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Oggetto : NEXI, BERNARDO MINGRONE APPOINTED AS NEW GROUP CEO

*Testo del comunicato*

Vedi allegato



## BERNARDO MINGRONE APPOINTED AS NEW GROUP CEO

Milan, March 25, 2026 – The Board of Directors of Nexi S.p.A., which met today under the chairmanship of Marcello Sala, has named Bernardo Mingrone as Chief Executive Officer and General Manager of the Group.

Bernardo Mingrone, Deputy General Manager and CEO of Nexi Payments, succeeds Paolo Bertoluzzo, who led over the past 10 years the Group's transformation journey.

**Chairman Marcello Sala** commented: *“Bernardo Mingrone is the most suitable person to lead Nexi in its next phase of development. He has a deep knowledge of the Group and brings a proven track record of execution in complex and evolving environments. We are confident that he will further build on the Group's solid foundations and strengthen its positioning as a European leader in digital payments. On behalf of the entire Board of Directors, I would also like to thank Paolo Bertoluzzo for his contribution to Nexi's growth and transformation journey, which has led the Group to become today a strategic infrastructure for Europe.”*

**Bernardo Mingrone**, newly appointed Group CEO of Nexi, said: *“I would like to thank the Board of Directors and our shareholders for the trust they have placed in me. Nexi plays an essential role in the payments ecosystem and is built on solid foundations: a unique European scale, strong cash generation capabilities and significant growth potential, in a rapidly evolving market. I am honoured to lead the Group in this new phase of its journey and determined to fully capture its opportunities, alongside our clients and partners across Europe. I am confident that, thanks to the quality and commitment of our people, we will continue to strengthen our positioning and create value over time.”*

**Paolo Bertoluzzo** commented: *“I am proud of what we have achieved over the past 10 years, transforming Nexi from a small local player into a European leader in digital payments, with strong Italian roots and a unique positioning and capabilities. Our continued investments in technology, innovation and people have enabled Nexi to steadily grow revenues and margins, with an EBITDA increased beyond Euro 1.9 billion, accelerate cash generation beyond Euro 800 million and begin returning capital to shareholders. I am pleased that the leadership baton is being passed to Bernardo, who will best interpret this new phase of the company. I would like to thank the Board of Directors for its constant support. Above all, I would like to thank Nexi's people: it is only thanks to their extraordinary expertise, passion and energy that this successful journey has been, and will continue to be, possible.”*

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Following the resignation of Paolo Bertoluzzo, effective today, as Director and General Manager by reason of reaching an agreement with the Company to this end, the Board of Directors, subject to the favourable opinion of the Board of Statutory Auditors, has co-opted Bernardo Mingrone as a Director of Nexi.

The agreement with Paolo Bertoluzzo, approved today by the Board of Directors in relation to the termination of his executive employment relationship and offices, in full compliance



with the current remuneration policy (including with respect to the malus and claw-back mechanisms applicable to the variable remuneration), provides for the payment, by the end of April 2026, of a lump-sum amount equal to 24 months of gross remuneration and the 2026 MBO bonus calculated on a pro rata temporis basis. The agreement also provides for the pro rata maintenance of participation in the LTI plans, in accordance with the relevant plan rules.

Following changes in Nexi's ownership structure, the Directors Luca Bassi (non-independent), Elena Dimanina (non-independent, member of the Remuneration and Nomination Committee) and Enrico Trovati (non-independent) have also resigned. As a result, today the Board of Directors – upon proposal of Evergood H&F Lux S.à r.l. pursuant to the existing shareholders' agreement and subject to the favourable opinion of the Board of Statutory Auditors – has co-opted Alessandro Daffina, Saba Nazar and Luca Velussi as Directors of Nexi. Alessandro Daffina and Saba Nazar have declared that they meet the independence requirements set out in Article 148, paragraph 3 of the Consolidated Law on Finance (TUF), as referred to in Article 147-ter, paragraph 4 of the TUF, as well as the independence requirements under the Corporate Governance Code. The Company will proceed with the assessment of the independence requirements of the directors who declared to meet the same.

Luca Velussi has therefore been appointed as a member of the Company's Remuneration and Nomination Committee.

The confirmation of the Directors co-opted today will be submitted to the Shareholders' Meeting convened for 29 April 2026.

The curricula vitae of the newly appointed Directors are available on Nexi's website at <https://www.nexigroup.com/en/group/governance/corporate-bodies/>.

As of today, to the Company's knowledge: (i) Paolo Bertoluzzo holds no. 3,085,727 shares in Nexi S.p.A.; (ii) Enrico Trovati holds no. 220,880 shares in Nexi S.p.A.; (iii) Bernardo Mingrone holds no. 1,908,471 shares in Nexi S.p.A., while the other resigning and newly appointed Directors do not hold any shares in Nexi S.p.A.

## 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](http://www.nexi.it/en)  
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