



BORSA ITALIANA - STAR segment

PRESS RELEASE

THE ORDINARY SHAREHOLDERS' MEETING

- **APPROVED THE COMPANY FINANCIAL STATEMENTS 2016**
- **THE CONSOLIDATED FINANCIAL STATEMENTS CLOSE WITH A GROUP
NET PROFIT OF EURO 10.2 MILLION**
- **RESOLVED THE PAYMENT OF A 0.30 EURO PER SHARE DIVIDEND**
- **APPOINTED PRICEWATERHOUSECOOPERS FOR AUDITING
THE FINANCIAL YEARS 2017-2025**
- **AUTHORIZED THE BUY BACK OF TREASURY STOCK (for a maximum of 500,000 shares)**
- **APPOINTED THE BOARD OF DIRECTORS FOR THE YEARS 2017-2019**

Collegno (TO), April 11th 2017 - The shareholders' meeting of Prima Industrie S.p.A, a company leader in high technology laser systems, sheet metal working systems and electronic components for industrial applications, was held today and:

- took notice of the Group results at 31/12/2016 which recorded revenues for 393.9 million euro (+8.1% as against 364.5 million euro at 31/12/2015), EBITDA for 35.4 million euro (compared to 31.4 million euro at 31/12/2015), EBIT equal to 18.5 million euro (compared to 17.5 million euro at 31/12/2015) and Group net profit equal to 10.2 million euro (compared to 5.6 million euro at 31/12/2015);
- approved the parent company, Prima Industrie S.p.A, financial statements at 31/12/2016, which closed with a net profit of euro 1,757,529.35 resolving to:
 - allocate to Legal Reserve a share of the mentioned net profit, equal to euro 87,876.47;
 - distribute the residual euro 1,669,652.88 as ordinary dividend, and to distribute euro 1,475,329.32, of undistributed retained earnings previously accrued to Extraordinary Reserve, equal to an overall unit dividend of euro 0.30 for each of the 10,483,274 shares.

The payment of the dividend will take place starting from May 17th 2017 (ex dividend date May 15th 2017 and record date May 16th 2017).

- Approved, pursuant to article 123-ter, paragraph 6 in Law Decree 58/1998, Section I of the Report on Remuneration prepared by the directors and containing the company policy about the remuneration of the members of the Board, General Manager and other Managers with strategic responsibilities as well as the procedures used in order to adopt and implement such policy.
- Appointed the auditing firm PricewaterhouseCoopers S.p.A. for the auditing of the Parent Company Financial Statements and Consolidated Financial Statements for the period 2017-2025, as per the motivated proposal by the Statutory Auditors, which took into account the auditing firm knowledge of the sector, its methodology, its organization and technical qualification with regard to the task to be accomplished, besides the annual fees which was deemed suitable for the task (about 3.2 million euro for the period of nine years).

- Authorized the purchase of Prima Industrie S.p.A's treasury stock, in one or more times, for a period of eighteen months, for a maximum number of 500,000 ordinary shares or a maximum total counter value of 10,000,000 million euro for the acquisition, authorizing from now the disposal of treasury stock, in one or more times, without time limits, in the manners deemed most appropriate in the interest of the Company and in compliance with applicable regulations.

Purchases will be made on regulated markets according to operating procedures established in the stock market regulations under the operating conditions set forth in the Italian Stock Exchange Regulation S.p.A., in accordance with Art. 144 bis, paragraph 1, lett. b), of CONSOB Regulation no. 11971/99 and subsequent amendments, as also indicated in the Directors' Report prepared by the Company and available on the Internet website at <http://www.primaindustrie.com/information-for-the-shareholders/>.
- Appointed the new Board of Directors, which will be in office until the approval of the financial statements for the year 2019 and is composed of: Gianfranco Carbonato (Chairman of the Board), Ezio Giovanni Basso, Rafic Mansour, Michael Mansour, Mario Mauri, Donatella Busso, Paolo Cantarella, Carla Patrizia Ferrari, Paola Gatto (appointed from the list presented by Erste International SA), Domenico Peiretti and Marina Meliga (appointed from the list presented by dP-cube S.r.l and by Objectif Small Caps Euro SICAV).

The curricula and other information relating to the newly elected directors are posted on the company website <http://www.primaindustrie.com/information-for-the-shareholders/>.

The directors Mario Mauri, Donatella Busso, Paolo Cantarella, Paola Gatto, Marina Meliga and Carla Ferrari declared having the independence requirements pursuant to article 148, paragraph 3 of TUF (applicable ex article 147-ter, paragraph 4 of TUF) and the Corporate Governance Code promoted by Borsa Italiana S.p.A, as implemented by Prima Industrie S.p.A. and specified within the Annual Report on the Corporate Governance.

The existence of the independence requirements, as well as the integrity requirements, has been verified and confirmed by the Board of Directors held immediately after the appointment by the Shareholders' Meeting.

In this session the Board also:

- granted executive powers to the Chairman, Gianfranco Carbonato, appointing him as Executive Chairman and appointed as Managing Directors Ezio Basso and Domenico Peiretti, granting them executive powers;
- appointed as Director in charge of the internal control system and risk management, with the task of taking care of the set up and maintenance of an effective system of internal control and risk management, the Executive Chairman, Gianfranco Carbonato;
- appointed the Remuneration Committee, with the following members: Mario Mauri, Rafic Mansour and Paola Gatto;
- appointed the Control and Risk Committee with the following members: Donatella Busso (appointed chairman of this Committee), Paolo Cantarella and Carla Ferrari;
- appointed the Committee for the transactions with related parties whose members are: Donatella Busso (appointed chairman of this Committee), Marina Meliga and Paola Gatto, with the task of expressing the opinions required by the Consob Regulation on the subject;
- appointed the Strategic Committee with the following members: Gianfranco Carbonato, Ezio Giovanni Basso, Domenico Peiretti, Paolo Cantarella, Mario Mauri, Michael Mansour and Marina Meliga;
- designated as Lead Independent Director (in accordance with the Corporate Governance Code promoted by Borsa Italiana S.p.A.) the independent director Donatella Busso.

In conjunction with the expiry of the mandate of the Board of Directors, it is also expired the mandate at that time attributed to the Company's Body of Vigilance; it was therefore necessary to provide for the new appointment of such authority, which will remain in office until approval of the Financial Statements 2019. The components are the following: Roberto Petrignani (appointed Chairman of this body), Franco Nada and Claudia Verro.

“The manager responsible for preparing the company’s financial reports, Davide Danieli, declares, pursuant to paragraph 2 of Article 154-bis of the Consolidated Law of Finance, that the accounting information contained in this press release corresponds to the document results, books and accounting records”.

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As announced in the press release issued on January 10th 2017, the Company, also as STAR issuer, will continue to make available to the public the quarterly reports in accordance with the current procedure, referring to the provisions of Article 154-ter, c. 5, of TUF, in force before the transposition of Directive 2013/50/ EU, and will conform to the principles and criteria set out by the new art. 82-ter of the Issuers Regulation.

In order to allow a better representation of its economic results, starting from 2017 (and therefore from the Interim Financial report at 31/03/2017) the Company will present the income statement with a view by function, rather than by the nature of expense (as it was up to the 2016 Annual Report). Therefore, the income statement will be presented by function, otherwise defined as "cost of sales"; this costs analysis carried out according to the destination of the same is considered more representative than the so-called presentation by nature of expense. This format is in fact compliant with the internal reporting and management and is in line with international practice in the industry in which the Group operates.

PRIMA INDUSTRIE heads a leading Group in developing, manufacturing and marketing of laser systems for industrial applications, sheet metal processing machinery, as well as industrial electronics and laser technologies.

The parent company Prima Industrie S.p.A. is listed on the Italian Stock Exchange since 1999 (MTA- STAR segment).

With over 35 years of experience the Group can count on about 12,000 machines installed in more than 80 countries worldwide and is among the main worldwide manufacturers in its own reference market.

The Group has over 1,650 employees and manufacturing sites in **Italy** (PRIMA INDUSTRIE S.p.A, PRIMA ELECTRO S.p.A, FINN-POWER Italia Srl), **Finland** (FINN-POWER Oy), **USA** (PRIMA ELECTRO North America Llc, PRIMA POWER LASERDYNE Llc.) and **China** (PRIMA POWER SUZHOU Co. Ltd.). Remarkable is as well its direct commercial and after-sales presence in BRIC, NAFTA, European Union and other emerging Asian countries.

The Prima Industrie Group is structured on 2 Business Units:

Laser and sheet metal processing machines (Prima Power): including design, manufacturing and marketing of:

- Laser machines for cutting, welding and drilling of 3D and 2D components.
- Machines for sheet metal treatment by means of mechanical tools (punching machines, combined punching/shearing systems, combined punching/laser cutting systems, panel benders and automation systems).

Industrial electronics and laser technologies (Prima Electro): including development, manufacturing and marketing of power and control electronics, and of high-power laser sources for industrial applications, destined both to the Group machines and to third parties.

For further information:

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