

Ordinary and Extraordinary Shareholders' Meeting approves all the resolutions proposed on the agenda

Pesaro, 18 November 2024

The Ordinary and Extraordinary Shareholders' Meeting of Biesse S.p.A. ("**Biesse**" or the "**Company**"), a company listed on the Euronext STAR Milan segment, was held today in unique convocation.

Representing 63.94% (76.12% voting rights) of the share capital, the Shareholders' Meeting dealt with all the items on the agenda for the Ordinary and Extraordinary Assembly contained in the notice of call and passed the relevant resolutions.

Ordinary part

Authorization to the purchase of treasury shares

The Shareholders' Meeting has approved the authorization to purchase and to dispose of treasury shares pursuant to articles 2357 et seq. of the Italian Civil Code, as well as article 132 of Legislative Decree no. 58 of 24 February 1998 and article 144-bis of the Consob Regulation adopted by resolution no. 11971/1999 and subsequent amendments.

The authorization to purchase and to dispose of treasury shares has been granted for a maximum number that, taking into account the number of ordinary shares of the Company from time to time held by the Company itself and by the controlled companies, does not exceed the 10% of the share capital of the Company. For these purchases, the total outlay of the Company will not be able to exceed, in every case, 15.000.000 euros. Purchases of treasury shares will be carried out at a price not lower than 15% and not higher than 15% than the reference price recorded on the Italian Stock Exchange, organized and operated by Borsa Italiana S.p.A., at the day prior every single transaction.

The authorization for the purchases of treasury shares has been approved for a maximum period of 18 months, according to the purposes and following modalities, terms and conditions contained in the directors' report presented by the Board of Directors and available on the web site of the Company [Biesse - Governance and Investors / For the investors](#).

As of today, the Company does not have treasury shares.

**Extraordinary part
Amendments to the Article of Association**

The Shareholders' Meeting has approved:

1. the integration of the art. 6 to precise the cases of maintaining the increased voting rights provided by the legislation and to delete legislative references no longer applicable.
2. amendment to the art. 11 to introduce the possibility to hold the Shareholders' Meetings by exclusive participation through the so-called Designated Representative.
3. amendment to the art. 16 and to the art. 19-bis on the appointment of corporate bodies.
4. amendment to the art. 19-ter to introduce the mechanism provided by the art. 8, *comma* 2, of the Consob Regulation adopted by resolution no. 17221/2010 (so-called *white-wash*).

BIESSE - We are an international company that manufactures integrated lines and machines to process wood, glass, stone, plastic and composite materials. Founded in Italy in 1969 and listed in the Euronext STAR segment of the Italian Stock Exchange, we support the business evolution of our customers in the furniture & construction, automotive and aerospace sectors. Today, about 80% of our consolidated turnover is achieved abroad by an ever-growing global network with 3 manufacturing areas and showrooms in 19 countries. Thanks to our rooted competence embodied by more than 4.100 employees, we empower the imagination of industry leading companies and prestigious names in Italian and international design to make the potential of any material shine.

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