the years 2025 - 2027 and, therefore, until the date of the Shareholders' Meeting that will approve the financial statements as at 31 December 2027, as follows:

1	Maurizio Dallochio	Independent <sup>(1)</sup>
2	Paolo Alberto De Angelis	Independent <sup>(1)</sup>
3	Massimo Gianolli	Non-independent
4	Leonardo Luca Etro	Independent <sup>(1)</sup>
5	Gabriele Albertini	Independent <sup>(1)</sup>
6	Maria Luisa Mosconi	Independent <sup>(1)</sup>
7	Federica Casalvolone	Independent <sup>(1)</sup>
8	Marta Bavasso	Independent <sup>(1)</sup>
9	Ivonne Forno	Independent <sup>(1)</sup>

(1) Candidate declaring that he/she meets the independence requirements pursuant to Art. 148, third paragraph, of Italian Legislative Decree no. 58 (Consolidated Law on Finance), pursuant to Art. 13 of Ministerial Decree 169/2020 and pursuant to the Corporate Governance Code for listed companies (2020).

The directors were appointed on the basis of the list submitted by the shareholder GGH - Gruppo General Holding S.r.l., holder, at the date of presentation of the list, of 41.37% of the share capital (corresponding to 53.533% of the voting rights) and of the single list submitted jointly by the shareholders Investment Club S.r.l., Istituto Atesino di Sviluppo S.p.A., Sofia Holding S.r.l. Seac Fin S.p.A. - holders of a total of 13.601% of the share capital (corresponding to 12.0942% of the voting rights).

When both lists were submitted, the declarations of each candidate relating to the acceptance of the candidacy and the office in the event of appointment, the fulfilment of the requirements provided for by the applicable legislation, the absence of causes of incompatibility were also submitted, in addition to the declarations relating to the fulfilment of independence requirements.

Furthermore, please note that, pursuant to Article 19 of the Articles of Association, Maurizio Dallochio was appointed Chairman of the Board of Directors.

Finally, the Ordinary Shareholders' Meeting determined the compensation of the members of the Board of Directors in line with the proposal formulated by the outgoing Board.

### Renewal of the Board of Statutory Auditors

The Ordinary Shareholders' Meeting also appointed the new Board of Statutory Auditors for the three-year period 2025 - 2027 and, therefore, until the date of the Shareholders' Meeting that will approve the financial statements as at 31 December 2027, as follows:

1	Gianluca Bolelli	Chairman
2	Paolo Francesco Maria Lazzati	Standing Auditor
3	Maria Enrica Spinardi	Standing Auditor
4	Luca Zambanini	Alternate Auditor
5	Celeste Pozzo	Alternate Auditor

The Board of Statutory Auditors was appointed on the basis of the list submitted by the shareholder GGH - Gruppo General Holding S.r.l., holder, at the date of presentation of the list, of 41.37% of the share capital (corresponding to 53.533% of the voting rights) and of the single list presented jointly by the shareholders Investment Club S.r.l., Istituto Atesino di Sviluppo S.p.A., Sofia Holding S.r.l. Seac Fin S.p.A. - holders of a total of 13.601% of the share capital (corresponding to 12.0942% of the voting rights).

When both lists were submitted, the declarations of each candidate relating to the acceptance of the candidacy and the

office in the event of appointment, the fulfilment of the requirements of integrity and professionalism and the absence of causes of incompatibility were also submitted, in addition to the declarations relating to the fulfilment of independence requirements.

Pursuant to Article 24 of the Articles of Association of Generalfinance, Mr. Gianluca Bolelli, the first name on the minority list, assumed the office of Chairman of the Board of Statutory Auditors.

Finally, the Ordinary Shareholders' Meeting determined the compensation of the members of the Board of Statutory Auditors in line with the proposal formulated by the outgoing Board of Directors.

### **Minutes of the Shareholders' Meeting**

It is also disclosed that the minutes of the Ordinary Shareholders' Meeting, held today, will be made available to the general public at the registered offices, on the Company's website [www.generalfinance.it](http://www.generalfinance.it) (section: "Corporate Governance/Shareholders' Meeting/2025 Shareholders' Meeting") and on the authorised storage mechanism "eMarket STORAGE" at the address [www.emarketstorage.com](http://www.emarketstorage.com) within the time-frame envisaged by current legislation.

### **GENERALFINANCE**

*Founded in 1982 and run for over 30 years by Massimo Gianolli, Generalfinance is a regulated financial intermediary specialising in factoring, providing swift and tailored solutions to meet the diverse needs of its clients. Operating from its offices in Milan, Biella and Madrid with a team of around 80 professionals, Generalfinance is a leader in the segment of factoring for distressed companies.*

### **Generalfinance S.p.A.**

Chief Financial Officer – Investor Relations

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