

Press release

Fidia S.p.A.: the Shareholders' Meeting approves the 2013 Financial Statement and appoints the new Board of Directors

Turin, April 29, 2014 – The Shareholders of Fidia S.p.A., a leading Group in numerical control devices and integrated systems technologies for the calculation, scanning and cutting of complex shapes and listed on the Star (MTA) segment of the Italian Stock Exchange, have met today in the Ordinary meeting for the approval of the financial statement as at December 31, 2013, for the approval of the report on the Corporate Governance, for the approval of the report on the Directors' remuneration ex art. 123-ter TUF and to deliberate the renewal of the Corporate Bodies

The Shareholders' meeting has approved the 2013 financial statement without any modifications in comparison with the Draft Financial Statement proposed by the BoD and has agreed with the Directors proposal to cover the loss of the year, amounting to 1.348 thousand Euros, by using equity reserves (as per press release dated March 14, 2014).

The Shareholders' meeting has then acknowledged the Group Consolidated Financial Statement for the fiscal year 2013, whose main figures are the following:

- Net revenues: 44,7 million euros (47,0 million euros on December 31, 2012)
- EBITDA: 0,03 million euros (+2,2 million euros on December 31, 2012)
- Net financial position: positive by 2,2 million euros (positive by 0,7 million euros on December 31, 2012)
- Net consolidated loss: 1,6 million euros (net profit by 0,3 million euros on December 31, 2012)
- Order entry: 50,3 million euros (37,6 million euros on December 31, 2012)
- Order back-log: 27,2 million euros (21,7 million euros on December 31, 2012)

The Shareholders' meeting has appointed the new **Board of Directors** for the three years period 2014-2016 (that means till the Shareholders' meeting that will approve the 2016 financial statement); the BoD is now composed as follows:



- Giuseppe Morfino – President
- Francesco Profumo – Director
- Carlos Maidagan - Director
- Guido Giovando - Director
- Mariachiara Zanetti - Director
- Luigino Azzolin - Director
- Anna Ferrero – Director

The Shareholders' meeting has also appointed the **Board of the Statutory Auditors**, that is composed as follows:

- Maurizio Ferrero – President
- Michela Rayneri – Statutory auditor
- Elena Spagnol - Statutory auditor
- Giovanni Rayneri – Alternate auditor
- Chiara Olliveri Siccardi – Alternate auditor
- Gian Piero Balducci – Alternate auditor

Both the Board of Directors and the Board of the Statutory Auditors have been elected by the only list presented, proposed by the majority shareholder, Mr. Giuseppe Morfino.

The Directors' and Statutory Auditors' *curriculum vitae* is available on the corporate internet site.

Board of Director

The Board of Directors that met at the end of the Shareholders' meeting, has appointed Mr. Giuseppe Morfino as **Managing Director** and Mr. Carlos Maidagan as **Executive Vice President**, conferring them the management powers.

In the same meeting Mr. Francesco Profumo has been designated as **Lead Independent Director** (according to the Borsa Italiana S.p.A. Code of Conduct) and Mr. Eugenio Barone has been confirmed as **Investor Relator** and **Financial Reporting Officer** (the so called "Dirigente Preposto").

The BoD has then verified, based on the information held by the Company, the respect of the independence requirements, according to art. 148 paragraph 3 of D.Lgs. 58/1998 (the so called Testo Unico della Finanza) and to the Code of Conduct (Codice di Autodisciplina) issued by Borsa Italiana S.p.A., for the independent directors Mr. Francesco Profumo, Mr. Guido Giovando, Mrs.



Mariachiara Zanetti, Mr. Luigino Azzolin and Mrs. Anna Ferrero.

The Board of Directors has also verified, based on the information held by the Company, the respect of the independence requirements ex art. 148 paragraph 3 of D.Lgs. 58/1998 for the statutory auditors.

Moreover the BoD has also appointed the following internal committees:

Internal Control and Risk Committee: composed by the directors Mr. Luigino Azzolin (President), Mr. Guido Giovando and Mrs. Anna Ferrero; this committee, composed by independent and non-executive directors also acts as Committee for Related Party pursuant to Consob Regulation;

Remuneration Committee: composed by the directors Mrs. Anna Ferrero (President), Mr. Guido Giovando and Mrs. Mariachiara Zanetti;

and the **Supervisory Board** (Organismo di Vigilanza) ex D.Lgs 231/2001 composed by Mr. Luigino Azzolin (President), Luca Mastromatteo and Mrs. Elena Spagnol.

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All the documents related to the Shareholder's meeting will be available to the Shareholders and to the general public at the Company's head office, at the Borsa Italiana S.p.A., at Consob and on the Company's internet site www.fidia.com (Investor Relations section) within the terms provided for by law.

Pursuant to Art. 154-bis, paragraph 2 of the "Testo Unico della Finanza", the Financial Reporting Officer (the so called "dirigente preposto") Eugenio Barone, declares that the figures contained in the present press release correspond to the company's records, books and accounting entries.

Fidia S.p.A., headquartered in S.Mauro Torinese (TO), is a world leader in the design, production and distribution of integrated systems for the realization of complex shapes used primarily for printing presses. With approx. 330 employees, Fidias is known as one of the few companies working in the three different technologies that allow for complete management of the splicing process, from post planning to the final product. In particular Fidias produces and distributes: numerical control devices for milling systems, high speed milling systems, CAM software for the cutting of complex shapes.

Fidia S.p.A. (Reuters FDA.MI – Bloomberg FDA IM) is listed on the STAR segment (MTA) of the Italian Stock Exchange and has a capitalization of approx. € 18 million.

News and additional information about the company can be found on the corporate website at www.fidia.com



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