

Informazione Regolamentata n. 1967-37-2025	Data/Ora Inizio Diffusione 29 Aprile 2025 21:03:27	Euronext Star Milan
--	---	---------------------

Societa' : DOVALUE

Identificativo Informazione : 204901
Regolamentata

Utenza - referente : DOVALUEN06 - Della Seta

Tipologia : 1.1; REGEM; 3.1

Data/Ora Ricezione : 29 Aprile 2025 21:03:27

Data/Ora Inizio Diffusione : 29 Aprile 2025 21:03:27

Oggetto : Extraordinary and ordinary shareholders'
meeting of 29 April 2025

Testo del comunicato

Vedi allegato



PRESS RELEASE

EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING OF 29 APRIL 2025

- *Approved the renewal of the Board of Directors' authority to increase share capital*
- *Approved the Separate Financial Statements as of December 31, 2024, and the allocation of the result for the financial year 2024*
- *Approved the report on the remuneration policy for the period 2025 -2026 and remuneration paid for the year 2024*
- *Approved the 2025 Financial Instrument-Based Compensation Incentive Plan*
- *Granted a new authorisation to purchase treasury shares, including the possibility of realising this through a public tender offer pursuant to Art. 102 TUF*

Rome, April 29th, 2025 - doValue announces that the Extraordinary and Ordinary Shareholders' Meeting met today and approved all items on the agenda.

Extraordinary Part

Renewal of the Board of Directors' authority to increase the share capital

The Shareholders' Meeting amended Article 5 of the Bylaws, with 100 % of the votes cast corresponding to 68.158% of the share capital, renewing to the Board of Directors the authorisation to the Board of Directors to increase the share capital, on one or more occasions and, in any case, in divisible form, with the exclusion of option rights pursuant to Articles 2443 and 2441, paragraph 4, of the Italian Civil Code, through the issue, also in several tranches, of a number of ordinary shares not exceeding 10% of the total number of doValue shares outstanding at the date of any exercise of the authorisation.

Ordinary Part

Financial Statements 2024

The Shareholders' Meeting approved with 100% of the votes cast corresponding to 68.158% of the capital, the **Financial Statements of doValue S.p.A. as at 31 December 2024**, which closed with a loss of Euro 70,167,276.

Furthermore, it approved with 100 % of the votes cast corresponding to 68.158% of the capital the allocation of the result for the financial year 2024, resolving to cover the loss through the use of the share premium reserve and not to proceed with the distribution of the dividend in line with the provisions of the policy set out in the Group's new three-year business plan 2024-2026.

In this regard, reference is also made to the press release issued on 20 March 2025 following the resolution of the Board of Directors to approve the draft individual financial statements, which included doValue's consolidated balance sheet and income statement as an annex. During the meeting, the Group's consolidated financial statements as of 31 December 2024 were also presented, which closed with a profit for the year attributable to the Shareholders of the Parent Company of Euro 1,900,474.



Remuneration and compensation policy

The Shareholders' Meeting examined the Report on the remuneration policy and compensation paid, approving with 81.067% of the votes (equal to 55.254% of the total share capital) the remuneration policy for the period 2025-2026 described in the first section of the same Report and expressing itself in favour with 90.879 % of the votes (equal to 61.942% of the total share capital) on the second section of the same, concerning the remuneration paid in or relating to the financial year 2024, pursuant to article 123-ter of the TUF and article 84-quater of Consob Regulation no. 11971/1999 (the "Issuers' Regulation").

It then approved with 99.999% of the votes (equal to 68.158% of the total share capital) in favour of the 2025 Financial Instrument-Based Compensation Incentive Plan, which provides for the assignment of an incentive in free ordinary doValue shares, to be paid over a multi-year period to selected beneficiaries subject to the achievement of specific performance targets.

Finally, it approved with 81.071% of the votes (equal to 55.257% of the total share capital) the adjustment of the performance targets for the "2023-2025" and "2024-2026" cycles of the LTI 2022-2024 plan, maintaining the current share appreciation targets, without the application of the *reverse stock split* and the *terp* adjustment.

The Shareholders' Meeting also granted, severally, proxy to the Chairman and the Chief Executive Officer to implement these resolutions, also by making any amendments and/or additions that may be necessary to implement the resolutions passed by the Shareholders' Meeting (which do not alter the substance of the resolution).

Revocation and new authorisation to purchase and dispose of own shares

The Shareholders' Meeting revoked the authorisation to purchase and dispose of treasury shares granted by it to the Company's Board of Directors by resolution of 26 April 2024.

At the same time, 99.996% of the votes (equal to 68.156% of the total share capital), it granted the Company's Board of Directors a new authorisation to purchase treasury shares in one or more transactions, including the possibility of also operating by means of a Public Tender Offer, according to the terms and conditions indicated in the resolution proposal approved by the Board of Directors on 20 March 2025 and illustrated in the report available on the Company's website ww.dovalue.it under the section "Governance - Shareholders' Meeting 29 April 2025".

In accordance with the applicable regulations and in the manner that ensures equal treatment of shareholders, the resolution concerns the purchase, in one or more transactions, of up to 8,000,000 ordinary shares of the company, equal to 10% of the total, for a period of 18 months from the shareholders' approval.

The minutes of the Shareholders' Meeting of doValue S.p.A. will be made available to the public in the manner and within the timeframe prescribed by the applicable regulations.

Declaration of the Financial Reporting Officer

Davide Soffietti, in his capacity as the manager in charge of preparing the company's financial reports, declares - pursuant to paragraph 2, Article 154-bis of Legislative Decree No. 58/1998 ("Consolidated Law on Finance") - that the accounting information contained in this press release corresponds to the documented results, books and accounting records.



doValue Group is a European financial services provider offering innovative products along the entire credit lifecycle, from origination to recovery and alternative asset management. With more than 20 years of experience and approximately €136 billion gross assets under management (Gross Book Value) as of 31 December 2024, including the contribution of Gardant, following its acquisition in November 2024, it operates in Italy, Spain, Greece and Cyprus. doValue Group contributes to economic growth by fostering sustainable development of the financial system and offers an integrated range of credit management services: servicing of Non-Performing Loans (NPL), Unlikely To Pay (UTP), Early Arrears, Performing Loans, Master Legal, Due Diligence, financial data processing, Master Servicing activities and asset management specialised in investment solutions, dedicated to institutional investors and focused on the sector of impaired and illiquid credits. doValue's shares are listed on Euronext STAR Milan (EXM) and, in 2024, the Group reported Gross Revenue of €479 million and EBITDA excluding non-recurring items of €165 million, and counted 3,168 employees.

Contacts

Image Building

Media Relations
Raffaella Casula (+39 02 89011300)
Francesca Alberio
dovalue@imagebuilding.it

doValue

Investor Relations
Daniele Della Seta
investorrelations@dovalue.it

